MANAGEMENT DISCUSSION AND ANALYSIS

FOR THE THREE MONTHS ENDED APRIL 30, 2008

June 26, 2008

The following management discussion and analysis ("MD&A") should be read in conjunction with the unaudited interim financial statements and accompanying notes ("Financial Statements") of El Nino Ventures Inc. ("the Company") for the three months ended April 30, 2008 and 2007. Results have been prepared in accordance with Canadian generally accepted accounting principles ("GAAP") and reported in Canadian dollars unless otherwise indicated.

For further information on the Company reference should be made to the Company's public filings which are available on SEDAR. Information is also available on the Company's website at www.elninoventures.com.

This MD&A contains forward-looking information. See "Forward-Looking Information" and "Risks and Uncertainties" for a discussion of the risks, uncertainties and assumptions relating to such information. Reference should also be made to the risk factors section in the Company's most recently filed MD&A for the year ended January 31, 2008.

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1. OVERVIEW OF THE COMPANY

El Nino Ventures Inc. (the “Company”) was incorporated on February 19, 1988 under the laws of the Province of British Columbia, Canada. The Company is an exploration stage company engaged in the acquisition, exploration and development of mineral properties in the Democratic Republic of Congo (“DRC”), Canada and Ireland with the aim of developing them to a stage where they can be exploited at a profit or to arrange joint ventures whereby other companies provide funding for development and exploitation. The Company has its registered corporate office based in Vancouver, British Columbia, Canada.

As at June 26, 2008 the Company had 40,283,692 shares outstanding with a total market capitalization of $7.3 million. The Company shares (“Shares”) trade on the TSX Venture Exchange (ELN) and the Frankfurt Stock Exchange (E7Q).

The Company has the option to acquire a 70% interest in certain mineral research permits in the DRC from GCP Group Ltd. (“GCP”), covering 352 square kilometres of prospective exploration areas in the DRC-Zambian Copperbelt, located between Lubumbashi and Likasi (the “Infinity Project”).

On February 4, 2008, the Company entered into an agreement with MIMECO AG (“MIM”) to acquire an initial 70% interest in a DRC permit in the DRC Copperbelt, located east of the Kinsevere Project of Anvil Mining (the “Harmony Project”). Under the agreement, the Company has the option to increase its interest to 85%. The Company is currently awaiting completion of the transfer of the property titles before commencing exploration activities.

The Company has earned a 50% interest in 1,902 mineral claims held by Xstrata Canada Inc. (“Xstrata”) formerly Falconbridge Limited, to explore the Bathurst Mining Camp in New Brunswick, Canada. The Bathurst Camp is a world class mining district with full mining, milling and smelter infrastructure, containing numerous copper, zinc, lead and silver volcanogenic sulphide deposits of different sizes.

In Ireland, the Company is currently exploring 13 prospecting licences, acquired between October 2007 and February 2008, and overlying approximately 500 square kilometres of the Central Carboniferous Limestone Basin, prospective for good grade zinc and lead mineralization.

The Bancroft properties comprise the Halo Project and the Silver Crater Project and include certain claims east of the town of Bancroft, Ontario, Canada. The Bancroft area properties in total are comprised of 37 mineral claims containing 247 claim units. The claims cover a total of approximately 9,765 acres (3,952 hectares), and are located 10-40 km to the east of the town of Bancroft, Ontario. The Company is currently evaluating the future exploration strategy for the properties.

2. PROJECT UPDATES

a) Infinity Project, DRC

Table 1 below presents the total net expenditures by quarter and life to date for the Infinity Project, DRC:

TABLE 1: ($000's) **Infinity Project, DRC** (Unaudited)	31-Jul-07 Q2	31-Oct-07 Q3	31-Jan-08 Q4	30-Apr-08 Q1	Life to Date (LTD)	% of LTD
Option maintenance costs	$ 361	$ -	$ 51	$ 131	$ 543	20.6%
Drilling and assays	-	-	332	63	395	15.0%
Engineering and consulting	45	92	90	19	246	9.3%
Geological and field	180	274	-	195	649	24.6%
Geophysics	97	180	278	45	600	22.8%
Labour	-	31	93	78	202	7.7%
Total	$ 683	$ 577	$ 844	$ 531	$ 2,635	

An initial cash payment of US$120,000 was made to GCP under the terms of the option agreement, and US$130,000 upon transfer of the titles of the mineral research permits (paid February 21, 2008). Additional cash payments totaling US$300,000 will be made in three equal annual installments, commencing May 18, 2008 (first payment of US$100,000 paid). 300,000 shares of the Company, having an estimated fair value of $219,000, have been issued to GCP and 400,000 additional shares will be issued over a three year period, commencing with 200,000 shares on May 18, 2008 (issued), 100,000 shares on May 18, 2009 and 100,000 shares on May 18, 2010.

During the three months ended April 30, 2008, $194,947 of geological and field expenditures were incurred as the Company positioned itself to commence this 2008 drill program.

On March 14, 2008, the Company announced drill results from a completed 6,200 metre reverse circulation drill program on Research Permit 5217 in DRC, receiving additional assay results which expand the apparent thickness of the mineralized zone to in excess of 35 meters. The Company anticipates that the current mineralization, which lies at the margin of a 2.8km long geophysical anomaly, will extend along strike as this anomaly is fully drill tested.

On April 14, 2008, the Company announced that their 2008 drill program was in progress, with the Company expecting to drill over 25,000 meters during the following five months, comprising 12,500 meters of reverse circulation drilling and 12,500 meters of diamond drilling.

The Company has received drill results from other holes drilled in an area of artisanal workings where workers were formerly mining high grade cobalt (“Co”) mineralization. This zone is outside the copper zone and is south of the geophysical anomaly. Drilling was performed during wet conditions, experiencing significant sample loss and preventing proper assessment of the cobalt potential of the area. The Company intends to fully test the Cobalt potential of the zone when field conditions permit. Results reported include the following:

AN2-001	0 to 1m	0.72% Co and 0.50% Cu
	35 to 51m	values ranging from 180 ppm to 0.53% Co and 130ppm to 0.4% Cu
AN2-002	37 to 54m	Values up to 0.14% Co and 0.21% Cu
AN2-008	15 to 36m	Values from 630ppm to 0.29% Cu
AN2-009	10 to 23m	Values from 0.12%ppm to 0.24% Cu

The Company maintains that its mineral research permits are not affected by the current DRC review of mining contracts and it will continue to conduct business in the DRC under the rules and regulations of the New Mining Code that came into effect in 2003.

b) Harmony Project, DRC

On February 4, 2008, the Company entered into an agreement with MIM to acquire an initial 70% interest in a DRC permit in the DRC Copperbelt, located east of the Kinsevere Project of Anvil Mining, by issuing 200,000 shares of the Company to MIM upon the transfer of title (pending), and the Company making an exploration commitment of $1.5 million over three years commencing following the transfer of title (pending), of which $500,000 must be spent in the first year of the agreement. The Company has the right at anytime to increase its interest to 85% by paying MIM the sum of $15.0 million.

