

MAXIMUS VENTURES LTD.

CONSOLIDATED FINANCIAL STATEMENTS

Periods ended JUNE 30, 2005 and 2004

(Unaudited – prepared by management)

Maximus Ventures Ltd.

Unaudited Interim Consolidated Financial Statements

Nine-Month-Period Ended June 30, 2005

The accompanying unaudited interim consolidated financial statements of Maximus Ventures Ltd. for the nine-month-period ended June 30, 2005 have been prepared by management and approved by the Audit Committee and the Board of Directors of the Company. These financial statements have not been reviewed by the Company's external auditors.

MAXIMUS VENTURES LTD.
CONSOLIDATED BALANCE SHEETS
AS AT JUNE 30, 2005 AND SEPTEMBER 30, 2004

	June 30, 2005 (unaudited)	September 30, 2004
ASSETS		
Current		
Cash and equivalents	\$ 2,383,129	\$ 2,048,434
Receivables	56,056	31,634
Prepaid expenses	<u>-</u>	<u>37,400</u>
	2,439,185	2,117,468
Due from related parties (Note 2)	2,557	86,618
Equipment (Note 3)	-	51,084
Mineral properties (Note 4)	285,716	195,000
Deferred exploration costs (Note 5)	<u>843,434</u>	<u>366,357</u>
	<u>\$ 3,570,892</u>	<u>\$ 2,816,527</u>

LIABILITIES AND SHAREHOLDERS' EQUITY

Current		
Accounts payable and accrued liabilities	\$ 128,788	\$ 507,500
Current portion of capital lease obligation (Note 6)	<u>-</u>	<u>5,643</u>
	128,788	513,143
Capital lease obligation (Note 6)	<u>-</u>	<u>42,324</u>
	<u>128,788</u>	<u>555,467</u>
Shareholders' equity		
Capital stock (Note 7)	27,343,545	27,278,545
Contributed surplus (Note 7)	1,386,085	1,330,830
Subscriptions received (Notes 7 and 11)	1,394,995	-
Deficit	<u>(26,682,521)</u>	<u>(26,348,315)</u>
	<u>3,442,104</u>	<u>2,261,060</u>
	<u>\$ 3,570,892</u>	<u>\$ 2,816,527</u>

Nature and continuance of operations (Note 1)

On behalf of the Board:

"ELAINE BENNETT"

Director

"FREDERICK GRAYBEAL"

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)

	For the Three-Months Ended Jun 30, 2005	For the Three-Months Ended Jun 30, 2004	For the Nine-Months Ended Jun 30, 2005	For the Nine-Months Ended Jun 30, 2004
EXPENSES				
Accounting and auditing	\$ 3,888	\$ 2,550	\$ 8,088	\$ 8,950
Administration fees	7,500	7,500	22,500	20,000
Amortization	-	4,311	4,536	13,564
Consulting fees	-	50,240	40,220	174,640
Interest on capital lease obligation	-	1,041	1,830	3,121
Legal fees	3,010	3,455	10,468	8,868
Management fees	30,847	12,000	98,370	36,000
Office and miscellaneous	8,309	6,812	15,490	31,248
Property investigation costs, net of recovery costs	812	13,636	(8,060)	117,967
Regulatory and transfer agent fees	9,397	2,628	23,720	13,712
Rent and telephone	-	11,552	8,621	34,002
Shareholder information and investor relations	(3,797)	19,659	7,489	91,887
Stock-based compensation	-	-	55,255	50,418
Travel and related costs	12,361	8,100	27,398	43,766
Loss before other items	<u>(72,327)</u>	<u>(143,484)</u>	<u>(315,925)</u>	<u>(648,143)</u>
OTHER ITEMS				
Interest income	3,870	1,175	10,352	11,138
Interest expense (Note 4)	(13,348)	-	(24,120)	-
Write-off equipment	-	-	(4,513)	-
Write-off of mineral property	-	(90,000)	-	(90,000)
	<u>(9,478)</u>	<u>(88,825)</u>	<u>(18,281)</u>	<u>(78,862)</u>
Loss for the period	(81,805)	(232,309)	(334,206)	(727,005)
Deficit, beginning of period	<u>(26,600,716)</u>	<u>(25,148,292)</u>	<u>(26,348,315)</u>	<u>(24,653,596)</u>
Deficit, end of period	\$ (26,682,521)	\$ (25,380,601)	\$ (26,682,521)	\$ (25,380,601)
Basic and diluted loss per common share	\$ (0.01)	\$ (0.02)	\$ (0.01)	\$ (0.08)
Weighted average number of common shares	25,109,048	9,625,716	24,803,187	9,594,420

