CORPORACIÓN
MINERA DE COLOMBIA S.A.
COLOMBIAN MINES CORPORATION

ANNUAL REPORT

April 30, 2008

CORPORACIÓN MINERA DE COLOMBIA S.A.
COLOMBIAN MINES CORPORATION

To Our Shareholders

August 13, 2008

Dear Fellow Shareholder:

Since our start as a private company in 2006, Colombian Mines Corporation ("CMJ" or "the Company") has developed a high quality and diverse exploration project portfolio. We have rapidly transformed from a company with two projects covering less than 1,800 hectares, into a highly competitive explorer with more than 100 applications and contracts covering over 300,000 hectares in some of the most prospective geologic terrain in Colombia. As a mark of our success in building the Company, we completed our initial public offering in March 2008 and listed on the TSX Venture Exchange.

The Company's primary asset is our highly skilled and motivated Colombian staff. They have been the cornerstone of our success in identifying and acquiring both early stage and advanced project opportunities for precious and base metals exploration. Our personnel have extensive experience and expertise in all facets of mineral exploration and production that covers a wide array of commodities including precious and base metals, phosphate, coal, uranium and industrial minerals. Management's track record of discovery and business success will provide direction as we evaluate and explore our pipeline of high quality mineral projects, while seeking new areas and opportunities to grow the Company. The size and quality of our portfolio provides an opportunity for business arrangements with other exploration companies already established or just coming into Colombia.

It is my pleasure to review highlights of our accomplishments and discuss our goals for the upcoming year in this first Colombian Mines Corporation President's Letter.

GUAYABALES

Our Guayabales Project consists of a 247 hectare contract, strategically located on trend with, and adjacent to the famed Marmato "Mountain of Gold" mining operations. The property shares the favorable geological and metallogenic characteristics of Marmato. The Company enjoys an exceptional level of support and cooperation from the community of Guayabales, and contributes to the community working with, and employing members of the local mining force. Based on work to date at Guayabales, the Company has established the property's potential to host significant gold and silver mineralization in both high grade underground and surface bulk mineable configurations. Throughout the Marmato District these large mineralized structures are seen to have vertical developments of more than 1.5 kilometers. The style and intensity of alteration encountered at Guayabales is consistent with this exceptional vertical range of development. Drilling is ongoing with a planned completion date of late October.

YARUMALITO

The Yarumalito property is comprised of approximately 1,428 hectares and covers a highly mineralized segment of the Marmato Stock situated approximately 11 kilometers north of Marmato Mountain. The Company believes Yarumalito has excellent potential to host a large gold-copper porphyry system. To date we have collected over 4,000 surface channel and rock samples from across the property, and recently completed a property wide geochemical survey to delineate the surface expression of the mineralized system. Gold mineralization is concentrated in a north-south trending zone approximately 450 meters wide and more than one kilometer long. Recent channel sampling has returned over 30 meters grading 2.95 grams gold per metric tonne with significant copper credits. In addition, recent assaying of core from the project has returned copper values in the range of 0.1 to 0.2% Cu within the 450 X 1,000 meter gold porphyry target. Future exploration on the property will follow-up the surface sampling programs with core drilling.

CERRO DE COBRE

The Cerro de Cobre property consists of mining contracts totaling 285 hectares that cover strongly altered and mineralized breccias pipe targets. Company channel sampling has returned a composite interval of 22.8 meters at an average grade of 3.16% copper in the main pipe, and historic work by the US Geological Survey suggests the main zone of mineralization may be up to 10 meters wide averaging 3.36% copper. Two additional pipe-like targets are indicated by the Company's mapping and sampling. We are presently conducting geochemical surveys to refine our target models, and plan follow-up with the Company's man-portable core drills.

PHOSPHATE

The Company's phosphate exploration program has identified a number of highly prospective areas where we have submitted applications on open ground and initiated negotiations with property owners with existing phosphate contracts. Historic information indicates grades on some of the Company's applications exceed 28.5% P_2O_5 in non-calcareous sediments.

OTHER ASSESTS

The Company's pipeline of projects consists of additional promising projects that will likely enhance the Company's asset valuation with further work during the next year. Our exploration team will advance our existing projects and pursue new opportunities with a focus on our foundation of precious metals properties.

GOALS AND OBJECTIVES FOR THE UPCOMING YEAR

Key corporate objectives for the Company during the upcoming year are:

- Establish drilled resource potential at the Guayabales Project.
- Continue to define and establish mineral resource potential at the Yarumalito Project, including drilling of the gold-copper porphyry target.
- Follow-up on multiple copper mineralized breccias pipes at Cerro de Cobre, including first phase drilling and additional mapping and sampling in new target areas on trend.
- Continue identification and acquisition of phosphate projects in Colombia.
- Acquire new properties identified by our exploration team.
- Enter into joint venture opportunities currently under consideration.
- Carefully manage the Company’s treasury to assure progress of our exploration efforts and enhance the Company’s ability to execute on new business opportunities as they are identified.

The 2008 – 2009 year promises to be an exceptional and exciting year of organic growth and discovery.

On behalf of the Board of Directors,

Signed: *“Robert G. Carrington”*

Robert G. Carrington
President

COLOMBIAN MINES CORPORATION
(An Exploration Stage Company)

Management's Discussion and Analysis

Year Ended April 30, 2008

General

This discussion and analysis of financial position and results of operations is prepared as at July 18, 2008 and should be read in conjunction with the audited consolidated financial statements for the periods ended April 30, 2008 and 2007 of Colombian Mines Corporation (the "Company" or "Colombian" or "CMJ") and the related notes thereto. Those consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles. All dollar amounts included therein and in the following management discussion and analysis ("MD&A") are in Canadian dollars except where noted. Financial statements and additional information relevant to the Company's activities can be found on SEDAR at www.sedar.com.

This discussion contains forward-looking statements that involve risks and uncertainties. Such information, although considered to be reasonable by the Company's management at the time of preparation, may prove to be inaccurate and actual results may differ materially from those anticipated in the statements made.

Description of Business

Colombian Mines Corporation was incorporated under the *Business Corporation Act* (B.C.) on May 16, 2006. The Company acquired all of the outstanding shares of Corporacion Minera Colombia S.A. ("Minera Colombia") on September 16, 2006 by way of a Share Exchange Agreement (the "Agreement"). Minera Colombia was formed in February 2006, and was conducting early stage exploration activities in Colombia.

The Company is an exploration company dedicated to the identification, acquisition and exploration of precious metal and base metal projects. The Company's strategy is to advance its projects through prospecting and drilling stages and to seek new partners through joint-ventures or other associations to fund continued project development.

Colombian Properties

Guayabales Property

The 247 hectare Guayabales Property occurs in the Marmato Mining District of Caldas Department, Colombia. CMJ holds its interest in the property under the April 3, 2007 Guayabales Option Agreement with the Comunidad de Guayabales. All necessary permits for conducting exploration drilling are in place. During the 3 months leading up to April 30, 2008, the Company prepared for and initiated a core drilling program in the area of the Encanto fault zone and mine workings. This core program will test the grade, thickness and continuity of the Encanto zone in the more easily accessible areas with a contractor's core rig. Two small, man-portable "Winke" core rigs owned by the Company will be used to test shallow near surface mineralization in the general vicinity of the Encanto Zone. Drilling results are expected during the next quarter.

Yarumalito Property

The Yarumalito Property consists of six exploration and production licenses, totaling 1,425 hectares in the Marmato mining district of Caldas and Anitioquia Departments, Colombia. CMJ optioned the Property in February 2006. All necessary permits for conducting exploration and up to 300 tonnes per day of production are in place.

