SOUTHERN ARC MINERALS INC.

FINANCIAL STATEMENTS (Unaudited)

MARCH 31, 2007

UNAUDITED INTERIM FINANCIAL STATEMENTS

In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited financial statements for the period ended March 31, 2007.

	March 31, June 2007 2	e 3(200
ASSETS		
Current		
Cash and cash equivalents	\$ 1,371,857 \$ 2,723	,87
Prepaid expense and deposit	47,530 19	,11
Receivables),50
Share subscriptions receivable (Note 5)	489,850	-
Due from related party (Note 7)	10),88
	1,917,456 2,764	.,37
Equipment (Note 3)	22,538 9	,10
Resource properties (Note 4)	7,930,215 5,382	,67
	\$ 9,870,209 \$ 8,156	,15
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	<u>\$ 378,987</u> <u>\$ 261</u>	<u>,97</u>
Shareholders' equity		
Capital stock (Note 5)	10,782,156 8,813	.04
Contributed surplus (Note 5)	1,658,875 1,546	
Deficit	(2,949,809) (2,465	
	9,491,222 7,894	.,17
	\$ 9,870,209 \$ 8,156	- 1.5

Basis of presentation (Note 1) Nature and continuance of operations (Note 2) **Commitments** (Notes 4, 5 and 9)

On behalf of the Board:

"John Proust"

Director "Douglas A Leishman" Director

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

SOUTHERN ARC MINERALS INC. STATEMENTS OF OPERATIONS AND DEFICIT

(Unaudited)

		Three Month Period Ended March 31, 2007		Three Month Period Ended March 31, 2006	I	Nine Month Period Ended March 31, 2007	F	Nine Month Period Ended March 31, 2006
EXPENSES								
Amortization	\$	1,011	\$	-	\$	2,729	\$	_
Consulting fees	Ŧ		+	33,867	Ŧ	64,299	+	88,285
Investor relations		4,500		13,600		37,288		20,894
Management fees		37,500		24,000		112,500		72,000
Office and miscellaneous		21,033		31,366		48,504		63,782
Professional fees		41,240		44,764		111,973		116,582
Property investigation costs		933		5,800		22,562		5,800
Rent		9,785		8,350		27,305		22,735
Stock-based compensation (Note 5)		6,522		1,021,113		64,708		1,041,653
Transfer agent and filing fees		8,120		10,232		18,581		26,402
Travel		18,921		22,754		20,375		42,789
Loss before other item		(149,565)		(1,215,846)		(530,824)		(1,500,922)
OTHER ITEM Interest income		2,892		5,080		46,715		5,080
Loss for the period		(146,673)		(1,210,766)		(484,109)		(1,495,842)
Deficit, beginning of period		(2,803,136)		(866,394)		(2,465,700)		(581,318)
Deficit, end of period	\$	(2,949,809)	\$	(2,077,160)	\$	(2,949,809)	\$	(2,077,160)
Basic and diluted loss per share	\$	(0.00)	\$	(0.03)	\$	(0.01)	\$	(0.04)
Weighted average number of shares outstanding		46,671,145		41,127,050		46,519,526		38,833,466

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

SOUTHERN ARC MINERALS INC.

STATEMENTS OF CASH FLOWS

(Unaudited)

		Three Month Period Ended March 31, 2007	Three Month Period Ended March 31, 2006	Nine Month Period Ended March 31, 2007	Nine Month Period Ended March 31, 2006
CASH FLOWS FROM OPERATING ACTIVITIES Loss for the period Items not affecting cash:	\$	(146,673)	\$ (1,210,766)	\$ (484,109)	\$ (1,495,842)
Stock-based compensation Amortization		6,522 1,011	1,021,113	64,708 2,729	1,041,653
Changes in non-cash working capital items: (Increase) decrease in receivables Increase in prepaid expense and deposit Increase (decrease) in accounts payable and		(976) (34,908)	17,269 (10,523)	2,287 (28,413)	17,446 (18,073)
liabilities		2,181	 (141,461)	 27,664	 (199,429)
Net cash used in operating activities		(172,843)	 (324,368)	 (415,134)	 (654,245)
CASH FLOWS FROM INVESTING ACTIVITIES Additions to resource properties Acquisition of equipment		(744,237)	 (758,234)	 (2,458,193) (16,164)	 (1,691,410)
Net cash used in investing activities		(744,237)	 (758,234)	 (2,474,357)	 (1,691,410)
CASH FLOWS FROM FINANCING ACTIVITIES Proceeds from issuance of shares Share issue costs Advances from related party Subscription received in advance		1,610,150 (88,703) 10,114	 4,300,024 (242,419) - 14,000	 1,610,150 (83,555) 10,880	 5,125,759 (251,880) - 14,000
Net cash provided by financing activities		1,531,561	 4,071,605	 1,537,475	 4,887,879
Change in cash during period		614,481	2,989,003	(1,352,016)	2,542,224
Cash and cash equivalents, beginning of period		757,376	 566,668	 2,723,873	 1,013,447
Cash and cash equivalents, end of period	\$	1,371,857	\$ 3,555,671	\$ 1,371,857	\$ 3,555,671
Cash paid for interest	\$	-	\$ -	\$ -	\$ -
Cash paid for income taxes	\$	-	\$ -	\$ -	\$ -
Cash and cash equivalents consist of: Cash on hand Term deposits	\$	1,371,857	\$ 2,014,438 1,541,233	\$ 1,371,857	\$ 2,014,438 1,541,233
	\$	1,371,857	\$ 3,555,671	\$ 1,371,857	\$ 3,555,671
	· ·			 	

