PETERS MINE PROJECT,

GUYANA

PREPARED FOR GUYANA GOLDFIELDS INC.

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DISCLAIMER

This report has been prepared by Cargill for Guyana Goldfields and shall not be used nor relied upon by any other party or for any other purpose without the written consent of Cargill.

PROPERTY DESCRIPTION AND LOCATION

The Peters Mine Property is wholly owned by Guyana Goldfields. The property consists of one mining concession covering 3,382.6 ha (8,358.4 acres). The terms and conditions under which Guyana Goldfields holds the property are set out in an agreement between the Government of Guyana and Guyana Goldfields. Under the terms of this agreement, Guyana Goldfields must make specific property payments and file reports of ongoing work.

ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE AND PHYSIOGRAPHY

The Peters Mine Concession (6º 12' N, 59º 22' W) is in the rain forest on the Puruni River about 160 km southwest of Georgetown, capital of Guyana. The nearest settlement, 90 km away, is the town of Bartica at the junction of the Essequibo, Mararuni and Cuyuni Rivers.

HISTORY

The Peters Mine deposit was discovered in 1904 and initially worked by a New York syndicate. A small tonnage was mined a comparatively high grades. A further attempt at mining occurred between 1915 and 1916.

There have been several periods of exploration on the property. These include:

- Airborne geophysical work by the United Nations Revolving Fund and the Guyana Geology and Mining Commission (GGMC) in the early 1960s.
- Drilling by the GGMC in 1965.
- Underground exploration by Lion Mines in 1968 and 1969.
- South American Goldfields ltd. and Homestake Mining Company completed an integrated exploration program on the property in 1987.
- Guyana Goldfields acquired the property in 1996.
- Guyana Goldfields completed a number of work programs prior to the year 2000.

Cargill (2000) prepared an estimate of Mineral Resources hosted in tailings and saprolite. These estimates have been restated to conform to NI 43-101 are set out below under Mineral Resource and Mineral Reserve Estimates in this Summary.

Ash (2001) prepared a pre-feasibility study of the Peters Mine project in 2001 based on the results of Cargill (2000). This work demonstrated that mining would potentially be profitable. This report is considered to be stale-dated because of changes to costs and prices and because of the new diamond drilling results.

GEOLOGICAL SETTING

REGIONAL GEOLOGY

The Guiana Shield is the northern part of the Amazon Craton. The Peters Mine property lies within the Maroni-Itacaiúnas Province comprising greenstone belts separated by granulite and gneissic-migmatite terrains. There area number of significant gold deposits in the Province.

LOCAL GEOLOGY

The Peters Mine property is underlain by greenstones, volcaniclastic sediments and intrusives (Barama-Mazaruni Supergroup), which are locally unconformably overlain by conglomerates and sandstones probably the middle Proterozoic Roraima Supergroup. The Mango Trend Deformation Zone (MTDZ) separates basic metavolcanic rocks in the west from felsic intrusive rocks in the east.

PROPERTY GEOLOGY

The Main Shaft area is in the north central part of the concession about 1.25 km north of the camp on the Puruni River. Most underground workings are in this immediate area. Surface and underground maps show a strong flexure in the north-south trend of the MTDZ. The flexure has been attributed to an east-west trending fault south of the Main Shaft area but there is little evidence for this interpretation. In the immediate mine area, the foliation strikes northeast and dips steeply northwest. The zone developed in the underground openings includes five major veins, which parallel the schistosity and dip at about 70º NW. The main veins are up to 7.6 m wide and had reported grades about 12 g/t Au.

DEPOSIT TYPES

Deposit types present on the Peters Mine property include primary, structurally-controlled, epigenetic mineralization. The mineralization may occur as vein-hosted mineralization and/or in distinct wall rock alteration zones. As well, saprolite-hosted secondary mineralization is present in the weathered zone on the property.

MINERALIZATION

Mineralization on the Peters Mine property is typically hosted in quartz veins characterized by sericite alteration. Gold is typically free milling and associated with pyrite, sphalerite and molybdenite. Gold is also present in the saprolite zone.

EXPLORATION

The objectives of the 2003 diamond drilling campaign included:

- To attempt to confirm and potentially to expand the historical Mineral Resources at the Peters Mine site. The drilling prior to 2000 on the site employed a number of different types of drills including Winkie drills and Vibra Core drills. One of the subsidiary purposes of the 2002 diamond drilling was to attempt to obtain better quality samples in the saprolite zone.
- To complete some initial diamond drilling on the Incline Shaft area.

DRILLING

In 1993, Guyana Goldfields completed a further program of diamond drilling on the Peters Mine Property. This work was completed under the supervision of Mr. R. Calhoun, P.Geo. a registered geologist employed by Guyana Goldfields. Diamond drilling was completed between March 16, 2003 and June 30, 2003. The work consisted of 18 holes at Peters Mine and 3 holes at Incline Shaft.

SAMPLING METHOD AND APPROACH

Core sampling in the saprolite zone was carried out with a knife and in the primary zone with a Longyear splitter.

SAMPLE PREPARATION, ANALYSES AND SECURITY

Samples were transported to the laboratory of Loring Laboratories (Guyana) Ltd. (Loring) in Georgetown by company personnel. Samples were assayed for gold using a standard fire assay with an atomic absorption spectrometry follow-up on 1-assay tonne samples.

DATA VERIFICATION

Cargill completed some check assays at SGS Laboratories (SGS) in Toronto. Some further comparison assaying is recommended for Peters Mine work in future.

ADJACENT PROPERTIES

There are no properties adjacent to the Peters Mine property at this time.

MINERAL PROCESSING AND METALLURGICAL TESTING

Preliminary metallurgical testing of two, 50 kg samples of saprolite and tailings was carried out by Knappes, Cassiday & Associates, Reno, Nevada (Anon, 2002). Column Leaching and Bottle Roll tests both yielded gold recoveries of greater than 90 %.

There has not been any metallurgical testing done on the primary gold mineralization.

MINERAL RESOURCE AND MINERAL RESERVE ESTIMATES

The previous estimate of Mineral Resources was prepared by Cargill (2000). This statement was prepared prior to the establishment of NI 43-101 and was not prepared meet the standards set out in the instrument. It was also prepared prior to the publication in October 2000 of the "CIM Standards on Mineral Resources and Reserves – Definitions and Guidelines". However, the estimate was prepared to conform to the standards set out by the Canadian Securities Administrators under Policy 2-A.

The Cargill estimate has now been restated to conform to NI 43-101. These data are set out below together with details of the estimation criteria. The Mineral Resources of the Peters Mine property are:

Medium	Indicated		Inferred	
	Tonnes	**Au g/t**	**Tonnes**	**Au g/t**
Tailings	420,000	1.9	77,000	2.1
Saprolite			276,000	3.0
Total	420,000	1.9	353,000	2.8

OTHER RELEVANT DATA AND INFORMATION

Cargill is not aware of any other relevant data and information.

INTERPRETATION AND CONCLUSIONS

1. The Peters Mine Property is in a granite and greenstone terrain of Proterozoic age.
2. Gold mineralization is associated with structurally controlled quartz veins and stockworks.
3. There are five gold occurrences, Main Zone, U-2 Adit, Incline Shaft, Herolds Hill and Red Hill in a north-south shear zone along the contact of a granitic intrusive. The geology of the Long Strike prospect is not known at present.
4. The best known occurrence is the Main Zone. Here gold occurs in quartz veins associated with bedding planes and axial plane of a tight, westward plunging, antiform structures. The larger quartz veins appear to be dilational zones on the bedding planes near the fold axis. The fold appears to be isoclinal and detached from the bedding. The short strike length and steep plunge of the fold structure make it a very difficult target for diamond drilling.
5. At the Main Zone in addition to the hardrock gold mineralization associated with quartz veins, there is a capping zone of saprolitic gold mineralization in weathered altered rocks adjacent to the quartz veins. This soft near surface material can be mined at a very low cost and the gold can probably be extracted by low cost heap of vat leaching.
6. The hard rock exploration targets at the Main Zone are quartz vein hosted gold mineralization associated with a series of detached steeply plunging, isoclinal, fold noses. The largest quartz veins appear to have been in dilational zones along bedding planes. There is probably a zone of gold mineralization associated with the wallrock alteration around the individual quartz veins or quartz vein stockworks.
7. There is much less information on the other five zones of gold mineralization. However Cargill would treat them as vein systems similar to the Main Zone until there is evidence to the contrary
8. Based on information available Cargill (2000) prepared an estimate of Mineral Resources for the Peters Mine area. The 2003 diamond drilling has not confirmed the Mineral Resource model used in 2000 estimate and may have reduced the overall tonnage of saprolitic material. Cargill recommends that further diamond drilling be completed before any new estimate of Mineral Resources is prepared.

RECOMMENDATIONS

Cargill considers that the character of the Peters Mine property is of sufficient merit to justify the program recommended below.

PHASE ONE

1. For the Main Zone, Cargill recommends reviewing the existing drilling data in terms of the plunging, isoclinal fold model. When the structural characteristics of the fold have been established from the existing data it should be drill tested with two long (±400 m) diamond drill holes. These holes would test the possibility of the known bedding parallel quartz veins being part of an en echelon set of veins. Cargill would recommend each hole drilled at a small angle to axial plane and oriented to hit the plunging fold below the known bedding parallel quartz veins.
2. For the Incline Shaft area, Cargill recommends a program of short diamond drill holes to trace the mineralized quartz vein intersected in the 2003 diamond drilling program. If this zone is similar to the Main Zone it is necessary to obtain more structural information before starting systematic deep drilling.
3. For Herolds Hill, Red Hill, the U-2 Adit and the Long Strike, Cargill recommends drilling a series of short holes to obtain some three dimensional structural information. If these gold anomalies are fold-controlled quartz veins, similar to the Main Zone, more structural information will be needed to assess the showings and to site deeper drill holes.
4. For the Main Zone, Cargill recommends a small site engineering program to ensure that the engineering assumptions about mining and construction conditions are correct.
5. Cargill recommends a reconnaissance program for the southern part of the concession. There are known alluvial (elluvial) gold mining operations south of the Peters Mine concession, which should be related to the gold occurrences on the property.

PHASE TWO

1. The second phase programs would be additional drill to follow up the results of the Phase One program. The siting of the holes is contingent on the results of the Phase 1 drilling as the target priorities may change when the results of the Phase 1 work are evaluated. At this time, Cargill estimates the bulk of the work would be done at the Main Zone and the Incline Shaft areas.

	Unit Cost	**Units**	**Cost**	**Units**	**Costs**
Camp Costs	$5,000/ month	12 months	$60,000	12 months	$60,000
Consultant	$1,000/ day	10 days	$10,000	10 days	$10,000
Project Manager	$10,000 /month	4 months	$40,000	8 months	$80,000
Field Staff	5,000/ month	4 months	$20,000	8 months	$40,000
Drilling	$100/m	2,500 m	$250,000	5,000 m	500,000
Assaying	$20/ assay	1,500	$30,000	2,500	$50,000
Site Engineering			$25,000		
Recon Program			$50,000		
Subtotal			$485,000		$740,000
Contingencies (10%)			$48,500		$74,000
Total			**$533,500**		**$814,000**

INTRODUCTION AND TERMS OF REFERENCE

Cargill Consulting Geologists Limited (Cargill) was retained by Guyana Goldfields Inc. (Guyana Goldfields) to prepare an independent Technical Report consistent with National Instrument 43-101, Companion Policy NI 43-101CP and Form 43-101F1, discussing the company's Peters Mine Project. The purpose of the report is to support a Prospectus that will be used for fund raising by Guyana Goldfields.