Yarumalito lies to the north of the Marmato-Guayabales trend area and has very similar northwesterly trending mineralized structures crossing the property. Gold with local concentrations of silver, zinc, and copper mineralization cut the northern limits of the Marmato stock complex in the Yarumalito property area. Gold mineralization appears to be particularly elevated at intusive-metasedimentary contacts cut by northwest and east-northeast striking fault and fracture zones. As elsewhere in the Marmato district, the veins and veinlets have variable but usually low percentages of quartz gangue (i.e.: 5 to 20%) comprised predominately of pyrite, but also including base metal sulfides, silver sulfides and sulfosalts.

During the three months ended April 30, 2008, the Company had a nearly continuous geologic presence on the property oriented towards reconnaissance mapping and sampling in areas peripheral to known mines and prospects. A property wide soil sampling program should help to better define the broad areas of gold mineralization, while continued surface rock chip sampling will attempt to define newly mineralized areas.

Other Properties

CMJ has acquired interests in other early stage, non-material exploration properties in Colombia, including the: Otu, Frontino, El Rayo and Supata properties. No significant geological work was done on these properties in the three month period ended April 30, 2008. In April, 2008, Colombian entered into an option agreement to acquire the Gachala copper property located in the jurisdiction of the municipalities of Gachala and Ubala. The Company has also been undertaking geologic work in several locations in Colombia in order to make new applications for mineral licenses and to evaluate additional acquisitions.

Results of Operations

Three Months Ended April 30, 2008

The Company recorded a loss of $763,993 (2007 - $474,582) for the three months ended April 30, 2008. The loss was higher in 2008 due to higher exploration costs, higher professional fees and the write-off of capitalized mineral property costs partially offset by a foreign exchange gain. Exploration expenses totaled $644,099 and were incurred on Guayabales, Yarumalito and a number of other properties that were evaluated for possible acquisition. Professional fees were higher due to the accrual for year-end audit fees plus legal costs incurred for new option agreements and amendments to existing option agreements. During the quarter ended April 30, 2008, the Company determined that it would not conduct any further exploration on the Argelia property and its acquisition cost was written off. There was no comparable cost in the comparative quarter. The exchange gain was due to the strengthening of the Colombian peso against the Canadian dollar during the quarter, which increased the value of the Company's current assets in Colombia.

Year Ended April 30, 2008

The Company recorded a loss of $3,533,186 for the year ended April 30, 2008 (2007 - $1,726,495). The variance was due to stock-based compensation, higher exploration costs, the write-off of capitalized mineral property costs and higher professional fees partially offset by lower consultants fees, higher interest income and a foreign exchange gain. Exploration costs were higher due to increased expenditures on Guayabales and on due diligence costs and property investigation work which were incurred to evaluate properties for potential acquisition. Professional fees increased over the prior year due to higher accruals for audit fees and due to more legal costs as a result of entering new option agreements and amending existing option agreements plus ongoing administrative activities. Consulting fees were lower because more of senior management's time was allocated directly to exploration projects compared to the prior year when a significant amount of senior management time was devoted to setting up exploration and administrative operations in the Company's first year of existence. In addition, for the year ended April 30, 2007 shares were issued to a director for providing security services in Colombia during initial property visits. These shares were valued at $92,197 and there was no corresponding expense for the year ending April 30, 2008. In the fourth quarter, the Company determined that it would not conduct any further exploration on the Argelia property and its acquisition cost was written off. The favourable variance in foreign exchange was due to the significant strengthening of the Colombian peso compared to the Canadian dollar during the current year. Higher interest income was the result of having larger cash balances on hand during fiscal 2008 compared to fiscal 2007 as a result of completing three separate financings during the year. The Company received interest on its cash balances which was only marginally below the GIC rate. These rates are no longer available and the Company is currently investing its cash in cashable one year GIC's.

In the period ended April 30, 2007 the Company recognized a future income tax recovery. This was the result of offsetting the benefit of losses incurred against the future income tax liability recorded on the acquisition of mineral properties and databases at accounting values which were higher than their tax values. Accordingly, the Company recognized a future income tax recovery based on the difference between the accounting values and the tax values after applying the appropriate tax rate. In the year ended April 30, 2008, there was no comparable transaction and therefore no future income tax recovery was recorded.

Liquidity and Capital Resources

Working capital increased from $954,995 at April 30, 2007 to $2,796,433 at April 30, 2008, due to three separate financings which were completed during the year. Two of these were private placements which were completed before the Company became listed on the TSX Venture Exchange and the third was the Company's IPO. These financings were partially offset by funds used in operations of $2,590,317 and investments in equipment and mineral properties which totaled $571,153.

At April 30, 2008, the Company had working capital of $2,796,433 compared to working capital of $2,921,119 at January 31, 2008. The decrease in working capital in the quarter was due to expenditures for ongoing exploration and administrative costs and expenditures on mineral properties and equipment substantially offset by the additional funds raised by the Company's IPO which was completed in March 2008.

The Company completed a non-brokered private placement of 950,000 units at a price of $1.00 per unit for gross proceeds of $950,000 in May, 2008. This financing plus the working capital on hand should provide the Company with sufficient funds for anticipated exploration and administrative activities for the next twelve months.

Exploration Commitments

Colombian has commitments on its option agreements on the Yarumalito, Guayabales and Gachala properties of approximately $323,000 which fall due in the next fiscal year. These payments are based on exploration results and the Company can terminate these option agreements at any time without penalty.

Colombian has signed a drill contract in Colombia for a minimum commitment of approximately US$1,192,500.

Annual Financial Information

The following table summarizes selected annual financial information.

Years Ended	**2008**	**2007[1]**
Financial Results		
Exploration expenditures (net)	$ 2,003,807	$ 1,287,405
Net loss	(3,533,186)	1,726,495
Net income (loss) per share - basic and diluted	$ (0.26)	$ (0.30)
Financial Position		
Working Capital	$ 2,796,433	$ 954,995
Mineral Properties	699,340	494,685
Total Assets	4,056,308	1,870,574
Share Capital	7,154,495	3,443,586
Deficit	(5,384,046)	(1,726,495)

(1) Financial results are for the period February 28, 2006 to April 30, 2007.

Exploration expenditures increased in 2008 due to more activity on the Guayabales property and increased activity investigating new properties for potential new license applications. The Company also incurred significant expenditures conducting due diligence on the Zancudo property, although the property was not acquired. The net loss was higher in 2008 than in 2007 due to stock-based compensation and higher exploration costs. During 2008, the Company made option payments on its Yarumalito and Guayabales properties and these were capitalized as acquisition costs.

Quarterly Information

Quarter Ended	2008 Apr. 30	2008 Jan. 31	2007 Oct. 31	2007 July 31
Exploration expenditures	$ 644,099	$ 671,629	$ 341,066	$ 347,013
Administrative expenditures	164,592	1,294,294	77,607	71,186
Loss for the period	(763,993)	(1,897,589)	(450,082)	(421,522)
Loss per Share (Basic and Diluted)	(0.05)	(0.12)	(0.04)	(0.04)

Quarter Ended	2007 Apr. 30	2007 Jan. 31	2006 Oct. 31	2006 July 31
Exploration expenditures	$ 328,412	$ 291,326	$ 191,785	$ 475,882
Administrative expenditures	136,053	84,661	180,179	202,218
Loss for the period	474,582	366,860	377,700	507,353
Loss per Share (Basic and Diluted)	(0.05)	(0.04)	(0.13)	(.08)

For the quarter ended April 30, 2008, administrative expenditures were lower than in the prior quarter because there was no stock-based compensation.

