

Form 51-901F
Quarterly Report

Incorporated as part of: Schedule A Schedule B & C

ISSUER DETAILS:

For Quarter Ended:	<u>December 31, 2003</u>
Date of Report:	<u>February 20, 2004</u>
Name of Issuer:	<u>WINDARRA MINERALS LTD.</u>
Issuer's Address:	<u>2300 – 1066 West Hastings St., Vancouver, B.C. V6E 3X2</u>
Issuer's Phone /Fax Number:	<u>Tel: 604 688-1508 Fax: 604 893-7071</u>
Contact Person/Position	<u>John L. Pallot, President</u>
Contact Telephone Number/e-mail	<u>604 688-1508 jpallot@windarra.com</u>

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.

<u>John L. Pallot</u>	<u>" John L. Pallot "</u>	<u>04/02/27</u>
Name of Director	Signature	Date Signed (YY/MM/DD)

<u>Steven Brunelle</u>	<u>"Steven Brunelle"</u>	<u>04/02/27</u>
Name of Director	Signature	Date Signed (YY/MM/DD)

WINDARRA MINERALS LTD.
CONSOLIDATED BALANCE SHEETS
Unaudited

	December 31 2003	September 30 2003
ASSETS		
Current		
Cash and equivalents	\$ 94,503	\$ 75,795
Term deposits	263,000	332,000
Receivables	37,976	47,324
Prepaid expenses and deposits	<u>1,733</u>	<u>8,443</u>
	397,212	463,562
Equipment (Note 3)	2,480	2,681
Mineral properties and deferred exploration costs (Note 4)	440,827	82,293
Investment in partnership (Note 5)	100	100
Long-term investments (Note 6)	<u>183,878</u>	<u>104,691</u>
	\$ 1,024,497	\$ 653,327
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	\$ 419,883	\$ 122,227
Long-term payable (Note 7)	<u>21,819</u>	<u>21,819</u>
	<u>441,702</u>	<u>144,046</u>
Shareholders' equity		
Capital stock (Note 8)	21,817,526	21,817,526
Deficit	<u>(21,234,731)</u>	<u>(21,308,425)</u>
	<u>582,795</u>	<u>509,281</u>
	\$ 1,024,497	\$ 653,327

Nature and continuance of operations (Note 1)

Contingencies (Note 11)

Subsequent event (Note 12)

On behalf of the Board:

<u>“ Steve Brunelle ”</u> Steve Brunelle	Director	<u>“ John Pallot ”</u> John Pallot	Director
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The accompanying notes are an integral part of these consolidated financial statements.

WINDARRA MINERALS LTD.
CONSOLIDATED STATEMENTS OF OPERATIONS AND DEFICIT
THREE MONTHS ENDED DECEMBER 31
Unaudited

	2003	2002
EXPENSES		
Amortization	\$ 201	282
Corporate administration fees	-	7,200
Management fees	18,000	12,000
Office and miscellaneous	8,770	8,246
Professional fees	-	8,589
Public relations	4,759	-
Regulatory and transfer agent fees	2,221	4,320
Rent	3,466	4,125
Technical consulting	-	2,800
Travel and related costs	137	-
Loss from operations	<u>(37,554)</u>	<u>(47,562)</u>
OTHER ITEMS		
Rent and management income	-	916
Interest and other income	1,356	229
Gain on expropriation of mineral property (Note 4)	-	50,000
Gain (loss) on sale of long-term investments (Note 6)	59,492	-
Recovery of bad debt	50,220	-
	<u>111,068</u>	<u>51,145</u>
Net income for the period	73,514	3,583
Deficit, beginning of period	<u>(21,308,245)</u>	<u>(21,550,617)</u>
Deficit, end of period	<u>\$(21,234,731)</u>	<u>\$(21,547,034)</u>
Basic earnings per share	\$ 0.01	\$ 0.01
Weighted average number of shares outstanding during the period	<u>23,721,909</u>	<u>23,721,909</u>

The accompanying notes are an integral part of these consolidated financial statements.

WINDARRA MINERALS LTD.
CONSOLIDATED STATEMENTS OF CASH FLOWS
THREE MONTHS ENDED DECEMBER 31
Unaudited

	2003	2002
CASH FLOWS FROM OPERATING ACTIVITIES		
Income (loss) from operations	\$ 73,514	\$ 3583
Items not affecting cash:		
Amortization	201	282
Bad debt (recovery)	(50,220)	-
Gain on sale of long-term investments	(59,492)	-
Changes in non-cash working capital items:		
Decrease (increase) in receivables	(27,278)	113,959
Increase in prepaid expenses and deposits	6,710	(1,250)
Increase in accounts payable and accrued liabilities	<u>297,656</u>	<u>(23,551)</u>
Net cash provided by operating activities	<u>241,091</u>	<u>93,023</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of loan	<u>-</u>	<u>(50,000)</u>
Net cash used in financing activities	<u>-</u>	<u>(50,000)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Deferred exploration	(358,534)	-
Proceeds on sale of investments	67,151	-
Redemption of term deposits	<u>69,000</u>	<u>-</u>
Net cash used in investing activities	<u>(222,383)</u>	<u>-</u>
Change in cash and equivalents during the period	18,708	43,023
Cash and equivalents, beginning of period	<u>75,795</u>	<u>97,402</u>
Cash and equivalents, end of period	<u>\$ 94,503</u>	<u>\$ 140,425</u>
Cash paid during the period for:		
Interest	\$ -	\$ -
Income taxes	-	-

Significant non-cash transaction of the Company during the period ended December 31, 2003:

- a) Received 434,231 shares of Stingray in settlement of \$86,846 debt.

