

Auditors' Report and Consolidated Financial Statements of

ENDEAVOUR MINING CAPITAL CORP.

*Year Ended August 31, 2005 and 2004
(Expressed in Thousands of United States Dollars)*

Auditors' Report

To the Shareholders of
Endeavour Mining Capital Corp.

We have audited the consolidated balance sheets of Endeavour Mining Capital Corp. as at August 31, 2005 and 2004 and the consolidated statements of operations and retained earnings and cash flows for the years then ended. These financial statements are the responsibility of the Corporation's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Corporation as at August 31, 2005 and 2004 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

Deloitte & Touche LLP

Chartered Accountants
Vancouver, Canada
October 7, 2005 (except for Note 8, which is as of January 19, 2006)

ENDEAVOUR MINING CAPITAL CORP.

Consolidated Balance Sheets

As at August 31,

(Expressed in Thousands of United States Dollars)

	2005 (Restated - Note 8)	2004
ASSETS		
Cash and cash equivalents	\$ 5,702	\$ 5,301
Restricted cash (Note 3)	3,500	-
Investments (cost: Aug 31, 2005 \$57,213; Aug 31, 2004 \$45,995) (Note 4)	92,895	69,871
Receivables and other assets	886	119
	<u>\$ 102,983</u>	<u>\$ 75,291</u>
LIABILITIES		
Investment advisor fees payable	\$ 146	\$ 115
Performance fees payable	3,917	1,551
Accrued expenses and other liabilities	91	104
	<u>4,154</u>	<u>1,770</u>
SHAREHOLDERS' EQUITY		
Share capital (Note 5)	51,745	51,745
Warrants (Note 5)	240	240
Contributed surplus (Note 5)	536	84
Retained earnings	46,308	21,452
	<u>98,829</u>	<u>73,521</u>
	<u>\$ 102,983</u>	<u>\$ 75,291</u>

Approved by the Board:

"Neil Woodyer" Director "Wayne McManus" Director

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

ENDEAVOUR MINING CAPITAL CORP.
Consolidated Statements of Operations & Retained Earnings
For the years ended August 31,
(Expressed in Thousands of United States Dollars, except per share amounts)

	2005 (Restated - Note 8)	2004
INVESTMENT INCOME		
Net realized gain on investments	\$ 20,032	\$ 13,007
Change in net unrealized appreciation of investments and foreign currencies	11,884	4,789
Interest	809	596
Dividends, net of withholding taxes	89	31
Loan facility fees	696	678
	33,510	19,101
EXPENSES		
Performance fee (Note 6(b))	3,917	1,551
Investment advisory fee (Note 6(b))	1,618	1,433
General office and administrative	991	1,150
Professional fees	340	298
	6,866	4,432
NET INCOME	26,644	14,669
RETAINED EARNINGS, BEGINNING OF YEAR, as previously reported	21,452	8,003
CUMULATIVE EFFECT OF CHANGE IN ACCOUNTING POLICY (Note 2(h))	(452)	-
DIVIDENDS	(1,336)	(1,220)
RETAINED EARNINGS, END OF YEAR	\$ 46,308	\$ 21,452
BASIC EARNINGS PER SHARE	\$ 1.15	\$ 0.68
DILUTED EARNINGS PER SHARE	\$ 1.15	\$ 0.67
WEIGHTED-AVERAGE COMMON SHARES OUTSTANDING	23,120,578	21,709,672
DILUTED WEIGHTED-AVERAGE COMMON SHARES OUTSTANDING	23,190,558	21,809,240

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

ENDEAVOUR MINING CAPITAL CORP.

Consolidated Statements of Cash Flows

For the years ended August 31,

(Expressed in Thousands of United States Dollars)

	2005		2004	
	(Restated - Note 8)			
OPERATING ACTIVITIES				
Net income	\$	26,644	\$	14,669
Adjustments to reconcile net income to net cash provided by (used in) operating activities:				
Net realized gain on investments		(20,032)		(13,007)
Change in net unrealized appreciation of investments and foreign currencies		(11,884)		(4,789)
Increase in receivables and other assets		(767)		(57)
Increase in investment advisor fees payable		31		40
Increase (decrease) in performance fees payable		2,366		(1,886)
Decrease in accrued expenses and other liabilities		(13)		(1,150)
Restricted cash		(3,500)		-
Purchase of investments		(36,574)		(55,524)
Proceeds from the sale of investments		45,466		44,023
		1,737		(17,681)
FINANCING ACTIVITIES				
Received from the issue of common shares		-		19,626
Share issue costs		-		(1,264)
Dividends paid to shareholders		(1,336)		(1,220)
		(1,336)		17,142
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		401		(539)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR		5,301		5,840
CASH AND CASH EQUIVALENTS, END OF YEAR	\$	5,702	\$	5,301

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

ENDEAVOUR MINING CAPITAL CORP.