For the quarter ended January 31, 2008 exploration expenditures were higher mainly due to due diligence conducted on the Zancudo property. Administrative expenditures were significantly higher due to stock-based compensation plus higher costs relating to completing private placements and the companies initial public offering.

For the quarter ended April 30, 2007, administrative costs were higher than in the prior quarter due to a higher level of investor relations work by senior management and higher professional fees due to the year-end audit.

For the quarter ended January 31, 2007 exploration costs were higher than in the prior comparative quarter because the Company was in the process of acquiring the Guayabales property and incurred costs to review this property's exploration data and to make property visits. Administrative costs were lower than in the previous quarter due to lower consulting and legal costs. Legal costs were higher in the previous quarter because the Company was incurring costs for a private placement and a legal reorganization. Consulting costs were higher in the prior quarter because a significant amount of management time was devoted to company start-up issues whereas more of management's time was allocated to exploration in later quarters.

For the quarter ended October 31, 2006, exploration expenditures were lower than for the prior quarter because the prior quarter included operations of the subsidiary company for March and April of 2006 as a result of the legal reorganization of the company. Also in the prior quarter the Company incurred some drilling costs on the Yarumalito property and there was no equivalent expenditure in the quarter ended October 31, 2006.

Off-Balance Sheet Arrangements

There are no off-balance sheet arrangements or obligations that are not disclosed in the financial statements.

Change in Accounting Policies

On May 1, 2007, the Company retrospectively adopted, without restatement of prior periods, the recommendations included the following sections of the Canadian Institute of Chartered Accountants ("CICA") Handbook: Section 1530, Comprehensive Income, Section 3251, Equity, Section 3855 Financial Instruments – Recognition and Measurement, Section 3861, Financial Instruments – Disclosure and Presentation, and Section 3865, Hedges.

Comprehensive Income, is the change in the Company's net assets that results from transactions, events and circumstances from sources other than the Company's shareholders and includes items that would not normally be included in net income such as unrealized gains or losses on available-for-sale investments, gains or losses on certain derivative instruments and foreign currency gains or losses related to self-sustaining operations. The Company had no "other comprehensive income" transactions during the year ended April 30, 2008 and no opening or closing balances for "accumulated other comprehensive income or loss" and therefore, the adoption of this standard had no effect on the presentation of the Company's financial statements.

Section 3855, Financial Instruments – Recognition and Measurement and Section 3861, Financial Instruments - Disclosure and Presentation established standards for classification, recognition, measurement, presentation and disclosure of financial instruments (including derivatives) and non-financial derivatives in the financial statements. This standard requires the Company to classify all financial instruments as either held to maturity, available-for-sale, held-for-trading, loans and receivables and other financial liabilities. Financial assets and liabilities held-for-trading are measured at fair value with gains and losses recognized in net income. Financial assets held to maturity, loans and receivables and financial liabilities other than those held-for-trading are measured at amortized cost. Available-for-sale investments are measured are measured at fair value with unrealized gains and losses recognized in other comprehensive income. The standard also permits the designation of any financial instrument as held-for-trading upon initial recognition.

Upon adoption of this new standard, the Company has designated cash as held-for-trading, which is measured at fair value. Accounts receivable are classified as loans and receivables, which are measured at amortized cost. Accounts payable and accrued liabilities are classified as other financial liabilities, which are measured at amortized cost. As at April 30, 2008, the Company did not have any financial assets classified as available-for-sale and therefore the adoption of this standard had no effect on the presentation of the Company's financial instruments.

Transaction costs directly attributable to the acquisition or issue of a financial asset or financial liability are recognized in net income (loss) in the period.

Derivatives may be embedded in other financial instruments (host instruments). Embedded derivatives are treated as separate derivatives when their economic characteristics and risks are not closely related to those of the host instrument, the terms of the embedded derivative are the same as those of a stand-alone derivative, and the combined contract is not classified as held-for-trading. These embedded derivatives are measured at fair value on the balance sheet with subsequent changes in fair value recognized in income. The Company has not identified any embedded derivatives that are required to be accounted separately from the host contract.

Section 3865, Hedges, sets out standards under which hedge accounting can be applied and how hedge accounting should be executed for each of the permitted hedging strategies, including fair value hedges, cash flow hedges and hedges of a foreign currency exposure of a net investment in a self-sustaining foreign operation. The Company does not have any derivatives that qualify as hedging instruments.

Related Party Transactions

The Company did not have any related party transactions for the year ended April 30, 2008. For related party transactions pertaining to the period ended April 30, 2007 refer to note 9 of the consolidated financial statements.

Recent Accounting Pronouncements

Recent accounting pronouncements which may impact the Company in the future are as follows:

Capital Disclosures
CICA Handbook Section 1535, Capital Disclosures, establishes standards for disclosing information about the Company's capital and how it is managed. Under this standard the Company will be required to disclose the following, based on the information provided internally to the Company's key management personnel:
(a) qualitative information about its objectives, policies and processes for managing capital,
(b) summary quantitative data about what it manages as capital.
(c) whether during the period it complied with any externally imposed capital requirement to which it is subject.
(d) when the company has not complied with such externally imposed capital requirements, the consequences of such non-compliance.

This standard is effective for interim and annual financial statements for fiscal years beginning on or after January 1, 2008. The Company has not yet determined the impact of the adoption of this change on the disclosure in its financial statements.

Financial Instruments Disclosures
CICA Handbook Section 3862, Financial Instruments – Disclosures and Section 3863, Financial Instruments Presentation will replace Section 3861 Financial Instruments Disclosure and Presentation, revising and enhancing disclosure requirements while carrying forward its presentation requirements. These sections require entities to provide disclosure of quantitative and qualitative information in their financial statements that enable users to evaluate (a) the significance of financial instruments for the Company's financial position and performance; and (b) the nature and extent of risks arising from financial instruments to which the Company is exposed during the period and at the balance sheet date, and management's objectives, policies and procedures for managing such risks.

The Company is required to enhance disclosures with respect to the measurement basis or bases used and the criteria used to determine classification for different types of instruments. This standard is effective for interim and annual financial statements for fiscal years beginning on or after October 1, 2007. The

Company has not yet determined the impact of the adoption of this change on the disclosure in its financial statements.

General Standards on Financial Statements
CICA Handbook Section 1400, General Standards on Financial Statements Presentation, has been amended to include requirements to assess and disclose a company's ability to continue as a going concern. The changes are effective for interim and annual financial statements for fiscal years beginning on or after January 1, 2008. The Company does not expect the adoption of this change to have an impact on the disclosure in its financial statements.

Convergence with International Financial Reporting Standards
A decision of the CICA Accounting Standards Board (the "AcSB") will require the Company to report under International Financial Reporting Standards in fiscal 2011 though specific requirements of the transition continue to be under review by the AcSB. The Company is monitoring the requirements but is unable to assess the impact on the consolidated financial statements at this time.

Subsequent Events

On May 27, 2008, the Company completed a non-brokered private placement of 950,000 units at a price of $1.00 per unit for gross proceeds of $950,000. Each unit consists of one common share and one non-transferable common share purchase warrant ("Warrant"). Each full Warrant will entitle the holder to purchase one additional common share for a period of two years from the closing of the private placement at a purchase price of $1.20 per share. All common shares and non-transferable Warrants issued pursuant to the Company's private placement are subject to a regulatory hold period expiring September 28, 2008. Lincoln Peck Financial Inc. received a finder's fee of $66,500 in connection with the placement.

