



British Columbia Securities Commission

**QUARTERLY AND YEAR END REPORT**  
 BC FORM 51-901F  
 (previously Form 61)

**Freedom of Information and Protection of Privacy Act:** The personal information requested on this form is collected under the authority of and used for the purpose of administering the *Securities Act*. Questions about the collection or use of this information can be directed to the Supervisor, Financial Reporting (604-899-6729), PO Box 10142, Pacific Centre, 701 West Georgia Street, Vancouver BC V7Y 1L2. Toll Free in British Columbia 1-800-373-6393

<b>ISSUER DETAILS</b> NAME OF ISSUER <b>MAXIMUS VENTURES LTD.</b>		FOR QUARTER ENDED <b>04   03   31</b>			DATE OF REPORT Y M D <b>04   05   30</b>		
ISSUER ADDRESS <b>408 – 837 WEST HASTINGS STREET</b>							
CITY/ <b>VANCOUVER</b>	PROVINCE <b>BC</b>	POSTAL CODE <b>V6C 3N6</b>	ISSUER FAX NO. <b>604-685-6493</b>	ISSUER TELEPHONE NO. <b>604-685-6851</b>			
CONTACT PERSON <b>BARBARA DUNFIELD</b>		CONTACT'S POSITION <b>DIRECTOR</b>			CONTACT TELEPHONE NO. <b>604-685-6851</b>		
CONTACT EMAIL ADDRESS <b>N/A</b>		WEB SITE ADDRESS <b>N/A</b>					

**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.*

DIRECTOR'S SIGNATURE <b>"BARBARA DUNFIELD"</b>	PRINT FULL NAME <b>BARBARA DUNFIELD</b>	DATE SIGNED Y M D <b>04   05   30</b>		
DIRECTOR'S SIGNATURE <b>"IAN ROZIER"</b>	PRINT FULL NAME <b>IAN ROZIER</b>	DATE SIGNED Y M D <b>04   05   30</b>		

**MAXIMUS VENTURES LTD.**

**CONSOLIDATED FINANCIAL STATEMENTS**

**MARCH 31, 2004**

**(unaudited – prepared by management)**

**MAXIMUS VENTURES LTD.**  
**CONSOLIDATED BALANCE SHEETS**  
AS AT  
(unaudited – prepared by management)

	March 31, 2004	September 30, 2003
<b>ASSETS</b>		
<b>Current</b>		
Cash	\$ 486,347	\$ 1,350,553
Receivables	78,293	7,136
Prepaid expenses	18,000	21,092
Due from related parties (Note 3)	<u>-</u>	<u>15,000</u>
	582,640	1,393,781
<b>Mineral properties</b> (Note 4)	517,302	389,442
<b>Deferred exploration costs</b> (Note 5)	369,999	99,100
<b>Capital Assets</b> (Note 6)	<u>60,231</u>	<u>62,715</u>
	<u>\$ 1,530,172</u>	<u>\$ 1,945,038</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIENCY)</b>		
<b>Current</b>		
Accounts payable and accrued liabilities	\$ 88,000	\$ 109,619
Current portion of capital lease obligation	<u>5,214</u>	<u>5,709</u>
	93,214	115,328
<b>Capital lease obligation</b> (Note 7)	<u>44,891</u>	<u>47,115</u>
	<u>138,105</u>	<u>162,443</u>
<b>Shareholders' equity (deficiency)</b>		
Capital stock (Note 8)	25,302,415	25,229,093
Contributed surplus	1,237,944	1,207,098
Deficit	<u>(25,148,292)</u>	<u>(24,653,596)</u>
	<u>1,392,067</u>	<u>1,782,595</u>
	<u>\$ 1,530,172</u>	<u>\$ 1,945,038</u>

**Nature and continuance of operations** (Note 1)

**Commitments** (Note 11)

**Subsequent events** (Note 14)

**On behalf of the Board:**

\_\_\_\_\_  
“Barbara Dunfield”

Director

\_\_\_\_\_  
“Ian Rozier”

Director

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

**MAXIMUS VENTURES LTD.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS AND DEFICIT**  
(unaudited – prepared by management)