MIM subscribed for its 30% interest in Harmony for US$3,000 and this amount will be carried until the Company has earned its 70% interest in the mineral research permits. As at April 30, 2008, no costs were incurred on the Harmony Project, DRC.

c) Bathurst Zinc Project

Table 2 below presents the total net expenditures by quarter and life to date for the Bathurst Zinc Project:

TABLE 2: ($000's) **Bathurst Zinc Project, Canada** (Unaudited)	31-Oct-06 Q3	31-Jan-07 Q4	30-Apr-07 Q1	31-Jul-07 Q2	31-Oct-07 Q3	31-Jan-08 Q4	30-Apr-08 Q1	Life to Date (LTD)	% of LTD
Option maintenance costs	$ 37	$ 51	$ -	$ -	$ 21	$ 40	$ -	$ 149	2.7%
Drilling and assays	159	520	446	179	453	794	249	2,800	50.8%
Geological and field	120	69	116	61	42	49	4	461	8.4%
Geophysics	587	561	-	77	449	86	45	1,805	32.7%
Management fee	-	100	38	38	50	50	25	301	5.5%
Total	$ 903	$ 1,301	$ 600	$ 355	$ 1,015	$ 1,019	$ 323	$ 5,516	

Note: no costs were specifically allocated to the Bathurst Zinc Project prior to July 31, 2006.

On June 4, 2008, the Company announced that it had vested a 50% interest in 1,902 mineral claims held by Xstrata by having advanced the required $5.0 million to the Bathurst Zinc Project. These claims host a total of seven significant Lead (Pb) and Zinc (Zn) occurrences distributed over the eastern and western part of the Bathurst Mining Camp. These occurrences have been subject, in the past, to exploration work by Xstrata looking to identify world class Pb/Zn deposits.

The Company has 90 days following receipt of an annual report from Xstrata in which to elect to carve out one or more Project Areas from the existing Property, in each of which the Company can increase its interest to 65% by spending an additional $2.0 million over three years and can increase its interest in each Project Area still further to 75% by spending an additional $3.0 million over another two years. Xstrata can back-in to increase its position from either a 25% or 35% interest level to 50% by contributing 2.5 times the Company expenditures made to increase its interest above 50%. Xstrata may increase its interest in one or more Project Areas from 50% to 70% at any time by electing to complete a Feasibility Study, or expend an additional $20 million on each Project Area within three years, or five years if underground work is necessary to complete the study. Xstrata will have the right to process the Company's share of ore from any future operations.

Diamond drilling comprised 50.8% of expenditures to date. A total of $248,569 was expended on drilling during the three months ended April 30, 2008, which comprised 20,959 metres (48 holes) drilled (twelve months ended January 31, 2008: 15,786 metres (40 holes) drilled).

The other significant expenditure life to date was geophysics, comprising 32.7% of expenditures to date. Drill assay results were determined via visual inspection of core samples which did not support further assaying, and as at May 9, 2008 there was no significant mineralization to report. The Company is in discussions with Xstrata to determine how to move forward on these properties.

d) Ireland Zinc Project

$8,685 was expended on the project for the three months ended April 30, 2008 ($76,849 for the year ended January 31, 2008).

On May 5, 2008, the Company reported that it had commenced diamond drilling on these prospecting licences in Ireland. The preliminary 4,000 metre drill program will test the two principal target horizons within the Lower Carboniferous limestone stratigraphy. Initial holes will test Navan Bed units on licences near Granard northwest of Dublin. Subsequent holes will test Waulsortian Reef targets on licences located southwest of Dublin.

e) Bancroft Uranium Projects

Table 3 below presents the total net expenditures by quarter and life to date for the Bancroft Uranium Projects:

TABLE 3: ($000's)

Bancroft Uranium Projects, Canada (Unaudited)	Prior to 31-Oct-06	31-Jan-07 Q4	30-Apr-07 Q1	31-Jul-07 Q2	31-Oct-07 Q3	31-Jan-08 Q4	30-Apr-08 Q1	Life to Date (LTD)
Option maintenance costs	$ 88	$ (386)	$ 22	$ -	$ -	$ -	$ -	$ (276)
Drilling and assays	1	-	13	14	20	114	-	162
Engineering and consulting	68	11	-	21	5	8	-	113
Geological and field	22	14	-	26	12	11	-	85
Management fee	-	-	-	-	-	-	-	-
Total	$ 179	$ (361)	$ 35	$ 61	$ 37	$ 133	$ -	$ 84

The Bancroft properties comprise the Halo Project and the Silver Crater Project and include certain claims east of the town of Bancroft, Ontario, Canada.

$nil was expended on the project for the three months ended April 30, 2008 (2007: $35,269). The 2007 drilling program was completed prior to September 28, 2007, with 3,747 metres (15 holes) drilled and all assay results were received, and no significant results were reported. Given the results and the current level of activity at these properties, the Company is evaluating its future prospects in these project areas.

The Company granted CanAm an option to acquire 80% of its Bancroft properties under certain funding requirements. On March 7, 2008, the Company sent a default notice to CanAm requesting they fulfil their obligations under the related option agreement. No remedy was received by the Company within the required 45 days, and the option agreement to CanAm was effectively terminated.

3. FINANCIAL PERFORMANCE REVIEW

Exploration Expenditures

TABLE 4 ($000's)

Exploration Expenditures (Unaudited)	31-Jul-06 Q2	31-Oct-06 Q3	31-Jan-07 Q4	30-Apr-07 Q1	31-Jul-07 Q2	31-Oct-07 Q3	31-Jan-08 Q4	30-Apr-08 Q1
By type:								
Option maintenance costs	$ -	$ 37	$ (335)	$ 22	$ 361	$ 21	$ 144	$ 131
Drilling and assays	-	159	520	458	193	473	1,240	312
Engineering and consulting	-	-	25	-	66	98	117	27
Geological and field	-	120	83	116	267	328	64	200
Geophysics	-	587	561	-	174	629	364	90
Labour	-	-	-	-	-	31	93	78
Management fees	-	-	100	38	38	50	50	25
Total	$ -	$ 903	$ 954	$ 634	$ 1,099	$ 1,630	$ 2,072	$ 863
By project:								
Infinity Project, DRC	$ -	$ -	$ -	$ -	$ 683	$ 577	$ 844	$ 531
Bathurst Zinc Project, Canada	-	903	1,301	600	355	1,015	1,019	323
Bancroft Uranium Projects, Canada	-	-	(361)	34	61	38	132	-
Zinc Project, Ireland	-	-	-	-	-	-	77	9
Other properties	-	-	14	-	-	-	-	-
Total	$ -	$ 903	$ 954	$ 634	$ 1,099	$ 1,630	$ 2,072	$ 863

Net exploration expenditures were $862,970 for the three months ended April 30, 2008 (2007: $633,941). These expenditures primarily comprised work performed on the Infinity Project in the DRC for geological and field costs of $194,947, labour expenses of $78,086 and other related expenses as the Company positioned itself to commence its 2008 drill program, $128,700 of option maintenance costs, and drilling of $248,569 performed on the Bathurst Zinc Project. For details on the projects and these related expenditures, see "*Section 2 – Project Updates*".

