

KAMINAK GOLD CORPORATION
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED MARCH 31, 2010 AND 2009
Canadian Dollars
Unaudited – Prepared by Management

Notice of Non-review of Interim Financial Statements

The attached interim consolidated financial statements for the six month period ended March 31, 2010 have been prepared by and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. The Company's independent auditor has not performed a review of these interim financial statements.

Kaminak Gold Corporation
(An Exploration Stage Company)
Consolidated Balance Sheets
Canadian Dollars
Unaudited – Prepared by Management

ASSETS	As at March 31, 2010	As at September 30, 2009
Current		
Cash and cash equivalents	\$ 7,513,977	\$ 5,175,302
Accrued interest receivable	2,627	-
Cash call receivable	14,231	11,056
Marketable securities <i>(Note 4)</i>	498,750	323,000
GST receivable	232,728	198,342
Prepaid expense	117,835	7,246
Short-term investment	32,426	31,585
	8,412,574	5,746,531
Investments <i>(Note 6)</i>	117,109	171,797
Office Equipment , at net book value <i>(Note 5)</i>	17,732	7,463
Resource Property Costs <i>(Note 7) – Schedule</i>	3,022,703	3,371,416
	\$ 11,570,118	\$ 9,297,207
LIABILITIES		
Current		
Accounts payable and accrued liabilities	\$ 206,621	\$ 316,062
SHAREHOLDERS' EQUITY		
Share Capital <i>(Note 8)</i>	16,180,201	11,885,816
Contributed Surplus <i>(Note 9)</i>	1,982,601	1,880,714
Accumulated Other Comprehensive Loss <i>(Note 4)</i>	(398,000)	(393,750)
Deficit	(6,401,305)	(4,391,635)
	11,363,497	8,981,145
	\$ 11,570,118	\$ 9,297,207

Nature of Operations (Note 1)
Subsequent Events (Note 13)

ON BEHALF OF THE BOARD:

"Rob Carpenter", President & CEO, Director

"James Paterson", Director

Kaminak Gold Corporation*(An Exploration Stage Company)***Consolidated Statements of Loss and Deficit and Comprehensive Loss**

Canadian Dollars

Unaudited – Prepared by Management

	For the Three Months Ended March 31, 2010	For the Three Months Ended March 31, 2009	For the Six Months Ended March 31, 2010	For the Six Months Ended March 31, 2009
Expenses				
Accounting and legal	\$ 53,801	\$ 49,008	\$ 81,069	\$ 60,814
Amortization	3,349	657	4,616	1,291
Bank charges and interest	1,818	201	2,675	459
Investor relations	18,068	12,844	24,075	30,816
Listing and filing fees	13,132	8,590	23,515	8,635
Office and sundry	31,228	15,247	35,495	18,970
Rent	5,019	8,385	5,019	8,385
Salaries and consulting fees	89,029	78,908	194,647	143,618
Stock-based compensation	546,217	18,750	551,675	32,042
Transfer agent fees	4,816	5,860	6,428	6,940
Travel and conference	55,179	22,151	74,723	49,683
Loss before the undernoted	(821,656)	(220,601)	(1,003,937)	(361,653)
Other Income (Expenses)				
Interest	4,553	10,750	4,553	24,350
Gain on disposition of investments	221,984	-	221,984	-
Loss on investments	(18,066)	(25,281)	(26,422)	(49,013)
Write-off of resource property costs	(76,066)	(102,248)	(1,205,848)	(168,486)
	132,405	(116,779)	(1,005,733)	(193,149)
Loss For The Period	(689,251)	(377,380)	(2,009,670)	(554,802)
Deficit - Beginning of Period	(5,712,054)	(3,605,144)	(4,391,635)	(3,387,722)
Deficit – End of Period	\$ (6,401,305)	\$ (3,942,524)	\$ (6,401,305)	\$ (3,942,524)
Loss For The Period				
	\$ (689,251)	\$ (337,380)	\$ (2,009,670)	\$ (554,802)
Changes in fair value of marketable securities	(6,500)	(13,500)	(4,250)	(172,500)
Total Comprehensive Loss For The Period	\$ (695,751)	\$ (350,880)	\$ (2,013,920)	\$ (727,302)
Basic and Diluted Loss per Share				
	\$ (0.02)	\$ (0.01)	\$ (0.05)	\$ (0.02)
Weighted Average Number of Shares Outstanding				
	46,189,649	36,467,520	43,767,875	36,467,520

- See Accompanying Notes -

Kaminak Gold Corporation
(An Exploration Stage Company)
Consolidated Statements of Cash Flows
Canadian Dollars
Unaudited – Prepared by Management