Guyana Goldfields holds other properties in Guyana and in other parts of the world. Only the Peters Mine Property is the subject of this report.

Dr. D. George Cargill has visited the Peters Mine Property on two occasions, from January 28, to February 8, 2000 and from May 20 to May 22, 2003. Discussions were held with company personnel familiar with the property on site, in Georgetown, Guyana and in Toronto. Other available sources of information include reports of work by previous property holders and various governmental organizations. Citations for the material are listed at the back of this report.

Metric units and Canadian Dollars ($) are used throughout this report, unless other units are specified.

This technical report has not included information under Item 25 of National Instrument 43-101 because at this time, the Peters Mine Project is regarded as an exploration property not as a development or production property.

DISCLAIMER

This report has been prepared by Cargill for Guyana Goldfields and shall not be used nor relied upon by any other party or for any other purpose without the written consent of Cargill.

In the preparation of this report Cargill relied on certain information. This includes reports and data supplied by Guyana Goldfields Inc, and data generated by SGS Laboratories (XRAL) in Toronto. Cargill relied upon title information provided by Guyana Goldfields Inc, and did not investigate mineral titles, surface rights, water rights or other similar titles and rights.

Cargill did not audit or review in detail the mineral resource estimates for the Peters Mine Project. Cargill briefly reviewed the database and results in order to reconcile the historical estimates with the CIM resource definitions and to report them as historical estimates under NI 43-101.

PROPERTY DESCRIPTION AND LOCATION

The Peters Mine Property is wholly owned by Guyana Goldfields. The property consists of one mining concession covering 3,382.6 ha (8,358.4 acres). The terms and conditions under which Guyana Goldfields holds the property are set out in an agreement between the Government of Guyana and Guyana Goldfields. Under the terms of this agreement, Guyana Goldfields must:

- Make advance rental payments now amounting to US$1.00/English acre (0.41 ha) while the property remains a Prospecting Licence and advance rental payments of US$5.00/English acre (0.41 ha) when the property is converted to a Mining Licence.
- Provide the Commissioner, by quarterly reports, all information acquired by the Licensee.

- Provide the Commissioner with a copy of the annual work program and budget at least three months prior to the anniversary date of the Prospecting Licence.

Cargill has not examined the title. The property has not been legally surveyed, nor is there any requirement for a legal survey. There are no known environmental liabilities associated with the property. All surface rights within the concession remain the property of the Government of Guyana. There is ample space on the property for tailings and waste disposal.

ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE AND PHYSIOGRAPHY

The Peters Mine Concession (6º 12' N, 59º 22' W) is in the rain forest on the Puruni River about 160 km southwest of Georgetown, capital of Guyana. The nearest settlement, 90 km away, is the town of Bartica at the junction of the Essequibo, Mararuni and Cuyuni Rivers.

The property can be reached by helicopter or river boat and there is also a gravel road from the mouth of the Mazaruni River to the property. The helicopter trip takes about 30 minutes from Timehri Airport, at Georgetown. By riverboat, one travels up the Essequibo River to Bartica and then west on the Mazaruni River and north on the Puruni River to the concession. The river trip takes about six hours when the water conditions are favourable and up to two days when they are not. At present the road is useable by pickup trucks and the drive takes about 2 hours depending on weather conditions. There is a private ferry, which allows trucks to cross the river and reach the Guyana Goldfields field camp.

Georgetown, population of about 250,000, is the largest city in Guyana. Timehri International Airport offers daily flights to North America and Europe. Georgetown is both the centre of government and private business and also provides services to mining and mineral exploration. Among the more important services for mining and exploration available in Georgetown are the Guyana Geology and Mines Commission (GGMC), which provides topographic and geologic maps and information on all prospects and concessions. Other services available include Loring Laboratories (Loring), a fire assay laboratory, as well as drilling, helicopter and boat transport services.

The Puruni River at the Peters Mine area is about 105 m above sea level. Relief on the property is less than 60 m. The entire Puruni River drainage is an uninhabited tropical rainforest. Apart from very local placer workings, and areas of logging near the road, the forest has a dense canopy at 55 m to 60 m and sparse undergrowth. Temperature along the rivers ranges from 29ºC to 32ºC. Under the forest canopy it is humid but cooler. Annual rainfall is in the order of 305 cm per annum but is largely confined to the December-February and May-July rainy seasons. In the dry seasons the Puruni and Mazaruni Rivers become low and navigation through the falls and rapids is slow and expensive.

HISTORY

Gold exploration in Guyana started with an unsuccessful expedition to Berbice in 1720. The principal gold rush was in the 1880s and was triggered by Venezuelan gold miners. The Peters Mine property was discovered by placer miners in 1904. It was sold to a New York syndicate, which worked the property from 1904 to 1909. During this period, 1,240 kg of gold were reported recovered from 63,000 tonnes of ore milled (recovered grade of 19.7 g/t Au). It is also reported that the mill head was about 41 g/t Au and gold recovery was about 75%. Between 1915 and 1916, the mine was re-opened, additional development was done and 34 kg of gold were recovered. There was an brief attempt to recover gold from the old tailings in 1948.

In the early 1960s, the United Nations flew aeromagnetic and electromagnetic (INPUT) surveys in parts of Guyana. The Peters Mine Property was included in this work. In 1965, in conjunction with the United Nations Revolving Fund, the GGMC drilled seven diamond drill holes (1,311 m) at Peters Mine. Results from this program were inconclusive but it suggested the quartz vein system extended to depth.

Lion Mines Limited of Vancouver (Lion Mines) acquired the Peters Mine property in 1968. In 1968 and 1969, it dewatered the mine workings, mapped and sampled the underground workings and drilled six holes (441 m) from the 200 foot (61.5 m) level and seven holes (367 m) from the 300 foot (92.3 m) level. Lion Mines dropped the property when it was unable to obtain a mining lease from the government (Singh, 1991). Guyana Goldfields has been able to obtain only a part of the Lion Mines data.

In 1987, South American Goldfields Ltd. acquired the Peters Mine property and joint ventured it with the Homestake Mining Company (Homestake). The joint venture cut lines, conducted a geochemical sampling program using auger holes 1 m to 10 m deep as well as magnetic, IP and VLF-EM surveys. After drilling three diamond drill holes (552.15 m), the joint venture stopped work.

Guyana Goldfields acquired the property in 1996. The company established an exploration camp and conducted a program of prospecting, line cutting, rock and soil sampling and drilling. Work focused on the Main Zone on the Peters Mine Property, although some exploration was completed on targets along strike within the existing concession. Guyana Goldfields diamond drilling program, to 1998, consisted of 61 holes for 1,607 m (Table 1). They also drilled 108 Vibra Core holes in a tailings deposit created by pork knockers (hand miners) who had sluiced saprolite ore from the hillsides.

TABLE 1 DRILLING PROGRAM TO 1998 (AFTER CAMPBELL, 1998)
Peters Mine Project, Guyana
Guyana Goldfields Inc.

DRILLING PROGRAMS	Type	Drill Holes	Metres
	NQ Drill Holes	21	4,432
	Winkie Holes	40	842
	Vibra Core Holes	108	408.5
	TOTAL	**169**	**5,682.5**
TARGET AREAS			
Peters Mine	NQ Drill Holes	19	4,047
	Winkie Holes	26	501
	Vibra Core Holes	108	408.5
	Subtotal	**153**	**4,956.5**
Herolds Hill	Winkie	7	122
Incline Shaft	Winkie	4	108
IP Anomaly	NQ	2	385
Longstrike	Winkie	3	85
D-Vein	Winkie	1	26
	TOTAL	**169**	**5,682.5**

Based on the results of this work, Cargill (2000) prepared an independent estimate of the Mineral Resources of the Peters Mine area. The criteria used to determine cut-off grade, recoveries and other assumptions were based on estimates set out by Ash (2000). The Cargill estimate was prepared prior to the development of National Instrument 43-101 and the estimate does not meet the criteria established by that instrument. Further, more recent drilling discussed later in this report, changed parts of the geological interpretation for saprolitic material. Notwithstanding these caveats, the estimate is considered indicative of the potential of the Peters Mine area for mineralization in the saprolite zone and in the tailings.

The results of the Cargill 2000 estimate are set out in Table 2.

TABLE 2 HISTORICAL MINERAL RESOURCES STATEMENT, PETERS MINE (AFTER CARGILL, 2000)
Peters Mine Project, Guyana
Guyana Goldfields Inc.

Medium	Indicated		Inferred	
	Tonnes	**Au g/t**	**Tonnes**	**Au g/t**
Tailings	420,000	1.9	77,000	2.1
Saprolite	276,000	3.0		
Total	697,000	2.3	77,000	2.1

Ash (2001) prepared a pre-feasibility study of the Peters Mine based on the statement of Mineral Resources prepared by Cargill (2000). This work concluded that the deposits at Peters Mine should be able to be mined at a significant profit. This report is considered to be stale-dated because of changes in costs and prices and because of the results of the new drilling.

GEOLOGICAL SETTING

Cargill has not carried out independent geological mapping of the Peters Mine property. The geological descriptions rely on information available in the public domain. This information was obtained various geological libraries and citations are included in the back of this report.

REGIONAL GEOLOGY

The Guiana Shield is the northern part of the Amazon Craton (Craton). It is one of the largest cratonic areas in the world covering an area of about 4.3 x 10^5 km^2. The craton is surrounded by Neo-Proterozoic orogenic belts: Tucavaca in Bolivia; Araguaia-Cuiabá in central Brazil; and Toncantins in northern Brazil (Figure 2). The Craton was the western part of the ancestral West African Craton until the opening of the Atlantic Ocean 115 My ago.

The Craton has been divided into six major geochronological provinces based on age determinations (>3,000), structural trends, proportion of lithologies and geophysical trends. Recognized provinces include stable Archean nuclei, the Central Amazonian province, and Paleo-proterozoic and Meso-proterozoic provinces such as Maroni-Itacaiúnas (2.2-1.95 Ga); Ventuari-Tapajós (1.95-1.8 Ga); Rio Negro-Juruena (1.8-1.55 Ga); Rondonian-San Ignácio (1.55-1.30 Ga) and Sunsás (1.30-1.0 Ga).

The Maroni-Itacaiúnas Province contains the gold bearing greenstone belts of the Guinea Shield and is on the northeast side of the Guinea and Guraporé Shields. It consists principally of deformed metavolcanic and metasedimentary units, that typically have been metamorphosed to greenschist and amphibolite facies but there are granulite and gneissic-migmatite terrains.

Hard-rock gold deposits of the Guiana Shield include many types of deposits (Table 2). Gibbs (1993) divided gold deposits into:

1.) Deposits consisting of large auriferous quartz veins in mafic and ultramafic metavolcanic rocks. Examples include El Callao in Venezuela, Wairie, Jubilee Creek and Baramita in Guyana and Lawa in Suriname. Most veins are in rocks metamorphosed to greenschist facies but near rocks of the amphibolite facies.

2.) Deposits in auriferous quartz veins near the contacts of granitic porphyry dikes or stocks. Examples of this type are the Million Mount, Peters Mine, Eagle Mountain, Aurora, Aranka, Yakishuru and Omai occurrences in Guyana.

3.) Deposits associated with tuffaceous, pelitic, carbonaceous and cherty metasediments. These deposits have smaller quartz veins than other types and the quartz may be gray due to graphitic inclusions. Examples include the Eldorado, Kaburi, Honey Camp, Aremu and Tassawini occurrences in Guyana.