Other Expenses

TABLE 5: ($000's)

Other Expenses & Items (Unaudited)	31-Jul-06 Q2	31-Oct-06 Q3	31-Jan-07 Q4	30-Apr-07 Q1	31-Jul-07 Q2	31-Oct-07 Q3	31-Jan-08 Q4	30-Apr-08 Q1
Exploration expenditures	$ -	$ 903	$ 954	$ 634	$ 1,099	$ 1,630	$ 2,073	$ 863
Other expenses:								
Audit, accounting and legal	$ -	$ -	$ 46	$ 6	$ 9	$ 24	$ 43	$ 69
Depreciation and amortization	-	2	6	3	4	8	29	27
Labour costs and management fees	152	114	101	42	111	91	108	178
Promotion and shareholder relations	68	5	142	59	115	95	216	71
Stock based compensation	-	-	133	79	124	268	241	163
Other costs	85	79	94	47	59	59	284	106
Write-down of investments	-	-	-	-	-	-	261	-
	$ 305	$ 200	$ 522	$ 236	$ 422	$ 545	$ 1,182	$ 614
Interest income and foreign exchange	6	11	39	1	12	53	136	85
Future income tax recovery	-	-	-	1,703	-	-	-	-
Net loss (income)	$ 299	$ 1,092	$ 1,437	$ (834)	$ 1,509	$ 2,122	$ 3,119	$ 1,392

Other expenses of $614,084 for the three months ended April 30, 2008 (2007: $235,579), increased by $378,505. During the three months ended April 30, 2008 the Company had interest income and foreign exchange of $84,906 (2007: $1,398) due to interest earned on cash balances, and $nil recovery in future income taxes (2007: $1,702,766). The overall increase in expenses was due to increased activity within the Company relating to the increased corporate administration and associated costs required to evaluate and manage current exploration projects and work on new acquisitions.

Audit, accounting and legal expenses of $68,706 for the three months ended April 30, 2008 (2007: $6,000) included accounting fees of $40,000 related directly to BCSC re-filings and a $10,000 audit accrual for the 2009 fiscal year.

Depreciation and amortization of $26,623 for the three months ended April 30, 2008 (2007: $2,813) increased as a result of the Company acquiring exploration equipment for use in the Infinity Project, DRC.

Labour costs and management fees of $189,663 for the three months ended April 30, 2008 (2007: $42,197) increased in line with the growing requirements of the Company, and included administration expenses of $117,938 (2007: $42,197) due to the hiring of three full-time employees and part-time staff, $59,725 (2007: $nil) of fees incurred by consultants engaged by the Company to assist with BCSC re-filings.

Promotion and shareholder relations expenses of $71,433 for the three months ended April 30, 2008, (2007: $58,825) included $71,433 (2007: $27,525) for advertising and tradeshow attendance and related expenses in North America and the DRC, and $nil (2007: $18,375) for the hiring of consultants to assist with investor relations and to handle the increased activity of the Company.

As a result of the 3,065,000 options outstanding as at April 30, 2008 (2007: 1,527,642), the total fair value of stock options that vested using the Black-Scholes Option Pricing Model increased, resulting in stock-based compensation expense of $163,135 (2007: $79,538) for the three months ended April 30, 2008.

Other costs of $94,524 for the three months ended April 30, 2008 (2007: $46,206) increased by $55,818 and comprise: transfer and filing fees of $19,084 (2007: $12,693); travel expenses of $18,788 (2007: $11,648) required to secure property interests in the DRC; and, office and miscellaneous expenses (including rent) of $56,652 (2007: $21,438). The increase in other costs was due to the increased activity of the Company due to the commencement of significant exploration activities during the three months ended April 30, 2008, and work performed to secure potential projects.

4. FINANCIAL POSITION

Table 6 below presents the assets, liabilities and shareholders' equity of the Company as at April 30 and January 31, 2008:

TABLE 6: ($000's)
Summary Balance Sheets

(Unaudited)	April 30, 2008		January 31, 2008	
Cash and cash equivalents	$	6,873	$	7,901
Accounts receivable and prepaids		402		240
Project advances		-		183
Property, plant and equipment		531		296
Total assets	$	7,806	$	8,620
Accounts payable and accrued liabilities	$	200	$	168
Non-controlling interest		3		3
Total liabilities	$	203	$	171
Share capital	$	18,637	$	18,161
Contributed surplus		2,643		2,573
Deficit		(13,677)		(12,285)
Total shareholders' equity	$	7,603	$	8,449

As at April 30, 2008, cash and cash equivalents of $6,872,744 (January 31, 2008: $7,901,027) comprised cash of $3,395,781 (January 31, 2008: $4,466,540) and short term deposits of $3,476,963 (January 31, 2008: $3,434,487) that are cashable after 30 days without penalty, with interest rate guarantees extending up to one year.

Accounts receivable and prepaids comprise primarily of prepaid expenses at the Infinity Project, DRC, including $201,440 relating to advances for the drilling operations and $107,452 for prepaid rent expense.

Project advances decreased as funds advanced to Xtrata relating to the Bathurst Properties were expended.

Property, plant and equipment increased by $235,913 (net) during the year, primarily due to acquisitions of equipment at the Infinity Project, DRC.

As at April 30, 2008, 40,083,692 (January 31, 2008: 39,313,692) shares were issued and outstanding. Table 7 below summarizes the changes in share capital from January 31, 2008 to April 30, 2008.

TABLE 7
Share Capital

(Unaudited)	Number of Shares	Amount
Balance – January 31, 2008	39,313,692	$ 18,160,683
Exercise of options	180,000	106,800
Exercise of warrants	590,000	369,659
Balance – April 30, 2008	40,083,692	$ 18,637,142

On May 18, 2008, 200,000 shares were issued for mineral properties at fair value of $46,000 (Refer to "*Section 2 – Project Updates, Infinity Project, DRC*").

As at June 26, 2008 the Company had total issued and outstanding shares of 40,283,692, and there were 3,165,000 stock options and 6,230,277 warrants outstanding.

5. CASH FLOW, LIQUIDITY AND CAPITAL RESOURCES

Table 8 below provides an overview of the Company's cash flows from operating, investing and financing activities for the three months ended April 30, 2008 and 2007.

TABLE 8: ($000's)
Summary of cash flows

(Unaudited)		April 30, 2008		April 30, 2007
Net change of cash related to:				
Operations	$	(1,148)	$	(396)
Investing	$	(263)		-
Financing		383		1,362
Net change in cash during the period	$	(1,028)	$	966

To fund its working capital, including exploration activities and corporate expenses, the Company requires continued access to capital markets to raise financing through equity offerings. All financing activities are currently provided through equity offerings.

During the three months ending April 30, 2008, expenses of $1,201,367 (2007: $773,471) were paid on account of exploration expenditures and corporate costs (see "*Section 3 – Financial Performance Review*" above). These cash expenses, net of changes in non-cash operating working capital, resulted in a net cash outflow from operating activities for the period of $1,147,541 (2007: $395,703).

During the three months ending April 30, 2008, cash outflow from investing activities of $263,559 (2007: $ nil) included the acquisition of property, plant and equipment during the year in the DRC, comprising $113,848 for automotive equipment, $116,262 for exploration equipment, including a portable assay laboratory, $17,868 for leasehold improvements, and $15,581 for computer and office equipment.

A net amount of $382,817 in financing was raised for the three months ending April 30, 2008 (2007: $1,361,682 net) through the issuance of common shares. Financing was raised for option maintenance and exploration costs, and for general working capital purposes.

On April 29, 2008, the Company filed a Form 15F with the United States Securities and Exchange Commission (the "SEC") to voluntarily terminate the registration of its common shares (OTC Bulletin Board symbol: ELNOF) under the United States Securities Exchange Act of 1934. The termination is expected to take effect no later than ninety days after the filing of Form 15F. As a result of filing, the requirement to file certain reports with the SEC, including Form 20F and Form 6K, immediately ceased.