There were no significant non-cash transactions during the period ended December 31, 2002.

The accompanying notes are an integral part of these consolidated financial statements.

WINDARRA MINERALS LTD.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2003
Unaudited

1. NATURE AND CONTINUANCE OF OPERATIONS

The Company was incorporated under the laws of British Columbia and its principal business activities include the acquiring and developing of mineral properties. The Company is in the process of exploring and developing its mineral properties and has not yet determined whether these properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for mineral properties and related deferred exploration costs is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development and upon future profitable production. The Company is considered to be in the development stage as it has not yet earned significant revenues.

	Dec 31 2003	Sep 30 2003
Working capital (deficiency)	\$ (22,671)	\$ 341,335
Deficit	(21,234,731)	(21,308,245)

2. BASIS OF PRESENTATION

These unaudited interim financial statements have been prepared by the Company in accordance with Canadian generally accepted accounting principles. All financial summaries included are presented on a comparative and consistent basis showing the figures for the corresponding period in the preceding year or the preceding period. The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of annual financial statements. Certain information and footnote disclosure normally included in financial statements prepared in accordance with generally accepted accounting principles has been condensed or omitted. These interim period statements should be read together with the audited financial statements and the accompanying notes included in the Company's audited financial statements as at and for the year ended September 30, 2003. In the opinion of the Company, its unaudited interim financial statements contain all adjustments necessary in order to present a fair statement of the results of the interim periods presented.

3. EQUIPMENT

	Dec 31 2003			Sep 30 2003		
	Cost	Accumulated Amortization	Net Book Value	Cost	Accumulated Amortization	Net Book Value
Office equipment	\$ 8,565	\$ 6,085	\$ 2,480	\$ 8,565	\$ 5,884	\$ 2,681

WINDARRA MINERALS LTD.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2003
Unaudited

4. MINERAL PROPERTIES AND DEFERRED EXPLORATION COSTS

	Little Deer Lake Claims, Saskatchewan	Magnacon Claims, Ontario	Magnacon East Claims, Ontario	3 months Dec 31 2003
Balance, beginning of period	\$ 1	\$ 77,339	\$ 4,953	\$ 82,293
Additions during the period:				
Dewatering	-	15,776	-	15,776
Drilling	-	4,439	-	4,439
Hydro, heating & power	-	59,645	-	59,645
Pumps & other equipment	-	86,519	-	86,519
Joint venture management Fees	-	25,082	-	25,082
Surface exploration	-	(7,176)	-	(7,176)
Underground exploration	-	174,249	-	174,249
	-	358,534	-	358,534
Balance, end of period	\$ 1	\$ 435,873	\$ 4,953	\$ 440,827

	Little Deer Lake Claims, Saskatchewan	Magnacon Claims, Ontario	Magnacon East Block Claims, Ontario	FYE Sep 30 2003
Balance, beginning of period	\$ 1	\$ 2	\$ 2	\$ 5
Additions during the period:				
Geology	-	5,996	4,188	10,814
Travel and transportation	-	1,227	763	1,990
Joint venture management fees	-	5,049	-	5,049
Surface exploration	-	4,795	-	4,795
Underground exploration	-	60,270	-	60,270
	-	77,337	4,951	82,288
Balance, end of period	\$ 1	\$ 77,339	\$ 4,953	\$ 82,293

4. MINERAL PROPERTIES AND DEFERRED EXPLORATION COSTS (cont'd...)

Magnacon East Block Claims, Ontario

The Company holds a 25% joint venture interest in certain claims in the Sault Ste. Marie Mining Division, Ontario. The Company previously wrote-down related mineral property and deferred exploration costs to a nominal value. During the period, the Company spent \$358,533 in exploration on the property.

Little Deer Lake Claims, Saskatchewan

The Company holds a 20% joint venture interest in certain claims in the La Ronge Mining Division, Saskatchewan. The Company previously wrote-down the related mineral property and deferred exploration costs to a nominal value. The claims are in good standing until 2022. No work is planned for this year.

Gain on mineral properties

During the year ended September 30, 2003, the Company received a net settlement amount of \$50,000 relating to the Company's former interest in the Shuttleworth claims which were previously expropriated by the Province of British Columbia. The Company's settlement was \$100,000 of which \$50,000 was paid to a company related by virtue of a common director for its proportional interest in the claim.