Residual enrichment of gold by mechanical removal of the surrounding weathered matrix forms important elluvial zones at most gold deposits in the Guiana Shield. The gold in the surficial zones has been freed from the sulphides by oxidation, which permits the use of low cost recovery systems such as heap leaching.

TABLE 3 MAJOR GOLD OCCURRENCES OF THE GUIANA SHIELD

Peters Mine Project, Guyana
Guyana Goldfields Inc.

Deposit	Description	Reference/Tonnage and Grade
Las Cristinas Venezuela	The deposit is in a greenstone belt composed of a volcano sedimentary assemblage metamorphosed to greenschist facies metamorphism. The greenstones are intruded by numerous granitic bodies and a significant proportion of the greenstones have been eroded and the remainder dismembered, metamorphosed and deformed by the intrusions. Primary Au-Cu mineralization consists of disseminated grains, stringers and veins of pyrite, and chalcopyrite with lesser chalcocite, covellite, molybdenite and specks of visible gold. Four distinct types of mineralization have been recognized, 1.) Tourmaline and Cu-rich breccia, 2.) Pyrite bearing lodes, 3.) Disseminations and stringers, and 4.) Quartz veins. Carbonate alteration, silicification, propylitization were superimposed on a greenschist facies mineral assemblage.	Bernasconi (1998) 226 mt @ 1.1 g/t Au, 0.139 % Cu
El Callao Venezuela	Gold occurs in massive quartz veins, in pyrite in quartz veins, and in shear zones in metavolcanic rocks, metagabbros and metadiabases. There are over 250 veins in the district some as much as 4 km long. Alteration involves development of chlorite, calcite and epidote and swarms of quartz veinlets. They are traditionally associated with the intrusion of the surrounding granites	Gibbs (1993) 1829 to 1980: 124 t of gold were produced The Columbia Vein is estimated to contain 3.0 mt at 12 g/t Au.
Omai Guyana	The Omai stock is a 400 m x 500 m, irregularly shaped intrusive body with a centre of quartz diorite and a border of hornblende porphyry. The intrusive and adjacent andesitic country rocks contain gold mineralization associated small but widespread quartz-carbonate veins. Significant amounts of gold are restricted to the quartz diorite zone of the intrusive. Gold is restricted to veins: 1.) Striking northeast and dipping shallowly to the west, 2.) Striking north and shallow west dipping and 3.) Northwest-striking and steeply northeast dipping to subvertical veins. Most gold is in the first two vein sets.	Cambior AR (1998) 42.9 mt at1.4 g/t Au
Gross Rosebel Surinam	Proterozoic metasedimentary and metavolcanic greenstones intruded by a large tonalitic stock. Gold is associated with at least 5 generations of hydrothermal quartz veins over large areas in the south and north limbs of a westerly plunging syncline. Intense tropical weathering has developed a residual surface laterite and saprolite profile up to 50 m thick.	Cambiex AR (1997) Saprolite Zone 20 mt at 1.6 g/t Au Hard-Rock 11.7 mt at 2.0 g/t Au
Camp Caïman Guyane	Target is sedimentary-hosted gold. Original work tested Proterozoic conglomerates but the best gold occurrences were found in younger sediments.	No estimates
Dorlin Guyane	Underlain by a volcano-sedimentary sequence, Paramaca Group, intruded by younger granitic rocks. The intrusive contact trends north south with local offsetting faults. Most mineralization is in quartz-veins but there is one tourmaline-	Cambior AR (1997) 8.5 mt at 1.3 g/t Au

	quartz-pyrite breccia.	
Yaou Guyane	Yaou has slightly higher grade zones than Dorlin, diorite dykes and laminated sediments are coeval with the Dorlin Volcanics. The geology is more complex and there is more deformation than at Dorlin.	Cambiex AR (1998) 10.3 mt at 2.7 g/t Au
St. Elie Guyane	High-grade quartz vein gold mineralization associated with granitic intrusions into Paramaca greenstones.	No Estimate Average grades are 2.5 g/t Au over 5 m intersections

LOCAL GEOLOGY

The Peters Mine property is underlain by greenstones, volcaniclastic sediments and intrusives (Barama-Mazaruni Supergroup) (Figure 3), which are locally unconformably overlain by conglomerates and sandstones probably the middle Proterozoic Roraima Supergroup. There are basic metavolcanic rocks in the west; a broad shear zone, Mango Trend Deformation Zone (MTDZ), in the centre; and felsic intrusive rocks in the east.

The metavolcanic tuffs and flows are basalt to andesite in composition and metamorphosed to chlorite schists and gneisses (greenschist to amphibolite facies). Minor metasedimentary interbeds include tuffaceous greywackes, pelites and cherts with occasional carbonate lenses. The sediments show no evidence of neighboring continental crust. Intrusive rocks range in composition from tonalities to diorite and are usually referred to as granodiorites. The intrusions are reported to be lower Proterozoic in age contemporaneous with the greenstones.

The overlying Roraima Supergroup conglomerates were observed at Red Hill on the concession and described some kilometres northeast of the property at Million Mount. These conglomerates may be restricted to blocks down dropped on major structures.

The MTDZ is a sequence of strongly foliated and stretched supra-crustal rocks. Although the zone is on the contact between the volcanic rocks and the intrusives; strongly foliated intrusive rocks are not reported. Alteration associated with this zone includes carbonatization, sericitization and silicification. The sericite alteration is associated with quartz veins and stockworks.

The area about the concession can be divided into two distinct structural domains. South of the Million Mount area, located a few kilometres north of the northern boundary of the property, foliation strikes north and dips steeply west. Bedding parallels the foliation, except at Red Hill where it is at a large angle to the foliation. This suggests Red Hill is near the axis of an isoclinal fold. North of Million Mount, the foliation and bedding strike east to southeast and dip steeply south. In a few places bedding is at a large angle to the foliation indicating a fold axis.

Known bedrock gold occurrences associated with the MDTZ include Red Hill, Herolds Hill, Incline Shaft, Peters Mine (Main Shaft) and U-2 Adit. The controls for the Long Strike prospect are unclear at this time. There are also bedrock gold occurrences off the concession at the Reid and De Freijos occurrence on Jubilee Creek and Million Mount. All occurrences are near small intrusive bodies.

Significant alluvial/elluvial deposits and former mining operations occur at Red Hill on the Peters Mine property, and on Jubilee Creek, at Million Mount and at Mara Mara, which lie north of the property. Alluvial deposits in Guyana are believed to have formed under humid tropical conditions, which existed throughout the Quaternary. The deposits show little influence of fluvial transport and are dominantly residual in nature (Claus and Giles, 1997).

PROPERTY GEOLOGY

The Main Zone is in the north central part of the concession about 1.25 km north of the camp on the Puruni River (Figure 3). Most underground workings are in this immediate area. Surface and underground maps show a strong flexure in the north-south trend of the MTDZ. The flexure has been attributed to an east-west trending fault south of the Main Shaft area but there is little evidence for this interpretation. In the immediate mine area, the foliation strikes northeast and dips steeply northwest. The zone developed in the underground openings includes five major veins, which parallel the schistosity and dip at about 70^{o} NW. The main veins are up to 7.6 m wide and had reported grades about

12 g/t Au. The large quartz veins change along strike to quartz vein stockworks. Barron (1972) suggested the massive veins and the stockworks were caused by different responses of massive rocks (quartzite) and more fissile rocks (volcaniclastic sediments) to the same stress conditions. As all the rocks near the veins are intensely altered, sericitized and silicified, it is difficult to establish the distribution of different rock types.

Barron (1972) also noted the northeast flexure on the overall north-south foliation plunged to the northwest.

DEPOSIT TYPES

There are two types of deposits on the property. First are the lode gold deposits in the bedrock and second are supergene gold deposits developed by weathering of the lode gold deposits. Cargill believes that the lode deposits in Guyana, like those in Ghana, are best approximated by the “Archean lode-gold deposit type” even though they are in rocks of Proterozoic age. Yates and Vanderhor (1998) recently published an exploration model for this type of deposit and the following description is drawn from their model.

These deposits range from 0.5 t Au to 1,600 t Au with the most common size in the 1 t to 20 t Au range. Grades are typically >5 g/t Au (underground) and >1 g/t Au (open cast). Deposits are usually hosted in linear belts in the greenstone parts of granite-greenstone terranes. Structurally they have a late, syn- to post-peak metamorphic timing. Most of the major deposits are in areas of greenschist facies metamorphism. They occur in diverse structural settings but often near major regional shear zones and near hinges of upright antiforms.

Deposits can occur in any host rock but most common in the more competent rocks. They often occur along the sheared margins of competent lithologies such as granitic intrusives. Other locations are jogs or splays in shear zones, the intersection of a shear zone with a favorable host rock and a competent rock in a sequence of less competent rocks.

The mineralization is structurally controlled and epigenetic. It may be present in veins and/or distinct wallrock alteration zones. Pyrite and arsenopyrite are the main sulphide species at low metamorphic grades. Wallrock alteration forms a zoned halo 0.2 m to 200 m wide. Alteration is related to potassium, oxygen, sulphur and carbon dioxide metasomatism. Subtle distal K-CO metasomatism can be explored using alteration indices and trace-element distribution. Trace elements include Ag, As, B, Bi, Mo, Pb, Sb, Te, and W. There is typically a low anomalous base metal content.

An exploration model for supergene gold deposits was presented by Butt (1998) and the following information is taken from this paper. Economic or near-economic supergene concentrations of gold occur in deeply weathered regolith in most climatic zones. They are mostly small (<1.5 Mt), low grade (1.5–5.0 g/t Au) relative or absolute accumulations, characterized by predominantly secondary gold with some residual primary gold and occasional nuggets.

Butt (1998) divides the deposits into lateritic and saprolitic supergene deposits. Cargill believes that the weathered rocks, which contain the gold at Peters Mine, are best described as saprolites. Although these rocks are almost completely weathered their original textures and structures are easily recognized. Butt's (1998) description of saprolites as rocks, which are usually found and probably formed in semi-arid climates doesn't fit these rocks in the centre of the Amazon rain forest. However some of his other criteria fit very well. He says that saprolite deposits are confined to weathered primary source rocks or laterally dispersed in weathered wall rocks in sub-horizontal zones. At the Peters Mine gold in the saprolite appears to have very little lateral dispersion. He describes the gold as dominantly secondary, as irregular grains, octohedra, dodecahedra and plates, of high fineness, and residual primary grains are more abundant at depth. The Peters Mine has not been studied in enough detail to know if these criteria apply.

MINERALIZATION

In the Main Zone, gold is associated with quartz veins characterized by sericite alteration envelopes. Minerals associated with gold include pyrite, sphalerite, and molybdenite. Most gold is free but there is little information on the exact position of gold in the veins or its association with the sulphide minerals.

Gold is also present in the saprolite zone. Comparatively deep weathering is present in much of Guyana reflecting the climate and topography.

At the Incline Shaft, known mineralization is gold in a quartz vein. The old shaft is full of water and there is no information on the geology or mineralization in the shaft.

At Herolds Hill, the targeted mineralization is gold in quartz veins. However Guyana Goldfields have not found anything beyond geochemical values of gold.

EXPLORATION

The objectives of the 2003 diamond drilling campaign included:

- To attempt to confirm and potentially to expand the historical Mineral Resources at the Peters Mine site. The drilling prior to 2000 on the site employed a number of different types of drills including Winkie drills and Vibra Core drills. One of the subsidiary purposes of the 2002 diamond drilling was to attempt to obtain better quality samples in the saprolite zone.
- To complete some initial diamond drilling on the Incline Shaft area.