	Three Months Ended Mar 31, 2004	Three Months Ended Mar 31, 2003	Six Months Ended Mar 31, 2004	Six Months Ended Mar 31, 2003
<b>EXPENSES</b>				
Accounting and auditing	\$ 5,800	\$ 3,500	\$ 6,400	\$ 4,100
Administration fees	7,500	-	12,500	-
Amortization	4,408	1,379	9,253	2,756
Consulting fees	50,200	57,295	124,400	85,795
Interest on capital lease obligation	1,040	-	2,080	-
Legal fees	3,447	6,217	5,413	6,217
Management fees	12,000	7,500	24,000	15,000
Office and miscellaneous	7,748	7,054	14,171	7,862
Printing	7,885	-	10,265	-
Property investigation costs	22,284	-	104,331	-
Regulatory fees	5,221	21,900	5,221	21,900
Rent and telephone	9,752	4,500	22,450	9,000
Shareholder information and investor relations	42,464	17,918	72,228	17,943
Stock-based compensation expense	-	-	50,418	-
Transfer agent fees	4,452	6,663	5,863	7,730
Travel and related costs	3,170	12,094	35,666	12,226
<b>Loss before other items</b>	<u>(187,371)</u>	<u>(146,020)</u>	<u>(504,659)</u>	<u>(190,529)</u>
<b>OTHER ITEMS</b>				
Interest income	<u>4,266</u>	<u>2,564</u>	<u>9,963</u>	<u>2,601</u>
	<u>4,266</u>	<u>2,564</u>	<u>9,963</u>	<u>2,601</u>
<b>Loss for the period</b>	(183,105)	(143,456)	(494,696)	(187,928)
<b>Deficit, beginning of period</b>	<u>(24,965,187)</u>	<u>(23,808,729)</u>	<u>(24,653,596)</u>	<u>(23,952,185)</u>
<b>Deficit, end of period</b>	<u>\$ (25,148,292)</u>	<u>\$ (23,952,185)</u>	<u>\$ (25,148,292)</u>	<u>\$ (23,952,185)</u>
<b>Basic and diluted loss per common share</b>	\$ (0.02)	\$ (0.02)	\$ (0.05)	\$ (0.02)
<b>Basic and diluted weighted average number of common shares</b>	9,620,221	9,256,966	9,556,454	9,256,966

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

**MAXIMUS VENTURES LTD.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(unaudited – prepared by management)

	Three Months Ended Mar 31, 2004	Three Months Ended Mar 31, 2003	Six Months Ended Mar 31, 2004	Six Months Ended Mar 31, 2003
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>				
Loss for the period	\$ (183,105)	\$ (143,456)	\$ (494,696)	\$ (187,928)
Items not affecting cash:				
Amortization	4,408	1,379	9,253	2,756
Stock-based compensation	-	-	50,418	-
Changes in non-cash working capital items:				
(Increase) in receivables	(4,682)	(6,422)	(71,157)	(3,229)
Increase in prepaid expenses	-	-	3,092	-
(Decrease) in accounts payable and accrued liabilities	<u>(41,717)</u>	<u>(17,918)</u>	<u>(21,619)</u>	<u>(3,461)</u>
Net cash used in operating activities	<u>(225,096)</u>	<u>(166,417)</u>	<u>(524,709)</u>	<u>(191,862)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>				
Capital stock issued for cash	11,250	2,216,000	53,750	2,216,000
Capital lease obligation payments	<u>(1,360)</u>	<u>(1,178)</u>	<u>(2,720)</u>	<u>(2,262)</u>
Net cash provided by (used in) financing activities	<u>9,890</u>	<u>2,214,822</u>	<u>51,030</u>	<u>2,213,738</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>				
Mineral property	(127,860)	(142,590)	(127,860)	(142,590)
Deferred exploration costs	(122,435)	-	(270,899)	-
Amounts due from related parties	-	13,487	15,000	17,657
Capital assets	<u>-</u>	<u>-</u>	<u>(6,768)</u>	<u>-</u>
Net cash provided by (used in) investing activities	<u>(250,295)</u>	<u>(129,103)</u>	<u>(390,527)</u>	<u>(124,933)</u>
<b>Change in cash during the period</b>	(465,501)	1,919,302	(864,206)	1,896,943
<b>Cash, beginning of period</b>	<u>951,848</u>	<u>6,956</u>	<u>1,350,553</u>	<u>29,315</u>
<b>Cash, end of period</b>	\$ 486,347	\$ 1,926,258	\$ 486,347	\$ 1,926,258
<b>Cash paid for interest</b>	\$ 1,040	\$ -	\$ 2,080	\$ -