Notes to the Consolidated Financial Statements

August 31, 2005 and 2004

(Expressed in Thousands of United States Dollars, except per share amounts)

1. NATURE OF OPERATIONS

Endeavour Mining Capital Corp. (“EMCC” or the “Corporation”) is a publicly traded mining merchant banking company incorporated in the Cayman Islands. The Corporation, which operates in only one business segment, seeks mutually beneficial investments with mining companies to further their strategic initiatives. Types of transactions undertaken include equity investments, equity linked investments and debt financing. The Corporation actively manages its investment capital base and earnings are generated through capital appreciation, interest, dividends and fees.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared in accordance with Canadian generally accepted accounting principles and include the following significant accounting policies:

(a) *Principles of consolidation*

The consolidated financial statements include the accounts of the Corporation and its wholly owned subsidiary, Endeavour Capital Corporation. All material intercompany transactions and balances have been eliminated.

(b) *Investments*

(i) Portfolio investments

Securities, held in long or short positions, that are traded on a recognized securities exchange and for which no sales restrictions apply are recorded at carrying values based on the last quoted sales price at the balance sheet dates or the closing price on the last day the security traded if there were no trades at the balance sheet dates.

Securities that are traded on a recognized exchange but that are escrowed or otherwise restricted as to sale or transfer are recorded at amounts discounted from market value. In determining the discount for such investments, the Corporation considers the nature and length of the restriction, business risk of the investee company, its stage of development, market potential, relative trading volume and price volatility and any other factors that may be relevant to the ongoing and realizable value of the investments.

ENDEAVOUR MINING CAPITAL CORP.
Notes to the Consolidated Financial Statements
August 31, 2005 and 2004
(Expressed in Thousands of United States Dollars, except per share amounts)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(b) *Investments (continued)*

(ii) Privately-held investments

Securities in privately-held companies are recorded at cost unless an upward adjustment is considered appropriate and supported by persuasive and objective evidence such as a significant subsequent equity financing by an unrelated, professional investor at a transaction price higher than the Corporation's carrying value. Downward adjustments to carrying value are made when there is evidence of a decline in value as indicated by the assessment of the financial condition of the investment based on operational results, forecasts, financing and other developments since acquisition.

(iii) Other forms of investment instruments

Included in the Corporation's investments are certain instruments that are accounted for as follows:

- Loans are valued at the lesser of the loan value amount plus accrued interest or the amount of the loan deemed to be recoverable.
- Convertible loans and debentures are valued at the greater of their loan value amount as described above or as though converted to the underlying securities.
- Options and warrants for public companies which are not listed or traded on a national exchange are valued at the difference between the exercise price and the quoted market price of the underlying shares, plus an adjustment for time value.
- Options and warrants for private companies are valued at the difference between the exercise price and the carrying value of the underlying shares.

At each quarterly financial reporting period, the Corporation's management determines the valuation of investments based on the criteria above and reflects such valuations as corporate investments in the consolidated financial statements. The resulting values may differ from values that would be realized had a ready market existed. The amounts at which the Corporation's privately-held investments could be disposed of currently may differ from the carrying value assigned due to changes in valuation assumptions resulting from current market conditions. The amounts at which the Corporation's publicly-traded investments could be disposed of currently may differ from the carrying value based on market quotes as the value at which significant ownership positions are sold is often different than the quoted market price due to a variety of factors such as premiums paid for large blocks or discounts due to illiquidity.