DRILLING

In 1993, Guyana Goldfields completed a further program of diamond drilling on the Peters Mine Property. This work was completed under the supervision of Mr. R.

Calhoun, P.Geo. a registered geologist employed by Guyana Goldfields. Diamond drilling was completed between March 16, 2003 and June 30, 2003.

Diamond drilling was carried out by Carib Drilling and Exploration Inc. based in Georgetown, Guyana.

Summary diamond drill logs and a list of intersections with grades over 1 g/t Au are set out in Appendix 4. The individual grades listed in the composites are uncut. The ranges of grades are such that cutting is unlikely for any of the assays.

The results of the 2003 diamond drilling program may have reduced the size of the Mineral Resources model developed by Cargill (2000). It is considered that further diamond drill testing of the Peters Mine area be completed before any new estimate of Mineral Resources is attempted.

TABLE 4 DIAMOND DRILL HOLES COMPLETED IN 2003.
Peters Mine Project
Guyana Goldfields Inc.

Drill Hole	SECTION	EAST	NORTH	ELEV.	LENGTH (m)	Azimuth	Dip
34	60	5013.48	4843.44	474.97	197.05	135	-75
47	80	4982.91	4905.81	475.96	85.15	135	-75
46	80	4995.98	4889.52	469.37	62.4	135	-75
45	100	5001.12	4912.13	469.08	113.95	135	-75
44	100	5028.94	4888.42	467.83	105.6	135	-75
42	120	5039.4	4915.5	468.13	30.4	315	-75
51	140	5034.35	4935.38	468.32	48.7	135	-75
36	180	5061.65	4966.22	488.3	63.7	135	-80
50	180	5047.08	4979.2	488.03	58.25	135	-80
49	200	5056.21	4998.27	485.18	41.85	135	-75
52	700	5041.42	5013.14	478.46	52	315	-75
35	220	5077.72	5004.12	481.98	69.5	135	-75
41	120	5051.89	4891.52	467.73	76.15	135	-75
39	140	5075.73	4901.91	468.17	50.45	135	-80
38	160	5071.58	4929.51	468.98	57.45	135	-80
37	200	5066.96	4986.38	486.69	82	135	-75
40	80	4995.98	4890.51	469.67	101	315	-75
48	180	5046.89	4979.71	487.95	27.55	135	-80
Incline Shaft							
53	N/A	5063.01	4691.6	474.0	36.4	270	-45
54	N/A	5035.75	4684.8	474.3	32.95	346	-65
43	N/A	5014.5	4679.5	474.1	42.25	90	-45

SAMPLING METHOD AND APPROACH

The core was split using a knife in the saprolite and a Longyear core splitter in the unweathered rock. Samples were generally about 1.5 m in the saprolite although they could get as long as 6.5 m. The 1.5 m samples weighed 8 to 10 kg. Samples in the hard rock were usually about 3 m long although they ranged from 1.5 to 4.5 m. The 3 m long samples weighed about 16 to 20 kg.

SAMPLE PREPARATION, ANALYSES AND SECURITY

At the laboratory samples are dried in ovens. The saprolite samples are crushed in an Atlas Jaw crusher to <2.5 mm. Rock samples are crushed in two stages. The first stage is in a Jaw Crusher to <5.0 mm. The second stage is in a cone crusher to <2.5 mm. The crushed material is riffled down to a 300 gm sample through a 1.25 cm riffle. The entire 300 gm sample is pulverized to <150 mesh. The 300 gm sample is placed on a mat and rolled to thoroughly mix it. A 1 Assay Ton (about 30 gm) sample is collected with a spatula.

The samples are then placed in clay crucible with sufficient flux to give a good fusion. Each fusion consists of 24 samples and is interposed with checks. Every tenth sample is a repeat and there is an in house standard included in every second fusion. Weekly runs include four CANMET certified reference standards. The crucibles are fused at 1065.6°C. The contents of the crucibles are poured into molds and the slag is separated from the lead buttons. The buttons are cubed for easier handling and cleaning

Lead buttons are charged into the furnace with has a temperature of 899° C and the buttons are allowed to open. When the buttons are opened the temperature is lowered to 760°C. The temperature is turned up to 816° C five minutes before finish. Cupels are removed from the furnace and allowed to cool.

There are two types of finish used. For the AA finish beads are removed from the cupels and placed in nitric acid until the silver is dissolved. Then concentrated hydrochloric acid is added and digestion is continued. Next the solution is allowed to cool before diluting to 3 ml with distilled water. The solution is read on a UNICAM 969 AAS using aqueous standards. Readings are reported in ppb and any sample >1,000 ppb is re-assayed gravimetrically.

For the gravimetric finish beads are removed from the cupel and place in Coors cups. Silver is parted from the gold with 1:7 Nitric acid. The gold bead is washed annealed and weighed. The result is reported in g/t.

Guyana Goldfields does not have a formal security program. However all samples are taken under supervision of senior geologists by company personnel at the site. They are transported under the supervision of company representatives to the laboratory in Georgetown. Cargill does not think that Guyana Goldfields has a significant security program.

DATA VERIFICATION

Loring Laboratories (Guyana) Ltd. (Loring) are 1.) assaying a standard sample every 25th sample, 2.) doing a routine reject re-assay on every tenth sample and 3.) re-assaying every sample yielding a value >1000 ppb Au and using a gravimetric finish on the re-assay. Cargill is not aware of a statistical appraisal of the duplicate assays by Loring.

Cargill collected duplicates of twenty sample pulps, which had been fire assayed by Loring in Georgetown. Loring’s values for these samples ranged from 0.1 g/t Au to 5.3 g/t Au. Cargill had these pulps fire assayed by SGS Laboratories (SGS) in Toronto. Values obtained by SGS and Loring are presented in Table 5 and Figure 7 shows how the percentage variance relates to the average grade.

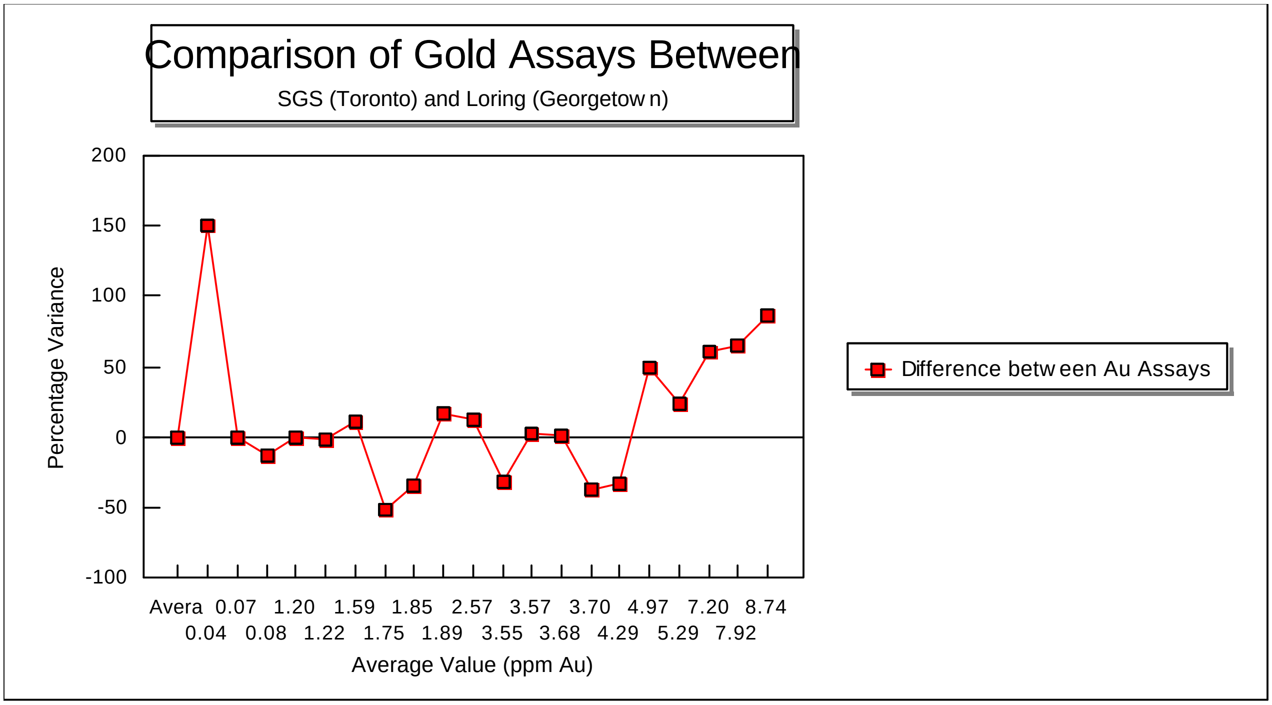
Although Cargill did not duplicate enough samples for a detailed statistical comparison between the two laboratories a number of points are obvious. The average variance is good. When Loring obtains higher gold values SGS obtains higher gold value. However above 4.3 g/t Au, SGS obtained better values than Loring and below 4.3

g/t Au SGS obtained lower values. As values above 4.3 g/t Au are those of interest the significance of this discrepancy needs to be resolved.

TABLE 5 COMPARISON OF ASSAYS LORING LABORATORIES, GUYANA AND SGS (XRAL) TORONTO
Peters Mine Project
Guyana Goldfields Inc.

Sample	SGS g/t Au	Guyana g/t Au	Average	Difference	% Difference
37014	0.07	0.01	0.04	0.06	150
39006	0.07	0.07	0.07	0	0
45018	0.07	0.08	0.08	-0.01	-13
44022	1.20	1.20	1.20	0	0
46012	1.20	1.23	1.22	-0.03	-2
41001	1.68	1.50	1.59	0.18	11
38001	1.30	2.20	1.75	-0.9	-51
44025	1.52	2.17	1.85	-0.65	-35
50018	2.05	1.73	1.89	0.32	17
39001	2.73	2.40	2.57	0.33	13
50011	2.99	4.10	3.55	-1.11	-31
45008	3.61	3.53	3.57	0.08	2
44029	3.68	3.67	3.68	0.01	0
44001	3.00	4.40	3.70	-1.4	-38
38002	3.58	5.00	4.29	-1.42	-33
50015	6.20	3.73	4.97	2.47	50
50013	5.90	4.67	5.29	1.23	23
48015	9.40	5.00	7.20	4.4	61
43016	10.50	5.33	7.92	5.17	65
49001	12.50	4.97	8.74	7.53	86

FIGURE 7 COMPARISON OF GOLD ASSAYS BETWEEN SGS (TORONTO) AND LORING GEORGETOWN)



ADJACENT PROPERTIES

There are no contiguous properties with known gold mineralization and active exploration programs.

MINERAL PROCESSING AND METALLURGICAL TESTING

Preliminary metallurgical testing of two, 50 kg samples of saprolite and tailings was carried out by Kappes, Cassiday & Associates, Reno, Nevada (Anon, 2002). Column leaching and bottle roll tests both yielded gold recoveries of greater than 90 %.

There has not been any metallurgical testing done on the primary gold mineralization.

MINERAL RESOURCE AND MINERAL RESERVE ESTIMATES

The previous estimate of Mineral Resources was prepared by Cargill (2000). This statement was prepared prior to the establishment of NI 43-101. It was also prepared prior to the publication in October 2000 of the "CIM Standards on Mineral Resources and Reserves – Definitions and Guidelines". However, the estimate was prepared to conform to the standards set out by the Canadian Securities Administrators under Policy 2-A.

Notwithstanding the time that the resource estimate was completed, the work was completed under the supervision of an experienced geologist who is now a member of the Association of Professional Geologists of Ontario. The resource estimate is here restated to conform to NI 43-101 subject to the caveats set out below.