Risks and Uncertainties

The business of mineral deposit exploration and extraction involves a high degree of risk. Few properties that are explored ultimately become producing mines. At present, none of the Company's properties has a known commercial ore deposit. The main operating risks include: securing adequate funding to maintain and advance exploration properties; ensuring ownership of and access to mineral properties by confirmation that claims and leases are in good standing and obtaining permits for drilling and other exploration activities and foreign currency risk. The Colombian peso has been strengthening significantly against the Canadian dollar over the past year. As a result, the cost of all peso denominated expenditures has also increased significantly in Canadian dollar terms. If this trend continues, future equity issues will have to raise a greater amount of Canadian dollars in order to maintain Colombian exploration activity at its current pace. The market prices for base and precious metals can be volatile and there is no assurance that a profitable market will exist for a production decision to be made or for the ultimate sale of the metals even if commercial quantities of precious and other metals are discovered.

Colombian is currently earning an interest in certain of its properties through option agreements and acquisition of title to the properties is only completed when the option conditions have been met. These conditions generally include making property payments, incurring exploration expenditures on the properties and can include the satisfactory completion of pre-feasibility studies. If the Company does not satisfactorily complete these option conditions in the time frame laid out in the option agreements, the Company's title to the related property will not vest and the Company will have to write-down the previously capitalized costs related to that property.

The Company is operating in a country that has had a high-risk political environment; however, the current political situation appears to be stable. Changing political situations may affect the manner in which the Company operates. The Company's equity financings are sourced in Canadian dollars but for the most part it incurs its expenditures in local currencies or in US dollars. At this time there are no currency hedges in place. Some of the Company's work is carried out through independent consultants and the Company requires that all consultants carry their own insurance to cover any potential liabilities as a result of their work on a project.

Outstanding Share Data

As at July 18, 2008 there were 18,515,761 common shares issued and outstanding and 4,593,200 share purchase warrants outstanding with an exercise prices ranging from $1.00 to $1.20 per warrant and expiry dates ranging from October 18, 2008, to May 27, 2009. There are also 1,578,000 stock options issued and outstanding to directors, officers, employees and consultants of Company and 70,000 agent's options outstanding.

COLOMBIAN MINES CORPORATION

CONSOLIDATED FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)

April 30, 2008

Deloitte.

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AUDITORS' REPORT

To the Board of Directors and Shareholders of Colombian Mines Corporation,

We have audited the accompanying consolidated balance sheets of Colombian Mines Corporation as at April 30, 2008 and 2007 and the consolidated statements of operations, comprehensive loss and deficit and cash flows for the year ended April 30, 2008 and the period February 28, 2006 to April 30, 2007. These financial statements are the responsibility of the Company'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 Company as at April 30, 2008 and 2007 and the results of its operations and its cash flows for the year ended April 30, 2008 and the period February 28, 2006 to April 30, 2007, in accordance with Canadian generally accepted accounting principles.

(signed) Deloitte & Touche LLP

Chartered Accountants
July 4, 2008

COLOMBIAN MINES CORPORATION
CONSOLIDATED BALANCE SHEETS
(Expressed in Canadian Dollars)
AS AT APRIL 30,

	April 30, 2008	April 30, 2007
ASSETS		
Current		
Cash	$ 2,508,931	$ 1,014,046
Receivables	222,867	94,432
Prepaid expenses	229,264	-
	2,961,062	1,108,478
Equipment (Note 4)	350,877	106,371
Mineral properties (Note 6)	699,340	494,685
Databases (Note5)	45,029	99,063
Deferred financing costs	-	61,977
	$ 4,056,308	$ 1,870,574
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	$ 164,629	$ 153,483
Shareholders' equity		
Capital stock (Note 7)	7,154,495	3,443,586
Contributed surplus (Note 7)	2,121,230	-
Deficit	(5,384,046)	(1,726,495)
	3,891,679	1,717,091
	$ 4,056,308	$ 1,870,574

Nature and continuance of operations (Note 1)
Commitments (Note 10)
Subsequent events (Note 13)

On behalf of the Board:

Signed: *"Nathan A. Tewalt"* Director   Signed: *"Richard Graham"* Director

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

COLOMBIAN MINES CORPORATION
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS AND DEFICIT
(Expressed in Canadian Dollars)
YEARS ENDED APRIL 30

		For the Period February 28, 2006 to April 30, 2007
	2008	
EXPLORATION EXPENDITURES (Note 6)	$ 2,003,807	$ 1,287,405
ADMINISTRATIVE EXPENSES		
Amortization	55,176	64,372
Consultants	178,002	321,727
Office costs	45,230	39,414
Investor relations and shareholder information	40,023	55,830
Professional fees	127,834	79,717
Stock-based compensation (Note 7)	1,113,396	-
Transfer agent and filing fees	34,927	6,758
Travel	13,091	35,293
	1,607,679	603,111
Loss before other income and expense	(3,611,486)	(1,890,516)
OTHER ITEMS		
Foreign exchange gain (loss)	76,576	(50,468)
Write-off of capitalized mineral property	(58,072)	-
Interest income and other income	59,796	12,840
	78,300	(37,628)
Loss before income taxes	(3,533,186)	(1,928,144)
Future income tax recovery	-	201,649
Net loss and comprehensive loss for the year	(3,533,186)	(1,726,495)
Retro-active warrant grant (Note 7)	(124,365)	-
Deficit, beginning of year	(1,726,495)	-
Deficit, end of year	$ (5,384,046)	$ (1,726,495)
Basic and diluted loss per common share	$ (0.26)	$ (0.30)
Weighted average number of common shares outstanding	13,650,460	5,680,009

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

COLOMBIAN MINES CORPORATION
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)
YEARS ENDED APRIL 30

	2008	For the Period February 28, 2006 to April 30, 2007
CASH FLOWS TO OPERATING ACTIVITIES		
Net loss for the year	$ (3,533,186)	$ (1,726,495)
Items not affecting cash:		
Amortization	117,954	79,127
Shares issued for consulting services	-	92,197
Stock-based compensation	1,113,396	-
Write-off of capitalized mineral property	58,072	-
Future income tax recovery	-	(201,649)
Change in non-cash working capital items:		
Receivables	(128,435)	(94,432)
Prepaid expenses	(229,264)	-
Accounts payable and accrued liabilities	11,146	153,483
Net cash used in operating activities	(2,590,317)	(1,697,769)
CASH FLOWS TO INVESTING ACTIVITIES		
Mineral properties	(262,727)	(125,868)
Equipment	(308,426)	(122,458)
Net cash used in investing activities	(571,153)	(248,326)
CASH FLOWS FROM FINANCING ACTIVITIES		
Advances from shareholder	-	80,575
Shares issued for cash	4,656,355	2,941,543
Deferred financing costs	-	(61,977)
Net cash provided by financing activities	4,656,355	2,960,141
Change in cash during the year	1,494,885	1,014,046
Cash beginning of year	1,014,046	-
Cash end of year	$ 2,508,931	$ 1,014,046

Supplementary cash flow information (Note 11)

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

(Expressed in Canadian dollars)

1. Nature and continuance of operations

Colombian Mines Corporation ("Colombian" or the "Company") was incorporated under the *Business Corporations Act* (B.C.) on May 16, 2006. The Company acquired all of the 5,560,010 shares of Corporacion Minera Colombia S.A. ("Minera Colombia") on September 16, 2006 by way of a Share Exchange Agreement (the "Agreement"). The purpose of the Agreement was to enable a rearrangement of the legal interests of Minera Colombia. The companies were related by virtue of having a majority of board members in common. Pursuant to the Agreement the original shareholders of Minera Colombia exchanged their shares on a one for one basis for shares of Colombian. Because there was no substantive change in the ownership interests of Minera Colombia, there was no significant economic substance to the Agreement and accordingly, there was no change in the basis of measurement of the assets and liabilities transferred. Therefore these consolidated financial statements have been prepared on a "continuity-of-interests" basis of accounting and include Minera Colombia's results of operations from its incorporation on February 28, 2006 for the fiscal period ended April 30, 2007.