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

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

	For the Three-Months Ended Jun 30, 2005	For the Three-Months Ended Jun 30, 2004	For the Nine-Months Ended Jun 30, 2005	For the Nine-Months Ended Jun 30, 2004
CASH FLOWS FROM OPERATING ACTIVITIES				
Loss for the period	\$ (81,805)	\$ (232,309)	\$ (334,206)	\$ (727,005)
Items not affecting cash:				
Amortization	-	4,311	4,536	13,564
Stock-based compensation	-	-	55,255	50,418
Disposition of equipment	-	-	1,550	-
Write-off of mineral property	-	90,000	-	90,000
Changes in non-cash working capital items:				
(Increase) decrease in receivables	(14,614)	375	(24,422)	(70,782)
(Increase) decrease in prepaid expenses	5,000	(5,000)	37,400	(1,908)
Increase (decrease) in accounts payable and accrued liabilities	14,317	1,205	(378,713)	(20,414)
Net cash used in operating activities	<u>(77,102)</u>	<u>(141,418)</u>	<u>(638,600)</u>	<u>(666,127)</u>
CASH FLOWS FROM FINANCING ACTIVITIES				
Capital stock issued for cash	-	-	-	53,750
Capital lease obligation payments	-	(1,360)	(2,968)	(4,080)
Subscriptions received	<u>1,394,995</u>	<u>-</u>	<u>1,394,995</u>	<u>-</u>
Net cash provided by financing activities	<u>1,394,995</u>	<u>(1,360)</u>	<u>1,392,027</u>	<u>49,670</u>
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of equipment	-	-	-	(6,768)
Mineral property	(12,748)	-	(25,716)	(127,860)
Deferred exploration costs	(328,490)	-	(477,077)	(270,899)
Amounts received from related parties	<u>9,265</u>	<u>-</u>	<u>84,061</u>	<u>15,000</u>
Net cash used in investing activities	<u>(331,973)</u>	<u>-</u>	<u>(418,732)</u>	<u>(390,527)</u>
Change in cash and equivalents during the period	985,920	(142,778)	334,695	(1,006,984)
Cash and equivalents, beginning of period	<u>1,397,209</u>	<u>486,347</u>	<u>2,048,434</u>	<u>1,350,553</u>
Cash and equivalents, end of period	<u>\$ 2,383,129</u>	<u>\$ 343,569</u>	<u>\$ 2,383,129</u>	<u>\$ 343,569</u>
Cash paid for interest	<u>\$ -</u>	<u>\$ 1,041</u>	<u>\$ 1,830</u>	<u>\$ 3,121</u>

Supplemental disclosure with respect to cash flows (Note 9)

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

MAXIMUS VENTURES LTD.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For nine months ended June 30, 2005
(Unaudited – prepared by management)

1. SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

These unaudited interim financial statements have been prepared in accordance with Canadian generally accepted accounting principles for interim financial statements. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. In the opinion of management, the accompanying financial information reflects all adjustments, consisting primarily of normal and recurring adjustments considered necessary for fair presentation of the results for the interim period. Operating results for the nine month period ended June 30, 2005 are not necessarily indicative of the results that may be expected for the year ending September 30, 2005. These interim consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles for interim financial information and follow the same accounting policies as the annual financial statements. Accordingly, these financial statements should be read in conjunction with the 2004 annual consolidated financial statements and notes thereto.

2. DUE FROM RELATED PARTIES

The amounts due from related parties of \$2,557 (September 30, 2004 - \$86,618) are due from companies with a common director for office expense recoveries and recovery of leasehold improvements. The amounts are non-interest bearing, unsecured and with no fixed terms of repayment and accordingly, the fair value cannot be determined.

3. EQUIPMENT

	Jun. 30, 2005			Sept. 30, 2004		
	Cost	Accumulated Amortization	Net Book Value	Cost	Accumulated Amortization	Net Book Value
Vehicle	\$ -	\$ -	\$ -	\$ 67,800	\$ 22,357	\$ 45,443
Leasehold improvements	-	-	-	6,769	1,128	5,641
	\$ -	\$ -	\$ -	\$ 74,569	\$ 23,485	\$ 51,084

During the second quarter, the Company wrote-off the leasehold improvements as it is no longer committed to the operating lease agreement for the premises. Also during the second quarter, the Company disposed of its leased vehicle and the related lease obligation to a former director.