TABLE 6 MINERAL RESOURCES STATEMENT, PETERS MINE (AFTER CARGILL, 2000)
Peters Mine Project, Guyana
Guyana Goldfields Inc.

Medium	Indicated		Inferred	
	Tonnes	Au g/t	Tonnes	Au g/t
Tailings	420,000	1.9	77,000	2.1
Saprolite			276,000	3.0
Total	420,000	1.9	353,000	2.8

While the earlier estimates were prepared prior to the release of Ni 43-101, the Mineral Resources are now considered to meet the standards of the instrument subject to the caveat that there have been changes in the classification of the saprolite resource because the most recent drilling has changed the tonnage and grade model. Cargill considers that further diamond drilling should be carried out before a new Mineral resource estimate is prepared for the saprolite resource.

The Mineral Resource estimate for the tailings set out above was estimated using a polygonal methodology. No assay values were cut, but Cargill considers that this policy remains appropriate. Specific QA/QC programs were not in place at the time, but Cargill has completed other checks that demonstrated Loring is a reliable assay laboratory. The gold price used in the Cargill estimate was US$283.00 and the cut-off grade was 0.5 g/t Au. Cargill completed some sampling to determine in situ density of the tailings but considers that additional testing is required prior the preparation of a new estimate.

The Mineral Resource estimates for the saprolite were prepared using a sectional method. The gold price used was US$283.00 and the cut-off grade was 0.7 g/t Au. The statement above regarding QA/QC and the Loring laboratory apply equally to the saprolite Mineral Resources. The older drill results used by Cargill (2000) for the preparation of the estimate were incomplete regarding diamond drill core recovery. The fact that diamond drill core recovery was not recorded will have to be considered in planning further testing prior to re-estimation of a Mineral Resource. As noted under history, the classification of the saprolite Mineral Resource was downgraded from Indicated to Inferred because limited drilling in 2003 has failed to confirm the tonnage and grade model used by Cargill in 2000.

OTHER RELEVANT DATA AND INFORMATION

Cargill is not aware of any other relevant data and information.

INTERPRETATION AND CONCLUSIONS

1. Peters Mine Property is in a granite and greenstone terrain of Proterozoic age.
2. Gold mineralization is associated with structurally controlled quartz veins and stockworks.
3. There are five gold occurrences, Main Zone, U-2 Adit, Incline Shaft, Herolds Hill and Red Hill in a north-south shear zone along the contact of a granitic intrusive. The geology of the Long Strike prospect is undetermined at this time.

4. The best known occurrence is the Main Zone. Here gold occurs in quartz veins associated with bedding planes and axial plane of a tight, westward plunging, antiform structures. The larger quartz veins appear to be dilational zones on the bedding planes near the fold axis. The fold appears to be isoclinal and detached from the bedding. The short strike length and steep plunge of the fold structure make it a very difficult target for diamond drilling.
5. At the Main Zone in addition to the hardrock gold mineralization associated with quartz veins, there is a capping zone of saprolitic gold mineralization in weathered altered rocks adjacent to the quartz veins. This soft near surface material can be mined at a very low cost and the gold can probably be extracted by low cost heap of vat leaching.
6. The hard rock exploration targets at the Main Zone are quartz vein hosted gold mineralization associated with a series of detached steeply plunging, isoclinal, fold noses. The largest quartz veins appear to have been in dilational zones along bedding planes. There is probably a zone of gold mineralization associated with the wallrock alteration around the individual quartz veins or quartz vein stockworks.
7. There is much less information on the other five zones of gold mineralization. However, Cargill would treat them as vein systems similar to the Main Zone until there is evidence to the contrary
8. Based on information available Cargill (2000) prepared an estimate of Mineral Resources for the Peters Mine area. The 2003 diamond drilling has not confirmed the Mineral Resource model used in 2000 estimate and may have reduced the overall tonnage of saprolitic material. Cargill recommends that further diamond drilling be completed before any new estimate of Mineral Resources is prepared.

RECOMMENDATIONS

Cargill considers that the character of the Peters Mine property is of sufficient merit to justify the program recommended below.

PHASE ONE

1. For the Main Zone, Cargill recommends reviewing the existing drilling data in terms of the plunging, isoclinal fold model. When the structural characteristics of the fold have been established from the existing data it should be drill tested with two long (±400 m) diamond drill holes. These holes would test the possibility of the known bedding parallel quartz veins being part of an en echelon set of veins. Cargill would recommend each hole drilled at a small angle to axial plane and oriented to hit the plunging fold below the known bedding parallel quartz veins.
2. For the Incline Shaft area, Cargill recommends a program of short diamond drill holes to trace the mineralized quartz vein intersected in the 2003 diamond drilling program. If this zone is similar to the Main Zone it is necessary to obtain more structural information before starting systematic deep drilling.
3. For Herolds Hill, Red Hill, the U-2 Adit and the Long Strike, Cargill recommends drilling a series of short holes to obtain some three dimensional structural information. If these gold anomalies are fold controlled quartz veins, similar to the Main Zone. More structural information is needed to assess the showings and to site deeper drill holes.
4. For the Main Zone, Cargill recommends a small site engineering program to ensure that the engineering assumptions about mining and construction conditions are correct.
5. Cargill recommends a reconnaissance program for the southern part of the concession. There are known alluvial (elluvial) gold mining operations south of the Peters Mine concession, which should be related to the gold occurrences on the property.

PHASE TWO

1. The second phase programs would be additional drill to follow up the results of the Phase One program. The siting of the holes is contingent on the results of the Phase 1 drilling as the target priorities may change when the results of the Phase 1 work are evaluated. At this time, Cargill estimates the bulk of the work would be done at the Main Zone and the Incline Shaft areas.

TABLE 7 RECOMMENDED FIELD PROGRAM, PETERS MINE

Peters Mine Project
Guyana Goldfields Inc.

		Phase One		Phase Two	
	Unit Cost	**Units**	**Cost**	**Units**	**Costs**
Camp Costs	$5,000/ month	12 months	$60,000	12 months	$60,000
Consultant	$1,000/ day	10 days	$10,000	10 days	$10,000
Project Manager	$10,000 /month	4 months	$40,000	8 months	$80,000
Field Staff	5,000/ month	4 months	$20,000	8 months	$40,000
Drilling	$100/m	2,500 m	$250,000	5,000 m	500,000
Assaying	$20/ assay	1,500	$30,000	2,500	$50,000
Site Engineering			$25,000		
Recon Program			$50,000		
Subtotal			$485,000		$740,000
Contingencies (10%)			$48,500		$74,000
Total			**$533,500**		**$814,000**

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SIGNATURE PAGE

This report titled 'Peters Mine Project, Guyana' and dated October 30, 2003 and amended January 20, 2004 was prepared by and signed by the following authors:

(signed)

Dated at Toronto, Ontario
January 20, 2004.

D. George Cargill, Ph.D., P.Eng
President Cargill Consulting Geologists Limited
Consulting Geological Engineer

(signed)

Dated at Toronto, Ontario
January 20, 2004.

Neil N. Gow, B.Sc (Hons), P.Geo
Consulting Geologist

CERTIFICATE OF QUALIFICATIONS

D. GEORGE CARGILL

As an author of this report entitled "Peters Mine Project, Guyana" prepared for Guyana Goldfields Inc. and dated October 30, 2003 and amended January 20, 2004, I hereby make the following statements:

A. My name is Donald George Cargill and I am a Consulting Geological Engineer and president of Cargill Consulting Geologists Limited. My office address is Suite 501, 55 University Avenue, Toronto, Ontario.

B. I have received the following degrees in Geological Sciences:
   a. B.ASc. 1967 University of Toronto, Toronto, Ontario
   b. M.Sc. 1970 Queens University, Kingston, Ontario
   c. Ph.D. 1975 University of British Columbia, Vancouver, B.C.

C. I am a registered Professional Engineer in the provinces of Ontario and British Columbia and designated as a Consulting Engineer in Ontario. I am also a member of:
   a. The Canadian Institute of Mining, Metallurgy, and Petroleum (CIM)
   b. The Prospectors and Developers Association of Canada (PDAC)
   c. Society of Economic Geologists (Fellow)

D. I am a qualified person for the purposes of National Instrument 43-101.

E. This report is based on visits to the Peters Mine Project, Guyana from January 28, to February 8, 2000 and from May 20 to May 22, 2003, on my personal review of technical reports and other data supplied by the Issuer, on discussions with the Issuer and its representatives, discussions with government geologists working in the area and on technical data from the Geological Survey of Guyana. My relevant experience for the purpose of this report is:
   - Qualifying Report for Four Gold Properties, Yunnan China for Asia Now Inc.
   - Evaluation of Bom Jardim Gold Properties, Brazil, for Opawika Minerals Inc. 2004
   - Qualifying Report for Kasagawigiminnis Lake Gold Property, Ontario for McVicar Minerals
   - Evaluation of the Hope Bay Gold Project, N.W.T., Canada for Rousseau Asset Management, Dec. 2000.
   - Resource Estimate for the Peters Gold Mine in Guyana for Guyana Goldfields Inc., April 2, 2000.
   - Evaluation of the Tri-Star Gold Properties in Ghana for Tri-Star and Minorca Resources Inc., June 8, 1998.

- Evaluation of Precambrian gold deposits in Central Brazil in Goias State from 1982 to 1987 for BHP Minerals Inc. as senior consultant.
- Evaluation of Precambrian gold deposits in the Canadian Shield in Ontario and Quebec from 1976 to 1987 for BHP Minerals Inc. as district manager and senior consultant.

F. I have been practicing as a professional geological engineer for over thirty years

G. I am responsible for all sections in this Report.

H. I am not aware of any material fact of material change with respect to the subject matter of this report which is not reflected in “the Report” the omission to disclose which makes this report misleading

I. I am independent of the Issuer applying the tests set out in section 1.5 of National Instrument 43-101.

J. I have read National Instrument 43-101 and Form 43-101F1 and this report has been prepared in compliance with National Instrument 43-101 and Form 43-101F1.

K. I consent to the filing of the Technical Report with any stock exchange and other regulatory authority and any publication by them for regulatory purposes, including electronic publication I the public company files on their websites accessible by the public of the Technical Report.

(signed)

Dated at Toronto, Ontario
January 20, 2004.

D. George Cargill, Ph.D., P.Eng.
Consulting Geological Engineer

NEIL NEVILLE GOW

As an author of this report entitled "Peters Mine Project, Guyana" prepared for Guyana Goldfields Inc, and dated October 30, 2003 and amended January 20, 2004, I hereby make the following statements:

A. My name is Neil Neville Gow and I am a Consulting Geologist associated with Cargill Consulting Geologists Limited. My office address is Suite 501, 55 University Avenue, Toronto, Ontario, M5J 2H7.

B. I have received the following degree in Geological Sciences:

B.Sc. (Hons.) 1965 – University of New England, Armidale, NSW, Australia

C. I am a Professional Geologist in the Province of Ontario. I am also:
A Member of the Canadian Institute of Mining, Metallurgy and Petroleum (CIM)
A Member of the Prospectors and developers Association of Canada (PDAC)
A Fellow of the Society of Economic Geologists (SEG)

D. My relevant experience for the purposes of this report are:

- Qualifying Report for Craibbe-Fletcher Gold Mines Ltd.
- Qualifying Report for Lassie Red Lake Gold Mines Limited
- Report on the Madsen Property for Madsen Gold Corp.
- Mineral Resource and Mineral Reserve Statement for the Homestake Mine, Lead S.D. for Homestake Mining Company
- Mineral Resource Estimate, Dome Mine, Timmins, Ontario

E. I have been a practicing as a professional geologist for more than 30 years.

F. I have contributed to all of the sections of this Report.

G. I am not aware of any material fact or material change with respect to the subject matter of this report, which in not reflected in "the Report", the omission to disclose which would make this report misleading.