5. INVESTMENT IN PARTNERSHIP

During the year ended September 30, 2003, the Company, with two other companies, formed a general partnership which acquired an interest in the 1999 Investment Co. Limited Partnership, an Alberta limited partnership.

During the year ended September 30, 2003, the Company received a cash distribution of \$412,459 from the general partnership which represents the aggregate amount of cash the Company expects to receive from this investment.

6. LONG-TERM INVESTMENTS

The Company holds the following investments:

	Dec 31 2003	Sep 30 2003
Shares of publicly traded companies, quoted market value \$ 815,705 (Sep 30, 2003 - \$186,248), at cost	\$ 183,878	\$ 104,691

During the period the company sold common shares in various companies for total proceeds of \$67,151, which resulted in a gain of \$59,492.

WINDARRA MINERALS LTD.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2003
Unaudited

6. LONG-TERM INVESTMENTS (cont'd...)

During the period, the Company received 434,231 common shares of Stingray Resources Inc. at a value of \$0.20 per share in settlement of \$86,846 of receivables of which \$50,220 was previously written-off. The shares cannot be traded before September 30, 2004. The Company and Stingray have directors and officers in common.

7. LOAN AND LONG-TERM PAYABLES

The long-term payable is non-interest bearing, unsecured and payment will not be sought within one year. The fair value is not determinable as there are no specific repayment terms.

8. CAPITAL STOCK

	Number of Shares	Amount
Authorized 100,000,000 common shares without par value		
Issued Balance at December 31, 2003 and September 30, 2003	23,721,909	\$ 21,817,526

Stock options

The Company follows the policies of the TSX-V under which it is authorized to grant options to executive officers and directors, employees and consultants, enabling them to acquire up to 10% of the issued and outstanding common stock of the Company. The exercise price of each option equals the market price of the Company's stock as calculated on the date of grant. The options can be granted for a maximum term of five years.

WINDARRA MINERALS LTD.
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8. CAPITAL STOCK (cont'd...)

Following is a summary of stock options outstanding at December 31, 2003:

Number of Shares	Exercise Price	Expiry Date
25,000	\$ 0.11	February 1, 2004

There were no stock option transactions during the period.

Subsequent to the period, 25,000 stock options expired.

9. RELATED PARTY TRANSACTIONS

The Company entered into the following transactions with related parties:

- a) Paid or accrued accounting and corporate administration fees of Nil (2002 - \$21,500) to a director, a company controlled by a director of a subsidiary or a company controlled by a former director of the Company.
- b) Paid or accrued management fees of \$ 7,000 (2002 - \$4,500) to a director and a former director of the Company.

During the period, the Company received 434,231 common shares of Stingray Resources Inc. at a value of \$0.20 per share in settlement of \$86,846 of receivables of which \$50,220 was previously written-off. The Company and Stingray have directors and officers in common.

Included in receivables at December 31, 2003 is \$5,477 (2002 - \$46,121) owing by companies with management in common.

Included in accounts payable at December 31, 2003 is \$1,201 (2002 - \$3,888) amounts owing by directors, former directors and companies with management in common.

During the fiscal year ended September 30, 2003 the Company received \$100,000 from the settlement of expropriated mineral property of which \$50,000 was paid to a company related by virtue of a common director for its proportional interest in the claim.

These transactions were in the normal course of operations and were measured at the exchange value which represented the amount of consideration established and agreed to by the related parties.

10. SEGMENTED INFORMATION

The Company primarily operates in Canada in one industry segment being the acquisition and development of mineral properties.

11. CONTINGENCIES

During 1999, Canada Customs and Revenue Agency reviewed Westward's 1995 Corporate Income Tax Return filings regarding the sale of certain mineral properties. The review resulted in a reassessment of approximately \$800,500 in taxes, plus accrued interest owing by Westward.

Management is of the opinion that the reassessment is without merit and has filed a Notice of Appeal with the Tax Court of Canada. It is management's opinion that the ultimate resolution with respect to the reassessment cannot be determined at this time, therefore, no provision has been made in these financial statements.

The Company expects to schedule a hearing with the tax court in 2004.

12. SUBSEQUENT EVENT

On February 19, 2003, the Company held its Annual General Meeting in which the members approved all matters including adopting a consolidation of its share on a 5 to 1. Incidental to the consolidation, the company will change its name to "Windarra Resources Ltd." and will be increasing its post-consolidation authorized to 100,000,000. The directors of the Company in their sole and absolute discretion may elect not to implement the name change or share consolidation without further approval or authorization from the members of the Company. The share consolidation and change of name and documentation for filing in support thereof, is subject to acceptance by the TSX Venture Exchange and the Registrar of Companies for the Province of British Columbia.

At the meeting, Mr. Gary Macdonald was elected as director. Mr. Macdonald is a chartered accountant, and is also a director of several reporting companies. Ms. Marion McGrath resigned as Corporate Secretary and Ms. June Ballant was appointed as Corporate Secretary.

Subsequent to the period, 25,000 stock options expired.