6. CONTRACTUAL OBLIGATIONS

Table 9 below outlines the Company's contractual obligations under its property option agreements (with corresponding receipts where applicable). If the Company does not meet its property option maintenance obligations, it may be in default of the applicable agreement and could therefore lose the rights to the related properties under option:

TABLE 9 [1] Property Option Cash Payments as at April 30, 2008 Fiscal Year Ending January 31	Infinity Project, DRC $	Harmony Project, DRC $ [4]	Total $
2009 (paid)	$ 227,600 [2]	$ -	$ 227,600
2009	-	510,000 [3]	510,000
2010	102,000 [3]	510,000 [3]	612,000
2011	102,000 [3]	510,000 [3]	612,000
	$ 431,600	$ 1,530,000	$ 1,961,600

Notes:

1 – Table includes only cash property option maintenance payments and excludes share issuances.

2 – US$130,000 (Cdn$128,700) paid on February 28, 2008 and US$100,000 (Cdn$98,800) paid on May 18, 2008.

3 – Denominated in US$ and has been converted at an exchange rate of US$1:$1.02.

4 – Property option cash payments commence following to the transfer of title (pending) to Harmony under the agreement dated February 4, 2008.

The table above excludes commitments with respect to operating leases for premises and office equipment which expire on various dates up to November 30, 2012. The total future minimum lease payments subsequent to April 30, 2008 are $528,781.

7. RELATED PARTY TRANSACTIONS

The related party transactions for the three months ended April 30, 2008 and 2007 are as follows:

i) During the period, the Company paid $nil (2007: $6,000) for management fees and rent to a company controlled by the Chairman, Chief Executive Officer and director.

ii) During the period, the Company paid $nil ($2007: $33,000) for management fees to a company controlled by the President and Chief Operating Officer.

iii) During the period, the Company paid $nil (2007: $4,432) for consulting fees to a company controlled by the Corporate Secretary.

iv) During the period, the Company paid $16,500 (2007: $6,000) for accounting fees to a company controlled by the Chief Financial Officer.

v) During the period the Company paid $7,500 (2007: $nil) for consulting fees to a director.

vi) GCP owns 30% of the shares of Infinity and one of the controlling shareholders of GCP is an officer and director of Infinity, and has been retained by Infinity under a management contract to manage the project in the DRC, including the accounting function (see "*Section 2 – Project Updates, Infinity Project, DRC*" above).

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

8. CRITICAL ACCOUNTING ESTIMATES AND RISKS & UNCERTAINTIES

For a full version of the Company's critical accounting estimates reference should be made to the Company's Management Discussion and Analysis and audited financial statements for the year ended January 31, 2008, which are available on the Company's website at www.elninoventures.com and at www.sedar.com.

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Financial Statements and the reported amounts of revenues and expenses during the reporting period. Areas requiring significant management estimates include the valuation, impairment and useful life of intangible assets and property and equipment, and future income taxes. These estimates are reviewed periodically (at least annually), and, as adjustments become necessary, they are reported in earnings in the period in which they become known. The Company's significant accounting policies are described in Note 3 of the Financial Statements.

Management Estimates

The preparation of financial statements in conformity with Canadian GAAP requires management to make estimates and assumptions that affect the amounts reported, and disclosed in the financial statements and the accompanying notes. Actual results could differ from those estimates. Realization of the Company's assets and liabilities is subject to risks and uncertainties, including reserve and resource estimation; future copper and other base and precious metal prices; estimated costs of future production, changes in government legislation and regulations, estimated future income taxes, the availability of financing, the valuation of stock-based compensation and of warrants, and various operational factors.

Flow-Through Shares

Canadian Income Tax Legislation permits an enterprise to issue securities referred to as flow-through shares, whereby the investor can claim the tax deductions arising from the renunciation of the related resource expenditures. When resource expenditures are renounced to the investors and the Company has reasonable assurance that the expenditures will be completed, future income tax liabilities are recognized (renounced expenditures multiplied by the effective tax rate) thereby reducing share capital.

If the Company has sufficient unused tax losses and deductions ("losses") to offset all or part of the future income tax liabilities and no future income tax assets have been previously recognized on such losses, a portion of the unrecognized losses (losses multiplied by the effective corporate tax rate) is recorded as a future income tax recovery up to the amount of the future income tax liability that was previously recognized on the renounced expenditures.

International Financial Reporting Standards ("IFRS")

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 transition date of January 1, 2011 will require the restatement for comparative purposes of amounts reported by the Company for the year ended January 31, 2010. While the Company has begun assessing the adoption of IFRS for 2011, the financial reporting impact of the transition to IFRS cannot be reasonably estimated at this time.

Disclosure Controls and Internal Controls Over Financial Reporting

Disclosure controls and procedures are designed to provide reasonable assurance that material information is gathered and reported to senior management, including the Chief Executive Officer and Chief Financial Officer, as appropriate to permit timely decisions regarding public disclosure. Management, including the Chief Executive Officer and Chief Financial Officer, has evaluated the effectiveness of the design and operation of the Company's disclosure controls and procedures, as defined in Multilateral Instrument 52-109 - *Certification of Disclosure in Issuers' Annual and Interim Filings*, as at April 30, 2008. Based on this evaluation, the Chief Executive Officer and Chief Financial Officer have concluded that certain weaknesses exist in internal controls over financial reporting for the Company's disclosure controls and procedures.

On April 7, 2008 the Company received a letter from the British Columbia Securities Commission ("BCSC") requesting the Company to amend, restate and re-file its 2008 quarterly financial statements and related MD&As, and its January 31, 2007 MD&A. The reason for this letter was to bring the past filings of the Company up to applicable BCSC and CICA disclosure standards, and thereby increase the usefulness of these filings for investors. The Company complied with this request, and on June 4, 2008 the BCSC notified the Company that all outstanding issues had been addressed. As a result of this process, management has noted a number of areas where improvements can be made and is actively addressing these areas.

Management is responsible for designing such internal controls over financial reporting, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with GAAP.

As at the end of the period covered by this management's discussion and analysis, management had designed and implemented internal controls and procedures as required by Canadian securities laws. Management continues to review and refine its internal controls over financial reporting.

9. FORWARD-LOOKING INFORMATION

Forward-looking information is included in this MD&A, which involves known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking information. Forward-looking information is identified by the use of terms and phrases such as "anticipate", "believe", "could", "estimate", "expect", "intend", "may", "plan", "predict", "project", "will", "would", and similar terms and phrases, including references to assumptions. Such information may involve but are not limited to comments with respect to strategies, expectations, planned operations or future actions.

Forward-looking information reflects current expectations of management regarding future events and operating performance as of the date of this MD&A. Such information involves significant risks and uncertainties, should not be read as guarantees of future performance or results, and will not necessarily be accurate indications of whether or not such results will be achieved. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking information, including, but not limited to, the following factors (as discussed under "Risks and Uncertainties" below): industry; commodity prices; competition; foreign political risk; government laws; regulation and permitting; title to properties; estimates of mineral resources; cash flows and additional funding requirements; key management; possible dilution to present and prospective shareholders; material risk of dilution presented by large number of outstanding share purchase options and warrants; trading volume; volatility of share price; foreign currency risk; and, conflict of interest.