Supplemental disclosure with respect to cash flows (Note 6)

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

1. BASIS OF PRESENTATION

The interim period 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. The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of annual financial statements, except as noted below. Certain information and footnote disclosure normally included in financial statements prepared in accordance with generally accepted accounting principles have 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 latest annual report. 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.

2. NATURE AND CONTINUANCE OF OPERATIONS

The Company was incorporated in British Columbia on August 19, 2004. To date, the Company has not generated significant revenues from operations and is considered to be in the exploration stage.

The Company completed an Initial Public Offering ("IPO") on June 2, 2005 and its common shares commenced trading on the TSX Venture Exchange ("TSX-V") on June 30, 2005.

The Company is in the process of exploring and developing its mineral properties and has not yet determined whether the properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for mineral properties and related deferred exploration costs are dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production.

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.

	 March 31, 2007	June 30, 2006
Working capital	\$ 1,538,469 \$	2,502,397
Deficit	(2,949,809)	(2,465,700)

3. EQUIPMENT

		Marc	ch 31, 2007	,			Jun	e 30, 2006		
	Cost		cumulated	E	Net Book Value	Cost		cumulated	Во	Net ook Value
Telephone equipment	\$ 26,278	\$	3,740	\$	22,538	\$ 10,114	\$	1,011	\$	9,103

4. **RESOURCE PROPERTIES**

March 31, 2007	Lombok Property Indonesia	Sumbawa Property Indonesia	Flores Property Indonesia	Total
Acquisition costs Balance, beginning and end of period	\$ 1,051,254	\$ 450,537	\$ 17,941	\$ 1,519,732
Deferred exploration costs Incurred during the period:		·	<u>. </u>	· , , ,
Assaying, testing, surveying and analysis Camp construction, supplies and	169,161	41,372	18,149	228,682
accommodation	713,856	153,656	53,656	921,168
Geological and other consulting	599,720	238,000	132,007	969,727
Drilling	366,262	29,856	1,320	397,438
Travel	23,525	1,693	5,303	30,521
Total deferred exploration costs	1,872,524	464,577	210,435	2,547,536
Balance, beginning of period	1,537,871	2,300,209	24,867	3,862,947
Balance, end of period	3,410,395	2,764,786	235,302	6,410,483
Total resource property costs	\$ 4,461,649	\$ 3,215,323	\$ 253,243	\$ 7,930,215

4. **RESOURCE PROPERTIES** (cont'd...)

June 30, 2006	Lombok Property Indonesia	Sumbawa Property Indonesia	Flores Property Indonesia	Other Property Indonesia	Total
Acquisition costs					
Balance, beginning of year	\$1,025,852	\$ 439,651	\$ -	\$ -	\$1,465,503
Additions	25,402	10,886	17,941	23,797	78,026
Written-off during the year				(23,797)	(23,797)
Balance, end of year	1,051,254	450,537	17,941		1,519,732
Deferred exploration costs Incurred during the year:					
Assaying, testing, surveying and analysis Camp construction, supplies and	101,597	185,769	2,551	-	289,917
accommodation	348,939	486,394	10,014	-	845,347
Geological and other consulting	389,455	443,412	11,564	-	844,431
Drilling	17,699	624,329	-	-	642,028
Travel	9,756	12,357	738		22,851
Total deferred exploration costs	867,446	1,752,261	24,867	-	2,644,574
Balance, beginning of year	670,425	547,948			1,218,373
Balance, end of year	1,537,871	2,300,209	24,867		3,862,947
Total resource property costs	\$2,589,125	\$2,750,746	\$ 42,808	\$-	\$5,382,679

Title to resource properties involves certain inherent risks due to the difficulties of determining the validity of certain mineral property interests 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 resource property interests and, to the best of its knowledge, title to all of its resource property interests are in good standing.