ENDEAVOUR MINING CAPITAL CORP.
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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(c) Investment transactions and income

Investment transactions are accounted for on the day that a buy or sell order is executed. Dividend income, including stock dividends, is recorded on the ex-dividend date and interest income is recorded on the accrual basis. Realized gains and losses on investment income are recorded on the accrual basis. Realized gains and losses on the investment transactions and the unrealized appreciation or depreciation of investments are computed on an average cost basis.

(d) Translation of foreign currencies

Where applicable, foreign currency assets and liabilities are translated into United States dollars at the rate of exchange prevailing on the balance sheet date except for the historical costs of investments which are translated at the rate of exchange prevailing on the date of purchase. The proceeds from sale of investments and investment income in foreign currencies are translated into United States dollars at the approximate rate of exchange prevailing on the date of such transactions.

(e) Unrealized appreciation or depreciation of investments

The unrealized appreciation or depreciation of investments represents the aggregate of the difference between their average cost and market value at the balance sheet date.

(f) Cash and cash equivalents

Cash and cash equivalents comprise cash balances held with banks and brokers and treasury bills with maturities of less than 90 days.

(g) Financial instruments and associated risks

(i) Credit risk

Financial assets which potentially expose the Corporation to credit risk consist primarily of cash and cash equivalents, interest, dividends and convertible loans and debentures. The extent of the Corporation's exposure to credit risk in respect of these financial assets approximates their carrying value as recorded in the Corporation's balance sheet.

ENDEAVOUR MINING CAPITAL CORP.
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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(g) *Financial instruments and associated risks (continued)*

(ii) *Currency risk*

The Corporation may invest in securities denominated in currencies other than its reporting currency. Consequently, the Corporation is exposed to risks that the exchange rate of its currency relative to other currencies may change in a manner which has an adverse effect on the value of that portion of the Corporation's assets which are denominated in currencies other than its own currency. In addition, the Corporation may make investments which could result in restrictions on the repatriation of funds.

(iii) *Short sales*

The Corporation may engage in selling securities short, which creates an obligation of the Corporation to buy the security back at a future date or make future delivery of the specific security. The Corporation generally will short securities for which it holds a long position that is restricted for resale until a later date. This practice allows the Corporation to shelter unrealized gains on particular securities.

(iv) *Mining development risk*

Mining development involves a high degree of risk which cannot be avoided, even with a combination of careful evaluation, experience and knowledge. Although the Corporation will typically be investing in projects in later stages of development, there is no assurance that such projects will prove to be economically feasible and there is also no assurance that the properties owned by companies in which the funds of the Corporation will be invested will be brought into, or continue to be in, commercial production.

(v) *Security interests*

Although it is intended that the investments the Corporation makes in the form of loans will normally be secured, there can be no assurance that such security will completely protect the value of the Corporation's investments. As the assets securing the Corporation's loans will occasionally be subject to senior indebtedness, the Corporation's security may have second or third priority. The equity investments which the Corporation may make will generally be unsecured.

ENDEAVOUR MINING CAPITAL CORP.
Notes to the Consolidated Financial Statements
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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(g) *Financial instruments and associated risks (continued)*

(vi) *Fair values*

The carrying amounts of the Corporation's financial assets and liabilities approximate their fair values.

(vii) *Written options*

The Corporation may write call or put options, for which premiums are received. Premiums received for written covered calls are recorded as income. Expired covered call premiums are recorded as realized gains and premiums received for outstanding covered calls are recorded as unrealized gains. Premiums received for written uncovered calls or puts are recorded as liabilities. The Corporation, as writer of an option, has no control over whether the underlying securities are subsequently sold (called) or purchased (put) and, as a result, bears the market risk of an unfavourable change in price of the security underlying the written option. No uncovered calls were written during the year.

(h) *Stock-based compensation*

Effective September 1, 2004, the Company adopted the amended recommendations of the CICA Handbook Section 3870, "Stock-Based Compensation and Other Stock-Based Payments". Under the amended standards of this Section, the fair value of all stock-based awards granted are estimated using the Black-Scholes model and are recorded in operations over the vesting periods. The compensation cost related to stock options granted after September 1, 2004 is recorded in operations.

Previously, the Company provided note disclosure of pro forma net earnings per share as if the fair value based method had been used to account for stock options granted to employees, directors and officers after September 1, 2002. The amended recommendations have been applied retroactively from September 1, 2002 without restatement of prior periods. As a result, as of September 1, 2004, retained earnings decreased by \$452 and contributed surplus increased by \$452.