4. MINERAL PROPERTIES

	Excelsior Springs, Nevada	Hope Bay, Nunavut	Jun 30, 2005 Total	Sept 30, 2004 Total
Balance, beginning of period	\$ -	\$ 195,000	\$ 195,000	\$ 389,442
Additions	25,716	65,000	90,716	387,860
Written-off	-	-	-	(582,302)
Balance, end of period	\$ 25,716	\$ 260,000	\$ 285,716	\$ 195,000

MAXIMUS VENTURES LTD.**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

For nine months ended June 30, 2005

(Unaudited – prepared by management)

4. MINERAL PROPERTIES (cont'd...)**Hope Bay, Nunavut**

On March 10, 2005, the Company issued 500,000 common shares at a deemed value of \$0.13 per share pursuant to an option agreement with Miramar Mining Corporation.

Excelsior Springs Project, Nevada

During the period, the Company entered into an option agreement to acquire 14 unpatented mining claims located in Esmeralda County, Nevada. The terms of the option agreement provide the Company the opportunity to purchase the property for US\$270,000 at the end of the four year period. As at June 30, 2005, US\$10,000 has been paid. Also a 2% royalty on gross sales on metals from the property would be payable in connection with this agreement on commencement of mining operations.

Additionally, during the period the Company entered into a separate option agreement to acquire 2 patented mining claims also located in Esmeralda County, Nevada. The terms of this option agreement require the Company to pay US\$10,000 (paid) on signing and US\$12,000 annually until production and payment of a 2% royalty on gross sales. The Company also staked 28 additional unpatented claims in this area.

5. DEFERRED EXPLORATION COSTS

	Excelsior Springs, Nevada	Hope Bay, Nunavut	Jun 30, 2005 Total	Sept 30, 2004 Total
Balance at September 30, 2004	\$ -	\$ 366,357	\$ 366,357	\$ 99,100
Assaying	785	-	-	5,608
Camp costs	-	-	-	26,957
Consultants and contractors	-	7,400	7,400	76,298
Drilling	-	251,485	251,485	443,517
Geodrafting	-	-	-	5,649
Geological and consulting	7,226	-	12,806	-
Geophysics	-	-	-	22,500
Land	4,795	45,000	45,000	-
Mapping and sampling	-	6,567	6,567	-
Project Supervision	-	-	-	17,250
Reporting, mapping and database	-	61,945	61,945	35,000
Supplies	-	55,000	55,000	-
Technical services	-	1,988	1,988	-
Title claim management	-	16,529	16,529	-
Travel and related	6,424	11,933	18,357	4,107
	19,230	457,847	477,077	636,886
Written-off	-	-	-	(369,629)
Balance June 30, 2005	\$ 19,230	\$ 824,204	\$ 843,434	\$ 366,357

MAXIMUS VENTURES LTD.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For nine months ended JUNE 30, 2005
(Unaudited – prepared by management)

6. CAPITAL LEASE OBLIGATION

	June 30, 2005	September 30, 2004
Obligation under capital lease with imputed interest at 7.75% per annum over a term expiring July 31, 2006, secured by a leased vehicle	\$ -	\$ 47,967
Less: current portion	-	(5,643)
Balance of obligation	\$ -	\$ 42,324

During the second quarter, the Company disposed of its leased vehicle and the related lease obligation to a former director.

7. CAPITAL STOCK AND CONTRIBUTED SURPLUS

	Number of Shares	Amount	Contributed Surplus
Authorized			
100,000,000 common shares without par value			
As at September 30, 2003	9,450,716	\$ 25,229,093	\$ 1,207,098
Shares issued for cash, net	13,383,332	1,809,016	-
Finders fees – private placements	-	(92,886)	92,886
Shares issued for mineral properties	1,600,000	260,000	-
Exercise of warrants	175,000	73,322	(19,572)
Stock-based compensation	-	-	50,418
As at September 30, 2004	24,609,048	27,278,545	1,330,830
Stock-based compensation	-	-	55,255
Shares issued for mineral property	500,000	65,000	-
As at June 30, 2005	25,109,048	\$ 27,343,545	\$ 1,386,085

