WINDARRA
MINERALS

Quarterly Report
For the Six Months Ended March 31, 2010

May 20, 2010

This Management Discussion and Analysis (MD&A) is provided for the purpose of reviewing the second quarter of fiscal 2010, and comparing results to the previous period. The MD&A should be read in conjunction with the Company's unaudited interim financial statements and corresponding notes for the periods ending March 31, 2010 and 2009. The financial statements are prepared in accordance with Canadian generally accepted accounting principles ("GAAP") and all monetary amounts are expressed in Canadian dollars.

COMPANY OVERVIEW AND OVERALL PERFORMANCE

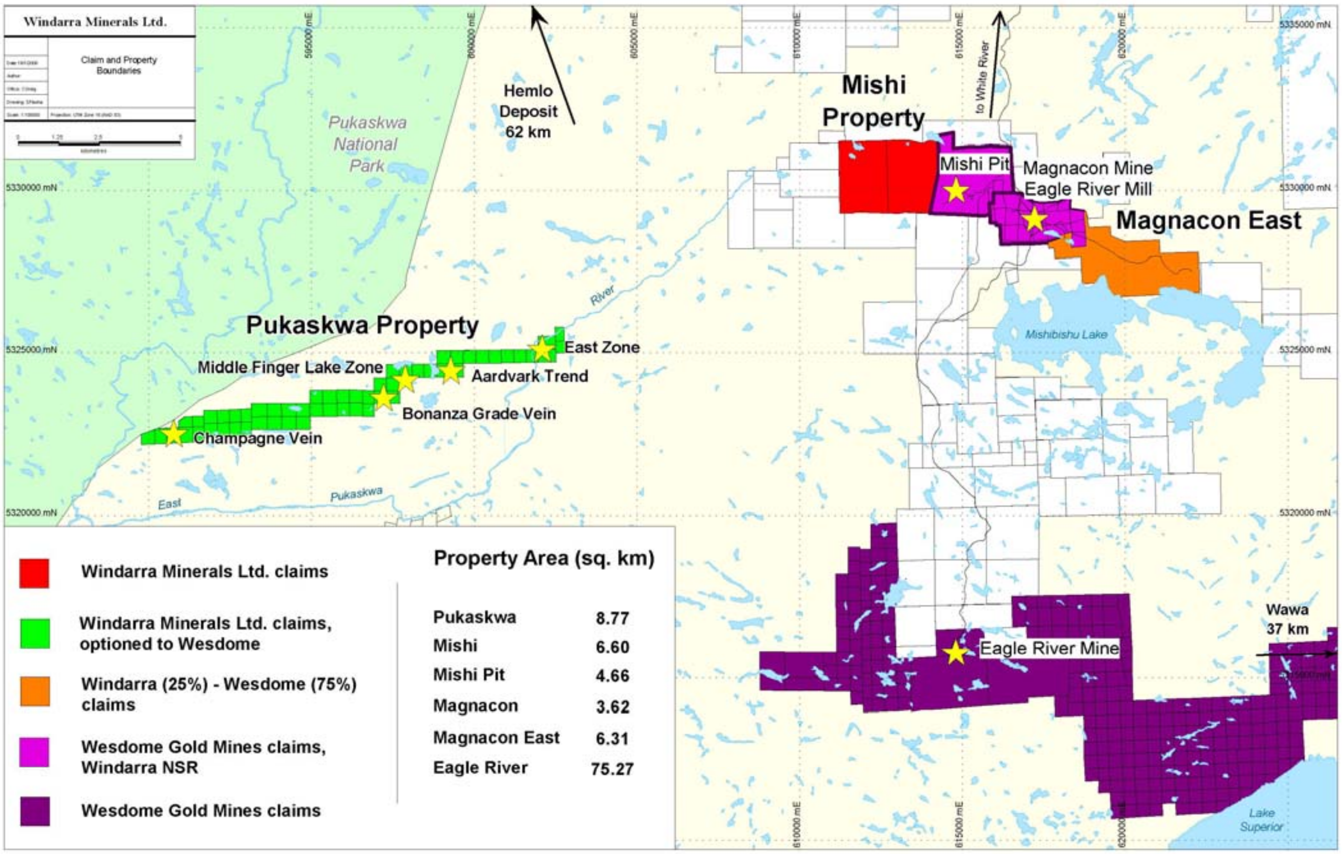
During the 2009 fiscal year, Windarra completed an agreement with Wesdome Gold Mines Ltd. selling Windarra's 22.72% interest in the Magnacon Property in Ontario as well as granting an option to Wesdome to earn-in up to a 60% undivided working interest in the Company's Pukaskwa Claims. Windarra received $750,000 in cash for the Magnacon Property and a 1% net smelter royalty. Windarra is also entitled to have Wesdome mill up to a maximum of 50,000 metric tonnes of ore per year from properties owned by Windarra at a cost equal to the production cost of such milling plus $2.00 per tonne of ore milled. Wesdome paid Windarra an initial cash payment of $25,000 for the Pukaskwa Claims option and agreed to expend an aggregate of $3,000,000 in exploration and development expenses on the claims over a five year period commencing on the execution of the option agreement. Once Wesdome has earned the 60% interest, Wesdome and Windarra will be deemed to have formed a joint venture. Further, Wesdome has withdrawn and cancelled the notice of dispute over the unpaid exploration expenditures referred to below in the discussion of the Magnacon Properties.

