



**INTERIM FINANCIAL STATEMENTS**  
*(Unaudited – Prepared by Management)*

**MARCH 31, 2010**  
**FIRST QUARTER**

***Notice of no Auditor review of Financial Statements.***

*The accompanying unaudited financial statements of the company have been prepared by and are the responsibility of the company's management.*

*The company's independent auditor has not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of financial statements by an entity's auditor.*

## **MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING**

The accompanying interim financial statements of Goldsource Mines Inc. ("the Company") have been prepared by management in accordance with Canadian generally accepted accounting principles (GAAP), and within the framework of the summary of significant accounting policies disclosed in the notes to the most recent annual financial statements filed on SEDAR.

Management is responsible for establishing internal controls over financial reporting for the Company. Management has designed and implemented internal controls over financial reporting that provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with GAAP.

The Audit Committee of the Board of Directors meets periodically with Management to review results of the interim financial statements and related financial reporting matters prior to submitting the interim financial statements to the Board of Directors for approval. The Audit Committee is appointed by the Board of Directors and all of its members are independent directors. The Audit Committee is responsible for engaging or re-appointing the external auditors. The Company's independent auditor has not performed a review of these interim financial statements.

The interim financial statements have been approved by the Board of Directors on the recommendation of the Audit Committee.

**GOLDSOURCE MINES INC.**  
**BALANCE SHEETS**  
(Unaudited – Prepared by Management)  
(IN CAD \$)

	<b>March 31, 2010</b>	<b>December 31, 2009</b> (audited)
<b>ASSETS</b>		
<b>Current</b>		
Cash	\$ 1,371,371	\$ 355,751
Short term investments	2,256,997	4,257,976
Amounts receivable and prepaid expenses	153,347	351,352
Held-for-trading securities (note 5)	<u>62,000</u>	<u>60,000</u>
	3,843,715	5,025,079
<b>Equipment</b> (note 6)	54,511	58,145
<b>Mineral properties</b> (note 7)	<u>16,869,049</u>	<u>15,006,883</u>
	<u>\$ 20,767,275</u>	<u>\$ 20,090,107</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Current</b>		
Accounts payable and accrued liabilities (note 8)	\$ <u>1,429,458</u>	\$ <u>609,944</u>
Commitment (note 11)		
<b>Shareholders' equity</b>		
Capital stock (note 9)	25,201,799	25,195,229
Contributed surplus (note 9)	8,065,462	7,876,274
Deficit	<u>(13,929,444)</u>	<u>(13,591,340)</u>
	<u>19,337,817</u>	<u>19,480,163</u>
	<u>\$ 20,767,275</u>	<u>\$ 20,090,107</u>

**Nature of operations** (note 1)  
**Subsequent events** (note 12)

**On behalf of the Board:**

*"J. Scott Drever"*

**DIRECTOR**

*"Graham C. Thody"*

**DIRECTOR**

**GOLDSOURCE MINES INC.****STATEMENTS OF OPERATIONS, COMPREHENSIVE LOSS and DEFICIT**

(Unaudited – Prepared by Management)

<b>For the three months ended March 31</b>		
	<b>2010</b>	<b>2009</b>
<b>EXPENSES</b>		
Administrative and management remuneration (note 8)	\$ 87,620	\$ 50,346
Insurance	15,675	15,406
Investor relations	5,368	33,603
Office and general	16,856	24,180
Professional fees (note 8)	27,070	22,407
Rent and telephone	7,897	6,447
Shareholder communications	3,152	18,786
Stock based compensation	171,249	92,096
Trade shows and conferences	7,522	5,459
Transfer agent and regulatory fees	2,948	12,646
<b>LOSS BEFORE OTHER ITEMS</b>	<u>345,357</u>	<u>281,376</u>
<b>OTHER ITEMS</b>		
Interest income	(5,253)	(75,793)
Unrealized gain on held-for-trading securities (note 5)	<u>(2,000)</u>	<u>-</u>
<b>NET AND COMPREHENSIVE LOSS FOR THE PERIOD</b>	<u>(338,104)</u>	<u>(205,583)</u>
<b>DEFICIT, beginning of period</b>	<u>(13,591,340)</u>	<u>(11,439,745)</u>
<b>DEFICIT, end of period</b>	<u>\$ (13,929,444)</u>	<u>\$ (11,645,328)</u>
<b>Basic and diluted loss per share</b>		
	<u>\$ (0.02)</u>	<u>\$ (0.01)</u>
<b>Weighted average number of common shares outstanding</b>		
	<u>19,871,508</u>	<u>19,342,514</u>