There were no options granted by the Company during the year ended August 31, 2005 and therefore no compensation expense for stock options is included in the statement of operations. Had the same basis been applied to 2004 share purchase options granted, net income would have been as follows:

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(h) *Stock-based compensation (continued)*

(in thousands, except per share amounts)	Year ended August 31,	
	2004	2003
Net income	\$ 14,669	\$ 17,408
Additional compensation expense for options	(301)	(151)
Pro forma net income	\$ 14,368	\$ 17,257
Pro forma basic earnings per share	\$ 0.66	\$ 1.11
Pro forma diluted earnings per share	\$ 0.66	\$ 1.11

Stock-based compensation expense was determined using an option pricing model assuming no dividends were to be paid, a weighted average volatility of the Corporation's share price of 61.2%, an annual risk free interest rate of 4.3% and expected lives of five years.

(i) *Use of estimates*

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(j) *Earnings per share*

The Corporation uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on earnings per share is recognized on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the year.

3. RESTRICTED CASH

Restricted cash consists of \$3.5 million invested in a money market fund. The Corporation arranged a standby Letter of Credit ("LOC") for a merchant banking client in the amount of \$3.5 million. As a condition of the LOC, the Corporation's bank requires the funds to be segregated and held in a separate account. The funds will be released at the earlier of the client satisfying the conditions to draw down the funds or the expiration date. The LOC expired on September 30th, 2005, and subsequent to the balance sheet date the funds became available to the Corporation.

ENDEAVOUR MINING CAPITAL CORP.
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4. INVESTMENTS

Investments are comprised of the following:

Investments by location	August 31, 2005 (Restated - Note 8)		August 31, 2004	
	Value	% of Investments	Value	% of Investments
Equities:				
North America	\$ 18,441	19.8%	\$ 17,529	25.0%
South America	29,893	32.2%	19,751	28.3%
Europe and Asia	22,259	24.0%	9,383	13.4%
Africa	7,410	8.0%	2,559	3.7%
Oceania	1,099	1.2%	2,074	3.0%
Total equities	79,102	85.2%	51,296	73.4%
Convertible Loans and Debentures				
North America	7,442	8.0%	6,130	8.8%
South America	1,684	1.8%	1,592	2.3%
Africa	-	0.0%	2,500	3.5%
Total Convertible Loans and Debentures	9,126	9.8%	10,222	14.6%
Warrants				
North America	393	0.4%	1,334	1.9%
South America	2,818	3.0%	5,497	7.9%
Europe and Asia	984	1.1%	1,125	1.6%
Africa	472	0.5%	50	0.1%
Oceania	-	0.0%	347	0.5%
Total Warrants	4,667	5.0%	8,353	12.0%
Total Investment Portfolio	\$ 92,895	100.0%	\$ 69,871	100.0%

Consistent with the Corporation's merchant banking business plan, the Corporation appoints directors to some of the companies in which it invests. The market value of investments in companies for which the Corporation has directors in common totaled \$10,323 at August 31, 2005 (August 31, 2004 - \$15,609).

The carrying value of investments in privately-held companies totaled \$7,890 at August 31, 2005 (August 31, 2004 - \$250).

Included in equities are written covered call options. As at August 31, 2005, the market value of written covered calls totaled \$Nil (August 31, 2004 - \$Nil).

ENDEAVOUR MINING CAPITAL CORP.
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 (Expressed in Thousands of United States Dollars, except per share amounts)

4. INVESTMENTS (continued)

Included in convertible loans and debentures is CDN\$8.8 (\$7.4) million of non-revolving convertible debenture facilities issued by Century Mining. Interest on the debentures at a rate of 10% per annum is payable quarterly in arrears at the company's option in cash or in shares. The debentures are secured by a charge over the company's Sigma - Lamaque assets except for the mining claims, which are secured by Investissement Quebec. The debentures mature on December 31, 2006. The Corporation may convert outstanding amounts to shares of Century as follows; CDN\$6.0 (\$5.1) million of the debentures at CDN\$0.51 (\$0.43) per share; CDN\$2.3 (\$1.9) million of the debentures at CDN\$0.44 (\$0.37) per share, and CDN\$0.50 (\$0.40) per share at 95% of the volume weighted average trading price per share for the previous ten consecutive trading days, subject to a minimum of CDN\$0.35 (\$0.29) per share. Century may force conversion if the Century shares trade at or above CDN\$1.00 (\$0.84) for 30 consecutive days. The Corporation will be restricted from increasing the number of shares it holds in Century above 19.9%. Century has the option to repay the debenture at any time prior to maturity. An estimate of the fair value of the conversion feature is not readily calculable due to the number and nature of variables involved in the conversion feature. Therefore, the debenture is recorded at face value plus accrued interest.