In February 2008, the Company completed an agreement to acquire a 100% interest in two mining leases (the Mishi Leases) and a royalty in respect to ore mined and milled from a third crown mining lease in the Sault Ste. Marie Division in Ontario near Wesdome Gold Mines' Mishi Pit. The royalty interest provides for payment of $1.00 per tonne for ore from open pit mining and $2.00 per tonne for underground mining in excess of 700,000 tonnes mined.

The Company's loss before other items for the six months ended March 31, 2010 was $118,407 (2009 - $157,564). Administrative expenses remained relatively stable, however, in the period ended March 31, 2009, other items showed a loss of $57,585 as compared to a loss of $506 in the current period. The greater loss in the previous period resulted from the reversal of the previously recognized unrealized gain on investments of $130,264, offset by the gain on sale of those investments of $88,833.

RESULTS OF OPERATIONS

During the period ended March 31, 2010, the Company paid lease rentals on the Mishi property of $2,115. During the year ended September 30, 2009, the Company incurred $9,150 in expenditures on its Mishi property and $8,338 in expenditures on its Pukaskwa claims.



Pukaskwa Claims, Ontario

The Pukaskwa property is located 50 kilometres west of Wawa, Ontario, less than 20 km northwest of Wesdome Gold Mines Ltd.'s ("Wesdome") Eagle River Mine, which has produced over 700,000 ounces of gold since 1995. The property also lies less than 20 km west-southwest of three contiguous and highly prospective properties in which Windarra holds an interest. These are, from west to east, Windarra's Mishi leases (100% owned, see below); and the Magnacon East joint venture property (25% Windarra, 75% Wesdome). The Pukaskwa property consists of 55 contiguous unpatented mining claims which follow the east-northeast to west-southwest trending Mishibishu deformation zone for more than 12 kilometres. The deformation zone hosts many vein gold occurrences and showings, including the Mishi and Magnacon deposits, and it transects much of the length of the Mishibishu greenstone belt, an east-west trending belt of greenschist to amphibolite grade Archean volcanic and associated sedimentary rocks that are considered to be the western equivalent of the prolific Abitibi greenstone belt, west of the Kapuskasing structural zone.