*See accompanying notes*

**GOLDSOURCE MINES INC.**  
**STATEMENTS OF CASH FLOWS**  
(Unaudited – Prepared by Management)

<b>For the three months ended March 31</b>		
	<b>2010</b>	<b>2009</b>
<b>Cash provided by (used in):</b>		
<b>OPERATING ACTIVITIES</b>		
Net loss for the period	\$ (338,104)	\$ (205,583)
Stock based compensation	171,249	92,096
Unrealized gain on held-for-trading securities	(2,000)	-
Changes in operating assets and liabilities		
Amounts receivable and prepaid expenses	191,008	(162,231)
Accounts payable and accrued liabilities	<u>13,850</u>	<u>(148,253)</u>
	<u>36,003</u>	<u>(423,971)</u>
<b>FINANCING ACTIVITIES</b>		
Capital stock issued	<u>4,050</u>	<u>9,500</u>
<b>INVESTING ACTIVITIES</b>		
Short term investments	2,007,976	2,832,362
Mineral properties	(2,279,701)	(4,268,886)
Refund of quarry permits	1,248,413	-
Purchase of equipment	<u>(1,121)</u>	<u>(32,011)</u>
	<u>975,567</u>	<u>(1,468,535)</u>
<b>Increase (decrease) in cash</b>	1,015,620	(1,883,006)
<b>Cash , beginning of period</b>	<u>355,751</u>	<u>2,757,014</u>
<b>Cash, end of period</b>	<u>\$ 1,371,371</u>	<u>\$ 874,008</u>
<b>Supplemental disclosure with respect to cash flows</b>		
Stock based compensation capitalized to mineral properties	\$ 20,459	\$ 11,712
Accounts payable and accrued liabilities included in mineral properties	1,391,830	1,271,550
Amortization of equipment capitalized to mineral properties	4,755	2,406
Interest received	6,271	68,155

See accompanying notes

**1. NATURE OF OPERATIONS**

Goldsource Mines Inc. (the "Company") is subject to the jurisdiction of the Province of British Columbia pursuant to the British Columbia Business Corporations Act.

The Company is in the process of exploring its coal properties and has not yet identified a commercial resource. The recoverability of the carrying values of coal properties is dependent upon the discovery of an economically recoverable resource and the Company obtaining the necessary financing to complete exploration, development and construction of processing facilities, obtaining government approvals and attaining future profitable production of the mineral resources.

The Company's interim financial statements have been prepared in accordance with Canadian GAAP using standards for interim financial statements and do not contain all of the information required for annual financial statements. The statements follow the same accounting policies and methods of application as our most recent annual financial statements. Accordingly, they should be read in conjunction with our most recent annual financial statements. Certain comparative figures have been reclassified to conform to the presentation adopted for the current period. All dollar amounts are disclosed in CAD currency unless otherwise stated.

These financial statements have been prepared on a going concern basis, which assumes the Company will realize its assets and discharge its liabilities in the normal course of business. The Company has incurred significant operating losses to date and its ability to continue as a going concern is dependent on its ability to attain profitable operations or continue to raise financing. The Company has approximately \$2.4 million in working capital as of March 31, 2010, which management deems is sufficient to meet the Company's current business objectives for the foreseeable future.