**Supplemental disclosure with respect to cash flows (Note 10)**

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

**MAXIMUS VENTURES LTD.**  
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
MARCH 31, 2004  
(unaudited – prepared by management)

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**1. NATURE AND CONTINUANCE OF OPERATIONS**

Maximus Ventures Ltd. (the "Company") is a company incorporated under the laws of British Columbia, Canada. The Company is primarily engaged in the acquisition, exploration and development of mineral properties. To date, the Company has not earned significant revenues and is considered to be in the exploration stage.

The Company is in the process of exploring its resource properties and has not yet determined whether the properties contain 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 in accordance with Canadian generally accepted accounting principles with the assumption 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.

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	March 31, 2004	September 30, 2003
Deficit	\$ (25,148,292)	\$ (24,653,596)
Working capital	489,426	1,278,453

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**2. SIGNIFICANT ACCOUNTING POLICIES**

**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 amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the period. Actual results could differ from these estimates.

**Principles of consolidation**

These consolidated financial statements include the accounts of the Company and its wholly owned subsidiary, Essex Resource (Barbados) Corporation, a company incorporated under the laws of Barbados. Significant inter-company balances and transactions have been eliminated upon consolidation.

**2. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)**

**Mineral properties**

The Company records its interests in mineral properties and areas of geological interest at cost. All direct and indirect costs relating to the acquisition of these interests are capitalized on the basis of specific claim blocks or areas of geological interest until the properties to which they relate are placed into production, sold or management has determined there to be an impairment. These costs will be amortized on the basis of units produced in relation to the proven reserves available on the related property following commencement of production. Mineral properties which are sold before that property reaches the production stage will have all revenues from the sale of the property credited against the cost of the property. Properties which have reached the production stage will have a gain or loss calculated based on the portion of that property sold.

The recorded cost of mineral exploration interests is based on cash paid, the assigned value of share considerations and exploration and development costs incurred. The recorded amount may not reflect recoverable value as this will be dependant on the development program, the nature of the mineral deposit, commodity prices, adequate funding and the ability of the Company to bring its projects into production.

**Deferred exploration costs**

The Company defers all exploration expenses relating to mineral properties and areas of geological interest until the properties to which they relate are placed into production, sold or abandoned. These costs will be amortized over the proven reserves available on the related property following commencement of production.

**Values**

The amounts shown for mineral properties and deferred exploration costs represent costs to date, and do not necessarily represent present or future values, as they are entirely dependent upon the economic recovery of current and future reserves.

**Cost of maintaining mineral properties**

The Company does not accrue the estimated future costs of maintaining its mineral properties in good standing.

**Environmental protection and rehabilitation costs**

Liabilities related to environmental protection and rehabilitation costs are accrued and charged to income when their likelihood of occurrence is established. This includes future removal and site restoration costs as required due to environmental law or contracts.

**Provision for site restoration**

Site restoration and cleanup costs for exploration projects are estimated and charged to operations when reasonably determinable. Upon commencement of production, estimated future costs for reclamation and closure of producing properties will be provided over the life of the ore body on a unit-of-production basis.

**2. SIGNIFICANT ACCOUNTING POLICIES (cont'd...)**

**Capital Assets**

Capital assets, being a vehicle under capital lease, is recorded at cost and amortized using the declining balance method at 30% per annum and being leasehold improvements, recorded at cost and amortized using the straight-line method at 20% per annum.

**Foreign currency translation**

Financial statements of the Company's foreign subsidiary are translated into Canadian dollar equivalents using the temporal method whereby all monetary assets and liabilities are translated at the rate of exchange at the balance sheet date. Non-monetary assets and liabilities are translated at historical exchange rates. Income and expenses are translated at the average exchange rate for the period. Gains and losses arising from restatement of foreign currency monetary assets and liabilities at each period end are recognized in the statement of operations.