Although the forward-looking information contained in this MD&A is based upon what the Company's management believes to be reasonable assumptions, the Company cannot assure investors that actual results will be consistent with such information. Forward-looking information reflects management's current beliefs and is based on information currently available to the Company. Such information reflects current assumptions regarding future events and operating performance including, without limitation, a strong global demand for mineral commodities, continued funding and continued strength in the industry in which the Company operates, and speaks only as of the date of this discussion. The forward-looking information is made as of the date of this MD&A.

10. OUTLOOK

The Company continues to develop its interests in the DRC through its Infinity Project, DRC and Harmony Project, DRC.

On April 14, 2008, the Company announced that in the DRC its 2008 Infinity Project, DRC drill program was in progress, with the Company expecting to drill over 25,000 meters during the following five months, comprising 12,500 meters of reverse circulation drilling and 12,500 meters of diamond drilling. The current drilling commenced in May, following the rainy season, and is being performed by reverse circulation using a diamond drill, and a second reverse circulation drill is available for use.

The Company is currently awaiting completion of the transfer of the property titles to Harmony before commencing exploration activities.

At Bathurst, the Company met its requirement of $5.0 million funding by March 31, 2008, and is in discussions with Xstrata to determine how to move forward on these properties.

On May 5, 2008, the Company announced that it had commenced diamond drilling on its prospecting licences in Ireland. The preliminary 4,000 metre drill program will test the two principal target horizons within the Lower Carboniferous limestone stratigraphy. Initial holes will test Navan Bed units on licences near Granard northwest of Dublin. Subsequent holes will test Waulsortian Reef targets on licences located southwest of Dublin. The Company expects to assess these prospects later in the year, based on results.

With the default of the CanAm option on the Bancroft properties, the Company is currently evaluating the future exploration strategy for the properties.

The Company is proceeding with an aggressive acquisition program for new projects focusing on areas of known mineralization in the DRC, Canada and Ireland.

11. ADDITIONAL INFORMATION

Additional information relating to the Company, is available on SEDAR at www.sedar.com or on the Company's website at www.elninoventures.com.

For more information, please contact:

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TRADING SYMBOLS

TSX Venture Exchange: ELN
Frankfurt Stock Exchange: E7Q

EL NINO
VENTURES INC.

El Nino Ventures Inc.

(An Exploration Stage Company)

INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Three Months Ended April 30, 2008

(Unaudited - Expressed in Canadian Dollars)

EL NINO VENTURES INC.

Suite 1440, 1166 Alberni Street • Vancouver • British Columbia • Canada • V6E 3Z3 • Telephone (604) 683-4886 • Fax (604) 683-4887

MANAGEMENT'S COMMENTS ON
UNAUDITED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

NOTICE OF NO AUDITOR REVIEW OF INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim consolidated financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim consolidated financial statements of El Nino Ventures Inc. (the "Company") have been prepared by and are the responsibility of the Company's management. The unaudited interim consolidated financial statements are prepared in accordance with accounting principles generally accepted in Canada and reflect management's best estimates and judgment based on information currently available.

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

El Nino Ventures Inc.

Interim Consolidated Balance Sheets

As at April 30, 2008 and January 31, 2008

(Unaudited)

(Expressed in Canadian Dollars)

	April 30, 2008 (Unaudited) $	January 31, 2008 $
Assets		
Current assets		
Cash and cash equivalents (Note 12)	6,872,744	7,901,027
Accounts receivable and prepaids	401,873	239,740
Investments (Note 3)	1	1
Project advances (Note 5c)	-	183,466
	7,274,618	8,324,234
Property, plant and equipment (Note 4)	531,419	295,506
	7,806,037	8,619,740
Liabilities		
Current		
Accounts payable and accrued liabilities	200,297	167,804
	200,297	167,804
Non-controlling interest (Note 5a)	3,191	3,191
	203,488	170,995
Shareholders' Equity		
Share capital (Note 6)	18,637,142	18,160,683
Contributed surplus (Note 8)	2,642,795	2,573,302
Deficit	(13,677,388)	(12,285,240)
	7,602,549	8,448,745
	7,806,037	8,619,740

Nature of operations and going concern (Note 1)

Related party transactions (Note 10)

Commitments (Note 13)

Subsequent events (Note 16)

ON BEHALF OF THE BOARD:

"Jean Luc Roy", Director

"Damian Towns", Director

- The accompanying notes are an integral part of these interim financial statements -

El Nino Ventures Inc.

Interim Consolidated Statements of Income (Loss) and Deficit

For the three months ended April 30, 2008 and 2007

(Unaudited)

(Expressed in Canadian Dollars)

	Three months ended April 30, 2008 $	Three months ended April 30, 2007 $
Expenditures		
Net Exploration Expenditures (Note 5)	862,970	633,941
Other Expenses (Income)		
Corporate costs (Note 14)	424,326	153,228
Stock-based compensation (Note 7)	163,135	79,538
Depreciation and amortization	26,623	2,813
Interest income and foreign exchange	(84,906)	(1,398)
	529,178	234,181
Income (loss) before income taxes	(1,392,148)	(868,122)
Future income tax recovery (Note 9)	-	1,702,766
Income (Loss) for the period	(1,392,148)	834,644
Deficit – beginning of period	12,285,240	6,370,065
Deficit – end of period	13,677,388	5,535,421
Basic and diluted income (loss) per share	(0.04)	0.04
Weighted average number of shares outstanding	39,841,135	21,618,843

El Nino Ventures Inc.

Interim Consolidated Statements of Comprehensive Income (Loss)

For the three months ended April 30, 2008 and 2007

(Unaudited)

(Expressed in Canadian Dollars)

	Three months ended April 30, 2008 $	Three months ended April 30, 2007 $
Income (Loss) for the period	(1,392,148)	834,644
Other Comprehensive Income (Loss)		
Transitional adjustment	-	82,450
Unrealized loss on investments (Note 3)	-	(43,950)
Comprehensive Income (Loss) for the period	(1,392,148)	873,144

El Nino Ventures Inc.

Interim Consolidated Statements of Cash Flows

For the three months ended April 30, 2008 and 2007

(Unaudited)

(Expressed in Canadian Dollars)

	Three months ended April 30, 2008 $	Three months ended April 30, 2007 $
Cash flows from operating activities		
Net Income (loss) for the period	(1,392,148)	834,644
Items not affecting cash:		
Depreciation and amortization	26,623	2,813
Stock-based compensation	163,135	79,538
Other	1,023	-
Future Income tax recovery (Note 9)	-	(1,702,766)
Shares issued for mineral properties	-	12,300
	(1,201,367)	(773,471)
Changes in non-cash operating working capital:		
Accounts receivable and prepaids	(162,133)	(242,746)
Project advances	183,466	590,686
Accounts payable and accrued liabilities	32,493	29,828
	(1,147,541)	(395,703)
Cash flows from financing activities		
Issuance of common shares, net	382,817	1,361,682
	382,817	1,361,682
Cash flows from investing activities		
Purchase of equipment	(278,559)	-
Proceeds on disposition of equipment	15,000	-
	(263,559)	-
Increase (decrease) in cash and cash equivalents	(1,028,283)	965,979
Cash and cash equivalents – Beginning of period	7,901,027	33,780
Cash and cash equivalents – End of period	6,872,744	999,759

1. Nature of operations and going concern

El Nino Ventures Inc. (the "Company") was incorporated on February 19, 1988 under the laws of the Province of British Columbia, Canada. The Company is an exploration stage company engaged in the acquisition, exploration and development of mineral properties in the Democratic Republic of Congo ("DRC"), Canada and Ireland with the aim of developing them to a stage where they can be exploited at a profit or to arrange joint ventures whereby other companies provide funding for development and exploitation.