**2. ADOPTION OF INTERNATIONAL FINANCIAL REPORTING**

In 2006, the Canadian Accounting Standards Board ("AcSB") published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five year transitional period. In February 2008 the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada's own GAAP. The date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The adoption date of January 1, 2011 will require the restatement for comparative purposes of amounts reported by the Company for the year ended December 31, 2010 and the 2010 quarterly interim periods.

The detailed assessment is ongoing and to date the Company has identified presentation and disclosure, mineral property, plant and equipment, future income taxes, and share based payments as areas where the adoption of IFRS may have a material effect on the Company's financial reporting, processes and controls. The Company is also assessing the available elections under IFRS to determine the effect of each election to the Company.

**3. MANAGEMENT OF CAPITAL**

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties. The Company considers as its capital its shareholders' equity.

The Company manages and adjusts its capital structure when changes to the risk characteristics of the underlying assets or changes in economic conditions occur. To maintain or adjust the capital structure, the Company may attempt to issue new shares or dispose of certain of its assets.

In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets which are revised periodically based on the results of its exploration programs, availability of financing and industry conditions. Annual and materially updated budgets are approved by the Board of Directors'.

There are no external restrictions on management of capital.

**3. MANAGEMENT OF CAPITAL (continued)**

In order to maximize ongoing development efforts, the Company does not pay out dividends. The Company's investment policy is to invest any excess cash in liquid short term interest-bearing instruments. When utilized, these instruments are selected with regard to the expected timing of expenditures from continuing operations. The Company currently has sufficient capital resources to meet its planned operations and administrative overhead expenses through its current operating period. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration and development activities. The Company believes it will be able to raise capital as required in the long term, but recognizes there will be risks involved that may be beyond its control.

**4. FINANCIAL INSTRUMENTS RISK EXPOSURE AND MANAGEMENT**

The Company is exposed to various financial instrument risks and assesses the impact and likelihood of this exposure. These risks include liquidity risk, credit risk, and interest rate risk. Where material these risks are reviewed and monitored by the Board of Directors.

**a. Capital Risk Management**

The Company manages its capital to safeguard the Company's ability to continue as a going concern, to provide adequate returns to shareholders and benefits to other stakeholders, and to have sufficient funds on hand for business opportunities as they arise.

The Company considers the items included in the shareholder's equity as capital. The Company manages the capital structure and makes adjustment to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares through private placements, sell assets, incur debt, or return capital to shareholders. As at March 31, 2010 the Company did not have any debt and is not subject to externally imposed capital requirements.

**b. Liquidity Risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has in place a planning and budgeting process to help determine the funds required to ensure the Company has the appropriate liquidity to meet its operating and growth objectives. The Company's cash is invested in business accounts with quality financial institutions and which is available on demand for the Company's programs, and is not invested in any asset backed commercial paper. However, the Company will require significant additional funding in the future to continue to explore its coal properties. Accordingly, there is a risk that the Company may not be able to secure adequate funding on reasonable terms, or at all, at that future date.

**c. Credit Risk**

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets including cash, short term investments and amounts receivable. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash and short term investments with high-credit quality financial institutions. Receivables are due primarily from a government agency.

**d. Interest Rate Risk**

The Company's exposure to interest rate risk arises from the interest rate impact on its cash and cash equivalents. The Company's practice has been to invest cash at floating rates of interest, in cash equivalents, in order to maintain liquidity, while achieving a satisfactory return for shareholders. There is minimal risk that the Company would recognize any loss as a result of a decrease in the fair value of any guaranteed bank investment certificates included in cash as they are generally held with large financial institutions. As at March 31, 2010, with all other variables unchanged, a 1 percentage point change in interest rates would not have a significant impact on the Company's loss and comprehensive loss for the period.

**Financial instruments carrying value and fair value**

The Company's financial instruments as at March 31, 2010 consist of cash, short term investments, held-for-trading securities, amounts receivable and accounts payable and accrued liabilities. The fair value of cash, short term investments, amounts receivable and accounts payable and accrued liabilities approximate their carrying amounts due to their short terms to maturity. The fair value of the held-for-trading securities is based on exchange traded values. The held-for-trading securities are classified as level 1 within the fair value hierarchy.