	For the Three Months Ended March 31, 2010	For the Three Months Ended March 31, 2009	For the Six Months Ended March 31, 2010	For the Six Months Ended March 31, 2009
Cash Flows from Operating Activities				
Net loss for the period	\$ (689,251)	\$ (337,380)	\$ (2,009,670)	\$ (554,802)
Items not affected by cash:				
Amortization	3,349	657	4,616	1,291
Loss on investments	18,066	25,281	26,422	49,013
Stock-based compensation	546,217	18,750	551,675	32,042
Write-off of resource property costs	76,066	102,248	1,205,848	168,486
Changes in non-cash working capital:				
GST receivable	(26,202)	(11,607)	(34,386)	(22,307)
Cash call receivable	7,359	-	(3,175)	2,123
Accrued interest receivable	(2,627)	11,881	(2,627)	10,982
Prepaid expenses	(104,700)	(2,854)	(110,589)	(2,854)
Accounts payable and accrued liabilities	(29,301)	85,650	(19,285)	14,481
	(201,024)	(107,374)	(391,171)	(301,545)
Cash Flows from Investing Activities				
Increase in short-term investments	(841)	-	(841)	-
Disposal of investments	28,266	-	28,266	-
Resource property costs	(239,013)	(175,662)	(1,127,291)	(214,222)
Office equipment	(3,739)	(318)	(14,885)	(318)
	(215,327)	(175,980)	(1,114,751)	(214,540)
Cash Flows from Financing Activities				
Issuance of share capital, net	2,166,772	-	3,844,597	-
	2,166,772	-	3,844,597	-
Net Increase in Cash	1,750,421	(283,354)	2,338,675	(516,085)
Cash - Beginning of Period	5,763,556	4,622,924	5,175,302	4,855,655
Cash and Cash Equivalents - End of Period	\$ 7,513,977	\$ 4,339,570	\$ 7,513,977	\$ 4,339,570
Supplemental Schedule of Non-Cash Investing and Financing Activities				
Accounts payable included in resource property costs	\$ 90,156	\$ 1,879	\$ 90,156	\$ 1,879
Transfer of contributed surplus to share capital on warrant exercise	\$ 434,798	\$ -	\$ 434,798	\$ (59,970)
Receipt of shares and warrants as property option payments, net of gains on optioning of resource properties	\$ -	\$ -	\$ 180,000	\$ -
Shares issued for mineral properties	\$ -	\$ -	\$ 130,000	\$ -
Cash paid during the period for interest	\$ -	\$ 201	\$ -	\$ 459
Cash paid during the period for income taxes	\$ -	\$ -	\$ -	\$ -

- See Accompanying Notes -

Kaminak Gold Corporation

(An Exploration Stage Company)

Consolidated Schedule of Resource Property Costs

Canadian Dollars

Unaudited – Prepared by Management

	For the Six Months Ended March 31, 2010			For the Year Ended September 30, 2009
	Acquisition Costs	Deferred Exploration	Total	Total
Mineral Interests				
<i>Bathurst, Nunavut</i>				
Claim maintenance	-	-	-	\$ 12,085
Recording and staking	9,713	-	9,713	-
Geological consulting	-	70	70	102
	9,713	70	9,783	12,187
<i>Breakwater, Quebec</i>				
Acquisition cost - cash	-	-	-	61,200
Recording and staking	-	-	-	1,196
Airborne Geological	-	-	-	-
Assays	-	-	-	-
Field and general	-	710	710	23,455
Geological consulting	-	1,200	1,200	4,172
Travel and accommodation	-	-	-	1,070
Recovery of costs	-	-	-	-
	-	1,910	1,910	91,093
<i>Churchill, Nunavut</i>				
Option receipt – shares	(180,000)	-	(180,000)	-
Assays	-	330	330	-
Field and general	-	-	-	4,950
	(180,000)	330	(179,670)	4,950
<i>Coffee, Cream, Kirkman, Yukon</i>				
Acquisition cost – shares	130,000	-	130,000	63,000
Acquisition cost – cash	30,000	-	30,000	75,000
Recording and staking	108,400	-	108,400	64,040
Airborne Geological	-	-	-	32,625
Assays	-	65,336	65,336	66,715
Field and general	-	65,051	65,051	51,059
Geological consulting	-	123,739	123,739	116,255
Travel and accommodation	-	163,066	163,066	139,717
	268,400	417,192	685,592	608,411
<i>Hemlo, Ontario</i>				
Field and general	-	-	-	3,742
Geological consulting	-	70	70	1,772
	-	70	70	5,514
<i>IME, Nunavut</i>				
Geological consulting	-	-	-	309
	-	-	-	309
<i>Lach, Nunavut</i>				
Recording and staking	14,792	-	14,792	-
Geological consulting	-	46	46	-
	14,792	46	14,838	-
<i>Matrix, Nunavut</i>				
Geological consulting	-	46	46	100
	-	46	46	100
Balance Forward	\$ 112,905	\$ 419,664	\$ 532,569	\$ 722,564

- See Accompanying Notes -

Kaminak Gold Corporation

(An Exploration Stage Company)