**Stock-based compensation**

The Company grants options in accordance with the policies of the TSX Venture Exchange (“TSX-V”). Effective October 1, 2002, the Company adopted the new CICA Handbook Section 3870 “Stock-Based Compensation and Other Stock-Based Payments”, which recommends a fair value-based methodology for measuring compensation costs. The Company has adopted the use of the fair value-based method and therefore all awards to employees and non-employees will be recorded at fair value on the date of grant. Any consideration paid by the option holders to purchase shares is credited to capital stock.

**Loss per share**

The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on loss 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 period. For the periods presented, this calculation proved to be anti-dilutive.

Basic loss per share is calculated using the weighted-average number of shares outstanding during the period.

**3. DUE FROM RELATED PARTIES**

Amounts due from a company controlled by a director are non-interest bearing, unsecured and with no fixed terms of repayment.

**MAXIMUS VENTURES LTD.**  
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
MARCH 31, 2004  
(unaudited – prepared by management)

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**4. MINERAL PROPERTIES**

	March 31, 2004	September 30, 2003
Condor Yacu	\$ 432,802	\$ 304,942
Los Corderos and Relincho II Concessions	59,500	59,500
Argentina Concessions	<u>25,000</u>	<u>25,000</u>
	<u>\$ 517,302</u>	<u>\$ 389,442</u>

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.

**Condor Yacu, Argentina**

An option to acquire an 80% interest in the Condor Yacu gold property. As consideration, the Company must pay US\$1,000,000 by December 10, 2005 and incur cumulative exploration expenditures totalling US\$1,000,000 by March 4, 2007. To date, the Company has paid \$432,802 and incurred \$335,925 in exploration expenditures.

**Los Corderos and Relincho II Concessions, Argentina**

An option to acquire up to a 70% interest in two mineral concessions. To date, the Company has paid \$10,000, issued 100,000 common shares at a value of \$40,000 and issued 25,000 common shares at a value of \$9,500 as a finder's fee. To earn its interest, the Company is required to incur cumulative exploration expenditures totalling \$8,900,000 by December 31, 2007. In addition, the Company is obligated to further finders' fees of:

- i) 25,000 common shares when they incur exploration expenditures totalling \$200,000;
- ii) an additional 62,500 common shares on the next \$500,000 of exploration expenditures;
- iii) an additional 100,000 common shares on the next \$800,000 of exploration expenditures; and
- iv) an additional 125,000 common shares on the next \$2,500,000 of exploration expenditures.

**Concessions, Argentina**

An option to acquire a 100% interest in various mineral concessions. As consideration, the Company paid \$5,000 and issued 50,000 common shares at a value of \$20,000. The Company must also issue a further 950,000 common shares over a three-year period and must issue a further 1,500,000 common shares when and if a certain amount of gold is defined on the mineral concessions.

**MAXIMUS VENTURES LTD.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**MARCH 31, 2004**  
(unaudited – prepared by management)

**5. DEFERRED EXPLORATION COSTS**

	Condor Yacu	Los Corderos and Relincho II Concessions	Argentina Concessions	March 31, 2004 Total
Balance, beginning of period	\$ 99,100	\$ -	\$ -	\$ 99,100
Assaying	5,608	-	-	5,608
Camp costs	26,957	-	-	26,957
Consultants and contractors	19,443	19,355	-	27,798
Drilling	179,168	14,719	-	193,887
Geodrafting	5,649	-	-	5,649
	<u>236,825</u>	<u>34,074</u>	<u>-</u>	<u>270,899</u>
Balance, end of period	\$ 335,925	\$ 34,074	\$ -	\$ 369,999

**6. CAPITAL ASSETS**

	March 31, 2004		
	Cost	Accumulated Amortization	Net Book Value
Vehicle under capital lease	\$ 67,800	\$ 14,057	\$ 53,743
Leasehold improvements	6,768	280	6,488
	<u>\$ 74,568</u>	<u>\$ 14,337</u>	<u>\$ 60,231</u>

**MAXIMUS VENTURES LTD.**  
**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**  
**MARCH 31, 2004**  
(unaudited – prepared by management)