At April 30, 2008, the Company had cash and cash equivalents of $6,872,744, working capital $7,074,321 and a deficit of $13,677,388. The funds on hand at March 31, 2008 are not sufficient to meet our planned corporate, administrative and exploration activities for the next twelve months. Additional financing will be required to meet the Company's obligations as they fall due.

The Company's ability to continue operations and exploration activities is dependent on management's ability to secure additional financing. While management has been successful in securing such additional sources of financing in the past, there can be no assurance it will be able to do so in the future. Because of this uncertainty, there is substantial doubt about the ability of the company to continue as a going concern.

These consolidated financial statements do not include the adjustments that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. Significant accounting policies

Basis of presentation and consolidation

These interim consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principals ("GAAP") on a basis consistent with the annual financial statements of the Company. Disclosure requirements for interim financial statements do not contain all the information that is required of annual financial statements. Accordingly, these interim consolidated financial statements should be read in conjunction with the audited consolidated financial statements for the year ended January 31, 2008 which are available on the Company's website at www.elninoventures.com.

The accounting policies followed by the Company are set out in Note 4 of the audited consolidated financial statements for the year ended January 31, 2008, and have been consistently followed in the preparation of these consolidated financial statements.

These interim consolidated financial statements include the accounts of the Company and its 70% owned subsidiary, Infinity Resources SPRL ("Infinity"), located in the DRC.

Estimates, risks and uncertainties

The preparation of financial statements in conformity with Canadian GAAP requires management to make estimates and assumptions that affect the amounts reported, and disclosed in the financial statements and the accompanying notes. Actual results could differ from those estimates. Realization of the Company's assets and liabilities is subject to risks and uncertainties, including reserve and resource estimation; future copper and other base and precious metal prices; estimated costs of future production, changes in government legislation and regulations, estimated future income taxes, the availability of financing, the valuation of stock-based compensation and of warrants, and various operational factors.

(Expressed in Canadian Dollars)

2. Significant accounting policies, continued

Flow-through shares

Canadian Income Tax Legislation permits an enterprise to issue securities referred to as flow-through shares, whereby the investor can claim the tax deductions arising from the renunciation of the related resource expenditures. When resource expenditures are renounced to the investors and the Company has reasonable assurance that the expenditures will be completed, future income tax liabilities are recognized (renounced expenditures multiplied by the effective tax rate) thereby reducing share capital.

If the Company has sufficient unused tax losses and deductions ("losses") to offset all or part of the future income tax liabilities and no future income tax assets have been previously recognized on such losses, a portion of the unrecognized losses (losses multiplied by the effective corporate tax rate) is recorded as a future income tax recovery up to the amount of the future income tax liability that was previously recognized on the renounced expenditures.

3. Investments

	April 30, 2008		January 31, 2008	
	Market Value	Adjusted Cost	Market Value	Cost
CanAm Uranium Corp. ("CanAm") 275,000 shares	$ 2,750	$ 1	$ 22,000	$261,250

As at January 31, 2008, due to the nominal trading volume and share price of CanAm, a permanent impairment was recognized and the carrying value reduced to $1.

4. Property, plant and equipment

			April 30, 2008			January 31, 2008
	Cost	Accumulated Amortization	Net	Cost	Accumulated Amortization	Net
Automotive	291,431	(28,397)	263,034	$189,825	$(25,592)	$164,233
Computer and office equipment	116,306	(25,120)	91,186	101,184	(18,405)	82,779
Field equipment	173,629	(14,298)	159,331	58,136	(9,642)	48,494
Leasehold improvements under construction	17,868	-	17,868	-	-	-
Total	599,234	(67,815)	531,419	$349,145	$(53,639)	$295,506

(Expressed in Canadian Dollars)

5. Mineral properties

Exploration expenditures for the three months ended are as follows:

	April 30, 2008 $	April 30, 2007 $
Infinity Project, DRC (Note 5a)		
Option maintenance costs and related legal costs	130,637	-
Assays	54,193	-
Drilling	9,356	-
Engineering and consulting	18,545	-
Geological and field expenses	194,947	-
Geophysics	45,350	-
Labour	78,086	-
Total	531,114	-
Bathurst Zinc Project, New Brunswick, Canada (Note 5c)		
Drilling	248,569	445,653
Geological and field expenses	4,275	115,519
Geophysics	45,327	-
Management fee	25,000	37,500
Total	323,171	598,672
Zinc Project, Ireland (Note 5d)		
Engineering and consulting	7,500	-
Geological and field expenses	1,185	-
Total	8,685	-
Bancroft Uranium Projects, Ontario, Canada (Note 5e)		
Option maintenance costs	-	22,300
Drilling	-	12,969
Total	-	35,269
Net exploration expenditures for the period	862,970	633,941

Cumulative acquisition and exploration expenditures as at April 30, 2008 are as follows:

	Option maintenance costs	Exploration costs	Option payments received	April 30, 2008
Infinity Project, DRC	542,622	2,093,666	$ -	2,636,288
Bathurst Zinc Project, Canada	149,031	5,367,061	-	5,516,092
Zinc Project, Ireland	52,969	32,565	-	85,534
Bancroft Properties, Canada	110,463	358,356	(386,250)	82,569
Total	855,085	7,851,648	$ (386,250)	8,320,483

(Expressed in Canadian Dollars)

5. Mineral properties, continued

Cumulative acquisition and exploration expenditures as at January 31, 2008 are as follows:

	Option maintenance costs	Exploration costs	Option payments received	January 31, 2008
Infinity Project, DRC	$ 411,985	$ 1,693,189	$ -	$ 2,105,174
Bathurst Zinc Project, Canada	149,031	5,043,890	-	5,192,921
Zinc Project, Ireland	52,969	23,880	-	76,849
Bancroft Properties, Canada	110,463	358,356	(386,250)	82,569
Total	$ 724,448	$ 7,119,315	$ (386,250)	$ 7,457,513

a. Infinity Project, DRC

By an agreement dated May 19, 2007, the Company has the option to acquire a 70% interest in certain mineral research permits located between Lubumbashi and Likasi in the DRC from GCP Group Ltd. (“GCP”), a private British Virgin Islands company.

An initial cash payment of US$120,000 was made to GCP under the terms of the option agreement, and US$130,000 upon transfer of the titles of the mineral research permits (paid February 21, 2008). Additional cash payments totaling US$300,000 will be made in three equal annual installments, commencing May 18, 2008 (paid) and ending May 18, 2010. 300,000 shares of the Company, having an estimated fair value of $219,000, have been issued to GCP and 400,000 additional shares will be issued over a three year period, commencing with 200,000 shares on May 18, 2008 (issued), 100,000 shares on May 18, 2009 and 100,000 shares on May 18, 2010.

In February 2008, the mineral research permits were transferred by GCP into Infinity, the Company’s 70% owned Congolese subsidiary, in contemplation of the Company fulfilling all of the terms of the option agreement. GCP owns the remaining 30% of the shares of Infinity and one of the controlling shareholders of GCP is an officer and director of Infinity, and has been retained by Infinity under a management contract to manage the project in the DRC, including the accounting function. Should the Company not fulfill the terms of the option agreement, then the mineral research permits will be returned to GCP.