Minera Colombia issued shares to acquire assets which were contributed by its founding shareholders, during the period from incorporation to September, 2006. Minera Colombia acquired a 50% interest in the Argelia property, a 50% interest in the Otu property, two geologic databases and management services. The management services included property evaluation work, reports and logistics, and security and assistance in making property visits. Minera Colombia also issued shares in repayment of advances made on its behalf for the initial Yarumalito option payment. The assets acquired and shares issued were as follows:

Assets acquired:

		Amount
Cash	$	367,530
Mineral properties		223,905
Databases		105,367
Management services		92,197
Net Assets acquired	$	788,999

Consideration given:

		Amount
Value of common shares issued	$	788,999
Number of common shares issued:		5,560,010

The Company's mineral properties are located in an emerging country and, consequently, may be subject to a higher level of risk compared to developed countries. Operations, the status and title of mineral property rights and the recoverability of amounts shown for mineral properties in emerging nations can be affected by changing economic, regulatory and political situations.

At present, Colombian has no revenue generating activities. The Company is currently exploring its mineral properties and has not yet determined whether its mineral properties contain reserves that are economically recoverable. The recoverability of amounts capitalized for mineral properties is dependent upon the discovery of sufficient economically recoverable ore reserves, confirmation of the Company's interest in the underlying mineral properties, the ability of the Company to arrange appropriate financing to complete the development of the mineral properties and upon future profitable production or proceeds from the sale of the mineral properties.

2. Significant accounting policies

Basis of presentation

These consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("GAAP"). They include the accounts of the Company and its wholly-owned subsidiaries, Corporacion Minera de Colombia S.A. and 0766888 BC Ltd. All significant inter-company transactions and balances have been eliminated.

Use of estimates

The preparation of financial statements 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 periods. Significant areas requiring the use of management estimates include recoverability of mineral properties, amortization periods for equipment and vehicles, stock-based compensation and costs for site closure and reclamation. Actual results could differ from those estimates.

Cash and cash equivalents

Cash and cash equivalents include cash on hand, bank deposits and short-term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value. As at April 30, 2008, the Company does not hold any cash equivalents.

Equipment

Equipment and vehicles are recorded at cost less accumulated depreciation. The Company provides for depreciation using the straight line method over three years for computer equipment and over five years for vehicles and all other equipment.

The Company periodically compares the carrying value of equipment and vehicles to the estimated net realizable amounts, based on estimated future undiscounted cash flows, to determine whether there is an indication of impairment. Impairment would be indicated if the asset's carrying value exceeded the estimated realizable amount and the asset would be written down to fair value.

Mineral Properties and exploration expenditures

Acquisition costs for mineral properties, net of recoveries, are capitalized on a property-by-property basis. Acquisition costs include cash consideration and the value of common shares, based on recent prices, issued for mineral properties pursuant to the terms of the agreement. Exploration expenditures, net of recoveries, are charged to operations as incurred. After a property is determined by management to be commercially feasible, exploration and development expenditures on the property are capitalized. When there is little prospect of further work on a property being carried out by the Company or its partners, when a property is abandoned, or when the capitalized costs are no longer considered recoverable, the related property costs are written down to management's estimate of their net recoverable amount. The costs related to a property from which there is production, together with the costs of production equipment, will be depleted and amortized using the unit-of-production method.

A mineral property acquired under an option agreement where payments are made at the sole discretion of the Company, is capitalized at the time of payment. Property interests granted to others under an option agreement where payments to be made to the Company are at the sole discretion of the optionee, are recorded as recoveries at the time of receipt.

Although the Company has taken steps to verify title to mineral properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements or transfers and may be affected by

2. Significant accounting policies (continued)

undetected defects. The amounts shown for mineral properties represent acquisition costs incurred to date, less recoveries and write-downs, and are not intended to reflect present or future values.

Databases

The Company has capitalized the acquisition cost of geologic databases. These assets are being amortized on a straight-line basis over 3 years.

Deferred financing costs

The Company capitalizes financing costs with respect to share issuances until such time as the financing is completed. Upon completion, the deferred financing costs are reclassified to share issue costs and offset against share capital.

Asset retirement obligations

The Company recognizes statutory, contractual or other legal obligations related to the retirement of tangible long-lived assets when such obligations are incurred, if a reasonable estimate of fair value can be made. These obligations are measured initially at fair value and the resulting costs capitalized to the carrying value of the related asset. In subsequent periods, the liability is adjusted for any changes in the amount or timing and for the discounting of the underlying future cash flows. The capitalized asset retirement cost is amortized to operations over the life of the asset. As at April 30, 2008 and 2007, the Company's activities have not given rise to any asset retirement obligations.

Income taxes

Future income taxes are accounted for using the asset and liability method. Under this method, future income taxes are recognized for temporary differences between the financial statement carrying amounts and tax basis of the Company's assets and liabilities. Future income tax liabilities or assets are calculated using tax rates anticipated to apply in the periods that the temporary differences are expected to reverse. The effect of a change in income tax rates on future income tax assets and liabilities is included in operations in the period in which the change is substantively enacted. The amount of future income tax assets recognized is limited to the amount of the benefit that is more likely than not to be realized.

Loss per share

Loss per share is calculated based on the weighted average number of common shares issued and outstanding during the year. Diluted loss per share is calculated using the treasury stock method. Under this method, the weighted average number of shares includes the potential net issuances of common shares for "in-the-money" options and warrants assuming the proceeds are used to repurchase common shares at the average market price during the period, if dilutive. The effect of potential issuances of shares under options and warrants would be anti-dilutive if a loss is reported and therefore basic and diluted losses per share are the same.

Foreign currency translation

The Company's Colombian subsidiary is an integrated foreign operation and is translated into Canadian dollar equivalents using the temporal method. Monetary items are translated at the exchange rate in effect at the balance sheet date; non-monetary items are translated at historical exchange rates. Income and expense items are translated at the average exchange rate for the period. Exchange gains and losses are recorded in the statement of operations.

2. Significant Accounting Policies (continued)

Change in Accounting Policies

On May 1, 2007, the Company retrospectively adopted, without restatement of prior periods, the recommendations included the following sections of the Canadian Institute of Chartered Accountants ("CICA") Handbook: Section 1530, Comprehensive Income, Section 3251, Equity, Section 3855 Financial Instruments – Recognition and Measurement, Section 3861, Financial Instruments – Disclosure and Presentation, and Section 3865, Hedges.

Comprehensive Income, is the change in the Company's net assets that results from transactions, events and circumstances from sources other than the Company's shareholders and includes items that would not normally be included in net income such as unrealized gains or losses on available-for-sale investments, gains or losses on certain derivative instruments and foreign currency gains or losses related to self-sustaining operations. The Company had no "other comprehensive income" transactions during the year ended April 30, 2008 and no opening or closing balances for "accumulated comprehensive income or loss" and therefore, the adoption of this standard had no effect on the presentation of the Company's financial statements.