**7. CAPITAL LEASE OBLIGATION**

Future minimum lease payments under capital lease are as follows:

	March 31, 2004	September 30, 2003
Total minimum lease payments	\$ 60,000	\$ 62,399
Less: amount representing interest	<u>(9,895)</u>	<u>(9,575)</u>
Balance of obligation	50,105	52,824
Less: current portion	<u>(5,214)</u>	<u>(5,709)</u>
	<u>\$ 44,891</u>	<u>\$ 47,115</u>

**8. CAPITAL STOCK**

	Number of Shares	Amount	Contributed Surplus
Authorized			
100,000,000 common shares without par value			
Issued			
As at September 30, 2003	9,450,716	\$ 25,229,093	\$ 1,207,098
Shares issued for cash	175,000	53,750	53,750
Exercise of warrants	-	19,572	(19,572)
Stock compensation expense	<u>-</u>	<u>-</u>	<u>50,418</u>
As at March 31, 2004	<u>9,625,716</u>	<u>\$ 25,302,415</u>	<u>\$ 1,237,944</u>

**Stock options**

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 20% 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.

**MAXIMUS VENTURES LTD.**  
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
MARCH 31, 2004  
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**8. CAPITAL STOCK** (cont'd...)

**Stock options** (cont'd...)

As at March 31, 2004, the Company had outstanding stock options, enabling the holders to acquire further common shares as follows:

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Number of Shares	Exercise Price	Expiry Date
1,475,000	\$ 0.30	March 26, 2005
75,000	0.53	June 3, 2005
180,000	0.45	December 4, 2005

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**Warrants**

As at March 31, 2004, the Company had the following share purchase warrants outstanding enabling the holders to acquire additional common shares as follows:

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Number of Shares	Exercise Price	Expiry Date
4,925,000	\$ 0.45	March 4, 2005
1,600,000	0.20	March 5, 2005

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**9. RELATED PARTY TRANSACTIONS**

The Company entered into the following transactions with related parties:

- a) Paid consulting fees of \$87,000 to companies controlled by two directors.
- b) Paid management fees of \$24,000 to a company controlled by a director.
- c) Paid rent expense of \$9,000 to a company controlled by a director.

As at March 31, 2004, accounts receivable included \$49,959 paid by the Company on behalf of companies having common directors.

As at March 31, 2004, prepaid expenses included \$18,000 paid to companies controlled by directors of the Company.

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

**MAXIMUS VENTURES LTD.**  
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
MARCH 31, 2004  
(unaudited – prepared by management)

**10. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS**

There were no non-cash transactions during the period ended March 31, 2004.

**11. COMMITMENTS**

a) The Company entered into an operating lease agreement for its premises with a company controlled by a common director. The annual lease commitments under the lease are as follows:

2004	\$ 18,000
2005	18,000
2006	18,000
2007	<u>13,500</u>
	<u>\$ 67,500</u>

b) The Company entered into an investor relations agreement with a communications company for a twelve month period. The Company will pay \$7,500 per month for investor relations services.

**12. SEGMENTED INFORMATION**

*Industrial information*

Operating segments are defined as components of an enterprise about which separate financial information is available that is evaluated regularly by management, in deciding how to allocate resources and in assessing performance. All of the Company's operations are within the mining sector. Due to the geographic and political diversity, the Company's mining operations are decentralized whereby mining managers are responsible for business results and regional corporate offices provide support to the mining programs in addressing local and regional issues. The Company's operations are therefore segmented on a geographical basis. The Company's mining properties are all located in Argentina.

The segments' accounting policies are the same as those described in the summary of significant accounting policies except that expenses and other items are not allocated to the individual operating segments when determining profit or loss, but are rather attributed to the corporate office.

The Company's assets are located in the following geographic locations:

	March 31, 2004	September 30, 2003
Canada	\$ 642,871	\$ 1,456,496
Argentina	<u>887,301</u>	<u>488,542</u>
	<u>\$ 1,530,172</u>	<u>\$ 1,945,038</u>

**13. SUBSEQUENT EVENTS**

100,000 shares were issued pursuant to the Condor Yacu agreement at a deemed price of \$0.65 per share.