GCP subscribed for its 30% interest in Infinity for $3,191 (US$3,000) and this amount will be carried until the Company has earned its 70% interest in the mineral research permits. Accordingly, the amount paid by GCP is recorded as a non-controlling interest on the consolidated financial statements.

The Company maintains that its mineral research permits are not affected by the current Congolese review of mining contracts and it will continue to conduct business in the DRC under the rules and regulations of the New Mining Code that came into effect in 2003.

b. Harmony Project, DRC

On February 4, 2008, the Company entered into an agreement with MIMECO AG (“MIM”) to acquire an initial 70% interest in a DRC permit in the DRC Copperbelt, located east of the Kinsevere Project of Anvil Mining, by issuing 200,000 shares of the Company to MIM upon the transfer of title (pending), and the Company making an exploration commitment of $1.5 million over three years commencing following the transfer of title (pending), of which $500,000 must be spent in the first year of the agreement. The Company has the right at anytime to increase its interest to 85% by paying MIM the sum of $15.0 million.

5. Mineral properties, continued

MIM subscribed for its 30% interest in Harmony Resources SPRL ("Harmony"), the Company's 70% owned Congolese subsidiary incorporated on May 10, 2008, for US$3,000 and this amount will be carried until the Company has earned its 70% interest in the mineral research permits. Accordingly, the amount paid by MIM will be recorded as a non-controlling interest.

c. Bathurst Zinc Project, Bathurst, New Brunswick, Canada

By an agreement dated May 26, 2006, the Company entered into an option agreement with Xstrata Zinc Canada ("Xstrata") formerly Falconbridge Limited to explore the Bathurst Mining Camp in New Brunswick to acquire a 50% interest.

The Company has vested its 50% interest in the related mineral claims held by Xstrata by advancing the required $5.0 million to Xstrata. The Company has 90 days following receipt of an annual report from Xstrata in which to elect to carve out one or more Project Areas from the existing Property, in each of which the Company can increase its interest to 65% by spending an additional $2.0 million over three years and can increase its interest in each Project Area still further to 75% by spending an additional $3.0 million over another two years. Xstrata can back-in to increase its position from either a 25% or 35% interest level to 50% by contributing 2.5 times the Company expenditures made to increase its interest above 50%. Xstrata may increase its interest in one or more Project Areas from 50% to 70% at any time by electing to complete a Feasibility Study, or expend an additional $20 million on each Project Area within three years, or five years if underground work is necessary to complete the study. Xstrata will have the right to process the Company's share of ore from any future operations.

d. Zinc Project, Ireland

The Company currently holds certain prospecting licences acquired between October 2007 and February 2008, in the Central Carboniferous Limestone Basin, prospective for zinc and lead mineralization. By an agreement dated September 14, 2006, the Company and a Director entered into an agreement whereby the Director will assist and advise the Company in its efforts to acquire exploration licences in Ireland. Upon the Company being granted one or more exploration licences, the Company paid $20,000 and issued 29,000 shares fair valued at $20,010.

Pursuant to the agreement dated September 14, 2006, the company committed to pay the director $40,000 per year on September 21, 2008, 2009 and 2010. In 2011 and each subsequent year the Company will pay the director the greater of $20,000 cash or 5% of the total exploration expenditures made by the Company in the twelve month period preceding the anniversary date of the licence grant. Once an aggregate of $500,000 has been paid or the project is abandoned, the agreement will terminate. All of these payments will be made to the director of the Company as a mineral property finder's fee.

e. Bancroft Properties, Bancroft, Ontario, Canada

The Bancroft properties comprise the Halo Project and the Silver Crater Project and include certain claims east of the town of Bancroft, Ontario, Canada. The Company is evaluating its future prospects in these project areas.

5. Mineral properties, continued

The Company has earned a 100% interest in certain properties known as the Halo Project by making total cash payments of $12,500, issuing 60,000 shares and completing $105,000 in exploration expenditures. The property is subject to a 3% NSR. The Company has the option to purchase 1% of the total NSR for $250,000.

The Company has earned a 100% interest in certain properties known as the Silver Crater Project by making total cash payments of $12,500, issuing 40,000 shares and completing $105,000 in exploration expenditures. The property is subject to a 3% NSR. The Company has the option to purchase 1% of the total NSR for $250,000.

The Company granted CanAm an option to acquire 80% of its Bancroft properties under certain funding requirements. Under the terms of this agreement, the Company received 275,000 shares of CanAm and cash payments totalling $125,000 (received). On March 7, 2008, the Company sent a default notice to CanAm requesting they fulfil their obligations under the related option agreement. No remedy was received by the Company within the required 45 days, and the option agreement to CanAm was effectively terminated.

f. Details of property option maintenance cash payments are as follows [1]:

Fiscal Year Ending January 31	Infinity Project, DRC $	Harmony Project, DRC $ [4]	Total $
2009 (paid)	$ 227,600 [2]	$ -	$ 227,600
2009	-	510,000 [3]	510,000
2010	102,000 [3]	510,000 [3]	612,000
2011	102,000 [3]	510,000 [3]	612,000
	$ 431,600	$ 1,530,000	$ 1,961,600

Notes:
1 – Table includes cash only and excludes share issuances (Note 5), and commitments that are related to future lease payments (Note 13).
2 – US$130,000 (Cdn$128,700) paid on February 28, 2008 and US$100,000 (Cdn$98,800) paid on May 18, 2008.
3 – Denominated in US$ and has been converted at an exchange rate of US$1:$1.02.
4 – Property option cash payments commence following to the transfer of title (pending).

6. Share capital

Authorized

The Company's authorized share capital consists of an unlimited number of common voting shares without par value.

Issued

	Number of Shares	Amount
Balance – January 31, 2008	$ 39,313,692	$ 18,160,683
Exercise of options (Note 7)	180,000	106,800
Exercise of warrants (Note 7)	590,000	369,659
Balance – April 30, 2008	$ 40,083,692	$ 18,637,142

(Expressed in Canadian Dollars)

7. Stock options and warrants

Option pricing models require the input of highly subjective assumptions including the expected stock price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore, the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options.

Stock options

The Company has adopted a stock option plan ("the plan") whereby, the Company may grant stock options up to a maximum of 20 percent of the number of issued shares of the Company. At April 30, 2008, the Company has reserved 4,353,390 common shares under the plan (January 31, 2008 – 4,353,390).

The Company has granted stock options to directors, officers, consultants and certain employees. Stock option activity is summarized as follows:

	Number of Options	Weighted Average Exercise Price
Balance – January 31, 2008	3,182,000	$0.57
Granted	200,000	$0.60
Exercised	(180,000)	$0.15
Forfeited	(137,000)	$0.59
Balance – April 30, 2008	3,065,000	$0.58

At April 30, 2008 the following stock options were outstanding and exercisable:

Number of stock options outstanding	Number of stock options vested	Exercise Price	Expiry Date
30,000	30,000	$0.15	Sept.10, 2008
885,000	646,667	$0.50	March 29, 2011
1,700,000	452,000	$0.60	July 11, 2012
100,000	-	$0.90	January 3, 2013
150,000	-	$0.70	January 24, 2013
200,000	-	$0.60	March 31, 2013
3,065,000	1,128,667	$0.58	

Stock-based compensation for the period ended April 30, 2008 was $163,135 (2007: $79,538).