Consolidated Schedule of Resource Property Costs

Canadian Dollars

Unaudited – Prepared by Management

	For the Six Months Ended March 31, 2010			For the Year Ended September 30, 2009
	Acquisition Costs	Deferred Exploration	Total	
Balance Brought Forward	\$ 112,905	\$ 419,664	\$ 532,569	\$ 722,564
Needle, Nunavut				
Geological consulting	-	81	81	34
	-	81	81	34
Nevada Gold Properties, Nevada,				
Acquisition cost - cash	79,473	-	79,473	-
Recording and staking	3,956	-	3,956	10,950
Assays	-	11,327	11,327	-
Field and general	-	42,868	42,868	-
Geological consulting	-	8,167	8,167	-
Travel and accommodation	-	16,748	16,748	-
	83,429	79,110	162,539	10,950
Nizi, BC				
Option receipt – shares	-	-	-	(10,167)
Recording and staking	-	-	-	(1,400)
Field and general	-	4,189	4,189	-
	-	4,189	4,189	(11,567)
Sail, BC				
Recording and staking	-	205	205	3,724
	-	205	205	3,724
Sharpe Lake, Manitoba				
Recording and staking	-	-	-	2,800
	-	-	-	2,800
Sy, Nunavut				
Field and supplies	-	-	-	69
Geological consulting	-	169	169	69
	-	169	169	138
TBN, Ontario				
Acquisition cost – shares	-	-	-	18,500
Recording and staking	-	-	-	42,700
Airborne Geological	-	6,023	6,023	150,880
Field and supplies	-	4,148	4,148	10,342
Geological consulting	-	6,993	6,993	-
Travel and accommodation	-	6,871	6,871	3,676
	-	24,035	24,035	226,098
Voigtberg, BC				
Option receipt – shares	-	-	-	(35)
Geological consulting	-	35	35	35
	-	35	35	-
Balance Forward	\$ 196,334	\$ 527,488	\$ 723,822	\$ 954,741

- See Accompanying Notes -

Kaminak Gold Corporation*(An Exploration Stage Company)***Consolidated Schedule of Resource Property Costs***Canadian Dollars**Unaudited - Prepared by Management*

	For the Six Months Ended March 31, 2010			For the Year Ended September 30, 2009
	Acquisition Costs	Deferred Exploration	Total	
Balance Brought Forward	\$ 196,334	\$ 527,488	\$ 723,822	\$ 954,741
Generative				
Recording and staking	243	-	243	9,546
Assays	-	12,837	12,837	20,913
Field and supplies	-	64,358	64,358	133,159
Geological Consulting	-	27,369	27,369	106,479
Travel and accommodation	-	28,505	28,505	24,648
Generative costs recoverable	-	-	-	-
	243	133,069	133,312	294,745
Resource Property Costs for the Period	196,577	660,557	857,134	1,249,486
Write off of Resource Property Costs	(603,964)	(601,883)	(1,205,847)	(346,292)
Balance, Beginning of the Period	1,422,031	1,949,385	3,371,416	2,468,222
Balance, End of the Period	\$ 1,014,644	\$ 2,008,059	\$ 3,022,703	\$ 3,371,416

- See Accompanying Notes -

Kaminak Gold Corporation

(An Exploration Stage Company)

Notes to Consolidated Financial Statements

March 31, 2010

Canadian Dollars

Unaudited – Prepared by Management

1. Nature of Operations

Kaminak Gold Corporation ("Kaminak" or "KAM" or the "Company") was incorporated on July 4, 2005 under the Business Corporations Act (British Columbia), and is an exploration stage enterprise focusing on the acquisition, exploration and development of economic gold and other precious and base metal properties.

The Company became a reporting issuer in Alberta and British Columbia on November 9, 2005 by virtue of a reorganization transaction involving the exchange of securities between Shear Minerals Ltd. ("Shear"), the Company and the shareholders of Shear. The reorganization transaction involved the acquisition from Shear of a 46.24% interest in certain properties ("Hunter Properties") and all of the outstanding shares of 974134 N.W.T. Limited, a wholly-owned subsidiary of Shear which holds the non-diamond properties of Shear. In tandem with the reorganization transaction, the Company acquired the remaining interest in the Hunter Properties from Hunter Exploration Group ("Hunter"), a related party, by issuing common shares and a promissory note. On November 23, 2005, after completion of its private placements, the Company's shares became publicly trading on the TSX Venture Exchange under the symbol "KAM".

On September 14, 2009, the Company incorporated two 100% owned subsidiaries, Kaminak Nevada Inc. and Kaminak (US) Gold Corp. in the State of Nevada. On June 5, 2009 the Company incorporated 0853750 B.C. Ltd. under the Business Corporations Act (British Columbia). The properties acquired in Nevada (Note 9) have been acquired in Kaminak Nevada Inc., the other subsidiaries remain inactive at March 31, 2010.

As part of the Spin out transaction (Note 2) the Company incorporated a subsidiary, Kivalliq Energy Corp. ("Kivalliq") on February 13, 2008. As at September 30, 2009, the Company owns 9% (September 30, 2008 - 12%) of this subsidiary which was accounted for on a consolidated basis until July 4, 2008, when the Company's interest in Kivalliq was reduced below 50%. Since July 4, 2008, the Company has accounted for its investment using the equity method.

2. Spin Out Transaction

In February 2008, Kaminak completed a transfer of its Uranium properties to Kivalliq in exchange for 3,646,752 units of Kivalliq. In addition, in July 2008, Kivalliq issued an additional 14,587,008 units to Kaminak. Each unit consisted of one common share and one half of one share purchase warrant, whereby each whole warrant allows the holder to purchase one additional common share of Kivalliq at a price of \$0.25 per share, exercisable for a period of 30 days from the date Kivalliq's shares are approved for trading on the TSX Venture Exchange (the shares were approved for trading on July 4, 2008). Kaminak then distributed 80% of these to the existing Kaminak shareholders pursuant to a corporate restructuring transaction ("Plan of Arrangement"). This resulted in each shareholder of Kaminak receiving 0.4 of a common share in Kivalliq and one quarter of one share purchase warrant for each outstanding common share of Kaminak held.