British Columbia Securities Commission

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**Freedom of Information and Protection of Privacy Act:** The personal information requested on this form is collected under the authority of and used for the purpose of administering the *Securities Act*. Questions about the collection or use of this information can be directed to the Supervisor, Financial Reporting (604-899-6729), PO Box 10142, Pacific Centre, 701 West Georgia Street, Vancouver BC V7Y 1L2. Toll Free in British Columbia 1-800-373-6393

<b>ISSUER DETAILS</b>		FOR QUARTER ENDED			DATE OF REPORT				
NAME OF ISSUER					Y M D				
MAXIMUS VENTURES LTD.		04   03   31			04   05   30				
ISSUER ADDRESS									
408 – 837 WEST HASTINGS STREET									
CITY/		PROVINCE		POSTAL CODE		ISSUER FAX NO.		ISSUER TELEPHONE NO.	
VANCOUVER		BC		V6C 3N6		604-685-6493		604-685-6851	
CONTACT PERSON				CONTACT'S POSITION				CONTACT TELEPHONE NO.	
BARBARA DUNFIELD				DIRECTOR				604-685-6851	
CONTACT EMAIL ADDRESS				WEB SITE ADDRESS					
N/A				N/A					

**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.*

DIRECTOR'S SIGNATURE		PRINT FULL NAME		DATE SIGNED		
"BARBARA DUNFIELD"		BARBARA DUNFIELD		Y M D		
				04   05   30		
DIRECTOR'S SIGNATURE		PRINT FULL NAME		DATE SIGNED		
"IAN ROZIER"		IAN ROZIER		Y M D		
				04   05   30		

**MAXIMUS VENTURES LTD.**  
FORM 51-901F – QUARTERLY AND YEAR END REPORT  
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**SCHEDULE A: FINANCIAL INFORMATION**

See attached unaudited consolidated financial statements for the period ended March 31, 2004.

**SCHEDULE B: SUPPLEMENTARY INFORMATION**

1. Analysis of expenses and deferred costs:

See attached unaudited consolidated financial statements for the period ended March 31, 2004.

2. Related party transactions:

See Note 9 to the attached unaudited consolidated financial statements for the period ended March 31, 2004.

3. Securities issued during the period:

a) Summary of securities issued:

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Date of Issue	Type of Security	Type of Issue	Number of Shares	Price	Total Proceeds	Consideration	Commissions Paid
November 7, 2003	Common shares	Warrant Exercise	50,000	\$ 0.20	\$ 10,000	Cash	Nil
December 10, 2003	Common shares	Warrant Exercise	50,000	0.20	10,000	Cash	Nil
December 31, 2003	Common shares	Warrant Exercise	50,000	0.45	22,500	Cash	Nil
January 21, 2004	Common shares	Warrant Exercise	25,000	0.45	11,250	Cash	Nil

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b) Summary of options granted:

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Date of Grant	Optionee	Number	Exercise Price	Expiry Date
December 5, 2003	Jason Sundar	180,000	\$ 0.45	December 4, 2005

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4. Summary of securities as at the end of the reporting period:

a) Authorized: 100,000,000 common shares without par value.

**MAXIMUS VENTURES LTD.**  
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**SCHEDULE B: SUPPLEMENTARY INFORMATION (cont'd...)**

4. b) Shares issued and outstanding:

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	Number of Shares	Amount
Balance, March 31, 2004	9,625,716	\$ 25,302,415

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c) See Note 8 of the attached unaudited consolidated financial statements for the period ended March 31, 2004.

d) There were no shares held in escrow at March 31, 2004.

5. List of Directors and Officers: Ian T. Rozier, Chairman of the Board and Director  
Barbara E. Dunfield, President, Secretary and Director  
Paul A. Ray, Director  
Douglas B. Hyndman, Director

**SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS**

**Management Discussion and Analysis:**

The following discussion of the operating results and financial position of the Company should be read in conjunction with the consolidated financial statements and related notes hereto.

**Results of Operations:**

The Company is primarily engaged in the acquisition, exploration, development and production of natural resource properties.