Gold was identified within quartz veins that are hosted by Archean age rocks at the Pukaskwa property during exploration in the wake of the discovery of the Hemlo gold deposits in the early 1980's. The mines at Hemlo have produced over 20 million ounces of gold from a single deposit since its discovery; it is located only 80 kilometers to the north of the Pukaskwa property. Following significant exploration efforts in the 1980's and 1990's, when a host of gold occurrences, including the Champagne Vein and West Aardvark occurrence were discovered, little work was undertaken on the Pukaskwa property until the fall of 2004, when a new gold occurrence 0.5 kilometre southwest of the West Aardvark occurrence and 5 kilometres east of the Champagne vein was discovered. The new discovery, now known as the Bonanza-Grade zone, yielded values far in excess of previous discoveries on the property, and the new discovery renewed interest in the property.

Windarra optioned the Pukaskwa property to Wesdome Gold Mines during 2009 and in November 2009 Wesdome announced the commencement of a drilling program on the property. Wesdome can earn a 60% interest in the property by incurring mineral exploration expenditures of $3.0 million prior to June 30, 2014. Drilling commenced November 13, 2009 and continued until February 12, 2010 totalling 4,103m in 26 holes. The purpose of the drilling was to examine the size potential and continuity of the Middle Finger Lake Zone (MFLZ) and the Bonanza Showing. A total of 20 holes on 3 sections spaced 50m apart traced the MFLZ down-dip and down-plunge at 25m intervals to a depth of 250m. Although typical mineralization was identified, the grades and widths proved sub-economic. Drilling results did not demonstrate reasonable continuity of the strong grades and widths identified by previous shallow drilling above depths of 50m. A total of 6 holes tested the Bonanza Showing down-dip and down-plunge of the high grade surface showing. The holes followed the projection of zone at 25m centres to a depth of 175m. The narrow quartz vein carrying coarse free gold at surface was not encountered in the drill holes.

Wesdome is compiling historic work on the Champagne Vein. No additional drilling on the Pukaskwa project is currently budgeted for 2010.

Mishi Leases

The Company owns a 100% interest in two mining leases, as well as a royalty in respect to ore mined and milled from a third crown mining lease. The leases are located in the Sault Ste. Marie Mining Division of Ontario near Wesdome Gold Mines' Mishi Pit. The royalty interest provides for payment of $1.00/tonne for ore from open pit mining and $2.00/tonne for underground mining in excess of 700,000 tonnes mined and is payable to the Company by Wesdome. The Company plans to carry out a program on the leases including line-cutting and IP surveys during late spring to early summer.

Magnacon Properties

The Magnacon Properties consist of 19 freehold patented claims and 7 leasehold patented claims at the Magnacon Property plus one leasehold claim (replacing 40 former mining claims) at the contiguous Magnacon East Property. In 2003, the claims were converted to 20-year leases. Windarra owned a 25% interest and Wesdome owned a 75%

interest and is the operator of the exploration program. During the year ended September 30, 2010, the Company sold the interest in the Magnacon Claims (See Company Overview and Overall Performance above), retaining a 1% NSR royalty. The Company retains a 25% interest in the Magnacon East Property.

Little Deer Lake Claims, Saskatchewan

During the year ended September 30, 2008, the Company purchased a 20% interest in certain mineral claims in the La Ronge Mining Division, Saskatchewan from Westward as part of the sale of the Westward shares. These claims are carried in the accounts at a nominal value of $1.

The Company is engaged in the acquisition of mineral properties and there is no assurance that an economic mineral deposit will ever be discovered and subsequently put into production. Most exploration projects do not result in the discovery of commercially mineable ore deposits. The Company will seek to counter these risks to the extent possible by selecting exploration areas on the basis of their recognized geological potential to host economic deposits.