On September 17, 2004, the Company completed a private placement of 11,383,332 flow-through common shares at a price of \$0.15 per share and 2,000,000 units at a price of \$0.15 per unit. Each unit consisted of one common share and one share purchase warrant. Each share purchase warrant is exercisable into an additional common share at a price of \$0.20 until September 17, 2006. The Company must incur Canadian exploration expenditures as defined by the Income Tax Act (Canada) in the amount of \$1,707,500 by December 30, 2005. To the end of June 30, 2005, the Company has incurred approximately \$700,000 in qualifying expenditures and must incur approximately \$1,000,000 further by the end of the calendar year. The Company has accrued \$24,120 in interest expense on the unspent flow-through funds to June 30, 2005 pursuant to Income Tax Act (Canada).

Subsequent to June 30, 2005, the Company completed a 9,299,966 unit financing at \$0.15 per unit for total proceeds of \$1,394,995. These proceeds were received prior to June 30, 2004 (see Note 11).

As at June 30, 2005, the Company had outstanding stock options, enabling the holders to acquire further common shares as follows:

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For nine months ended JUNE 30, 2005
(Unaudited – prepared by management)

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

Number of Shares	Exercise Price	Expiry Date
180,000	0.45	December 4, 2005
500,000	0.12	November 12, 2009

The following assumptions were used for the Black-Scholes valuation of stock options granted and share purchase warrants issued during the period:

	June 30, 2005
Risk-free interest rate	3.92%
Expected life of options	5 years
Annualized volatility	87.46%
Dividend rate	0.00%

Warrants

As at June 30, 2005, the Company had the following share purchase warrants outstanding enabling the holders to acquire additional common shares as follows:

Number of Shares	Exercise Price	Expiry Date
1,204,500	0.15	September 17, 2005
1,000,000	0.20	September 17, 2006

8. RELATED PARTY TRANSACTIONS

The Company entered into the following transactions with related parties:

- a) Paid or accrued consulting fees of \$38,900 (2004 - \$123,000) to companies controlled by a director and a former director.
- b) Paid or accrued management fees of \$90,369 (2004 - \$36,000) to companies controlled by a director and a former director.
- c) Paid or accrued rent expense of \$8,000 (2004 - \$18,000) to a company controlled by a director.

As at June 30, 2005, accounts receivable included \$Nil (2004 - \$58,785) paid by the Company on behalf of companies having common directors.

As at June 30, 2005, prepaid expenses included \$Nil (2004 - \$18,000) paid to companies controlled by directors of the Company.

These transactions were in the normal course of operations and were 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
JUNE 30, 2005
(Unaudited – prepared by management)

9. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

Significant non-cash transactions for the period ended June 30, 2005 consisted of:

- a) The Company issuing 500,000 common shares pursuant to a mineral property acquisition (Note 5).

Significant non-cash transactions during the period ended June 30, 2004 consisted of:

- a) The Company issuing 100,000 common shares at a deemed value of \$0.65 per share pursuant to the Condor Yacu II – VI property agreement.

10. SEGMENTED INFORMATION

The Company has one reportable operating segment being the acquisition and exploration of mineral properties.

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

	June 30, 2005	September 30, 2004
Canada	\$ 1,084,204	\$ 612,441
United States	<u>44,946</u>	<u>-</u>
	<u>\$ 1,129,150</u>	<u>\$ 612,441</u>

11. SUBSEQUENT EVENTS

- a) Subsequent to June 30, 2005, the Company completed a non-brokered private placement consisting of 9,299,966 units at \$0.15 per unit for total proceeds of \$1,394,995. Each unit consists of one common share and one-half of a share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share at \$0.20 per share until January 12, 2007.
- b) The Company announced on August 22, 2005 that it had completed an acquisition of 23 claims from two separate owners and staked another 13 claims at the Jersey project in the Arabia District, located about 10 miles north of Lovelock, Nevada.

MAXIMUS VENTURES LTD.
Management Discussion and Analysis
For the Period Ended June 30, 2005

The Management's Discussion and Analysis ("MD&A") provides an analysis of the financial results of Maximus Ventures Limited (the "Company") for the nine-month period ended June 30, 2005, and compares it with the same period in the previous year. In order to better understand the MD&A, it should be read in conjunction with the Consolidated Financial Statements and related notes. The Company's consolidated financial statements are prepared in accordance with Canadian generally accepted accounting principles ("GAAP") and are expressed in thousands of Canadian dollars, except per share amounts. This MD&A is made as of August 26, 2005.