The Company incurred \$494,696 (2003 - \$187,928) of administration expenses and had a working capital of \$489,426 at March 31, 2004 compared to a working capital of \$1,278,453 at September 30, 2003. The primary reason for the increase in administration expense between the two years is attributed to the Company's increased activities in relationship to mineral properties the Company acquired during the previous year. This has a direct impact on the travel and related costs and consulting expense. Additionally, the Company continued to seek further properties of merit to enhance shareholder value. This is reflected in the increase in property investigation costs. Lastly, in accordance with TSX Venture Exchange policies, the Company was required to calculate compensation costs in respect to the granting of incentive stock options. This stock-based compensation expense totaled \$50,418, which expense was nil in the previous year.

**Liquidity and Cash Reserves:**

At March 31, 2004, the Company had cash of \$486,347 compared with \$1,350,553 at September 30, 2003. Accounts payable and accrued liabilities decreased to \$88,000 from \$109,619 and obligation under capital lease decreased to \$50,105 from \$52,824.

**SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS (cont'd...)**

**Investor Relations:**

The Company entered into an investor relations agreement with a communications company for a twelve-month period. The Company is paying \$7,500 per month for investor relations services. The Company has also granted stock options to a director of the communications company to acquire up to 180,000 common shares at an exercise price of \$0.45 per share for a two-year period.

**Legal Proceedings:**

None.

**Related Party Transactions:**

The Company entered into the following transactions with related parties:

Paid consulting fees of \$87,000 to companies controlled by two directors.

Paid management fees of \$24,000 to a company controlled by a director.

Paid rent expenses of \$9,000 to a company controlled by a director.

As at March 31, 2004, accounts receivable included \$49,959 paid by the Company on behalf of companies having common directors.

As at March 31, 2004, prepaid expenses included \$18,000 paid to companies controlled by common directors of the Company.

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

**Subsequent Events:**

100,000 shares were issued pursuant to the Condor Yacu agreement at a deemed price of \$0.65 per share.

**SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS (cont'd...)**

**Report to Shareholders:**

In the second quarter Management reported the results of the 2003 Phase 2 drill program at the Condor Yacu and Los Corderos properties in northern Argentina (see news release dated February 4, 2004). The drill program was primarily focused on the Los Corderos property (a 70:30 option to joint venture with Silver Standard Resources) and on the north and central zones of the Condor Yacu property (an 80:20 joint venture with Cardero Resource Corp.).

Seven diamond drill holes were completed at Condor Yacu for a total of 621 metres in order to test three previously untested IP anomalies on the North Outcrop Zone and a zone of hydrothermal breccia located by surface mapping within the Central Zone. Although five of the seven holes intersected zones of sheared and/or brecciated rock with anomalous gold values, the drilling did not conclusively define the continuation of the Condor Yacu shear structure and associated mineralization between the North and South Outcrop Zones. Before initiating the next drill program at Condor Yacu the Company intends to investigate the possibility of conducting a closely spaced geophysical survey such as CSMAT in order to search for the more sulphide-bearing hydrothermal breccia bodies as encountered in the South Zone, where previous drilling encountered several very high-grade intercepts (see news releases dated June 30<sup>th</sup> and October 30<sup>th</sup>, 2003).

At the Los Corderos area a program of surface mapping, rock sampling and diamond drilling was successfully completed. The surface mapping and sampling outlined an area of brecciated and silicified volcanic (andisite) and intrusive (granite porphyry) rocks that returned values of up to 7 grams/tonne gold from fractures. Accordingly, six shallow holes were drilled for a total length of 397 metres; drill depths ranged from 46 to 76 metres. The rocks intersected were varyingly brecciated and silicified and due to the intense nature of the brecciation poor core recovery was a serious problem. However, in the holes where core recovery was satisfactory, anomalous gold values were common. The highest value obtained was 56.7 g/t gold over 0.5 metres in the Vicuna structure. On surface this structure was traced over a 200m strike length. Interpretation of the results from the surface and sub-surface programs appear to indicate that the current erosion surface is located at the upper and peripheral level of a mineralized epithermal system.

The Company also announced in the second quarter that it had informed the Gryphon Consortium that Maximus would not close on the assignment of the option over a 70% interest in the Phoenix Gold Project, Nevada (see news release dated Feb. 26, 2004 and December 18, 2003).

The Company is currently evaluating several other projects for possible acquisition.