H. I am independent of the Issuer applying the tests set out in Section 1.5 of National instrument 43-101.

I. I have read National Instrument 43-101 and Form 43-101F1, and this report has been prepared in compliance with National Instrument 43-101 and Form 43-101F1.

J. I consent to the filing of the Technical Report with any stock exchange and other regulatory authority and any publication by them for regulatory purposes, including electronic publication I the public company files on their websites accessible by the public of the Technical Report.

(signed)

Dated at Toronto, Ontario
January 20, 2004

Neil Neville Gow
Professional Geologist

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SECTION 1 APPENDIX 1 FIGURES

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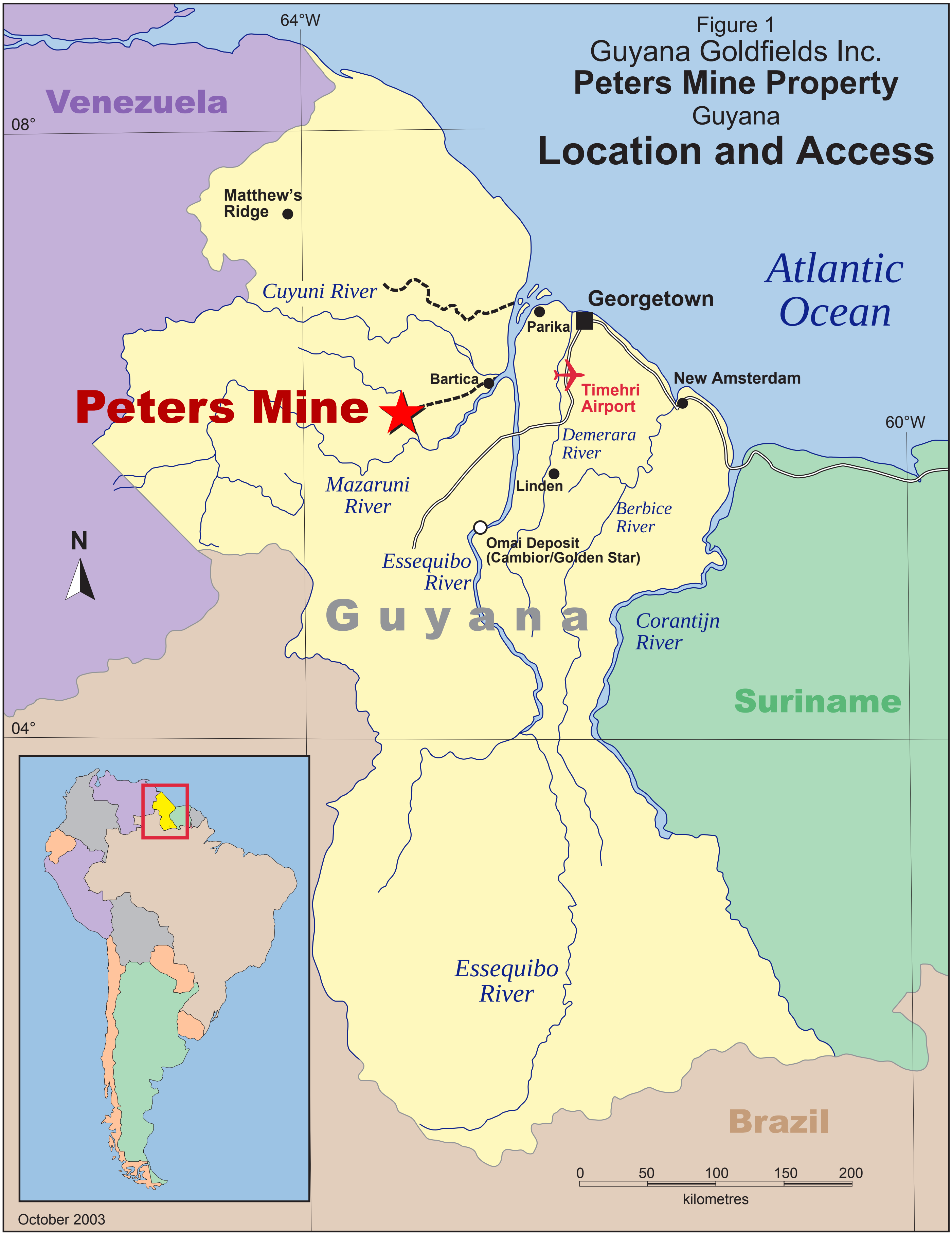
CONSULTING GEOLOGISTS LIMITED



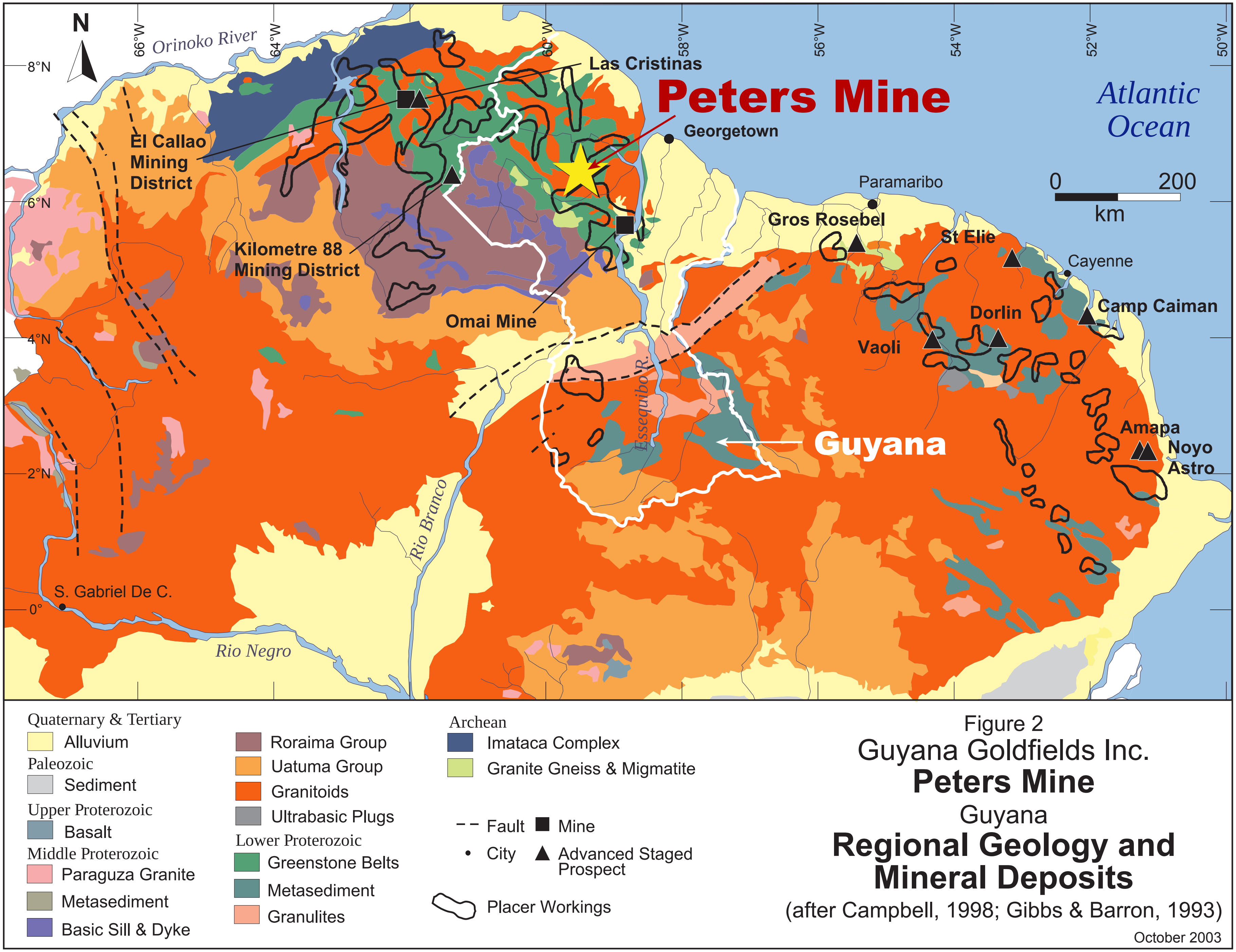


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Figure 2
Guyana Goldfields Inc.
Peters Mine
Guyana
Regional Geology and Mineral Deposits
(after Campbell, 1998; Gibbs & Barron, 1993)
October 2003

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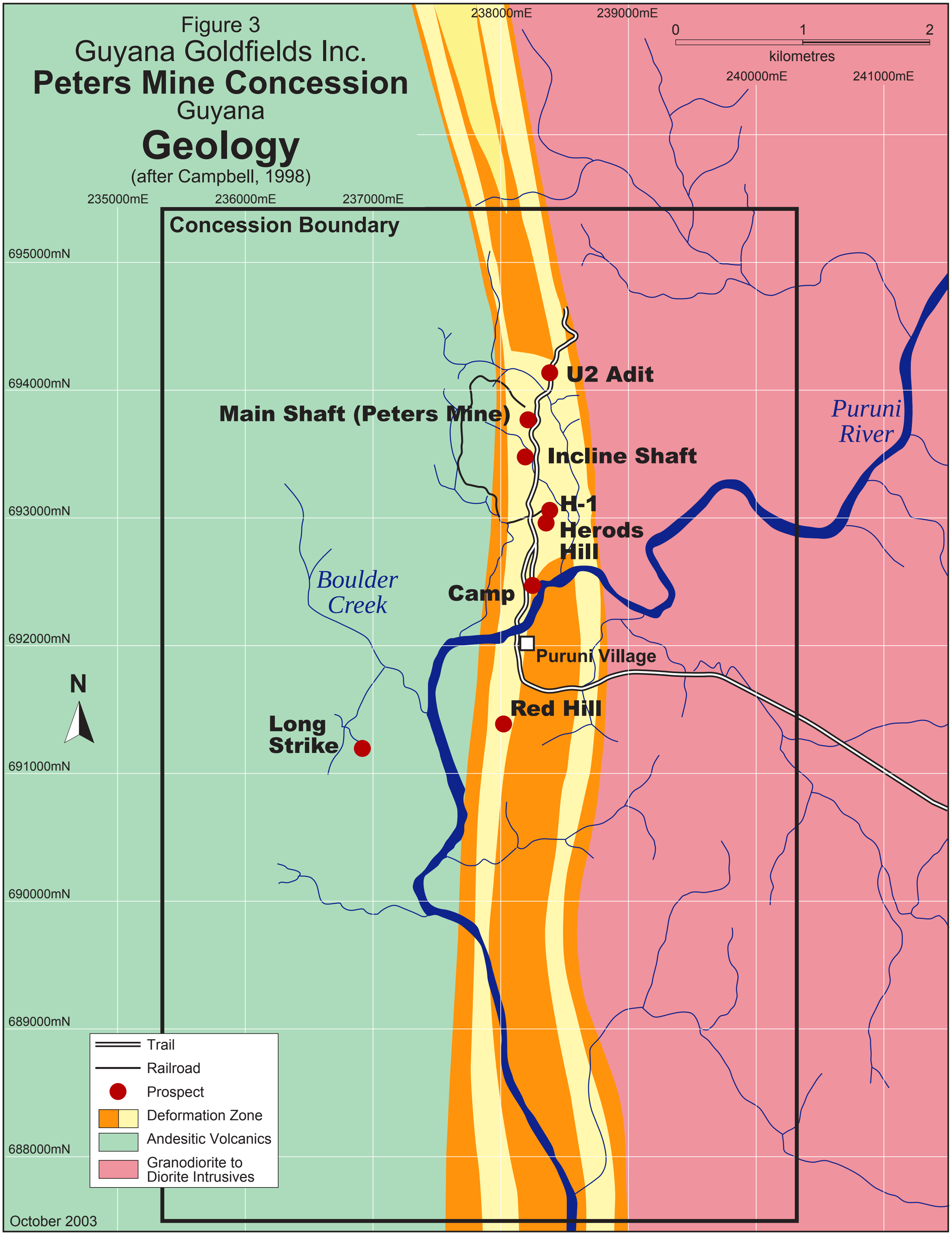