OVERVIEW

The Company is principally engaged in the exploration for gold-silver properties. Its primary asset is an option to earn a 75 percent joint venture interest with Miramar Mining Corporation ("Miramar") in two properties in the Hope Bay gold belt in Nunavut. The Company has also conducted field reviews and initiated acquisition of mineral rights on several early stage precious metal properties in Nevada in the United States.

Highlights of the Second Quarter

- Completed 911 meters of core drilling in 10 holes at Hope Bay;
- Announced plans for a private placement to raise up to \$1,500,000 through the sale of 10,000,000 warrants at \$0.15 each and a one half share purchase warrant with one whole warrant entitling the holder to purchase one additional common share of the Company at \$0.20 per share;
- Signed an agreement to acquire 2 patented claims and staked 28 unpatented claims at Excelsior Springs in Nevada.

Exploration Activities

Hope Bay, Nunavut

During the year ended September 30, 2004, the Company entered into an option agreement with Miramar whereby the Company can earn a 75% interest in the Eastern Contact and Twin Peaks areas (the "Properties") in the Hope Bay gold belt in Nunavut. The Company must spend \$2,500,000 by the end of 2005 to continue the option and a total of \$7,500,000 by the end of 2007 to vest in the joint venture. The Eastern Contact and Twin Peaks claim blocks cover 115 square kilometers in the northern part of the Hope Bay gold belt. Exploration work at Hope Bay is done by Miramar under contract to the Company.

On October 19, 2004, the Company announced high grade assay results from four drill holes in the Eastern Contact property block at Hope Bay. On February 22, 2005 a formal report summarizing all work

MAXIMUS VENTURES LTD.
Management Discussion and Analysis
For the Period Ended June 30, 2005

completed in 2004 on the Properties was received from Miramar. The report contained recommendations for a 2005 drilling program on both the Eastern Contact and Twin Peaks property blocks. The recommendations for the 2005 exploration work were approved by the Company in March 2005.

On April 4, 2005 the Company announced plans for a 2005 winter drilling at Hope Bay. In May ten shallow diamond drill holes with a total of 911 meters were completed to test for extensions of high grade values obtained from surface sampling and holes drilled in 2004. The program focused on the North Lahti showing, where 9 holes were drilled. North Lahti is one twelve showings areas with high grade vein targets in the Eastern Contact area. Eleven of these remain to be drilled. Assays were announced in a news release dated June 28, 2005 and were as follows:

Hole Numbers	Showing	From	To	Length M	Gold gm Au/t	Silver gm Ag/t
5	North Lahti	29.1	29.6	0.55	2.0	24.0
6	North Lahti	35.4	35.7	0.30	44.2	22.0
7-8	North Lahti	No significant values				
9	North Lahti	112.7	113.0	0.33	39.4	41.0
10-13	North Lahti	No significant values				
14	LG	No significant values				

High grade gold zones were intersected in two holes, but the intercepts were shorted than anticipated. As a result, no further drilling is planned at this time on the North Lahti target. Drilling ended on May 21, 2005 and will be resumed during the 2005 summer drill season.

Excelsior Springs, Nevada, USA

On June 27, 2005 the Company announced that it had signed a Mining Lease and Option to Purchase Agreement on two patented mining claims at the Excelsior Springs project located 25 miles southwest of Goldfield in Esmeralda County, Nevada. The two claims under option cover numerous old workings in the central part of a former gold producing area where up to 40,000 ounces of gold were mined starting in 1873. Maximus has also staked 28 unpatented claims covering all remaining prospects and extensions of visible mineralization. Maximus previously announced an option on 12 unpatented claims surrounding the two patented claims in a news release dated March 4, 2005. Historic data and geologic mapping indicate there is potential for disseminated gold mineralization on the claims.