**GOLDSOURCE MINES INC.**

NOTES TO THE FINANCIAL STATEMENTS  
 FOR THE THREE MONTH PERIOD ENDED MARCH 31, 2010

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**5. HELD-FOR-TRADING SECURITIES**

	March 31, 2010	December 31, 2009
Held-for-trading securities: Westcore Energy Ltd.	\$ 60,000	\$ 50,000
Unrealized gain on held-for-trading securities	2,000	10,000
	<u>\$ 62,000</u>	<u>\$ 60,000</u>

Under Canadian GAAP held-for-trading securities are to be recorded at fair value (marked to market) at the balance sheet date and the resulting gains or losses are to be included in the results for the period. As at March 31, 2010, the Company has an unrealized mark-to-market gain of \$2,000.

**6. EQUIPMENT**

	March 31 2010			December 31 2009		
	Cost	Accumulated Amortization	Net Book Value	Cost	Accumulated Amortization	Net Book Value
Equipment and furniture	\$ 10,275	\$ 1,509	\$ 8,766	\$ 9,953	\$ 995	\$ 8,958
Field equipment	33,424	7,685	25,739	33,424	6,014	27,410
Computer hardware	3,100	1,025	2,075	2,300	767	1,533
Computer software	11,892	7,161	4,731	11,893	5,674	6,219
Vehicles	16,500	3,300	13,200	16,500	2,475	14,025
	<u>\$ 75,191</u>	<u>\$ 20,680</u>	<u>\$ 54,511</u>	<u>\$ 74,070</u>	<u>\$ 15,925</u>	<u>\$ 58,145</u>

During the three month period ended March 31, 2010 amortization of \$4,755 (2009 - \$2,406) was capitalized to mineral property expenditures.

**7. MINERAL PROPERTIES**

By agreement ("MPI Agreement") dated April 12, 2006 and amended May 1 and May 15, 2008 with Minera Pacific Inc., ("Minera") the Company acquired the exclusive rights to use certain information generated from Minera's proprietary UMSERT Methodology which will assist the Company in identifying areas in Saskatchewan and Manitoba that may be prospective for minerals.

In order to maintain the exclusive rights to use the Information, the Company agreed to pay staged cash payments over a period of two years to Minera totalling \$160,000 (\$160,000 paid) and issue a total of 325,000 common shares of the Company (250,000 shares issued) over a period of four years and, by the end of the fifth year, pay an additional \$500,000 or issue 250,000 common shares, whichever is the lesser, as determined by the Company in its sole discretion. The Company on April 12, 2010 made the next payment by issuing 75,000 common shares.

The Company has also agreed to pay to Minera \$1,000,000 (Feasibility Payment) in the event that the Company completes an independent feasibility study on any property acquired by the Company as a result of the UMSERT Methodology. The Company has agreed to make non-refundable payments to Minera of \$100,000 in each of the third (\$100,000 paid), fourth and fifth years from the effective date of the Agreement as advances against the Feasibility Payment. Minera is further entitled to receive a 2% gross overriding royalty ("GOR") on commercial production from any such property, and the Company is entitled at any time to purchase one-half of the GOR for \$2,000,000. The next payment of \$100,000 was due on or before April 12, 2010 but has been deferred pending negotiations to restructure the payment schedule.

The Agreement may be terminated by the Company at any time upon written notice to Minera, in which case Minera may elect to receive an assignment of any properties acquired by the Company as a result of the UMSERT Methodology.

By amendments dated May 1 and May 15, 2008, the MPI Agreement was extended whereby MPI will use its ability, knowledge and technical methodology to assist the Company in locating properties in other areas in Saskatchewan and Manitoba which may be prospective for minerals. In consideration for this, the Company agreed to pay MPI \$100,000 for each property area acquired by the Company, payable as to \$25,000 within 30 days (\$25,000 paid) of the date of acquisition of the first property and a further \$75,000 on the first anniversary of the initial payment on condition that the Company continues to hold at that time a property within such area.

