

INSTRUCTIONS

This report is to be filed by Exchange issuers within 60 days of the end of their first, second and third fiscal quarters and within 140 days of the end of their fourth fiscal quarter. Three schedules (typed) are to be attached to this report as follows:

SCHEDULE A: FINANCIAL INFORMATION

Financial information prepared in accordance with generally accepted accounting principles for the fiscal year-to-date, with comparative information for the corresponding period of the preceding fiscal year. This financial information should consist of the following:

For the first, second and third fiscal quarters:

An interim financial report presented in accordance with Section 1750 of the C.I.C.A. Handbook. This should include a summary income statement (or statement of deferred costs) and a statement of changes in financial position. A summary balance sheet is also to be provided:

For the fourth fiscal quarter (year end):

Annual audited financial statement.

SCHEDULE B: SUPPLEMENTARY INFORMATION

The supplementary information set out below is to be provided when not included in Schedule A:

1. **For the current fiscal year-to-date:**
Breakdown, by major category, of those expenditures and costs which are included in the deferred costs, exploration and development expenses, costs of sales of general and administrative expenses set out in Schedule A. State the aggregate amount of expenditures made to parties not at arm's length from the issuer.
2. **For the quarter under review:**
 - (a) Summary of securities issued during the period, including date of issue, type of security (common shares, convertible debentures etc.), type of issue (private placement, public offering, exercise of warrants, etc.) number, price, total proceeds, type of consideration (cash, property, etc.) and commission paid
 - (b) Summary of options granted, including date, number, name of optionee, exercise price and expiry date.

3. **As at the end of the quarter:**
 - (a) Particulars of authorized capital and summary of shares issued and outstanding.
 - (b) Summary of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date.
 - (c) Total number of shares in escrow or subject to pooling agreement.
 - (d) List of directors.

SCHEDULE C: MANAGEMENT DISCUSSION

Review of operations in the quarter under review and up to the date of this report, including brief details of any significant event or transaction which occurred during the period. The following list can be used as a guide but is not exhaustive:

Acquisition or abandonment of resource properties, acquisition of fixed assets, financing and use of proceeds, management changes, material contracts, material expenditures, transactions with related parties, legal proceedings, contingent liabilities, default under debt other contractual obligations, special resolutions passed by shareholders.

Specifically, the management discussion must include:

- (a) disclosure of and reasons for any material differences in the actual use of proceeds from the previous disclosure by the issuer regarding its intended use of proceeds; and
- (b) a brief summary of the investor relations activities undertaken by or on behalf of the issuer during the quarter and disclosure of the material terms of any investor relation arrangements or contracts entered into by the issuer during the quarter.

Freedom on Information and Protection of Privacy Act

The personal information requested on this form is collected under the authority of and used for the purpose of administering the *Securities Act*. Questions about the collection or use of this information can be directed to the Supervisor, Statutory Filings (604-899-6500), 200 – 865 Hornby Street, Vancouver, British Columbia V6Z 2H4. Toll free in British Columbia 1-800-373-6393.

ISSUER DETAILS

| | | |
|-----------------------------|--------------------------|-----------------------|
| NAME OF ISSUER | FOR QUARTER ENDED | DATE OF REPORT |
| Pacific RoderaVentures Inc. | August 31, 2000 | October 13, 2000 |

ISSUER ADDRESS

707 – 1030 West Georgia Street

| | | | | |
|-----------------------|-----------------|-------------------------|------------------------------|-----------------------------|
| CITY | PROVINCE | POSTAL CODE | ISSUER FAX NO. | ISSUER TELEPHONE NO. |
| Vancouver | B.C. | V6E 2Y3 | (604) 689-1289 | (604) 689-2646 |
| CONTACT PERSON | | CONTACT POSITION | CONTACT TELEPHONE NO. | |
| David J.L. Williams | | President | (604) 689-2646 | |

CERTIFICATE

The three schedules required to complete this Quarterly Report are attached and the disclosure contained therein has been approved by the Board of Directors. A copy of the Quarterly Report will be provided to any shareholder who requests it.

| | | |
|-----------------------------|------------------------|--------------------|
| DIRECTOR'S SIGNATURE | PRINT FULL NAME | DATE SIGNED |
| “Harry Chew” | Harry Chew | October 13, 2000 |

| | | |
|-----------------------------|------------------------|--------------------|
| DIRECTOR'S SIGNATURE | PRINT FULL NAME | DATE SIGNED |
| “David J.L. Williams” | David J.L. Williams | October 13, 2000 |

Financial Statements of

PACIFIC RODERA VENTURES INC.