Section 3855, Financial Instruments – Recognition and Measurement and Section 3861, Financial Instruments – Disclosure and Presentation, established standards for classification, recognition, measurement, presentation and disclosure of financial instruments (including derivatives) and non-financial derivatives in the financial statements. This standard requires the Company to classify all financial instruments as either held to maturity, available-for-sale, held-for-trading, loans and receivables and other financial liabilities. Financial assets and liabilities held-for-trading are measured at fair value with gains and losses recognized in net income. Financial assets held to maturity, loans and receivables and financial liabilities other than those held-for-trading are measured at amortized cost. Available-for-sale investments are measured at fair value with unrealized gains and losses recognized in other comprehensive income. The standard also permits the designation of any financial instrument as held-for-trading upon initial recognition.

Upon adoption of this new standard, the Company has designated cash as held-for-trading, which is measured at fair value. Receivables are classified as loans and receivables, which are measured at amortized cost. Accounts payable and accrued liabilities are classified as other financial liabilities, which are measured at amortized cost. As at April 30, 2008, the Company did not have any financial assets classified as available-for-sale and therefore the adoption of this standard had no effect on the presentation of the Company's financial instruments.

Transaction costs directly attributable to the acquisition or issue of a financial asset or financial liability are recognized in net income (loss) in the period.

Derivatives may be embedded in other financial instruments (host instruments). Embedded derivatives are treated as separate derivatives when their economic characteristics and risks are not closely related to those of the host instrument, the terms of the embedded derivative are the same as those of a stand-alone derivative, and the combined contract is not classified as held-for-trading. These embedded derivatives are measured at fair value on the balance sheet with subsequent changes in fair value recognized in income. The Company has not identified any embedded derivatives that are required to be accounted separately from the host contract.

Section 3865, Hedges, sets out standards under which hedge accounting can be applied and how hedge accounting should be executed for each of the permitted hedging strategies, including fair value hedges, cash flow hedges and hedges of a foreign currency exposure of a net investment in a self-sustaining foreign operation. The Company does not have any derivatives that qualify as hedging instruments.

2. Significant Accounting Policies (continued)

Recent Accounting Pronouncements

Recent accounting pronouncements which may impact the Company in the future are as follows:

Capital Disclosures

CICA Handbook Section 1535, Capital Disclosures, establishes standards for disclosing information about the Company's capital and how it is managed. Under this standard the Company will be required to disclose the following, based on the information provided internally to the Company's key management personnel:
(a) qualitative information about its objectives, policies and processes for managing capital,
(b) summary quantitative data about what it manages as capital.
(c) whether during the period it complied with any externally imposed capital requirement to which it is subject.
(d) when the company has not complied with such externally imposed capital requirements, the consequences of such non-compliance.

This standard is effective for interim and annual financial statements for fiscal years beginning on or after January 1, 2008. The Company has not yet determined the impact of the adoption of this change on the disclosure in its financial statements.

Financial Instruments Disclosures

CICA Handbook Section 3862, Financial Instruments – Disclosures and Section 3863, Financial Instruments Presentation will replace Section 3861 Financial Instruments Disclosure and Presentation, revising and enhancing disclosure requirements while carrying forward its presentation requirements. These sections require entities to provide disclosure of quantitative and qualitative information in their financial statements that enable users to evaluate (a) the significance of financial instruments for the Company's financial position and performance; and (b) the nature and extent of risks arising from financial instruments to which the Company is exposed during the period and at the balance sheet date, and management's objectives, policies and procedures for managing such risks.

The Company is required to enhance disclosures with respect to the measurement basis or bases used, and the criteria used to determine classification for different types of instruments. This standard is effective for interim and annual financial statements for fiscal years beginning on or after October 1, 2007. The Company has not yet determined the impact of the adoption of this change on the disclosure in its financial statements.

General Standards on Financial Statements

CICA Handbook Section 1400, General Standards on Financial Statements Presentation, has been amended to include requirements to assess and disclose a company's ability to continue as a going concern. The changes are effective for interim and annual financial statements for fiscal years beginning on or after January 1, 2008. The Company does not expect the adoption of this change to have an impact on the disclosure in its financial statements.

Convergence with International Financial Reporting Standards

A decision of the CICA Accounting Standards Board (the "AcSB") will require the Company to report under International Financial Reporting Standards in fiscal 2011 though specific requirements of the transition continue to be under review by the AcSB. The Company is monitoring the requirements but is unable to assess the impact on the consolidated financial statements at this time.

(Expressed in Canadian dollars)

3. Fair value of financial instruments

The Company's fair value of financial instruments consists of cash, receivables and accounts payable. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from financial instruments. The fair value of these financial instruments approximates their carrying value due to their short-term maturity and capacity for prompt liquidation.

4. Equipment

	April 30, 2008			April 30, 2007		
	Cost	Accumulated Amortization	Net Book Value	Cost	Accumulated Amortization	Net Book Value
Equipment	$ 430,884	$ 80,007	$ 350,877	$ 122,458	$ 16,087	$ 106,371

Equipment consists of office equipment, vehicles and field equipment for exploration.

5. Databases

	April 30, 2008			April 30, 2007		
	Cost	Accumulated Amortization	Net Book Value	Cost	Accumulated Amortization	Net Book Value
Databases	$ 162,103	$ 117,074	$ 45,029	$ 162,103	$ 63,040	$ 99,063

6. Mineral properties and exploration expenditures

Mineral Properties

In the fiscal period ended April 30, 2007, the Company, through its subsidiary, Minera Colombia, acquired an option on the Yarumalito property and a 50% interest in both the Argelia and Otu mining concession contracts. Minera Colombia issued shares in order to obtain the rights to the two properties. Subsequently the Company made cash payments of $105,258 pursuant to the terms of the Yarumalito option agreement. On acquisition the Company recorded a future income tax liability of $144,913 with the offsetting amount being allocated to mineral properties. The value of the shares issued, the cash payment on the Yarumalito option and the amount relating to future income taxes have been capitalized to mineral properties.

In the year ended April 30, 2008, the Company made an option payment of US$50,000 on the Yarumalito property and made option payments totaling 369,600,000 Colombian pesos ($191,536) on the Guayabales property. These amounts have been capitalized as mineral property acquisition costs. During the year ended April 30, 2008, the Company determined that it would abandon the Argelia property and wrote off the corresponding capitalized acquisition costs. The cumulative capitalized cost of the Company's mineral properties is as follows:

(Expressed in Canadian dollars)

6. Mineral properties and exploration expenditures (continued)

	April 30, 2008	April 30, 2007
Yarumalito	$ 407,744	$ 357,934
Guayabales	212,144	20,609
Argelia	-	58,071
Otu	58,071	58,071
Gachala	21,381	-
	$ 699,340	$ 494,685

Gachala

Colombian entered into an option agreement to acquire a 100% interest in the Gachala property located in the jurisdiction of the municipalities of Gachala and Ubala, Colombia in consideration of a cash payment of US$20,000. The payment was made in February 2008 in order to maintain Colombian's exclusive right to acquire the property while it conducted due diligence. In order to maintain its interest in the option, the Company must make an option payment of US$55,000 on February 4, 2009. Further option payments are to be made on February 4th each year through to 2013. In order to complete the acquisition, the Company will have to make total payments of US$1,500,000 including the original payment of US$20,000.

Yarumalito

Under the terms of the Yarumalito option agreement, the following payments must be made in order to maintain the option in good standing.