SUMMARY OF QUARTERLY RESULTS

QUARTER ENDING	Mar. 31 2010	Dec. 31 2009	Sept. 30 2009	June 30 2009	Mar. 31 2009	Dec. 31 2008	Sept. 30 2008	June 30 2008
Income(loss) from continuing operations before income taxes	$(73,220)	$(45,187)	$(66,988)	$668,959	$(69,635)	$(87,929)	$(279,264)	$ 248,913
Per share	$ (0.00)	$ (0.00)	$ (0.00)	$ 0.02	$ (0.00)	$ (0.00)	$ (0.01)	$ 0.01
Income (loss) for the quarter	$(73,220)	$(45,187)	$(66,988)	$668,959	$(69,635)	$(87,829)	$(256,264)	$1,427,318
Earnings (loss) per share	$ (0.00)	$ (0.00)	$ (0.00)	$ 0.02	$ (0.00)	$ (0.00)	$ (0.02)	$ 0.05

The Company showed a loss for the second quarter 2010 of $73,220 compared to a loss of $69,635 for the second quarter 2009. Administrative expenses in the second quarter 2010 were up by $10,998, partly due to an increase in public relations costs of $6,660. As well, the Company disposed of investments in the second quarter 2009, resulting in a gain on sale of $38,432 offset by the reversal of the previously recognized unrealized gain on those investments in the amount of $48,000.

LIQUIDITY AND CAPITAL RESOURCES

The Company had working capital of $458,705 at March 31, 2010 as compared to working capital of $577,502 at September 30, 2009. Management is of the opinion that the Company has sufficient cash to sustain its current level of activity for the foreseeable future. However, if it decides to undertake new exploration projects, additional funds will have to be raised.

Windarra has no ongoing property commitments.

TRANSACTIONS WITH RELATED PARTIES

The Company entered into the following transactions with related parties during the six months ended March 31, 2010:

a) paid or accrued corporate and administration fees of $16,500 to Susan Tessman, Corporate Secretary of the Company; and

b) paid or accrued management fees of $34,500 to John Pallot, President of the Company.

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.

CHANGE IN ACCOUNTING POLICIES

International Financial Reporting Standards ("IFRS")

In 2006, the Canadian Accounting Standards Board ("AcSB") published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five year transitional period. In February 2008, the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada's own GAAP. The date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date for the Company will be October 1, 2011 and will require the restatement for comparative purposes of amounts reported for the year ended September 30, 2011. The impact of these new standards on the Company's financial statements is currently being evaluated by management.

FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, receivables, investments, investment in partnership, accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. The fair value of these financial instruments approximates their carrying value, unless otherwise noted.

MANAGEMENT'S REPORT OVER INTERNAL CONTROL OVER FINANCIAL REPORTING

In connection with Exemption Orders issued in November 2007 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited interim financial statements and the audited annual financial statements and respective accompanying Management's Discussion and Analysis.

In contrast to the certificate under Multilateral Instrument ("MI") 52-109 (Certification of Disclosure in Issuer's Annual and Interim Filings), the Venture Issuer Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting as defined in MI 52-109.

OUTSTANDING SHARE DATA

As at March 31, 2010 the Company had 30,699,909 common shares outstanding.

At March 31, 2010, the Company had the following stock options outstanding:

Date of Grant	Amount	Exercise Price	Expiry Date	Type
Nov. 2, 2007	950,000	$0.15	Nov. 2, 2010	Director
Nov. 13, 2007	25,000	$0.15	Nov. 13, 2010	Consultant
May 22, 2008	500,000	$0.17	May 22, 2011	Director
TOTAL	**1,475,000**	$0.16		

In May 2010, the Company retained the services of a consultant to review exploration opportunities in Africa. As compensation for the consulting services, 300,000 incentive stock options were granted, exercisable at $0.15 for a period of three years.

ADDITIONAL INFORMATION

Additional information on Windarra Minerals Ltd. can be found by visiting the Company's website at www.windarra.com and by viewing regulatory filings on SEDAR at www.sedar.com.