5. SHARE CAPITAL

(a) *Voting shares*

Authorized

100,000,000 voting shares of \$0.01 par value
 100,000,000 undesignated shares

	Year ended August 31,			
	2005		2004	
	Number of Shares	Amount	Number of Shares	Amount
Issued				
Opening balance	23,120,578	\$ 51,745	15,592,868	\$ 33,623
Issued, for cash	-	-	7,250,000	19,071
Share issue costs	-	-	-	(1,504)
Contingent Value Rights exercised	-	-	87,710	235
Stock options exercised for cash	-	-	190,000	320
Closing balance	23,120,578	\$ 51,745	23,120,578	\$ 51,745

Share capital includes \$51,514 (August 31, 2004 - \$51,514) of additional paid in capital.

ENDEAVOUR MINING CAPITAL CORP.
Notes to the Consolidated Financial Statements
August 31, 2005 and 2004
(Expressed in Thousands of United States Dollars, except per share amounts)

5. SHARE CAPITAL (continued)

(a) Voting shares (continued)

In November, 2003, the Corporation completed a unit private placement consisting of 7,250,000 units at a price of CDN\$3.45 (\$2.63) per unit for gross proceeds of \$19,071; (CDN\$25,013). Each unit consisted of one common share and one half of one share purchase warrant. Each whole warrant entitles the holder to acquire one common share at a price of CDN\$5.50 (\$4.19) per share on or before November 10, 2008. As part of this offering, the Corporation paid the agent a commission equal to 6% of the gross proceeds raised, and issued the agent 362,500 warrants exercisable into common shares at a price of CDN\$4.50 (\$3.43) per share expiring November 10, 2005. The fair value of the warrants was \$240, which has been recorded as a credit to Warrants as a component of Shareholders' Equity.

The following table summarizes information about the warrants outstanding as at August 31, 2005:

	<u>Warrants outstanding & exercisable</u>	<u>Weighted average exercise price (CDN\$)</u>	<u>Weighted average remaining contractual life</u>
	362,500	\$ 4.50	0.19 years
	3,625,000	5.50	3.20 years
At August 31, 2005	3,987,500	\$ 5.41	2.92 years

At August 31, 2004, 3,987,500 warrants were issued or outstanding.

(b) Stock option plan

The Corporation has established a stock option plan whereby the Corporation's directors may from time to time grant options to directors, employees or consultants. The maximum term of any option is five years, but generally options are granted for five years or less. The exercise price of an option is not less than the closing price on the exchange on the last trading day preceding the grant date. At August 31, 2005 there were 1,576,286 options available for grant under the plan (August 31, 2004 - 1,576,286).

In accordance with the Corporation's stock option plan, the Corporation issued 200,000 stock options to directors during the year ended August 31, 2004. Of the 200,000 stock options issued, 100,000 are exercisable into common shares at a price of CDN\$3.50 (\$2.67) per share expiring November 6, 2008 and 100,000 are exercisable into common shares at a price of CDN\$4.20 (\$3.20) per share expiring December 1, 2008.

ENDEAVOUR MINING CAPITAL CORP.