Date	U.S. Dollars	Status	Canadian equivalent outstanding at April 30, 2008
On execution of agreement	$ 40,000	Paid	$ -
February 28, 2007	30,000	Paid	-
February 28, 2008	50,000	Paid	-
February 28, 2009	50,000	-	50,675
June 28, 2009	200,000	-	202,700
February 28, 2010	300,000	-	304,050
June 28, 2010	500,000	-	506,750
June 28, 2011	330,000	-	334,455
	$ 1,500,000		$ 1,398,630

(Expressed in Canadian dollars)

6. Mineral properties and exploration expenditures (continued)

Guayabales

In April 2007, CMC entered into an option agreement on the Guayabales property in Colombia. Under the terms of the agreement, the following payments must be made in order to maintain the option in good standing.

Date	Colombian Pesos	Status	Canadian equivalent outstanding at April 30, 2008
On execution of agreement	40,800,000	Paid	$ -
May 31, 2007	40,800,000	Paid	-
June 30, 2007	40,800,000	Paid	-
November 30, 2007	144,000,000	Paid	-
February 28, 2008	144,000,000	Paid	-
May 30, 2008	144,000,000	-	81,243
November 30, 2008	240,000,000	-	135,405
May 30, 2009	240,000,000	-	135,405
November 30, 2009	360,000,000	-	203,108
May 30, 2010	360,000,000	-	203,108
November 30, 2010	720,000,000	-	406,215
May 30, 2011	720,000,000	-	406,215
	3,194,400,000		$ 1,570,699

On August 23, 2007 the Company amended its option agreement with Comunidad Minera de Guayabales on the Guayabales property. The amendment suspended all property payments on or subsequent to September 30, 2007, until the property has been legalized for mining activity. In December, 2007 the property was legalized for mining. The payment schedule was amended such that the payment originally due on September 30, 2007 and all future payments were rescheduled to be two months later than in the original agreement. The above schedule reflects the revised due dates of the option payments.

Exploration Expenditures

The Company incurred the following exploration expenditures (including amortization of $62,778) during the year ended April 30, 2008.

	Yarumalito	Guayabales	Other	Total
Due diligence	$ -	$ -	$ 289,891	$ 289,891
Administration	197,869	205,257	252,103	655,229
Assaying	70,112	34,013	58,211	162,336
Consultants	47,273	74,184	127,352	248,809
Drilling	-	77,644	-	77,644
Field costs	39,536	53,589	34,006	127,131
Legal	11,688	8,949	43,547	64,184
Salaries	111,815	93,410	87,017	292,242
Taxes	1,336	1,943	3,280	6,559
Travel	19,410	20,324	14,837	54,571
Vehicle costs	7,491	9,093	8,627	25,211
	$ 506,530	$ 578,406	$ 918,871	$ 2,003,807

(Expressed in Canadian dollars)

6. Mineral properties and exploration expenditures (continued)

The Company incurred the following exploration expenditures (including amortization of $14,755) during the period ended April 30, 2007.

	Yarumalito	Guayabales	Other	Total
Administration	$ 177,662	$ 133,485	$ 64,566	$ 375,713
Assays	61,539	1,153	626	63,318
Consultants	122,722	80,476	39,965	243,163
Drilling	246,907	-	-	246,907
Field costs	47,455	11,806	15,537	74,798
Legal	2,651	7,804	1,064	11,519
Salaries	101,537	58,043	69,714	229,294
Taxes	1,137	140	59	1,336
Travel	18,953	10,853	3,201	33,007
Vehicle costs	5,723	1,711	916	8,350
	$ 786,286	$ 305,471	$ 195,648	$ 1,287,405

7. Share capital

Authorized:

An unlimited number of common shares without par value

Issued and outstanding:

	Number of Shares	**Stated Amount**	**Contributed Surplus**
Balance, beginning of period	-	$ -	$ -
Issued on incorporation	1	-	-
Issued per the share exchange agreement	5,560,010	788,999	-
Private placement – November 8, 2006	4,165,750	1,874,587	-
Private placement – April 30, 2007	1,040,000	780,000	-
Balance, April 30, 2007	10,765,761	3,443,586	$ -
Shares issued for cash	6,800,000	3,710,909	883,469
Warrants granted on April 2007 private placement	-	-	124,365
Stock-based compensation	-	-	1,113,396
Balance April 30, 2008	17,565,761	$ 7,154,495	$ 2,121,230

On March 31, 2008, Colombian completed its initial public offering of 1,000,000 common shares at a price of $1.00 per share for gross proceeds of $1,000,000. The agent was paid a cash commission of $70,000 and was granted agent's options to acquire 70,000 common shares for a period of 12 months from the date of closing at a price of $1.00 per share. The agent's options were qualified by and distributed pursuant to the Company's final prospectus. The Company also paid the agent $10,000 as a corporate finance fee. The agent's options were valued at $27,420 using a Black-Scholes option

7. Share capital (continued)

pricing model with the following assumptions: an option life of 1 year; a risk-free interest rate of 2.85%; an expected volatility of 100% and a dividend yield of 0%.

On November 27, 2007 the Company completed a private placement of 2.8 million units at a price of $0.75 per unit for total proceeds of $2,100,000. Each unit consisted of one common share and one-half Class C common share purchase warrant. Each whole warrant will entitle the holder to purchase an additional common share of the Company for a period of 18 months from the date of issue, at a price of $1.00 per share. The Company paid finders' fees of $126,000 and issued 112,000 finders' warrants with an exercise price of $1.00 each and an expiry date of November 27, 2008 in respect of this private placement. The Warrants were valued at $417,284 using a Black-Scholes option pricing model with the following assumptions: an option life of 1.5 years; a risk free interest rate of 3.74%; an expected volatility of 100% and a dividend yield of 0%. Colombian incurred issue costs of $126,000 for cash payments made for finders' fees pursuant to the private placement. Of this amount $100,926 was charged to share issue costs with the balance charged to contributed surplus. Colombian also issued 112,000 finders' warrants pursuant to the private placement which were valued at $25,840. Of this amount $5,142 was allocated to the cost of issuing the warrants. The net amount of $20,698 was charged to share issue costs with the offsetting amount credited to contributed surplus. The finders' warrants were valued using a Black-Scholes option pricing model with the following assumptions: an expected life of 1 year; a risk free interest rate of 3.74%; an expected volatility of 100% and a dividend yield of 0%.

On October 18, 2007, the Company completed a private placement of 3 million units at a price of $0.75 per unit. Each unit consisted of one common share and one-half Class B common share purchase warrant ("Warrant"). Each whole Warrant will entitle the holder to purchase an additional common share of the Company until April 18, 2009 at a price of $1.00 per share. The Company allocated a value of $447,450 to the 1,500,000 Warrants which were issued in the private placement and this amount was credited to contributed surplus. The Warrants were valued using a Black-Scholes option pricing model with the following assumptions: an option life of 1.5 years; a risk free interest rate of 3.82%; and expected volatility of 100% and a dividend yield of 0%. Colombian incurred issue costs of $125,100 for cash payments made for finders' fees pursuant to the private placement. Of this amount $100,222 was charged to share issue costs with the balance charged to contributed surplus. Colombian also issued 111,200 finders' warrants pursuant to the private placement which were valued at $25,675. Of this amount $5,106 was allocated to the cost of issuing the warrants. The net amount of $20,569 was charged to share issue costs with the offsetting amount credited to contributed surplus. The finders' warrants were valued using a Black-Scholes option pricing model with the following assumptions: an expected life of 1 year; a risk free interest rate of 3.82%; an expected volatility of 100% and a dividend yield of 0%.