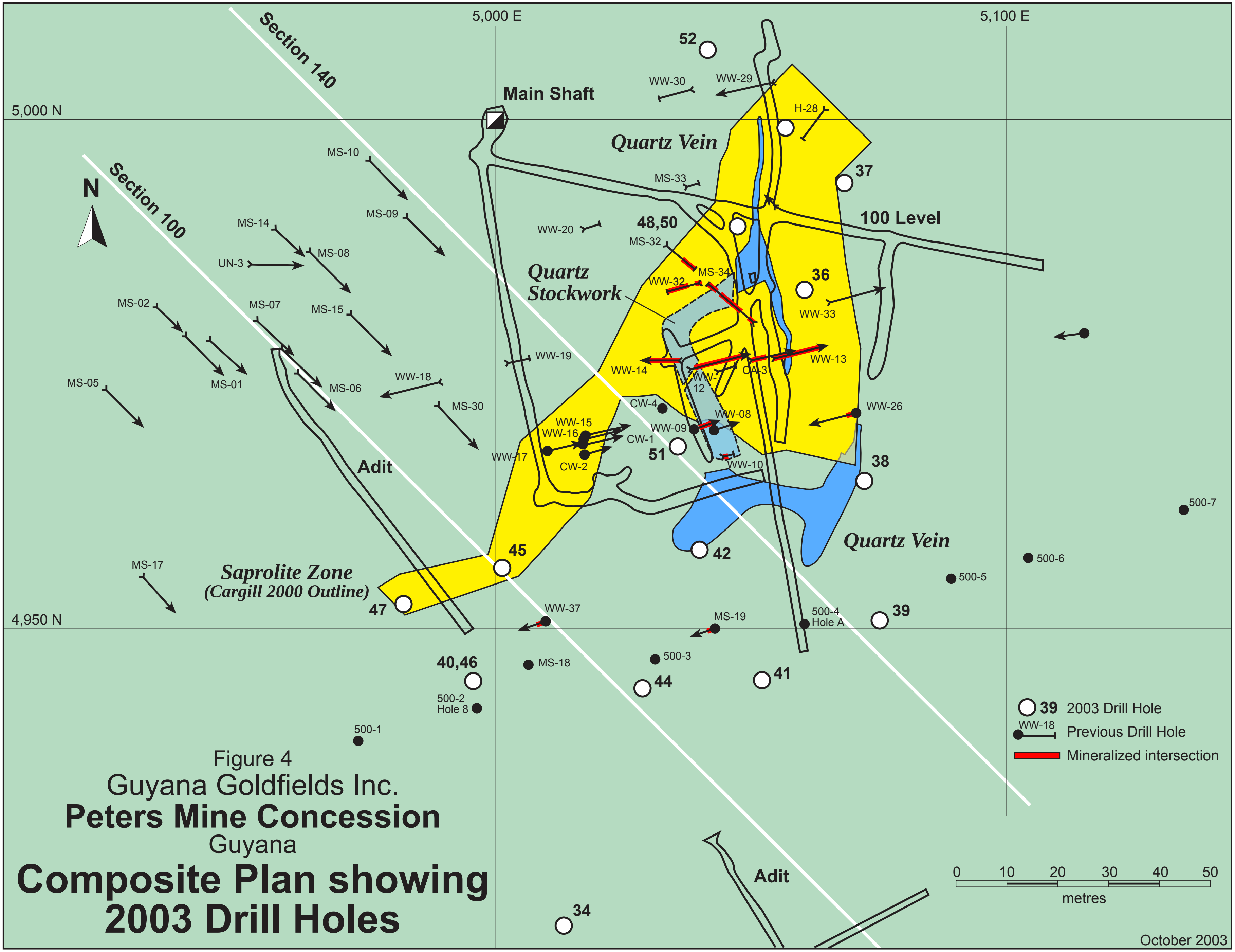

Figure 4

Guyana Goldfields Inc.

Peters Mine Concession

Guyana

Composite Plan showing 2003 Drill Holes

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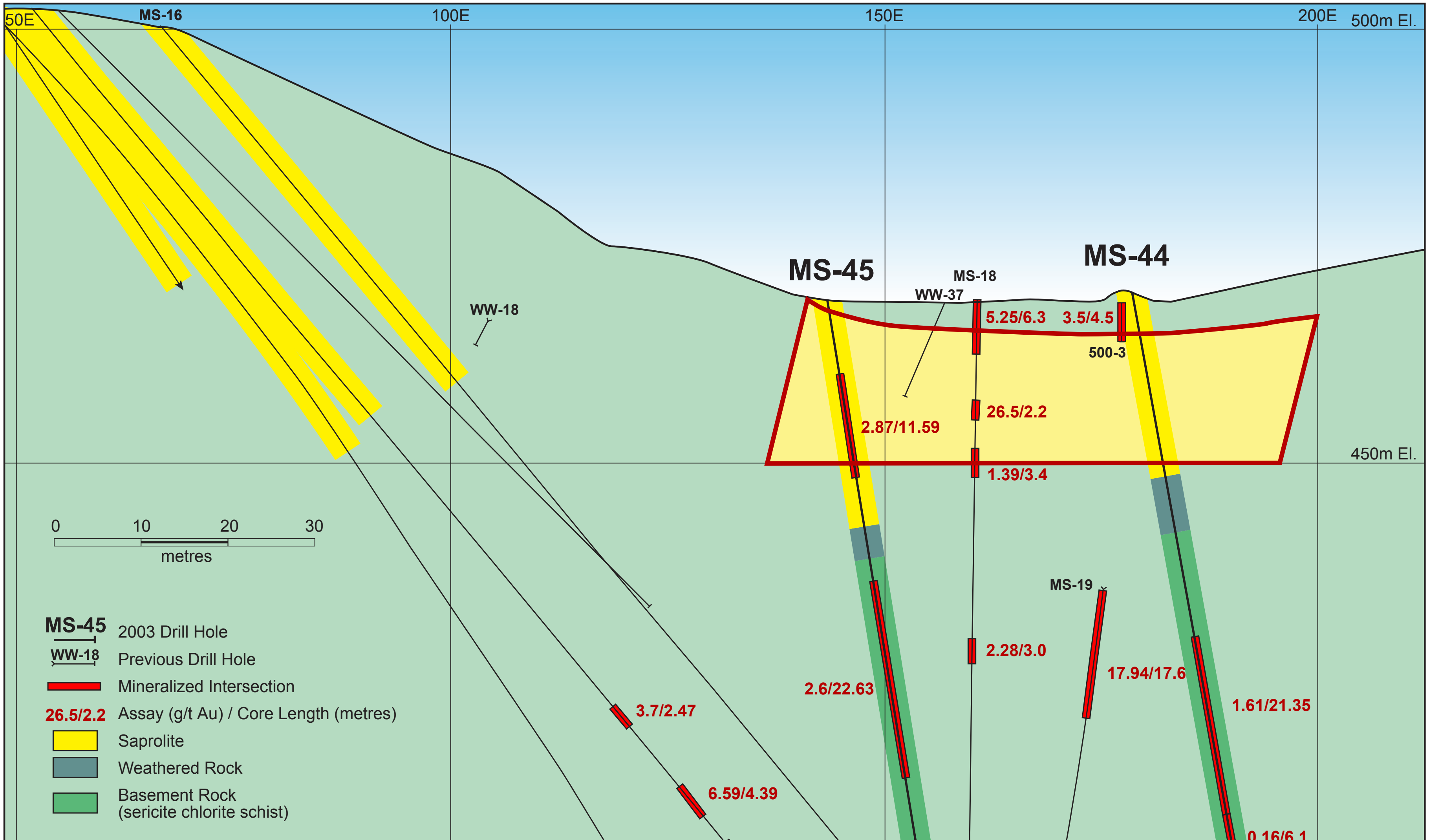

Figure 5

Guyana Goldfields Inc.

Peters Mine Concession

Guyana

Cross Section 100

(Looking Northeast)

October 2003

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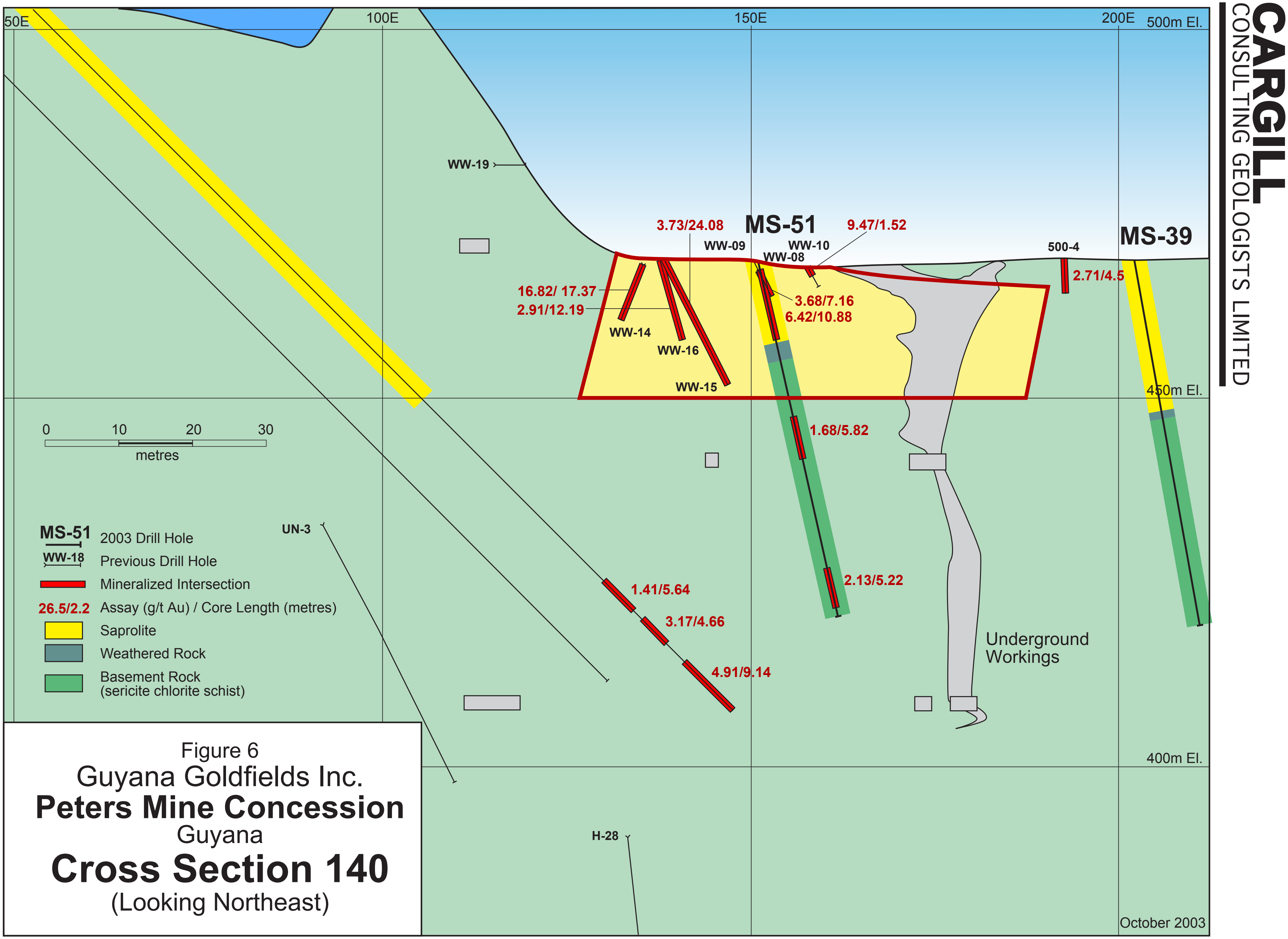

Figure 6

Guyana Goldfields Inc.