- (a) **Border Property** - Coal permits on 128,352 (2009 – 128,352) hectares located in Saskatchewan.
- (b) **Ballantyne Property** - Coal permits on 184,496 (2009 – 184,496) hectares located in Saskatchewan.
- (c) **Manitoba Properties** - 8 quarry coal permits on 44,664 (2009 – 44,664) hectares located in Manitoba.



**GOLDSOURCE MINES INC.**

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE THREE MONTH PERIOD ENDED MARCH 31, 2010

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**7. MINERAL PROPERTIES (continued)**

March 31, 2010	Saskatchewan			Total 2010
	Border Property	Ballantyne Property	Manitoba Properties	
Balance, December 31, 2009	\$ 12,393,493	\$ 397,093	\$ 2,216,297	\$ 15,006,883
Additions:				
Acquisition and holding costs:				
Permit application (recovery) and holding costs	23,299	-	(1,248,488)	(1,225,189)
	<u>23,299</u>	<u>-</u>	<u>(1,248,488)</u>	<u>(1,225,189)</u>
Exploration expenditures:				
Air charter	18,215	-	-	18,215
Assays and laboratory	149	-	-	149
Camp rental	114,912	-	-	114,912
Drilling	618,838	98,222	159,363	876,423
Fuel	153,100	19,093	13,389	185,582
Geophysical services	151,245	-	28,960	180,205
Operations and general	215,541	102,094	50,806	368,441
Personnel and related costs	127,526	6,167	3,862	137,555
Site support	532,065	393,263	27,315	952,643
Stock based compensation	20,459	-	-	20,459
Technical consultants	231,390	398	-	231,788
Transport	983	-	-	983
	<u>2,184,423</u>	<u>619,237</u>	<u>283,695</u>	<u>3,087,355</u>
Subtotal 2010 additions	<u>2,207,722</u>	<u>619,237</u>	<u>(964,793)</u>	<u>1,862,166</u>
Balance, March 31, 2010	\$ 14,601,215	\$ 1,016,330	\$ 1,251,504	\$ 16,869,049

2009	Saskatchewan			Total 2009
	Border Property	Ballantyne Property	Manitoba Properties	
Balance, December 31, 2008	\$ 3,795,566	\$ 215,913	\$ 1,411,677	\$ 5,423,156
Additions:				
Acquisition and holding costs:				
Acquisition costs	201,250	25,000	25,000	251,250
Permit application (recovery) and holding costs	(4,881)	7,500	57,866	60,485
	<u>196,369</u>	<u>32,500</u>	<u>82,866</u>	<u>311,735</u>
Exploration expenditures:				
Air charter	574,357	-	-	574,357
Assays and laboratory	161,488	-	-	161,488
Camp rental	539,211	-	-	539,211
Drilling	2,641,633	-	222,495	2,864,128
Fuel	302,014	-	10,244	312,258
Geophysical services	553,997	131,000	368,544	1,053,541
Operations and general	772,945	-	45,596	818,541
Personnel and related costs	641,022	-	25,340	666,362
Roads and pad construction	553,024	-	-	553,024
Site support	1,155,167	-	13,675	1,168,842
Stock based compensation	149,125	-	-	149,125
Technical consultants	353,401	17,680	35,360	406,441
Transport	54,174	-	500	54,674
Westcore Agreement recovery costs	(50,000)	-	-	(50,000)
	<u>8,401,558</u>	<u>148,680</u>	<u>721,754</u>	<u>9,271,992</u>
Subtotal 2009 additions	<u>8,597,927</u>	<u>181,180</u>	<u>804,620</u>	<u>9,583,727</u>
Balance, December 31, 2009	\$ 12,393,493	\$ 397,093	\$ 2,216,297	\$ 15,006,883

**GOLDSOURCE MINES INC.**

NOTES TO THE FINANCIAL STATEMENTS  
 FOR THE THREE MONTH PERIOD ENDED MARCH 31, 2010

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**8. RELATED PARTY TRANSACTIONS**

The Company entered into the following transactions with related parties:

- a) Paid \$30,000 (2009 - \$30,000) for management fees to a company owned by an officer and director of the Company.
- b) Paid or accrued \$21,188 (2009 - \$9,997) for legal fees which were included in professional fees to a law firm of which an officer of the Company is a partner.