ADDITIONAL INFORMATION FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE:

Second Quarter Statement of Operations

	Three Months Ended March 31	
	2010	**2009**
EXPENSES		
Amortization	$ 83	$ 119
Corporate and administration fees	7,875	7,575
Management and financial consulting fees	20,070	17,660
Office and miscellaneous	4,620	2,795
Professional fees	10,709	12,386
Public relations	9,536	2,876
Regulatory fees and transfer agent fees	13,903	14,089
Rent	6,499	5,474
Travel and related costs	677	-
Loss before other items	(73,972)	(62,974)
OTHER ITEMS		
Interest income	498	-
Unrealized gain (loss) on investments	254	2,907
Reversal of previously recognized unrealized gain on investments	-	(48,000)
Realized gain on sale of investments	-	38,432
	752	(6,661)
Loss for the period	$ 73,220	$ 69,635

SCHEDULE OF SHARE CAPITAL

As at the date of this Management Discussion & Analysis

Common Shares outstanding	30,699,909
Options outstanding	1,775,000
Fully diluted share capital	32,474,909

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

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

The Company's independent auditor has not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

"John Pallot"
President and Chief Executive Officer

WINDARRA MINERALS LTD.

BALANCE SHEETS

Unaudited

Prepared by Management

	March 31 2010	September 30 2009
ASSETS		
Current		
Cash	$ 498,671	$ 606,534
Receivables	6,074	3,002
Prepaid expenses	1,800	1,800
	506,545	611,336
Equipment (Note 3)	942	1,108
Mineral properties and deferred exploration costs (Note 4)	910,867	908,752
Investment in partnership (Note 5)	100	100
Investments (Note 6)	10,801	12,360
	$ 1,429,255	$ 1,533,656
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	$ 47,840	$ 33,834
Shareholders' Equity		
Capital stock (Note 7)	23,073,226	23,073,226
Contributed surplus (Note 7)	194,423	194,423
Deficit	(21,886,234)	(21,767,827)
	1,381,415	1,499,822
	$ 1,429,255	$ 1,533,656

Nature of operations and going concern (Note 1)

Contingency (Note 13)

Subsequent event (Note 14)

On behalf of the Board:

"John Pallot" ____________________________ Director

"Gary McDonald" ________________________________ Director

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

WINDARRA MINERALS LTD.
STATEMENTS OF OPERATIONS AND DEFICIT
Unaudited
Prepared by Management

	Three months ended March 31		Six months ended March 31	
	2010	**2009**	**2010**	**2009**
EXPENSES				
Amortization	$ 83	$ 119	$ 166	$ 238
Corporate and administration fees	7,875	7,575	16,500	15,626
Management and financial fees	20,070	17,660	41,240	33,860
Office and miscellaneous	4,620	2,795	6,702	5,190
Professional fees	10,709	12,386	11,609	13,506
Public relations	9,536	2,876	12,756	4,339
Regulatory fees and transfer agent fees	13,903	14,089	15,181	15,497
Rent	6,499	5,474	12,998	11,723
Travel and related costs	677	-	749	-
Loss before other items	(73,972)	(62,974)	(117,901)	(99,979)
OTHER ITEMS				
Interest income	498	-	1,053	22
Unrealized gain (loss) on investments	254	2,907	(1,559)	(16,176)
Reversal of previously recognized unrealized gain on investments	-	(48,000)	-	(130,264)
Realized gain on sale of investments (Note 6)	-	38,432	-	88,833
	752	(6,661)	(506)	(57,585)
Loss and comprehensive loss for the period	(73,220)	(69,635)	(118,407)	(157,564)
Deficit, beginning of period	(21,813,014)	(22,300,163)	(21,767,827)	(22,212,234)
Deficit, end of period	$(21,886,234)	$(22,369,798)	$(21,886,234)	$ (22,369,798)
Basic and diluted earnings per common share	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.01)
Weighted average number of common shares outstanding during the period	30,699,909	30,699,909	30,699,909	30,699,909