On October 11, 2007, the Company retroactively granted a one-half common share purchase warrant for each common share subscribed for in the April 30, 2007 private placement. The Company has subsequently issued 520,000 Class A warrants with an exercise price of $1.00 and an expiry date of October 30, 2008 and recorded a charge to retained earnings of $124,365 with offsetting credit to contributed surplus. The warrants were valued using a Black-Scholes option pricing model using the following assumptions: an expected life of 1.1 years; a risk free interest rate of 3.82%; an expected volatility of 100% and a dividend yield of 0%.

On November 8, 2006 the Company completed a private placement of 4,165,750 common shares at a price of $0.45 for total proceeds of $1,874,587. On April 30, 2007 the Company completed a second private placement of 1,040,000 common shares at a price of $0.75 per share for total proceeds of $780,000.

On September 16, 2006, Colombian issued 5,560,010 common shares valued at $788,999 pursuant to an Agreement with the shareholders of its Colombian subsidiary (note 1).

(Expressed in Canadian dollars)

7. Share capital (continued)

Stock options

The Company adopted a stock option plan (the "Plan") pursuant to the policies of the TSX Venture Exchange. The maximum number of shares that may be reserved for issuance under the Plan is limited to 10% of the issued common shares of the Company at any time. The vesting terms are determined at the time of grant. During the year ended April 30, 2008, the change in stock options was as follows:

	Number of Shares	Weighted Average Exercise Price
Balance as of April 30, 2007	-	$ -
Granted	1,648,000	1.00
Balance as of April 30, 2008	1,648,000	1.00

The weighted average fair value of options granted during the year including 70,000 agent's options, was $0.69 per option.

The following table summarizes information about the stock options which were outstanding and exercisable at April 30, 2008:

Date Granted	Number of Shares	Exercise Price	Weighted Average Remaining Life in Years
December 3, 2007	1,578,000	1.00	4.60
March 31, 2008	70,000	1.00	0.92
Total	1,648,000		4.44

At April 30, 2008, all options were exercisable.

Stock-based compensation

On December 3, 2007 the Company granted a total of 1,578,000 stock options to certain directors, senior officers, consultants and employees at a price of $1.00 per option. The options are exercisable for a period of five years from the date the common shares of the Company commence trading on the TSX Venture Exchange. The options have been measured on a fair value basis using the Black-Scholes option pricing model, with the following assumptions: an expected stock volatility of 100%; a risk free interest rate of 3.67%; an expected life of 4 years; and an expected dividend yield of 0%. Based on these inputs the Company recorded stock-based compensation expense of $1,113,396 with the offsetting amount being credited to contributed surplus.

(Expressed in Canadian dollars)

7. Share capital (continued)

Warrants
During the year the Company issued 3,643,200 warrants exercisable at $1.00 per share.

As at April 30, 2008, the details of outstanding share purchase warrants were as follows:

	Number of Warrants		Exercise Price	Expiry Date
Class A	520,000	$	1.00	October 30, 2008
Class B	1,500,000		1.00	April 18, 2009
Finders' warrants – Oct./07 Private Placement	111,200		1.00	October 18, 2008
Class C	1,400,000		1.00	May 27, 2009
Finders' warrants – Nov./07 Private Placement	112,000		1.00	November 27, 2008
	3,643,200			

8. Income tax

The Canadian statutory federal income tax rate for the year ended April 30, 2008 was 32.9% (2007 – 34.1%). A reconciliation of income tax recovery at statutory rates compared to reported income tax recovery is as follows:

		2008		2007
Loss for the year	$	(3,533,186)	$	(1,928,144)
Expected income tax recovery	$	(1,162,772)	$	(657,883)
Non-deductible expenses		422,782		89,345
Other		(23,684)		(150)
Valuation allowance		763,674		367,039
Total income tax recovery	$	-	$	(201,649)

(Expressed in Canadian dollars)

8. Income tax (continued)

The significant components of the Company's future income tax assets and liabilities at April 30, 2008 are as follows:

	2008	2007
Future income tax assets:		
Receivables	$ -	$ 27,820
Equipment	14,758	2,567
Non-capital loss carry forwards	297,961	126,261
Mineral properties and databases	898,390	210,391
Share issuance costs	181,347	-
Future income tax assets	1,392,456	367,039
Valuation allowance	(1,392,456)	(367,039)
Net future income tax assets	$ -	$ -

The Company has available non-capital losses in Canada, for deduction against future taxable income, of approximately $962,000. These losses, if not utilized, will expire through to 2028. Future tax benefits which may arise as a result of these non-capital losses have not been recognized in these financial statements and have been offset by a valuation allowance.

9. Related party transactions

On February 28, 2006, Minera Colombia agreed to issue 3,200,008 common shares to its directors in consideration for assets and services contributed to the company (note 1). All 3,200,008 shares issued, were issued to four directors at a price of US 5 cents per share. A further 2,180,002 shares were issued to a fifth director at a price of US 11.47 cents per share for cash contributions made to the company.

On February 28, 2006, Minera Colombia acquired the Yarumalito option from a group of individuals which included a director of the company. The terms of the agreement are as disclosed in note 5 and also included a commitment to reimburse these individuals for expenditures that had been made on the property from November 2005 to February 28, 2006 in the amount of 85,000,000 pesos. This payment was subsequently made.

During May and June of 2006, a director contributed US$72,000 to Minera Colombia and received 180,000 common shares.

In August 2006, the Company issued a promissory note to a director in the amount of US$60,000. The note was non-interest bearing and payable on demand and was subsequently repaid in December, 2006.

On September 16, 2006, the Company issued 5,560,010 common shares to the shareholders of Corporacion Minera Colombia S.A. valued at $788,999 (note 1). The two companies were related by virtue of having a majority of board members in common. The transaction was a rearrangement of the legal interests of Minera Colombia.

These transactions were measured at the exchange amount which is the amount established and agreed to by related parties.

(Expressed in Canadian dollars)

10. Commitments

Colombian has signed a drill contract in Colombia for a minimum of approximately US$1,192,500. The Company also has two one-year lease agreements in Colombia for office space and field operations. Both leases run from March 1, 2008 to February 28, 2009. The total outstanding commitment on these leases at April 30, 2008 was US$46,900.

11. Supplementary cash flow information

In the period from February 28, 2006 to April 30, 2007, Colombian issued common shares for non-cash investing transactions valued at the following amounts:

	2008	2007
Mineral properties	$ -	$ 223,905
Databases	-	105,367
Management services	-	92,197
	$ -	$ 421,469

During the year the company received $59,796 for interest (2007 - $12,840). During the year, the Company did not make any payment on account of income taxes or interest.

During the year ended April 30, 2007, Company issued common shares for non-cash financing activities valued at $80,575 to repay shareholder advances.

12. Segmented Information

The Company operates in a single business segment, mineral exploration. The Company is currently operating in only one geographic area which is Colombia.

13. Subsequent Events

On May 27, 2008, the Company completed a non-brokered private placement of 950,000 units at a price of $1.00 per unit for gross proceeds of $950,000. Each unit consists of one common share and one non-transferable common share purchase warrant (“Warrant”). Each Warrant entitles the holder to purchase one additional common share until May 27, 2010 at a purchase price of $1.20 per share. All common shares and non-transferable Warrants issued pursuant to the Company’s private placement are subject to a regulatory hold period expiring September 28, 2008. A finder’s fee of $66,500 was paid in connection with the placement.

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SHARE CAPITALIZATION

April 30, 2008: 17,565,761

SHARES LISTED

TSX Venture Exchange
Symbol: CMJ

Website: www.colombianmines.com