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

3. Significant Accounting Policies

These interim financial statements have been prepared in accordance with Canadian Generally Accepted Accounting Principles and follow the same accounting policies and methods of their application as the most recent annual financial statements. These interim financial statements do not include all disclosures required by Canadian Generally Accepted Accounting Principles for annual financial statements and accordingly, the interim financial statements should be read in conjunction with the audited financial statements and notes thereto of the Company as at September 30, 2009.

4. Marketable Securities and Accumulated Other Comprehensive Loss

	March 31, 2010		September 30, 2009	
	Market Value	Cost	Market Value	Cost
Common shares in public companies received as property payments	\$ 498,750	\$ 880,500	\$ 323,000	\$ 708,500

The Company also holds 100,000 share purchase warrants in a public company at an exercise price of \$0.30 per share exercisable on or before August 17, 2010.

Accumulated Other Comprehensive Loss is a result of the difference between original cost and fair value as at March 31, 2010.

5. Office Equipment

Details for March 31, 2010 are as follows:

	Cost	Accumulated Amortization	Net Book Value March 31, 2010
Computer equipment	\$ 20,707	\$ 8,826	\$ 11,881
Computer software	9,972	6,875	3,097
Office equipment	4,963	2,209	2,754
	\$ 35,642	\$ 17,910	\$ 17,732

Details to September 30, 2009 are as follows:

	Cost	Accumulated Amortization	Net Book Value September 30, 2009
Computer equipment	\$ 11,343	\$ 6,940	\$ 4,403
Computer software	4,450	4,450	-
Office equipment	4,963	1,903	3,060
	\$ 20,756	\$ 13,293	\$ 7,463

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

6. Investments

The Company accounts for its investment in Kivalliq on an equity basis. As at March 31, 2010 the Company held a 6% (September 30, 2009 - 9%) interest in Kivalliq. The Company exercises significant control over the Kivalliq investment. Accordingly the Company has used the equity method to account for this investment since July 4, 2008, when its interest in Kivalliq was diluted to less than 50%.

7. Resource Property Costs:

Details are as follows:

	Acquisition Costs	Exploration Costs	Cumulative as at March 31, 2010	Cumulative as at September 30, 2009
Bathurst, Nunavut	\$ 46,002	\$ 409	\$ 46,411	\$ 36,628
Breakwater, Quebec	62,434	102,916	165,350	163,440
Churchill, Nunavut	-	-	-	1,252,205
Coffee, Cream and Kirkman, Yukon	470,440	823,563	1,294,003	608,411
Hemlo, Ontario	70,682	317,989	388,671	388,601
IME, Nunavut	30,509	60,686	91,195	91,195
Lach, Nunavut	14,792	47	14,839	-
Matrix, Nunavut	47,066	20,055	67,121	67,074
Needle, Nunavut	-	41,519	41,519	41,438
Needle (Diamond), Nunavut	-	8,999	8,999	8,999
Nevada Gold Properties, Nevada	94,379	79,110	173,489	10,950
Nizi, BC	-	4,189	4,189	-
Sail, BC	28,457	205	28,662	28,457
Sharpe Lake, Manitoba	70,300	149,189	219,489	219,489
Sy, Nunavut	18,383	210,217	228,600	228,431
TBN, Ontario	61,200	188,931	250,131	226,098
Voigtberg, BC	-	35	35	-
	\$ 1,014,644	\$ 2,008,059	\$ 3,022,703	\$ 3,371,416

General

The Company acquired from Hunter and Shear, related parties, two groups of properties: the Hunter Properties and the Shear Properties. The Hunter Properties consist of five mineral properties: the Churchill Gold Property, the Nizi Gold Property, the Matrix Gold Project, the Voigtberg Gold Property and non-diamond rights over the IME Properties. The Shear Properties consist of the Needle, Sy and any non-diamond rights to the Churchill Diamond Projects (except for a 5% non-diamond net profits interest).

Hunter retains a 2% royalty on all minerals on all Hunter properties acquired by the Company.

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

7. Resource Property Costs – Continued:

Bathurst, Nunavut

The property is subject to a 2% Net Smelter Royalty (“NSR”) in favour of a third party, Echo Bay Mines Ltd. In addition, the Company was required to make payments to keep the property in good standing.

Breakwater, Quebec

The Company has acquired through staking a number of copper-nickel-platinum group element targets in the Grenville geological domain of Southern Quebec. These claims were originally staked with Breakwater Resources Ltd., however, Breakwater agreed to return 100% interest in them to the Company in exchange for a 1% NSR and the retirement of an outstanding debt of \$61,200 (paid).

Churchill, Nunavut

The Churchill property consists of non-diamond rights covering the Churchill Diamond Project operated by Shear Minerals Ltd. in Nunavut.