Peters Mine Concession

Guyana

Cross Section 140

(Looking Northeast)

SECTION 2 APPENDIX 2

LABORATORY PROTOCOLS AND CHECK ASSAYS

LORING LABORATORIES (GUYANA) LTD.

LETTER HEAD

629 Beaverdam Road N.E.
Calgary, Alberta, Canada T2K 4W7
Tel: (403) 274-2777
Fax: (403) 275-0541

Lot 2, T'Huis de Coverden
East Bank Demerara
Guyana, South America
Ph/Fax: (592) 624-9037

SAMPLE PREPARATION AND ASSAY PROCEDURE

SAMPLE PREPARATION

Samples are usually received wet. They are arranged in numerical order and placed in pans with their respective tags. Each sample is then re-numbered with a lab code number. This number is used throughout the entire treatment of the sample and is reported with the original sample number, along with the Assay results. The samples are then placed in dryers and left overnight. Pans are washed and dried after every use.

SAPOLITE SAMPLES

An ATLAS Jaw Crusher with adjustable plates measuring 8"x5 _" and 1 _" thick is used to crush the entire sample to 1/8" or less size fraction. The Crusher is cleaned after each sample by brushing and blowing air through it. Compressed air is supplied by a model 234-3c compressor.

DRILL CORE & HARD ROCK SAMPLES

These samples are crushed in two stages. Firstly, through an Atlas Jaw Crusher, which is adjusted to give a _" or less size fraction, then the sample is passed through a T M Engineering Cone Crusher with an adjustable cone. This is adjusted to give a 1/8" or less size fraction product. The sample is then riffled down to a 300 gram portion through a _" riffle. A 2nd cut is taken after every 10th sample as a check. The reject is then placed in a bag with the sample number and lab code number and stored. Two Jaw Crushers are used, one for saprolite and the other for rock. Both Crushers and splitter are cleaned after each sample by brushing and blowing air through them.

The entire sample is then pulverized to -150 mesh using a direct drive Bico Braun Pulverizer and rolled on a mat until completely homogenized. This is also done for every tenth sample to the second cut to be used as a check assay. The Pulverizer plates are cleaned after each sample by using a wire brush and grinding white sand to remove any trace of sample that might stick to the plates.

FIRE ASSAY – USING Ag. INQUART

The 300 gram portion is taken for Assay. The sample is placed on a mat and re-rolled. It is then spread out thinly on the mat. One Assay Ton of the sample is weighted by using a spatula and taking small portions from the entire surface of the mat. The weighed portion is placed in a 40 gram clay crucible containing sufficient flux to give a good fusion. The sample is fluxed according to the mineralogy of its make up.

Each fusion consist of 24 samples and is interposed with checks (every tenth sample from the 2nd cut is weighed) along with a blank. An in house standard with values ranging from a low end to a high end is used on every other fusion. Weekly runs are made using the following CANMET Certified Reference Standards:

CH – 1	0.007 oz/ton	MA– 1	17.8 PPM
MA 1b	0.497 oz/ton	MA – 3	0.218 oz/ton

FUSING

Crucibles are loaded into a D F C Diesel Furnace of 1650 degrees Fahrenheit. Temperature is turned up to 1950 degrees Fahrenheit if heavy sulfides are present. About 1hr. is required to complete the fusion. Contents of crucibles are then poured into conical shaped moulds, cooled and then the slag is separated from the lead buttons. The buttons are then cubed for easier handling and cleaning. Two Diesel furnaces are used for fusing.

CUPELLATION

Cupels are charged in a D F C Electrical Furnace and heated at 1650 degrees Fahrenheit for 10 minutes. Lead buttons are then charged into the furnace which has a temperature of 1650 degrees. The door is closed and buttons are allowed to open. When all the buttons are opened the temperature is lowered to 1400 degrees and the draft door is opened. The temperature is turned up to 1500 degrees, 5 minutes before the finish. Cupels are removed from the furnace and allowed to cool.

A.A. FINISH

Beads are then removed from cupels and placed in test tubes. The tubes are placed in racks and 1 ml of 1:1 Nitric Acid is added to the bead. The racks are placed in a hot water bath until the silver is dissolved (30 mins) 1 _ mls. of Conc. HCL is added and digestion is continued for 2 more hours.

The racks are then removed and the solution is allowed to cool before voluming to 3 mls with distilled water. The solution is allowed to settle for 1 hour before running on the A.A.

The solution is read on a UNICAM 969 A.A.S. using Aqueous Standards of 100, 500 and 1000 PPB and checked with 50, 200 and 700 PPB Standards. The standards are made up to match the matrix of the digestion solution. Readings are reported in PPB and any sample >1000 ppb is re-assayed gravimetrically. Two A.A.S. are used, one for Gold and the other for Base metals. After reading, the crucible pot used in the fusion is thrown out if the result is considered to be high. Fresh aqueous standards are made up thrice weekly and acidified distilled water is passed through the A.A. in between reading. The spray chamber, burner head and burner and cleaned on a daily basis.

GRAVIMETRIC FINISH

The beads are removed from the cupels and placed in coor cups. The silver is then parted from the gold by dissolving it with 1:7 Nitric Acid. The goal bead is then washed, annealed and weighed on a SARTORIUS Micro Balance. The result is reported in grams/tonne. The Balance is checked before each use by using different ranges of calibration weights.

Comparison 20 Pulps - Gold Value Peters Mine Guyana

Sample	SGS	Guyana	Average	Difference	% Difference
37014	0.07	0.01	0.04	0.06	150
39006	0.07	0.07	0.07	0	0
45018	0.07	0.08	0.08	-0.01	-13
44022	1.20	1.20	1.20	0	0
46012	1.20	1.23	1.22	-0.03	-2
41001	1.68	1.50	1.59	0.18	11
38001	1.30	2.20	1.75	-0.9	-51
44025	1.52	2.17	1.85	-0.65	-35
50018	2.05	1.73	1.89	0.32	17
39001	2.73	2.40	2.57	0.33	13
50011	2.99	4.10	3.55	-1.11	-31
45008	3.61	3.53	3.57	0.08	2
44029	3.68	3.67	3.68	0.01	0
44001	3.00	4.40	3.70	-1.4	-38
38002	3.58	5.00	4.29	-1.42	-33
50015	6.20	3.73	4.97	2.47	50
50013	5.90	4.67	5.29	1.23	23
48015	9.40	5.00	7.20	4.4	61
43016	10.50	5.33	7.92	5.17	65
49001	12.50	4.97	8.74	7.53	86

Note: SGS Toronto WO 072766 Certificate Date 11/06/03

SECTION 3 APPENDIX 3

SKELETON LOGS AND ASSAYS OVER 1 G/T AU

Skeleton Logs for 2003 Diamond Drilling
Main Shaft Area, Peters Mine
Guyana Goldfields Inc.

Hole ID	From (m)	To (m)	Rock Description	Assays (>1 g/t Au) From (m)	To (m)	Length (m)	Grade g/t
MS 34	0	31.45	Saprolite				
		35.9	Weathered rock				
		179.05	Sericite-chlorite schist				
MS 35	0	24.02	Saprolite				
		27	Weathered rock				
		69.5	Sericite-chlorite schist				
MS 36	0	32	Saprolite	0.00	6.50	6.50	6.43
		32.34	Weathered rock				
		63.7	Chlorite schist				
MS 37	0	42.7	Saprolite				
		45.02	Weathered rock				
		82	Chlorite±sericite schist				
MS 38	0	27.35	Saprolite				
		33.1	Weathered rock	0.00	3.06	3.06	3.63
		39.2	Fault zone				
		57.45	Chlorite schist				
MS 39	0	21.04	Saprolite	5.07	5.35	0.28	2.40
		21.6	Weathered rock				
		50.45	Chlorite schist				
MS 40	0	16.55	Saprolite				
		18.05	Sand				
		101.1	Sericite-chlorite schist				
MS 41	0	24.35	Saprolite	0.00	7.55	7.55	1.27
		29.25	Weathered rock				
		61.8	Chlorite±sericite schist				
		76.15	Chlorite schist				
MS 42	0	21.25	Saprolite	0.00	6.40	6.40	2.93
		27.75	Weathered rock	9.45	15.15	5.70	10.36
		29.75	Old workings.	18.20	21.25	3.05	1.69
		30.4	Weathered rock	27.35	27.75	0.40	2.57
MS 43	0	25.79	Saprolite	10.90	12.05	1.15	1.33
		36.15	Quartz vein.	18.15	20.05	1.90	1.13
		42.25	Saprolite	25.79	42.25	16.46	3.35
MS 44	0	20.81	Saprolite	0.00	3.66	3.66	4.20

		27.1	Weathered rock	39.60	60.95	21.35	1.61
		105.6	Sericite-chlorite schist	67.05	74.36	7.31	3.03
MS 45	0	18.15	Saprolite	9.05	20.64	11.59	2.87
		20.64	Sand	33.15	55.78	22.63	2.60
		26.65	Saprolite	66.44	69.20	2.76	2.20
		30.1	Weathered rock with saprolite				
		113.95	Sericite-chlorite schist				
MS 46	0	21.1	Saprolite	23.80	25.00	1.20	1.23
		25	Weathered rock				
		62.4	Sericite-chlorite schist				
MS 47	0	25.9	Saprolite	61.10	61.88	0.78	2.57
		37.25	Weathered rock				
		85.15	Sericite-chlorite schist				
MS 48	0	27.55	Saprolite	11.80	13.30	1.50	1.03
		27.55	Old mine workings.	15.15	23.05	7.90	2.57
				26.05	27.55	1.50	5.00
MS 49	0	31.1	Saprolite	0.00	2.50	2.50	4.97
		41.85	Weathered rock				
MS 50	0	27.5	Saprolite	10.60	12.15	1.55	3.77
		27.5	Old mine workings.	16.70	27.25	10.55	3.19
MS 51	0	11.46	Saprolite	0.00	10.88	10.88	6.42
		13.65	Weathered rock	21.53	27.35	5.82	1.68
		48.7	Sericite-chlorite schist	42.60	47.82	5.22	2.13
MS 52	0	26	Saprolite				
		32.05	Weathered rock				
		52.65	Sericite-chlorite schist				
MS 53	0	0.38	Organic-rich material	30.95	34.00	3.05	5.47
		24.85	Saprolite				
MS 54	0	0.48	Organic-rich material	3.05	4.55	1.50	1.37
		32.7	Saprolite	31.95	32.95	1.00	4.85
		32.95	Quartz vein.				