Lombok and Sumbawa Properties, Indonesia

The Company entered into an agreement with Sunda Mining Corporation ("Sunda") pursuant to which Sunda assigned its option to acquire certain rights on the Lombok property ("Lombok") and the Sumbawa property ("Sumbawa")(collectively the "Properties") to the Company, which Sunda had obtained from Indotan Inc. ("Indotan"). In consideration for the assignment, the Company paid \$81,572 and issued 11,500,000 common shares valued at \$862,500 to Sunda. Effective February 25, 2005, the Company and Indotan entered into a settlement agreement with respect to certain outstanding matters related to the Properties. Pursuant to this settlement, the Company and Indotan entered into an amended and restated option agreement (the "Option Agreement") which sets out all of the rights and responsibilities of the Company and Indotan with respect to the Properties.

4. **RESOURCE PROPERTIES** (cont'd...)

Lombok and Sumbawa Properties, Indonesia (cont'd...)

Pursuant to the Option Agreement, the Company has the option, directly with Indotan, to acquire all of its rights to the Properties in consideration for which the Company issued 1,000,000 common shares, valued at \$125,000, and paid \$180,000. The Company now has an option, until February, 2010 to acquire 50% of Indotan's 1% net smelter returns royalty ("NSR") on the Properties in consideration for the payment of \$500,000. Concurrently with the signing of the Option Agreement, the Company received an option to acquire the remaining 50% of the 1% NSR, held by Indotan, on the Properties in consideration for \$60,000 (paid) and \$500,000, which can be paid prior to the expiry of the option in February, 2010. All of the holders of the NSR agreed that the NSR only applies to the Properties as at July 21, 2004 and not to any additional property interests which the Company acquires after that date. In accordance with the terms of the Option Agreement, the Seen completed.

In accordance with a limited power of attorney granted by Indotan pursuant to the Option Agreement, the Company caused Indotan to enter into two joint venture agreements (the "JV Agreements") with Indotan's Indonesian partner, PT Puri Permata Mega ("PTPM"), on the Properties. The Company has an initial 90% interest in the Lombok joint venture (the "Lombok JV") and the Sumbawa joint venture (the "Sumbawa JV"). At any time after a joint venture company is formed with respect to the Lombok JV and that company enters into a Contract of Work ("COW"), the Company can acquire a further 5% interest in the Lombok JV by providing funds to the Lombok JV in the amount of US\$700,000. At any time after a joint venture company is formed with respect to the Sumbawa JV and that company enters into a COW, the Company can acquire a further 5% interest in the Sumbawa JV by providing funds to the Sumbawa JV and that company enters into a COW, the Company can acquire a further 5% interest in the Sumbawa JV by providing funds to the Sumbawa JV and that company enters into a COW, the Company can acquire a further 5% interest in the Sumbawa JV by providing funds to the Sumbawa JV and that company enters into a COW, the Company can acquire a further 5% interest in the Sumbawa JV by providing funds to the Sumbawa JV and that sumbawa JV in the amount of US\$300,000. The Company has funded the respective amounts to each of the Lombok JV and Sumbawa JV.

Lombok and Sumbawa are currently comprised of two separate applications to the Indonesian Government for a COW to conduct mining activities and earn mineral rights to certain mineral tenements. Upon the approval in principle of the COW, preliminary general survey licenses ("SIPPs") were granted for the properties. The SIPP permits the Company to conduct preliminary general survey work over the COW application areas. The Sumbawa SIPP was granted on January 2, 2004 for an initial 12 month period. On April 19, 2005, an extension and expansion of the Sumbawa Property SIPP was granted until April 19, 2006 and on April 22, 2006, an extension was granted until April 22, 2007. Application for an additional 12 month extension is being processed. The Lombok SIPP was granted on December 4, 2002. On July 15, 2005, an extension and expansion of the Lombok Property SIPP was granted until February 15, 2006. A 12 month extension on the Lombok SIPP has been filed. The granting of a SIPP is not a guarantee that a COW will be entered into.