On October 6, 2009, the Company granted Shear Minerals Ltd. (“Shear”) the right to purchase a 100% interest in the non-diamond mineral rights of the Churchill property and related datasets in exchange for:

- i. Receiving 3,000,000 common shares of Shear (received subsequent to September 30, 2009);
- ii. Retaining a 20% back-in-right of the non-diamond mineral rights of the Property exercisable anytime up to the completion of an independent bankable feasibility study completed in accordance with National Instrument 43-101. The Company will repay at cost, all non-diamond expenditures within 90 days of exercising the back-in right; and
- iii. Receiving annual summary reports on all non-diamond exploration work on the Property which will include a detailed yearly accounting summary.

Coffee, Cream and Kirkman, Yukon

The Company entered into an agreement to acquire a 100% interest in certain prospective gold properties located south of Dawson City, Yukon.

The Company can earn a 100% interest in the properties from Shawn Ryan of Dawson City, Yukon, subject to a 2% NSR in favour of the vendor. To earn its interest, Kaminak committed to incur \$250,000 in exploration expenditures by March 31, 2010 (incurred) and issue Mr. Ryan an initial payment of 250,000 common shares of Kaminak (issued) and \$75,000 cash (paid).

Kaminak will be required to complete an additional \$1,550,000 in exploration expenditures over three years, issue 1,750,000 shares over 5 years (250,000 issued) and make cash payments totaling \$325,000 to Mr. Ryan over 4 years. Mr. Ryan would retain a 2% NSR subject at anytime to a 1% buy-back for \$2 million with annual advance royalty payments of \$20,000 commencing December 31, 2013. A finder's fee of 100,000 common shares in the capital of Kaminak valued at \$107,000 was issued to an arm's length party.

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

7. Resource Property Costs – Continued:

Hemlo, Ontario

The Hemlo Property consists of claims in the Archean Hemlo Greenstone Belt of Ontario.

IME, Nunavut

The Company holds the non-diamond rights to Indicator Minerals Inc.'s ("IME") properties held in Nunavut. These properties are held by IME with the Company having the right of first refusal on assuming any permits which IME chooses not to renew.

Lach, Nunavut

The Lach property consists of claims in the Bathurst Fault Zone of Nunavut.

Matrix, Nunavut

The Matrix Project consists of a 100% interest in certain claims near Henik Lakes, southwest of Rankin Inlet, Nunavut.

Needle, Nunavut

The Company signed a letter of intent with TerraX Resource Corp. ("TerraX") on its Needle Property. TerraX has the right to earn a 51% project interest by making exploration expenditures totalling \$1,000,000 (\$100,000 in year 1) and staged share payments totalling 400,000 common shares issued to the Company by December 31, 2010 (100,000 shares received).

The Needle Lake Property is subject to a 1% NSR in favour of the former shareholders of Pinnacle Resources (1996) Ltd.

Nevada Gold Properties, Nevada

During 2009, the Company staked claims located in the state of Nevada. In addition, on October 29, 2009, the Company acquired an option to earn an undivided 100% interest in certain properties located in Nevada. The option agreement requires the Company to pay a third party vendor \$74,052 (Paid) and issue 1,280,000 common shares of the Company's wholly owned subsidiary 082917 B.C. Ltd. (Not issued at March 31, 2010)

Nizi, British Columbia

The Company signed a letter of agreement with Avasca Inc. (acquired by Solomon Resources Ltd. ["Solomon"]) on Kaminak's Nizi Creek Gold-Silver Property located near Cry Lake, British Columbia. Solomon has the right to earn a 51% project interest by making exploration expenditures totalling \$2,000,000 and staged share payments totalling 400,000 units to Kaminak by December 31, 2011 (100,000 units received). By March 31, 2010 exploration expenditures are set at a minimum of \$300,000.

The Nizi Creek Gold-Silver Property is located northeast of Dease Lake, British Columbia.

Underlying interests are held by the Hunter Exploration Group as to a 2% royalty on all minerals.

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

7. Resource Property Costs – Continued:

Sail Property, British Columbia

The Company has acquired the 100% owned “Sail property” through staking a land package in the Cry Lake area.

Sharpe Lake, Manitoba

The Company entered into a Letter of Agreement with a third party on October 18, 2005, amended October 29, 2006, to acquire a 100% interest in the Sharpe Lake Gold Project. The project is located northeast of Winnipeg, Manitoba. To earn its interest, the Company paid the vendor \$15,000 (in January 2006) and issued 100,000 common shares (valued at \$35,000), in addition to the initial payment of \$2,500 upon signing of the agreement covering the license renewal fees for the property. On November 23, 2006 the Company paid the vendor a further \$15,000 and the Company will issue a further 100,000 common shares once Kaminak finds an option partner for the gold and base metal rights exploration licence. The vendor will retain a 2% NSR. The Company has the option to buy back 1% of this NSR at anytime by paying the vendor \$1,000,000.

SY, Nunavut

The “SY” property is in the Archean greenstone belt.

On July 20, 2007 the Company signed an option agreement with Corsa Capital Ltd. (“Corsa”), a related party, giving Corsa the right to earn up to a 60% interest in the non-diamond rights on the Sy Property. Under the terms of the Option Agreement, Corsa has the right to initially earn a 51% interest by December 31, 2010 by making exploration expenditures totalling \$1,000,000 dollars and staged payments totalling 300,000 Units to the Company (100,000 received April 16, 2008). Each Unit consists of one common share and one 12-month share purchase warrant with an exercise price set in accordance with market at the time of issuance of the Unit (100,000 received with an exercise price of \$0.35 per share). Corsa can then increase its interest to 60% by spending an additional \$1,000,000 and issuing an additional 100,000 Units to the Company, prior to December 31, 2011.