Included in accounts payable and accrued liabilities at March 31, 2010 is \$5,536 (2009 - \$7,715) due to a law firm of which an officer of the company is a partner and \$6,000 (2009 - \$7,875) due to a director 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.

**9. CAPITAL STOCK AND CONTRIBUTED SURPLUS****Authorized**

Unlimited number of common shares without nominal or par value

Unlimited number of preference shares without nominal or par value (none outstanding)

**Issued and fully paid - common shares**

	Number of Shares	Capital Stock	Contributed Surplus
<b>As at December 31, 2008</b>	19,336,658	\$ 24,851,469	\$ 6,398,051
Issued pursuant to acquisition of mineral	75,000	101,250	-
Issued pursuant to exercise of stock options	459,500	242,510	(84,900)
Stock based compensation	-	-	1,563,123
<b>As at December 31, 2009</b>	19,871,158	25,195,229	7,876,274
Issued pursuant to exercise of stock options	4,500	6,570	(2,520)
Stock based compensation	-	-	191,708
<b>As at March 31, 2010</b>	19,875,658	\$ 25,201,799	\$ 8,065,462

**10. STOCK OPTIONS****Stock options**

The Company has a fixed number stock option plan under which it is authorized to grant stock options to executive officers, directors, employees and consultants enabling them to acquire issued and outstanding common stock of the Company. There are a maximum of 3,850,000 common shares reserved for issuance. The exercise price of each option equals the market price of the Company's stock as calculated on the date of the grant. The options can be granted for a maximum term of 10 years and certain options to employees and consultants vest over periods of time, determined by the board of directors.

Stock option transactions and the number of stock options outstanding are summarized as follows:

	Number of Options	Weighted Average Exercise Price
<b>As at December 31, 2008</b>	1,973,500	\$ 1.01
Issued	1,500,000	\$ 1.33
Exercised	(459,000)	\$ 0.34
Cancelled	(37,500)	\$ 0.38
<b>As at December 31, 2009</b>	2,977,000	\$ 1.08
Exercised	(4,500)	\$ 0.90
<b>As at March 31, 2010</b>	2,972,500	\$ 1.08
<b>Exercisable at March 31, 2010</b>	2,190,750	\$ 0.99

**GOLDSOURCE MINES INC.**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE THREE MONTH PERIOD ENDED MARCH 31, 2010

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**10. STOCK OPTIONS (continued)**

<b>Number of Options</b>	<b>Exercise Price</b>	<b>Expiry Date</b>
789,000	\$ 0.90	December 23, 2010
433,000	\$ 0.38	April 23, 2013
100,000	\$ 1.33	June 2, 2013
100,000	\$ 1.33	October 9, 2013
50,000	\$ 1.50	December 15, 2013
1,475,000	\$ 1.33	May 22, 2014
25,000	\$ 1.58	November 19, 2014
<u>2,972,000</u>		

The weighted average remaining contractual life of options outstanding at March 31, 2010 is 3 years.

**11. COMMITMENT**

The Company has entered into an operating lease agreement for office space. This agreement requires the Company to make the following lease payments:

	<b>Office Lease</b>
Year ending December 31, 2010	\$ 49,491
Year ending December 31, 2011	49,491
Year ending December 31, 2012	<u>28,870</u>
	<u>\$ 127,852</u>

**12. SUBSEQUENT EVENTS**

- a) On April 12, 2010, the Company issued 75,000 common shares pursuant to the Minera Pacific Inc. Agreement.
- b) The Company granted 25,000 incentive stock options to an employee, with a price of \$1.37 exercisable until May 4, 2015.