(Unaudited – Prepared by Management)

Quarter ended August 31, 2000

Schedule "A"

PACIFIC RODERA VENTURES INC.

Balance Sheet

(Unaudited – Prepared by Management)

August 31, 2000, with comparative figures for Year Ended November 30, 1999

| | 2000 | (Note 7) Nov. 30, 1999 |
|--|--------------|---------------------------|
| Assets | | |
| Current assets: | | |
| Cash and other deposits | \$ 327,300 | \$ 281,097 |
| Accounts receivable | 90,151 | 23,827 |
| Prepaid expenses | 12,150 | 4,975 |
| Deferred share issue costs | - | 99,046 |
| Refundable deposit (Note 2) | 523,641 | 303,276 |
| | 953,242 | 712,221 |
| Capital assets, at cost net of accumulated depreciation of \$7,692 | 10,975 | 12,802 |
| Interest in oil and gas properties (Note 3) | 920,269 | 1,022,321 |
| | \$ 1,884,486 | \$ 1,747,344 |
| Liabilities and Shareholders' Equity | | |
| Current liabilities: | | |
| Accounts payable and accrued liabilities | \$ 108,767 | \$ 538,850 |
| Due to related parties | 500 | 5,636 |
| Interest payable (Note 4) | 11,211 | 21,332 |
| | 120,478 | 565,818 |
| Special warrants (Note 5) | 498,663 | 26,000 |
| Convertible promissory notes (Note 4) | 340,000 | 400,000 |
| Share subscriptions (Note 6) | 1,569 | - |
| Shareholders' equity: | | |
| Capital stock | 15,250,479 | 14,699,964 |
| Deficit | (14,326,703) | (13,944,438) |
| | 923,776 | 1,181,526 |
| | \$ 1,884,486 | \$ 1,747,344 |

On behalf of the Board:

“Harry Chew” _____ Director

“David J.L. Williams” _____ Director

Unaudited - Prepared by Management

PACIFIC RODERA VENTURES INC.

Statement of Operations and Deficit

(Unaudited – Prepared by Management)

Nine Months ended August 31, 2000, with comparative figures for Year Ended November 1999

| | | (Note 7) |
|--|---------------|---------------|
| | 2000 | Nov. 30, 1999 |
| Interest income | \$ - | \$ 62 |
| Expenses: | | |
| Advertising and promotion | 18,294 | 12,769 |
| Amortization | 1,828 | 1,442 |
| Consulting | 81,000 | 47,584 |
| Financing fee | - | 24,300 |
| Interest and bank charges | 26,665 | 25,612 |
| Management fees | 45,000 | 35,000 |
| Office and administration | 10,251 | 40,489 |
| Professional fees – legal | 116,782 | 125,270 |
| Professional fees – accounting and audit | 32,050 | 31,600 |
| Rent | 18,000 | 24,000 |
| Shareholder relations | 2,453 | 6,502 |
| Transfer agent and regulatory fees | 17,052 | 25,291 |
| Travel and accommodation | 12,890 | 11,284 |
| | 382,265 | 411,143 |
| Net loss before undernoted items | 382,265 | 411,081 |
| Cost recovery | - | (6,000) |
| Interest and consulting fee to former director | - | 17,891 |
| Interest in oil and gas properties written off | - | 192,143 |
| Mineral property written off | - | 557,909 |
| Net loss | 382,265 | 1,173,024 |
| Deficit, beginning of period | 13,944,438 | 12,771,414 |
| Deficit, end of period | \$ 14,326,703 | \$ 13,944,438 |

Unaudited - Prepared by Management

PACIFIC RODERA VENTURES INC.