Underlying interests are held by the Hunter Exploration Group as to a 2% royalty on all minerals.

“TBN” Platinum-Palladium, Ontario

The 100% owned “TBN” property is located north of Thunder Bay, Ontario.

The property was staked during the year ended September 30, 2009, as a result of the Company’s agreement with GeoVector Management Inc. (“Geovector”), whereby GeoVector develops grassroots exploration concepts for Kaminak within specified regions of eastern Canada. Initial project ideas are evaluated by Kaminak and any ground acquisition must be approved by Kaminak. GeoVector will design and undertake approved work programs. Kaminak will issue to GeoVector 50,000 common shares for each property acquired (issued) and an additional 50,000 common shares for every property upon which drilling is undertaken. GeoVector will retain a 2% NSR on each property with 1% of this NSR purchasable at anytime by Kaminak for \$500,000. The remaining 1% NSR can be purchased by Kaminak at anytime for \$1,000,000.

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

7. Resource Property Costs – Continued:

Voigtberg, British Columbia

By agreement dated July 11, 2006, the Company granted a third party, BCGold Corp. (“BCGold”), an option to acquire up to a 60% interest in the Voigtberg Gold Project, British Columbia. Under the terms of the Option Agreement, BCGold has the right to initially earn a 60% interest by July 11, 2011 (originally July 11, 2010 – agreement extended by one year on September 11, 2009 with BCGold issuing 100,000 shares to the Company) by making exploration expenditures totalling \$2,000,000 dollars and staged payments totalling 400,000 Units to the Company. Each Unit consists of one common share and one half of one common share purchase warrant with an exercise price set in accordance with market at the time of issuance of the Unit. BCGold will be vested with a total of a 50% interest after spending a minimum of \$1,000,000, thereafter BCGold and the Company will form a joint venture in accordance with their interests then held. Upon completion of the required exploration expenditures and issuance of the additional Units, BCGold will be vested with an additional 10% interest for a total interest of 60%. BCGold can earn an additional 10% interest in the property by completing a bankable feasibility study, for a total earn-in of 70%.

Underlying interests are held by the Hunter Exploration Group as to a 2% royalty on all minerals.

8. Share Capital

a) Details as follows:

	Number	Amount
Authorized:		
Unlimited number of common voting shares without par value		
Unlimited number of preferred shares without par value		
Common Shares Issued:		
Balance - September 30, 2008	36,467,520	\$ 10,412,223
For properties (Note 7)	400,000	81,500
Private placement	3,887,310	1,373,186
Finders fees (Note 7)	229,999	107,000
Share issuance costs	-	(88,093)
Balance – September 30, 2009	40,984,829	11,885,816
Private placement	1,885,300	1,413,975
For properties (Note 7)	250,000	130,000
Finders fees (Note 10)	113,118	76,920
Warrant exercise	4,149,309	2,714,420
Option exercise	40,000	35,990
Share issuance costs	-	(76,920)
Balance – March 31, 2010	47,422,556	\$ 16,180,201

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

8. Share Capital – Continued

b) Private placements

On December 22, 2009, the Company completed a non-brokered private placement, issuing 1,885,300 flow-through common shares at a price of \$0.75 per share for gross proceeds of \$1,413,975. In connection with this financing, a finder's fee of 6% was paid in common shares.

On July 9, 2009, the Company closed a private placement, issuing 1,000,000 flow-through units at a price of \$0.50 per unit for gross proceeds of \$500,000. Each unit consists of one flow-through common share and one non-flow-through common share purchase warrant entitling the holder to purchase one additional non-flow-through common share at a price of \$0.55 to July 9, 2010 and thereafter \$0.70 to July 9, 2011. The warrants issued are subject to an acceleration clause whereby, if the weighted average trading price of Kaminak's shares on the Exchange is at a price greater than \$0.10 above the strike price of a whole common share purchase warrant for a period of 10 consecutive trading days, the Company will have the right to accelerate the expiry date of the warrants. Kaminak will give written notice to the holders of the warrants that the warrants will expire within 30 days of the date notice provided by the Company to the warrant holders. Such notice by the Company to the holders of the warrants may not be given until four months and one day after the Closing.

In connection with this private placement the Company issued 70,000 agent warrants exercisable at a price of \$0.55 to July 9, 2010 and thereafter \$0.70 to July 9, 2011. The Company has recorded the fair value of these agent warrants as share issuance costs. The agent warrants attached to this issuance have been valued at \$27,385 based upon the average of the residual method and the Black-Scholes method using the following assumptions noted below. Finder's fees consisted of the issuance of 70,000 fully paid common shares of the Company.