The fair value of stock options is estimated on the date of grant using the Black-Scholes option-pricing model with the following assumptions:

Risk-free interest rate	3.0% to 4.6%
Options expected life	3.5 to 4.0 years
Expected volatility	95.4% to 111.2%
Expected dividend yield	nil

(Expressed in Canadian Dollars)

7. Stock options and warrants, continued

Warrants

Warrant activity is summarized as follows:

	Number of Warrants	Weighted Average Exercise Price
Balance – January 31, 2008	10,352,702	$0.92
Exercised	(590,000)	$0.54
Expired	(3,091,175)	$0.84
Balance – April 30, 2008	6,671,527	$0.99

At April 30, 2008, the following warrants were outstanding:

Date	Number of Shares	Exercise Price	Expiry Date
August 29, 2006	441,250	$1.00	May 29, 2008 [1]
July 9, 2007	2,932,500	$0.60	Jan. 9, 2009
August 30, 2007	353,333	$0.90	Feb. 29, 2009
August 30, 2007	2,944,444	$1.40	Feb. 29, 2009
Balance – April 30, 2008	6,671,527		

Note:
1 – These warrants expired unexercised subsequent to April 30, 2008.

The relative pro rata allocation of the fair value of the stock purchase warrants included in unit offerings is estimated on the date of issuance of the unit using the Black-Scholes option-pricing model with the following assumptions:

Risk-free interest rate	4.1% to 4.3%
Warrants expected life	1.0 to 1.5 years
Expected volatility	71.5% to 83.8%
Expected dividend yield	nil

8. Contributed surplus

	April 30, 2008	January 31, 2008
Balance – Beginning of year	$ 2,573,302	$ 983,663
Fair value assigned to warrants	-	1,302,901
Fair value assigned to warrants on finders' fees	-	126,927
Exercise of options	(44,800)	(111,401)
Exercise of warrants	(48,842)	(441,452)
Stock-based compensation	163,135	712,664
Balance – End of period	$ 2,642,795	$ 2,573,302

(Expressed in Canadian Dollars)

9. Income taxes

A recovery of future income taxes in the amount of $nil (2007: $1,702,766) was recorded for the period ended April 30, 2008.

During 2007, flow-through shares totalling $4,993,448 were issued, which funds were required to be spent on qualifying Canadian Exploration Expenditures. Upon renunciation filed February 26, 2007, the Company no longer had the ability to use the expenditures for tax purposes and the Company was required to record a future tax liability of $1,702,766. However, since the Company had unused tax losses and resource pools in excess of the renunciation, the future tax liability was offset by the reversal of a portion of the Company's valuation allowance on future income tax assets.

10. Related party transactions

The related party transactions are as follows:

a. During the period, the Company paid $nil (2007: $6,000) for management fees and rent to a company controlled by the Chairman, Chief Executive Officer and director.

b. During the period, the Company paid $nil (2007: $33,000) for management fees to a company controlled by the President and Chief Operating Officer.

c. During the period, the Company paid $nil (2007: $4,432) for consulting fees to a company controlled by the Corporate Secretary.

d. During the period, the Company paid $16,500 (2007: $6,000) for accounting fees to a company controlled by the Chief Financial Officer.

e. During the period the Company paid $7,500 (2007: $nil) for consulting fees to a director.

f. GCP owns 30% of the shares of Infinity and one of the controlling shareholders of GCP is an officer and director of Infinity, and has been retained by Infinity under a management contract to manage the project in the DRC, including the accounting function (Note 5a).

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

11. Segmented information

The Company's only business activity is exploration and development of mineral properties. This activity is carried out in Canada, the DRC, and the Republic of Ireland.

The breakdown by geographic area for the three months ended April 30, 2008 is as follows:

	Canada	DRC	Republic of Ireland	Total
Total expenses	$ 885,070	$ 498,393	$ 8,685	$ 1,392,148
Current assets	$ 6,908,787	$ 365,831	$ -	$ 7,274,618
Property, plant and equipment	65,511	465,908	$ -	531,419
Total assets	$ 6,974,298	$ 831,739	$ -	$ 7,806,037

For the three months ended April 30, 2007 all activities and related expenditures were carried out in Canada.

(Expressed in Canadian Dollars)

12. Supplemental cash flow information

Cash and cash equivalents comprise the following:

	April 30, 2008	January 31, 2008
Cash on hand and balances in bank	$ 3,395,781	$ 4,466,540
Short term deposits [1]	3,476,963	3,434,487
Balance – End of period	$ 6,872,744	$ 7,901,027

Note:
1 – Includes investments that are cashable after 30 days without penalty, with interest rate guarantees extending up to one year.

13. Commitments

The Company has entered into operating leases for premises and office equipment which expire on various dates up to November 30, 2012.

The future minimum lease payments, less rent deposits, are as follows:

2009	$ 67,406
2010	128,790
2011	128,790
2012	122,452
2013	81,343
	$ 528,781

The table above excludes commitments that are related to maintaining property option payments, as disclosed in Note 5 and mineral property finders fees as disclosed in Note 5d.

14. Corporate costs

Details of corporate costs are as follows:

	Three months ended April 30, 2008 $	Three months ended April 30, 2007 $
Audit, accounting and legal	68,706	6,000
Labour costs and management fees	189,663	42,197
Office and miscellaneous	56,652	21,865
Promotion and shareholder relations	71,433	58,825
Transfer and filing fees	19,084	12,693
Travel and accommodation	18,788	11,648
Corporate costs for the year	424,326	153,228

15. Management of financial risk

The Company operates internationally with operations in DRC, Canada and Ireland, which gives rise to the risk that its financial instruments may be adversely impacted by exchange rate fluctuations. A significant portion of its expenses are also incurred in US dollars. A significant change in the currency exchange rates between the Canadian dollar relative to the US dollar could have an effect on the Company's results of operations, financial position or cash flows. The Company has not entered into foreign currency contracts to hedge its risk against foreign currency fluctuations.

The Company financial instruments are also exposed to limited liquidity risk and interest risk.

Liquidity risk; the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure. Accounts payable and accrued liabilities are due within the current operating period.

Interest rate risk; the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a loss as a result of a decline in the fair value of guaranteed term deposits is limited because these investments have fixed rates of return.

The Company had no significant foreign denominated financial instruments as at April 30, 2008 and January 31, 2008 (excluding foreign currency commitments that are related to maintaining property option payments, as disclosed in Note 5).

16. Subsequent events

On April 7, 2008 the Company received a letter from the British Columbia Securities Commission ("BCSC") requesting the Company to amend, restate and re-file its 2008 quarterly financial statements and related MD&As, and its January 31, 2007 MD&A. The reason for this letter was to bring the past filings of the Company up to applicable BCSC and CICA disclosure standards, and thereby increase the usefulness of these filings for investors. The Company complied with this request, and on June 4, 2008 the BCSC notified the Company that all outstanding issues had been addressed.

On May 10, 2008, Harmony, the Company's 70% owned Congolese subsidiary, was incorporated. The Company is currently awaiting completion of the transfer of the property titles to Harmony before commencing exploration activities and payment of the option maintenance costs under the agreement with MIM (see Note 5b).

On May 18, 2008, 200,000 shares (fair value of $46,000) were issued and US$100,000 was paid to GCP in accordance with the terms of the option agreement for the Infinity Project, DRC (see Note 5a).

Subsequent to period end 250,000 options were granted to new employees of the Company, exercisable at $0.60.