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

WINDARRA MINERALS LTD.
STATEMENTS OF CASH FLOWS
Unaudited
Prepared by Management

	Three months ended March 31		Six months ended March 31	
	2010	**2009**	**2010**	**2009**
CASH FLOWS FROM OPERATING ACTIVITIES				
Loss and comprehensive loss for the period	$ (73,220)	$ (69,635)	$ (118,407)	$ (157,564)
Items not affecting cash:				
Amortization	83	119	166	238
Unrealized loss on investments	(254)	(2,907)	1,559	16,176
Reversal of previously recognized unrealized gain on investments	-	48,000	-	130,264
Gain on sale of investments	-	(38,432)	-	(88,833)
Changes in non-cash working capital items:				
Decrease (increase) in receivables	(3,587)	(2,403)	(3,072)	56
Increase in accounts payable and accrued liabilities	17,575	19,069	14,006	11,448
Net cash used in operating activities	(59,403)	(46,189)	(105,748)	(88,215)
CASH FLOWS FROM INVESTING ACTIVITIES				
Mineral properties and deferred exploration costs	(2,115)	(2,151)	(2,115)	(2,553)
Proceeds from sale of investments	-	38,432	-	88,834
Net cash provided by investing activities	(2,115)	36,281	(2,115)	86,281
Change in cash during the period	(61,518)	(9,908)	(107,863)	(1,934)
Cash, beginning of period	560,189	28,854	606,534	20,880
Cash, end of period	$ 498,671	$ 18,946	$ 498,671	$ 18,946

Supplemental disclosure with respect to cash flows (Note 10)

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

1. NATURE OF OPERATIONS AND GOING CONCERN

The Company is incorporated under the laws of British Columbia and its principal business activities include the acquisition and exploration of mineral properties.

The Company is in the process of exploring 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 exploration stage as it has not yet earned significant revenues.

These financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future.

These financial statements do not reflect adjustments that would be necessary if the going concern assumptions were not appropriate.

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 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, 2009. 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.

Certain comparative figures have been reclassified to conform with the current period's presentation.

2. BASIS OF PRESENTATION (cont'd)

Recently Adopted Accounting Policies

Effective October 1, 2008, the Company adopted new accounting policies of the Canadian Institute of Chartered Accountants:

Assessing Going Concern

Section 1400 requires management to assess and disclose an entity's ability to continue as a going concern (Note 1).

Recent Accounting Pronouncements

International Financial Reporting Standards ("IFRS")

In 2006, the Canadian Accounting Standards Board ("AcSB") published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five year transitional period. In February 2008, the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada's own GAAP. The date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date for the Company will be October 1, 2011 and will require the restatement for comparative purposes of amounts reported for the year ended September 30, 2011. The impact of the transition to IFRS on the Company's consolidated financial statements has not yet been determined.

Business Combinations

In January 2009, the CICA issued Handbook Sections 1582 "Business Combinations", 1601 "Consolidated Financial Statements" and 1602 "Non-Controlling Interests" which replace CICA Handbook Sections 1581 "Business Combinations" and 1600 "Consolidated Financial Statements". Section 1582 establishes standards for the accounting for business combinations that is equivalent to the business combination accounting standard under IFRS. Section 1601 together with Section 1602 establishes standards for the preparation of consolidated financial statements. These sections will be applicable for the Company's interim and annual consolidated financial statements for fiscal years beginning on or after January 1, 2011. Early adoption of these Sections is permitted and all three Sections must be adopted concurrently.

3. EQUIPMENT

	March 31, 2010			September 30, 2009		
	Cost	Accumulated Amortization	Net Book Value	Cost	Accumulated Amortization	Net Book Value
Computer equipment	$ 7,388	$ 6,446	$ 942	$ 7,388	$ 6,280	$ 1,108

4. MINERAL PROPERTIES AND DEFERRED EXPLORATION COSTS

March 31, 2010	Pukaskwa Claims, Ontario	Mishi Property, Ontario	Other Properties	Total
Balance, beginning of period	$ 851,600	$ 57,150	$ 2	$ 908,752
Additions during the period				
Lease rentals	-	2,115	-	2,115
	-	2,115	-	2,115
Balance, end of period	$ 851,600	$ 59,265	$ 2	$ 910,867