MAXIMUS VENTURES LTD.
Management Discussion and Analysis
For the Period Ended June 30, 2005

Results of Operations

The Company incurred a loss of \$334,206 during the nine-month-period ended June 30, 2005, compared to a loss of \$727,005 for the nine-month-period ended June 30, 2004. Some of the significant expenses are as follows:

	For the Three Months Ended Jun 30, 2005	For the Three Months Ended Jun 30, 2004	For the Nine Months Ended Jun 30, 2005	For the Nine Months Ended Jun 30, 2004
EXPENSES				
Consulting	-	50,240	40,220	174,640
Management fees	30,847	12,000	98,370	36,000
Property investigation costs	812	13,636	(8,060)	117,967
Stock-based compensation	-	-	55,255	50,418
Shareholder and investor relations	(3,797)	19,659	7,489	91,887

Consulting – All consultants hired during the current period were hired in connection with either Excelsior Springs or the Hope Bay projects and accordingly have been capitalized. In the nine-month-period ending June 2004, the Company was very active in acquiring projects of merit which resulted in a significant expense for consulting.

Management Fees – The increase in management fees for the nine-month-period ended June 30, 2005, as compared to the same period in 2004, was related to the contract entered into by the Company with the Company’s President for US\$8,000 per month that commenced in October 2004.

Property Investigation Costs – In the previous comparative period, the Company was actively seeking additional projects of merit in efforts to enhance shareholder value. This resulted in a significant increase during that period. In the current period, the Company recovered a portion of those previous costs incurred, thus the reason for a credit balance in the current three and six month period.

Stock-based Compensation – During both the comparative periods, the Company granted incentive stock options which the Company estimated the fair value and stock-based compensation expense using the Black-Scholes option pricing model.

Shareholder Information and Investor Relations – This expense decreased significantly in the nine-month-period ended June 30, 2005, compared to the same periods in 2004 due to the investor relations contract the Company entered into in the previous period. During the current three month period, the Company received a refund on its annual general meeting mail-out costs which resulted in a credit in the period.

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Management Discussion and Analysis
For the Period Ended June 30, 2005

Other Items

The Company also earned \$10,352 (2004 - \$11,138) in Interest Income during the nine-month period ended June 30, 2005.

Summary of Quarterly Results

	Qtr. Ended Jun. 30, 2004	Qtr. Ended Mar. 31, 2005	Qtr. Ended Dec. 31, 2004	Qtr. Ended Sept. 30, 2004
Revenue – interest	\$ 3,870	\$ 3,012	\$ 3,470	\$ 1,414
Loss for the period	(81,805)	(84,190)	(168,211)	(967,714)
Loss per share	(0.01)	(0.01)	(0.01)	(0.10)

	Qtr. Ended Jun. 30, 2004	Qtr. Ended Mar. 31, 2004	Qtr. Ended Dec. 31, 2003	Qtr. Ended Sept. 30, 2003
Revenue – interest	\$ 1,175	\$ 4,266	\$ 5,697	\$ 4,469
Loss for the period	(232,309)	(183,105)	(311,591)	(602,282)
Loss per share	(0.02)	(0.02)	(0.02)	(0.10)

Critical Accounting Estimates

The most significant estimates are related to the physical and economic lives of mineral assets, and their recoverability.

Mineral properties and deferred exploration costs

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 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.

MAXIMUS VENTURES LTD.
Management Discussion and Analysis
For the Period Ended June 30, 2005

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.

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, abandoned 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.

Property option agreements

From time to time, the Company may acquire or dispose of properties pursuant to the terms of option agreements. Because options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded. Option payments are recorded as resource property costs or recoveries when the payments are made or received.

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 reclamation costs

Liabilities related to environmental protection and reclamation 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.

Liquidity and Capital Resources

The Company held cash of \$2,383,129, at June 30, 2005, compared to \$2,048,434 held at September 30, 2004. During the current period, the Company received \$1,394,995 pursuant to a private placement financing. During the same period, the Company has spent over \$500,000 on deferred exploration costs on the Hope Bay project and on the acquisition of the Excelsior Springs project.

The Company's working capital at June 30, 2005 was \$2,310,397 compared to a working capital of \$1,604,325 at September 30, 2004.

MAXIMUS VENTURES LTD.
Management Discussion and Analysis
For the Period Ended June 30, 2005

As of June 30, 2005, the Company had 680,000 outstanding share purchase options and 2,204,500 outstanding share purchase warrants (with exercise prices ranging from \$0.15 to \$0.20).