Statement of Deferred Exploration

(Unaudited – Prepared by Management)

Nine Months ended August 31, 2000, with comparative figures for Year Ended November 1999

| | 2000 | (Note 7) Nov. 30, 1999 |
|---|-------------------|---------------------------|
| Drilling | \$ 71,605 | \$ 293,401 |
| Consulting, geophysical and other professional fees | 285,721 | 48,891 |
| Reports, mapping and filing fees | - | 13,670 |
| Seismic | 20,706 | 32,096 |
| Share of joint venture overhead and general expenses | - | 37,543 |
| | <u>378,032</u> | <u>425,601</u> |
| Deferred exploration, beginning of period | 489,059 | 79,534 |
| Deferred exploration written off | - | (16,076) |
| Proceeds from sale of interest in oil and gas properties (Note 3) | (252,541) | - |
| Deferred exploration, end of period | <u>\$ 614,550</u> | <u>\$ 489,059</u> |

Unaudited - Prepared by Management

PACIFIC RODERA VENTURES INC.

Statement of Cash Flow

(Unaudited – Prepared by Management)

Nine Months ended August 31, 2000, with comparative figures for Year Ended November 1999

| | 2000 | (Note 7) Nov. 30, 1999 |
|---|--------------|---------------------------|
| Cash flows from operating activities: | | |
| Net loss | \$ (382,265) | \$(1,173,024) |
| Adjustments to reconcile net loss to net cash used in operating activities: | | |
| Amortization | 1,828 | 1,442 |
| Deferred exploration costs | (378,032) | - |
| Deferred share issue costs written off | 99,046 | - |
| Mineral property written off | - | 557,909 |
| Interest in oil and gas written off | - | 192,143 |
| | (659,423) | (421,530) |
| Net change in non-cash operating accounts | (739,205) | 511,054 |
| | (1,398,628) | 89,524 |
| Cash flows from investing activities: | | |
| Additions of capital assets | - | (11,272) |
| Proceeds from sale of interest in oil and gas properties (Note 3) | 496,873 | - |
| Interest in oil and gas properties | (16,789) | (634,005) |
| | 480,084 | (645,277) |
| Cash flows from financing activities: | | |
| Deferred share issue costs | - | (99,046) |
| Issuance of special warrants, net of issuance costs | 472,663 | 26,000 |
| Issuance of convertible notes (net) | (60,000) | 150,000 |
| Proceeds from issuance of shares (net) | 550,515 | 731,819 |
| Share subscriptions received | 1,569 | - |
| | 964,747 | 808,773 |
| Increase (decrease) in cash | 46,203 | 253,020 |
| Cash, beginning of period | 281,097 | 28,077 |
| Cash, end of period | \$ 327,300 | \$ 281,097 |

PACIFIC RODERA VENTURES INC.

Notes to Financial Statements, page 1
(Unaudited – Prepared by Management)
Nine Months ended August 31, 2000

1. AMALGAMATION

On December 10, 1998, Pacific Royal Ventures Ltd. (“Royal”) entered into a formal arrangement agreement with Roderia Diamond Corp. (“Roderia”) to amalgamate the two companies pursuant to the Company Act of B.C. The amalgamation was approved by shareholders of both companies and by the Supreme Court of B.C., and by regulatory authorities and was completed effective February 28, 1999. The amalgamated Company is known as Pacific Roderia Ventures Inc. (the “Company”). Under the terms of the amalgamation, the shareholders of Royal received one common share of the Company for every five common shares held, and the shareholders of Roderia received one common share of the Company for every eight common shares held.

The amalgamation has been accounted for under the pooling of interest method, under which the assets and liabilities of the two amalgamating companies are combined and accounted for in the Company’s financial statements at their previous carrying value in their records.

The net assets brought into the Company by Royal and Roderia at February 28, 1999 (the amalgamation date) are as follows:

| | Royal | Roderia |
|---------------------------------|------------|--------------|
| Total assets at book value | \$ 536,617 | \$ 1,143,490 |
| Total liabilities at book value | 240,533 | 352,544 |
| Net Assets | \$ 296,084 | \$ 790,946 |

The net loss of each of the combining companies from December 1, 1998 to February 28, 1999 is as follows:

| | Royal | Roderia |
|-------------------------|-----------|-----------|
| Net loss for the period | \$ 76,521 | \$ 76,178 |

The comparative figures of the Company, in respect of the year ended November 30, 1999, have been restated as if Royal and Roderia have been amalgamated since their inception.