September 30, 2009	Pukaskwa Claims, Ontario	Mishi Property, Ontario	Other Properties	Total
Balance, beginning of year	$ 868,262	$ 48,000	$ 3	$ 916,265
Additions				
Geology	5,820	8,828	-	14,648
Lease rentals	2,518	322	-	2,840
	8,338	9,150	-	17,488
Sale of mineral property interests	(25,000)	-	(1)	(25,001)
Balance, end of year	$ 851,600	$ 57,150	$ 2	$ 908,752

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

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties are in good standing.

Magnacon Claims, Ontario

During the year ended September 30, 2009, the Company sold its interest in the Magnacon claims in Ontario for proceeds of $750,000 in cash and a 1% net smelter royalty. Upon production, the Company will also be entitled to have the purchaser mill up to a maximum of 50,000 metric tonnes of ore per year from the claims at a cost equal to the production cost of such milling plus $2.00 per tonne of ore milled. Under the terms of the sale agreement, the previous joint venture agreement between the purchaser and the Company no longer applies to the Magnacon Claims and all claims by the purchaser have been released and discharged (Note 13).

Magnacon East Block Claims, Ontario

The Company holds a 25% 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 of $1. The Company has not been required to contribute to field geology and surface drilling costs incurred during the period ended March 31, 2010 nor the year ended September 30, 2009.

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

Pukaskwa Claims, Ontario

During the year ended September 30, 2009, the Company granted an option to earn-in up to a 60% undivided working interest in its Pukaskwa Claims. In return, the optionee made an initial cash payment of $25,000 and has agreed to expend an aggregate of $3,000,000 in exploration and development expenses on the claims over a five year period ending June 30, 2014. Once the optionee has earned the 60% interest, the optionee and the Company will be deemed to have formed a joint venture.

Little Deer Lake Claims, Saskatchewan

During the year ended September 30, 2008, the Company purchased a 20% interest in certain mineral claims in the La Ronge Mining Division, Saskatchewan from Westward Explorations Ltd. (Westward), a former subsidiary which has a common officer and director. These claims are carried in the accounts at a nominal value of $1.

Tulks South, Newfoundland

During the year ended September 30, 2002, the Company, pursuant to an assignment agreement, was granted a 2% net smelter returns royalty on the share of production of Messina Minerals Inc. (“Messina”), a company related by way of common directors, from the Tulks South massive sulphide property in Newfoundland. Messina has the right to buy back the Company’s royalty at any time prior to commercial production for $2,000,000.

Mishi Property, Ontario

During the year ended September 30, 2008, the Company acquired a 100% interest in certain mining leases and a royalty interest in the Sault Ste. Marie Division in Ontario. The royalty interest provides for payment of $1.00 per tonne for ore from open pit mining and $2.00 per tonne for underground mining in excess of 700,000 tonnes mined. The Company issued 400,000 common shares valued at $48,000 in consideration for this acquisition.

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.

No cash distributions were received by the Company in the period ended March 31, 2010 nor the year ended September 30, 2009.

6. INVESTMENTS

Investments consist of shares in publicly traded companies valued at the market price as published in the TSX-V daily market summary.

	March 31 2010	September 30 2009
Fair value	$ 10,801	$ 12,360
Cost	$ 25,105	$ 25,105

Included in investments at March 31, 2010 and September 30, 2009, are 105,042 common shares of Messina with a market value of $8,403 (September 30, 2009 - $10,504). During the period ended March 31, 2009, the Company disposed of 474,215 common shares in Westward.