Notes to the Consolidated Financial Statements

August 31, 2005 and 2004

(Expressed in Thousands of United States Dollars, except per share amounts)

5. SHARE CAPITAL (continued)

(b) *Stock option plan (continued)*

A summary of the changes in stock options is presented below:

	<u>Options outstanding & exercisable</u>	<u>Weighted average exercise price (CDN\$)</u>
At August 31, 2003	575,000	2.46
Granted	200,000	3.85
Exercised	(190,000)	2.30
Expired	(10,000)	2.30
At August 31, 2004 and 2005	575,000	\$ 3.00

The following table summarizes information about the options outstanding as at August 31, 2005:

	<u>Options outstanding & exercisable</u>	<u>Weighted average exercise price (CDN\$)</u>	<u>Weighted average remaining contractual life</u>
	375,000	\$ 2.55	2.02 years
	100,000	3.50	3.18 years
	100,000	4.20	3.25 years
At August 31, 2005	575,000	\$ 3.00	2.44 years

6. RELATED PARTY TRANSACTIONS

The Company incurred the following expenses, on a cost recovery basis, with companies and individuals related by way of directors and/or officers in common:

	<u>Year ended August 31,</u>	
	<u>2005</u>	<u>2004</u>
Operating expenses (a)	\$ 402	\$ 253
Travel	Nil	137

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6. RELATED PARTY TRANSACTIONS (continued)

(a) Operating expenses

The Corporation has a Cost Share Agreement (the “Cost Share Agreement”), with Endeavour Securities Corporation (the “Investment Advisor”) (Note 6(b)) and other related companies with whom the Corporation shares its premises and resources. In conducting its day-to-day operations, the Corporation incurs costs benefiting specifically the Corporation (“specific costs”) and costs benefiting both the Corporation, the Investment Advisor and other related companies (“general costs”). Under the Cost Share Agreement, specific costs are recovered in full from the Corporation. General costs are shared among the respective beneficiaries in accordance with a ratio, based on a use of premises and resources estimate, which is agreed in writing by representatives of all parties and may be amended from time to time in accordance with the Cost Share Agreement. The ratio for fiscal 2004 and 2005 has been set at 66.67/33.33 whereby 66.67% of general costs are charged to the Corporation and 33.33% to the investment advisor and other related companies. Under the Cost Share Agreement, the Corporation expensed \$402 in general shared costs during the year ended August 31, 2005 (year ended August 31, 2004 - \$253). The amount of \$24 remains payable under the Cost Share Agreement to the Investment Advisor and other related companies at August 31, 2005 (August 31, 2004 - \$32).

(b) Investment Advisor Agreement

The Corporation has an Investment Advisory Agreement with Endeavour Securities Corporation (the “Investment Advisor”). The Corporation pays an investment advisory fee to the Investment Advisor at the annual rate of 2% of the first \$50 million of the net asset value of the Corporation, 1.5% on the next \$50 million up to \$100 million and 1% on the excess over \$100 million. This investment advisory fee is calculated and payable on a monthly bases. The investment advisory fee payable at August 31, 2005 is \$146 (August 31, 2004 - \$115). In addition, the Investment Advisor is entitled to an annualized performance fee calculated as 20% of the consolidated net income from operations (before such performance fee) in excess of a 15% return on equity. The annualized performance fee is accrued monthly and payable upon completion of the audited financial statements of the Corporation. The performance fee payable as at August 31, 2005 is \$3,917 (Restated – Note 8) (August 31, 2004 - \$1,551).

7. TAXATION

There is presently no taxation imposed by the Government of the Cayman Islands on income or capital gains. If any form of taxation were to be enacted, the Corporation has been granted an exemption therefrom until August 6, 2022. The Corporation is subject to foreign withholding taxes on dividend and interest income.

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8. RESTATEMENT

Subsequent to filing the financial statements for the year ended August 31, 2005, it was ascertained that two security holdings, both of which are exchange traded warrants, were undervalued by the Corporation. The undervaluation was the result of an incorrect consolidation of two warrant positions where the underlying company's common shares were consolidated but its exchange-traded warrants were not. The financials statements have been restated and the impact of the restatement is summarized in the following table:

	Year Ended August 31, 2005		
	As Reported	Restated	Change
<u>Balance Sheet</u>			
Investments	\$ 90,664	\$ 92,895	\$ 2,231
Performance fees payable	3,470	3,917	447
Total assets	100,752	102,983	2,231
Total shareholder's equity	97,045	98,829	1,784
<u>Income Statement</u>			
Change in net unrealized appreciation of investments and foreign currencies	9,653	11,884	2,231
Performance fees	3,470	3,917	447
Net income	24,860	26,644	1,784
Earnings per share	\$ 1.08	\$ 1.15	\$ 0.07