On July 7, 2009, the Company closed the 2nd tranche of its private placement, issuing 1,738,100 units at a price of \$0.45 per unit for gross proceeds of \$782,145. Each unit consists of one common share and one share purchase warrant entitling the holder to purchase one additional common share at a price of \$0.55 to July 7, 2010 and thereafter \$0.70 to July 7, 2011. The warrants issued are subject to an acceleration clause whereby, if the weighted average trading price of Kaminak's shares on the Exchange is at a price greater than \$0.10 above the strike price of a whole common share purchase warrant for a period of 10 consecutive trading days, the Company will have the right to accelerate the expiry date of the warrants. Kaminak will give written notice to the holders of the warrants that the warrants will expire within 30 days of the date notice provided by the Company to the warrant holders. Such notice by the Company to the holders of the warrants may not be given until four months and one day after the Closing.

In connection with this private placement the Company issued 113,477 agent warrants exercisable at a price of \$0.55 to July 7, 2010 and thereafter \$0.70 to July 7, 2011. The Company has recorded the fair value of these agent warrants as share issuance costs. The agent warrants attached to this issuance have been valued at \$26,406 based upon the average of the residual method and the Black-Scholes method using the following assumptions noted below. Finder's fees consisted of the issuance of 113,477 fully paid common shares of the Company and cash payments of \$4,883.

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

8. Share Capital – Continued

b) Private placements – *Continued*:

On June 29, 2009, the Company closed the 1st tranche of its private placement, issuing 1,149,210 units at a price of \$0.45 per unit for gross proceeds of \$517,145. Each unit consists of one common share and one share purchase warrant entitling the holder to purchase one additional common share at a price of \$0.55 to June 29, 2010 and thereafter \$0.70 to June 29, 2011. The warrants issued are subject to an acceleration clause whereby, if the weighted average trading price of Kaminak's shares on the Exchange is at a price greater than \$0.10 above the strike price of a whole common share purchase warrant for a period of 10 consecutive trading days, the Company will have the right to accelerate the expiry date of the warrants. Kaminak will give written notice to the holders of the warrants that the warrants will expire within 30 days of the date notice provided by the Company to the warrant holders. Such notice by the Company to the holders of the warrants may not be given until four months and one day after the Closing.

In connection with this private placement the Company issued 46,522 agent units. Each unit had one common share and one share purchase warrant exercisable at a price of \$0.55 to June 29, 2010 and thereafter \$0.70 to June 29, 2011. The Company has recorded the fair value of these agent warrants as share issuance costs. The agent warrants attached to this issuance have been valued at \$28,154 based upon the average of the residual method and the Black-Scholes method using the following assumptions noted below. The Company also made cash payments of \$3,150 and issued an additional 7,000 agents share purchase warrants exercisable at a price of \$0.55 to June 29, 2010 and thereafter \$0.70 to June 29, 2011.

c) Warrants:

Details as follows:

	Number of Warrants	Weighted Average Exercise Price
Outstanding warrants, September 30, 2008	-	-
Issued	4,124,309	\$0.55
Outstanding warrants, September 30, 2009	4,124,309	\$0.55
Exercised	(4,124,309)	\$0.55
Outstanding warrants, March 31, 2010	-	-

At March 31, 2010, the Company had no outstanding warrants.

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

8. Share Capital – Continued:

d) Stock Options

Details as follows:

	Number of Options	Weighted Average Exercise Price
Outstanding options, September 30, 2008	2,875,000	\$0.52
Issued	650,000	\$0.15
Expired or cancelled without exercise	(410,000)	\$0.45
Outstanding options, September 30, 2009	3,115,000	\$0.42
Issued	910,000	\$0.71
Expired or cancelled without exercise	(90,000)	\$0.48
Outstanding options, March 31, 2010	3,935,000	\$0.47

At March 31, 2010 the following stock options were outstanding:

Expiry Date	Original Weighted Average Exercise Price	Adjusted Weighted Average Exercise Price	Number of Options	Vested and Exercisable Number of Options	Weighted Average Remaining Life in Years
January 17, 2011	\$0.55	\$0.45	1,548,000	1,548,000	0.80
April 7, 2011	\$0.55	\$0.45	50,000	50,000	1.02
July 21, 2011	\$0.55	\$0.45	390,000	390,000	1.31
December 7, 2011	\$0.55	\$0.45	100,000	100,000	1.69
April 2, 2012	\$0.79	\$0.65	40,000	40,000	2.01
June 18, 2012	\$0.79	\$0.65	120,000	120,000	2.22
July 16, 2013	\$0.45	\$0.45	177,000	177,000	3.30
December 5, 2013	\$0.12	\$0.12	600,000	600,000	3.68
January 28, 2015	\$0.70	\$0.70	885,000	885,000	4.83
March 18, 2015	\$1.07	\$1.07	25,000	25,000	4.97
	\$0.57	\$0.52	3,935,000	3,935,000	2.42

On April 20, 2010, the Company adopted a stock option plan with the following terms:

- i) Options granted can not be lower than the market price of one share on the last trading day immediately preceding the day on which the option is granted, less the maximum applicable discount permitted by TSX Venture Exchange and the minimum exercise price per share must be at least \$0.10.