7. CAPITAL STOCK AND CONTRIBUTED SURPLUS

	Number of Shares	Amount	Contributed Surplus
		$	$
Authorized			
Unlimited common shares without par value			
Issued			
Balance at March 31, 2010 and September 30, 2009	30,699,909	23,073,226	194,423

At March 31, 2010 and September 30, 2009, the Company had no share purchase warrants outstanding. At September 30, 2008, the Company had 2,825,000 share purchase warrants outstanding at an exercise price of $0.25 per share which expired during fiscal 2009.

7. CAPITAL STOCK AND CONTRIBUTED SURPLUS (cont'd)

The Company has a stock option plan in place 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. Under the plan, 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 5 years.

Following is a summary of stock options outstanding at March 31, 2010 and September 30, 2009:

Number of Shares		Exercise Price	Expiry Date
950,000	$	0.15	November 2, 2010
25,000	$	0.15	November 13, 2010
500,000	$	0.17	May 22, 2011
1,475,000			

The weighted average exercise price of these options is $0.16.

Stock-based compensation

No stock options were granted during the period ended March 31, 2010 nor during the year ended September 30, 2009.

8. RELATED PARTY TRANSACTIONS

The Company entered into the following transactions with related parties during the period ended March 31, 2010:

a) paid or accrued corporate and administration fees of $16,500 to an officer of the Company (2009 - $15,626);

b) paid or accrued management fees of $34,500 to an officer and director of the Company (2009 - $27,000);

c) paid or accrued geological consulting fees included in mineral property and exploration costs of $nil (2009 - $5,418) to a director of the Company;

d) sold nil (2009 – 474,215) common shares of Westward, for total proceeds of $nil (2009 – $88,834), resulting in a gain of $nil (2009 - $88,833).

Included in accounts payable at March 31, 2010 is $nil (September 30, 2009 - $2,145) owing to officers and directors of the Company.

As at March 31, 2010, the Company held 105,042 (September 30, 2009 - 105,042) shares of Messina with a market value of $8,403 (September 30, 2009 - $10,504).

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.

9. SEGMENTED INFORMATION

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

10. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

The Company had no significant non-cash transactions during the period ended March 31, 2010 nor during the year ended September 30, 2009.

The Company did not pay any cash for interest expense or income taxes for the period ended March 31, 2010 nor for the year ended September 30, 2009.

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments consist of cash, receivables, investments, investment in partnership, and accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. The fair value of these financial instruments approximates their carrying value, unless otherwise noted.

Fair Values

The fair values of cash, receivables and accounts payable and accrued liabilities approximate their book values because of the short-term nature of these instruments. Investments are adjusted to quoted market value at each reporting period.

(a) *Financial Risk Management*

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company considers the fluctuations of financial markets and seeks to minimize potential adverse effects on financial performance.

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd)

Fair Values (cont'd)

(b) *Financial Instrument Risk Exposure*

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board approves and monitors the risk management process.

Credit Risk

Credit risk is the risk of a financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligation. The Company's receivables consist primarily of sales tax receivables due from federal government agencies.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company's ability to continue as a going concern is dependent on management's ability to raise required funding through future equity issuances. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments.

Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Price risk

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of gold and other precious and base metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company. Fluctuations in pricing may be significant.

12. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of mineral properties.

The properties in which the Company currently has an interest are in the exploration stage; as such the Company has historically relied on the equity markets to fund its activities. In addition, the Company is dependent upon external financings to fund activities. In order to carry out planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

13. CONTINGENCY

During the year ended September 30, 2009, the Company sold the Magnacon Claims to the joint venture operator. As a result, the operator has granted the Company release and discharge from all previous claims with respect to the joint venture agreement (Note 5).

14. SUBSEQUENT EVENTS

Subsequent to the period ended March 31, 2010, the Company issued 300,000 stock options exercisable at $0.15 for a period of three years to a consultant.

CORPORATE DATA
MAY 2010

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CAPITALIZATION

Authorized:	Unlimited
Issued:	30,699,909
Options:	1,775,000

LISTINGS

TSX Venture Exchange
Trading Symbol: WRA
Cusip No.: 973151 10 3