The Company entered into an agreement with PT Newmont Nusa Tenggara ("NNT") regarding a property ("*Block 1*") which is contiguous with the western boundary of the Company's current Lombok Island SIPP license. The acquisition was completed through a relinquishment by NNT of *Block 1* area. The terms of the agreement include granting NNT a 2% net smelter return ("NSR") on any mineral production from the area covered by *Block 1* together with a right of first refusal should the Company wish to introduce a new partner into any development within the area originally covered by *Block 1*.

4. **RESOURCE PROPERTIES** (cont'd...)

Flores Property, Indonesia

The Company has been granted four new exploration licenses over part of West Flores Island through its locally controlled Indonesian entity. The licenses were granted for Longo on October 4, 2005 (12 month extension granted February 24, 2007), Tebedo on August 1, 2005 (12 month extension granted March 5, 2007). The licenses were granted for twelve months and can be extended for a further twelve months.

Other Property, Indonesia

On September 7, 2005, the Company entered into an arms-length letter agreement pursuant to which it could acquire a 75% interest in an Indonesian mineral property (the "Property").

During the year ended June 30, 2006, the Company abandoned the agreement and wrote off \$23,797 of mineral property assets to operations.

5. CAPITAL STOCK AND CONTRIBUTED SURPLUS

	Number of Shares	Capital Stock		Contributed Surplus
Authorized				
Unlimited common shares without par value				
Issued				
Balance as at June 30, 2005	34,600,001	\$ 3,703,212	5	379,461
Issued for cash	8,242,883	4,430,000		-
Exercise of warrants	1,600,000	524,800		(124,800)
Exercise of options	2,000,000	557,800		(57,800)
Stock-based compensation	-	-		1,263,238
Share issuance costs	-	(316,032)		-
Agent warrants		 (86,734)		86,734
Balance as at June 30, 2006	46,442,884	8,813,046		1,546,833
Issued for cash	7,000,000	2,100,000		-
Stock-based compensation	-	-		64,708
Share issuance costs	-	(83,556)		-
Agent warrants		 (47,334)		47,334
Balance as at March 31, 2007	53,442,884	\$ 10,782,156	5	1,658,875

The Company had 5,514,675 shares in escrow at March 31, 2007.

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

During the period ended March 31, 2007, the Company completed a non-brokered private placement of 7,000,000 units at a price of \$0.30 per unit for gross proceeds of \$2,100,000. Each unit consists of one common share and one-half of a non-transferable share purchase warrant. Each whole warrant may be exercised to purchase an additional common share of the Company at a purchase price of \$0.45 for a period of two years to March 28, 2009. If the weighted daily average trading price of the Company's common shares on the TSX exceeds \$0.70 for 10 consecutive trading days, the Company may give 30 days written notice to the holders of warrants that the warrants will expire. Share issue costs of \$130,890 were incurred in connection with the private placement, including 259,010 agent warrants with a fair value of \$47,334. Proceeds of \$489,850 were received subsequent to March 31, 2007.

Stock options

The Company has a rolling stock option plan whereby, from time to time, at the discretion of the Board of Directors, stock options are granted to directors, officers and certain consultants. The number of shares reserved for issuance under the plan shall not exceed 10% of the issued and outstanding common shares of the Company. The exercise price of each option is based on the market price of the Company's common stock at the date of the grant less an applicable discount. The options can be granted for a maximum term of 5 years and may be subject to vesting provisions.

The Company has granted directors, officers and consultants stock options to purchase common shares. A summary of the stock options granted is presented below.

	Number of Options	Weighted Average Exercise Price
Outstanding, June 30, 2005 Granted (weighted average fair value, \$0.31)	75,000	\$ 0.25 0.35
Granted (weighted average fair value, \$0.48) Granted (weighted average fair value, \$0.45) Exercised	2,275,000 475,000 (2,000,000)	0.56 0.70 0.25
Outstanding, June 30, 2006 and March 31, 2007	4,225,000	\$ 0.47
Number of options currently exercisable	4,143,750	\$ 0.40

During the nine month period ended March 31, 2007, the Company reported stock-based compensation of \$64,708, using the Black-Scholes option-pricing model, as a result of vested options that were granted previously. These amounts were recorded as contributed surplus on the balance sheet.

During the nine month period ended March 31, 2006, the Company reported stock-based compensation of \$1,041,653 as a result of:

a) 100,000 options granted June 29, 2005, vesting as to 50,000 on June 30, 2006 and 50,000 on June 30, 2007.

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

Stock options (cont'd...)

- b) 75,000 options granted on October 12, 2005, vesting as to 25,000 on December 12, 2005, 25,000 on February 12, 2006, 12,500 on July 12, 2006 and 12,500 on October 12, 2006.
- c) 2,275,000 options granted on January 13, 2006 with 250,000 subject to vesting provisions of one quarter vesting every three months.