2. REFUNDABLE DEPOSIT

This represents an irrevocable letter made to the Receiver General of Canada, Department of Indian Affairs and Northern Development, for the Company’s contribution to the bid to acquire petroleum Exploration License EL-397 (Parcel #1) in the Northwest Territories.

PACIFIC RODERA VENTURES INC.

Notes to Financial Statements, page 2
(Unaudited – Prepared by Management)
Nine Months ended August 31, 2000

3. INTEREST IN OIL AND GAS PROPERTIES

Interests in oil and gas properties include the following acquisition costs and deferred exploration and development expenditures:

| | Acquisition Costs | Deferred Expenditures | Total | 1999 Total |
|--|----------------------|--------------------------|------------|---------------|
| Northwest Territories Prospect (EL 391) \$ | - | \$ 498,081 | \$ 498,081 | \$ 515,955 |
| Montana Prospect | 72,241 | 37,846 | 110,087 | 110,087 |
| Saskatchewan Prospects | 99,448 | 25,872 | 125,320 | 125,320 |
| Tulita Lands | - | 31,690 | 31,690 | 128,565 |
| Alaska Property | 100,000 | 4,780 | 104,780 | 104,780 |
| Innes Property | 34,030 | 16,281 | 50,311 | 37,614 |
| | \$ 305,719 | \$ 614,550 | \$ 920,269 | \$1,022,321 |

During the period the Company received \$496,873 from EOG Resources Canada Inc. for the disposition of an initial 3.7857% interest in EL 391 and Tulita Lands. The sale proceeds were first set off against acquisition costs of \$244,332 of these two properties, and the remaining utilized balance of \$252,541 against the related deferred exploration expenditures.

4. CONVERTIBLE NOTES FOR \$340,000

These convertible notes, bear interest at prime plus 2%, calculated and payable annually and are due two years from the date of issuance. They are convertible into units consisting of one common share and one share purchase warrant at \$0.25 of principal outstanding during the two year period. Each warrant will have a term of two years from the date of issuance of the notes and entitle the holder to purchase one common share. The warrants are exercisable at the price of \$0.25 in the first year of exercise and at \$0.30 in the second year.

5. SPECIAL WARRANTS

Pursuant to a brokered private placement of Special warrants the Company sold 986,250 Flow-Through and 375,000 Non-Flow-Through special warrants at a price of \$0.40. Each Flow-Through special warrant may be exercised at the option of the holder for 330 days from the date of issue to acquire one common share of the Company. The Non-Flow-Through special warrants may be exercised, at the option of the holder for 330 days from the date of issued to acquire units (each a "Unit") of the Company. Each Unit consists of one common share in the capital of the Company and a non-transferable warrant (a "Warrant") which is exercisable to purchase a further common share in the capital of the Company at a price of \$0.50 per Warrant for a period of one year from the date of closing of this private placement. The Company received proceeds of \$498,663 net of agent's costs and fees. The agent also received 136,125 special warrants (the "Agent's Special Warrants"), being 10% of the number of Special Warrants sold. Each Agent's

PACIFIC RODERA VENTURES INC.

Notes to Financial Statements, page 3
(Unaudited – Prepared by Management)
Nine Months ended August 31, 2000

5. **SPECIAL WARRANTS (continued)**

Special Warrant will entitle the Agent to acquire, without further payment on the exercise, one non-transferable Agent's warrant (the "Agent's Warrant"). Each Agent's Warrant is exercisable for one common share in the capital of the Company at a price of \$0.50 for a period of six months from the date of closing of the private placement. As at August 31, 2000 none of these warrants have been exercised.

6. **SHARE SUBSCRIPTIONS**

This represents funds received by the Company pursuant to the issuance of additional performance escrow shares of the Company at \$0.01 to principals of the Company. As at August 31, 2000 these shares have not yet been issued.

7. **COMPARATIVE FIGURES**

Comparative figures are for the year ended November 30, 1999 (See Note 1).