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

8. Share Capital – Continued:

d) Stock Options – Continued:

ii) At the time of the grant:

- a) the total number of shares so reserved for issuance by the Board of directors shall not exceed ten (10%) percent of the issued and outstanding shares (on a non-diluted basis);
- b) the aggregate number of shares so reserved for issuance to any one optionee in a 12 month period shall not exceed five (5%) percent of the issued shares (on a non-diluted basis);
- c) the aggregate number of options granted to any one consultant in a 12 month period shall not exceed 2% of the issued shares;
- d) the aggregate number of options granted to employees, who provide investor relations activities must not exceed 2% of the issued shares in any 12 month period; and

During the period ended March 31, 2010, the Company granted options to acquire 910,000 common shares. Stock-based compensation expense using the Black-Scholes option pricing model was \$546,217 which was also recorded as contributed surplus on the balance sheets. The weighted average fair value of the options granted was \$0.60 per option.

The fair value of stock options used to calculate compensation expense is estimated using the Black-Scholes Option Pricing Model with the following weighted average assumptions used for the stock options granted to March 31, 2010:

March 31, 2010	
Risk-free interest rate	2.44%
Expected dividend yield	0%
Expected stock price volatility	123.84%
Average expected option life in years	5 years

During the year ended September 30, 2009, the Company granted options to acquire 650,000 common shares. Stock-based compensation expense using the Black-Scholes option pricing model was \$62,511 which was also recorded as contributed surplus on the balance sheets. The weighted average fair value of the options granted was \$0.05 per option.

The fair value of stock options used to calculate compensation expense is estimated using the Black-Scholes Option Pricing Model with the following weighted average assumptions used for the stock options granted to September 30, 2009:

September 30, 2009	
Risk-free interest rate	2.21%
Expected dividend yield	0%
Expected stock price volatility	107.78%
Average expected option life in years	5 years

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

9. Contributed Surplus

Balance consists of:

Balance – September 30, 2008	\$ 1,419,042
- stock based compensation on options vesting	62,511
- private placement warrants issued, net of issuance costs	424,219
- agents warrants issued	(25,058)
Balance – September 30, 2009	1,880,714
- stock based compensation on options vesting	551,675
- warrant exercise	(434,798)
- stock option exercise	(14,990)
Balance – March 31, 2010	\$ 1,982,601

10. Related Party Transactions

Included in the current period are consulting fees of \$19,308 (2009 - \$26,678), travel and conference charges of \$39,600 (2009 - \$16,350), office and sundry charges of \$4,254 (2009 - \$10,700) and rent charges of \$5,019 (2009 - \$8,385) to a company controlled by directors of the Company.

During the period the Company incurred \$96,803 (2009 - \$77,000) in consulting fees and \$17,750 (2009 – \$17,850) in accounting fees to directors and officers. Of this \$15,290 (\$8,715 – September 30, 2009) remained in accounts payable at March 31, 2010.

The amounts charged to the Company for the services provided have been determined by negotiation among the parties and, in certain cases, are covered by signed agreements. These transactions were in the normal course of operations and were measured at the exchange value, which represented the amount of consideration established and agreed to by the related parties.

11. Financial Instruments

Categories of financial assets and liabilities

As at March 31, 2010 and September 30, 2009, the carrying value of the Company's financial instruments approximates their fair value. The carrying value of the Company's financial instruments is classified into the following categories:

	March 31, 2010	September 30, 2009
Held-for-trading	\$ 7,546,403	\$ 5,206,887
Available-for-sale	\$ 498,750	\$ 323,000
Loans and receivables	\$ 246,959	\$ 209,398
Other financial liabilities	\$ 206,621	\$ 316,062

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

11. Financial Instruments – Continued:

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to accounts receivable. Management believes that the credit risk concentration with respect to financial instruments included in accounts receivable is remote.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at March 31, 2010, the Company had a cash and cash equivalent balance of \$7,513,977 (September 30, 2009 - \$5,175,302) to settle current liabilities of \$206,621 (September 30, 2009 - \$316,062). All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

(a) Interest rate risk

The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. As of March 31, 2010, the Company had \$4,074,174 invested in investment-grade short-term deposit certificates (September 30, 2009 - \$31,585).

(b) Foreign currency risk

The Company operates predominately in Canada and is not exposed to any significant foreign currency risk.

(c) Price risk

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of resources, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company. The Company currently maintains investments in certain publicly listed companies. There can be no assurance that the Company can exit these positions if required, resulting in proceeds approximating the carrying value of the securities.

Kaminak Gold Corporation
(An Exploration Stage Company)
Notes to Consolidated Financial Statements
March 31, 2010
Canadian Dollars
Unaudited – Prepared by Management

12. Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its resource properties and to maintain flexible capital structure for its projects for the benefit of its stakeholders.

In the management of capital, the Company includes the components of shareholders' equity as well as cash, receivables and current liabilities.

The Company manages the capital structure and makes adjustments to it in light of changes in the economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, enter into joint venture property arrangements, acquire or dispose of assets or adjust the amount of cash.

Management reviews the capital structure on a regular basis to ensure that the above-noted objectives are met.

There were no changes in the Company's approach to capital management during the period ended March 31, 2010. The Company is not subject to externally imposed capital requirements.

13. Subsequent Events

On April 12, 2015, the Company issued 780,000 stock options exercisable at \$1.00 to insiders, employees and consultants.

250,000 common shares were issued and \$100,000 was paid to Shawn Ryan as per the agreement for the Coffee, Cream and Kirkman properties (Note 7).

150,000 stock options were exercised for gross proceeds of \$72,008.