Liabilities and Contingencies

On September 17, 2004, the Company issued 11,383,332 flow-through common shares at a price of \$0.15 per share and 2,000,000 units at a price of \$0.15 per unit. Each unit consisted of one common share and one share purchase warrant. Each share purchase warrant is exercisable into an additional common share at \$0.20 per share for a two year period. A finder's fee was payable in connection with this transaction consisting of cash consideration totaling \$140,525 and the issuance of 1,204,500 share purchase warrants exercisable into an additional common share at \$0.15 per share for one year period. The Company must incur Canadian exploration expenditures as defined in the Income Tax Act (Canada) in the amount of \$1,707,500 by December 31, 2005.

Transactions with Related Parties

During the nine-month-period ended June 30, 2005, the Company entered into the following transactions with related parties:

- a) Paid consulting fees of \$22,700 (2004 - \$87,000) to Buccaneer Management Ltd. ("Buccaneer"), a company controlled by a director.
- b) Paid consulting fees of \$7,200 (2004 - \$36,000) to Tabo Investments Ltd. ("Tabo"), a company controlled by a former director.
- c) Paid consulting fees of \$9,000 (2004 - \$Nil) to Barbara Dunfield, a former director of the Company.
- d) Paid management fees of \$8,000 (2004 - \$36,000) to Tabo, a company controlled by a former director.
- e) Paid management fees of \$90,369 (2004 - \$Nil) to Exploration Management LLC, a company controlled by the President of the Company.
- f) Paid rent expense of \$8,000 (2004 - \$18,000) to 641485 BC Ltd., a company controlled by a director.

As at June 30, 2005, prepaid expenses included \$Nil (2004 - \$18,000) paid to Buccaneer, Tabo and 641485 BC Ltd.

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

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Outlook

Completion of the private placement has provided sufficient funds for the Company to continue both with the drilling at Hope Bay in Nunavut and the reconnaissance for new gold-silver projects in Nevada.

The Hope Bay work will focus on testing for continuity of mineralization in the larger veins in the Eastern Contact area and on initial drilling of targets in the Twin Peaks area where there is potential for larger zones of mineralization. The option agreement with Miramar Mining Corporation ("Miramar") requires that the Company spend a cumulative \$2,500,000 by the end of 2005. This expenditure requirement will not be met by the end of the summer drilling program due to a late start of the winter 2005 program. The Company has discussed the situation with Miramar, who manages the drilling under contract to the Company, and it has been jointly agreed to assess alternatives following the summer program.

In Nevada, detailed mapping and sampling is underway to identify drill targets on the two properties acquired to date. Drill strategies for the Nevada properties will be developed when the field work has been completed and the cost of recommended drilling programs can be evaluated.

The Company does not have sufficient resources to meet 2006 expenditure requirements in accordance with the option agreement with Miramar Mining Corporation on the Hope Bay properties and will need to raise additional funds if the option is continued beyond the planned 2005 programs.

Subsequent Events

Subsequent to June 30, 2005, the Company completed a non-brokered private placement consisting of 9,299,966 units at \$0.15 per unit for total proceeds of \$1,394,995. Each unit consists of one common share and one-half of a share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share at \$0.20 per share for 18 months.

The Company announced on August 4, 2005 that the summer drill program at Hope Bay had started with initial drilling in the Eastern Contact area, to be followed by drilling on the Twin Peaks property.

The Company also announced in a news release dated August 22, 2005 that it had completed acquisition of 23 claims from two separate owners and staked another 13 claims at the Jersey project in the Arabia District, located about 10 miles north of Lovelock, Nevada. This is a silver-gold prospect with potential for

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open pit mineralization in an old mining district where previous production had been confined to veins. Reconnaissance for new gold-silver properties has been continued in Nevada.

Other Information

As of August 26, 2005, the Company has:

- a) 34,409,014 common shares outstanding.
- b) 680,000 stock options outstanding.
- c) 6,854,483 share purchase warrants outstanding.

Additional information is available on SEDAR at www.sedar.com

Cautionary Statement on Forward Looking Information

This Management Discussion and Analysis may contain forward-looking statements that involve risks and uncertainties. When used in this Management Discussion and Analysis, the words “believe,” “anticipates,” “expects” and similar expressions are intended to identify such forward looking statements. The Issuer’s actual results may differ significantly from the results discussed in the forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. The Issuer undertakes no obligation to publicly release the results of any revisions to these forward-looking statements that may be made to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.