The fair value of compensatory options granted is estimated on the grant date using the Black-Scholes option pricing model.

Warrants

The Company granted warrants to purchase common shares. A summary of warrants granted is presented below:

	Number of Warrants	Weighted Average Exercise Price
Outstanding, June 30, 2005	2,880,000 \$	0.19
Granted	4,411,442	0.76
Exercised	(1,600,000)	0.25
Outstanding, June 30, 2006	5,691,442	0.62
Granted	3,759,010	0.45
Outstanding, March 31, 2007	9,450,452 \$	0.55

During the period ended March 31, 2007, the Company granted 259,010 agent warrants resulting in share issue costs, using the Black-Scholes option-pricing model, of \$47,334. This amount was also recorded as contributed surplus on the balance sheet. The weighted average fair value of the agent warrants granted during the period was \$0.18.

Share purchase options and warrants

The following weighted average assumptions were used for the Black-Scholes valuation of stock options and agent warrants granted during the period:

	2007	2006
Risk-free interest rate	3.96%	3.88%
Expected life of options/warrants	1 year	4.67 years
Annualized volatility	100.92%	75.64%
Dividend rate	0.00%	0.00%

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

Share purchase options and warrants (cont'd...)

At March 31, 2007, the Company had share purchase options and warrants outstanding enabling holders to acquire common shares as follows:

	Number of Shares	Exercise Price	Expiry Date
Options	1,400,000	\$ 0.25	June 30, 2010
	75,000	0.35	October 12, 2010
	2,275,000	0.56	January 13, 2011
	475,000	0.70	April 13, 2011
Warrants	1,280,000	0.125	April 15, 2007 (exercised subsequent)
	1,885,750	0.50	December 28, 2007
	71,406	0.56	December 28, 2007
	2,164,286	1.00	March 24, 2008
	290,000	0.70	March 24, 2008
	3,759,010	0.45	March 28, 2009

6. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

Significant non-cash transactions during the period ended March 31, 2007 included:

- a) mineral property costs of \$331,791 included in accounts payable (June 30, 2006 \$242,448).
- b) granting 259,010 agent warrants valued at \$47,334 for share issue costs using the Black-Scholes option pricing model. This amount was also recorded as contributed surplus on the balance sheet.

7. RELATED PARTY TRANSACTIONS

The Company entered into transactions with related parties as follows:

- a) Paid or accrued \$112,500 (March 31, 2006 \$72,000) for management fees to a company controlled by a director of the Company.
- b) Paid or accrued \$13,500 (March 31, 2006 \$Nil) for administration fees, in office expense, to a company controlled by a director of the Company.
- c) Paid or accrued \$82,923 (March 31, 2006 \$Nil) for geological consulting fees included in resource properties to an officer of the Company and a company controlled by an officer of the Company.
- d) Paid \$18,410 (March 31, 2006 \$Nil) for consulting fees to a director of the Company.

7. **RELATED PARTY TRANSACTIONS** (cont'd...)

- e) Paid or accrued \$66,300 (March 31, 2006 \$48,100) for professional fees to a firm in which an officer is a partner.
- f) Accounts payable includes \$31,218 (March 31, 2006 \$5,500) for professional fees owing to a firm in which an officer is a partner.

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.

The amounts due from related party are as follows:

	March 31, 2007	June 30, 2006
Due from director and officer	\$ 	\$ 10,880

The fair value of the amounts due to or from related parties is not determinable as they have no fixed terms of repayment, do not bear interest and are unsecured.

8. FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash and cash equivalents, deposit, receivables, share subscriptions receivable, and accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest or credit risks arising from these financial instruments. The fair values of these financial instruments approximate their carrying values unless otherwise noted.

Currency risk

The Company's largest non-monetary assets are its resource interests in Indonesia. The Company could accordingly be at risk for foreign currency fluctuations and developing legal and political environments.

The Company does not maintain significant cash or monetary assets or liabilities in Indonesia.

9 COMMITMENT

The Company has committed to rent office space for the following annual amounts:

2007	\$ 11,355
2008	15,890

10. SEGMENTED INFORMATION

The Company operates in one industry segment, being the exploration of resource properties. Geographic information is as follows:

	Nine Month Period Ended March 31, 2007	Nine Month Period Ended March 31, 2006
Loss for the period Canada	\$ (484,109) \$	(1,495,842)
	March 31, 2007	June 30, 2006
Resource properties: Indonesia	\$ 7,930,215 \$	5,382,679