



Anooraq Resources Corporation

CONSOLIDATED FINANCIAL STATEMENTS

THREE MONTHS ENDED MARCH 31, 2008

(Expressed in Canadian Dollars, unless otherwise stated)
(unaudited)

These financial statements have not been reviewed by the Company's auditors

ANOORAQ RESOURCES CORPORATION

Consolidated Balance Sheets

(Expressed in Canadian Dollars)

	March 31 2008	December 31 2007
	(unaudited)	
Assets		
Current assets		
Cash and equivalents	\$ 2,752,154	\$ 7,131,821
Amounts receivable	249,552	167,779
Due from related parties (note 8)	6,275	–
Prepaid expenses	61,502	101,409
	3,069,483	7,401,009
Deferred acquisition costs	707,126	368,146
Equipment (note 4)	304,996	105,494
Mineral property interests (note 5)	9,236,897	9,078,714
	\$ 13,318,502	\$ 16,953,363
Liabilities and Shareholders' Equity		
Current Liabilities		
Accounts payable and accrued liabilities	\$ 296,335	\$ 475,102
Due to related parties (note 8)	332,308	45,609
Current portion of term loan (note 6)	347,895	1,892,197
	976,538	2,412,908
Term loan (note 6)	8,615,301	9,806,636
	9,591,839	12,219,544
Shareholders' equity		
Share capital	51,959,140	51,855,350
Contributed surplus	13,336,991	13,254,905
Deficit	(61,569,468)	(60,376,436)
	3,726,663	4,733,819
Nature of operations (note 1)		
Commitments (note 7(c))		
Proposed transaction (note 10)		
	\$ 13,318,502	\$ 16,953,363

See accompanying notes to consolidated financial statements

Approved by the Board of Directors

/s/ Tumelo M. Motsisi

Tumelo M. Motsisi
Director

/s/ Popo Molefe

Popo Molefe
Director

ANOORAQ RESOURCES CORPORATION
Consolidated Statements of Operations and Comprehensive Loss
(Unaudited - Expressed in Canadian Dollars)

	Three months ended March 31	
	2008	2007
Expenses		
Accounting, audit and legal	\$ 79,429	\$ 102,785
Accretion on term loan	23,902	25,948
Conference and travel	52,726	103,122
Consulting	21,982	78,729
Exploration (schedule)	58,370	33,020
Foreign exchange gain	(911,836)	(262,248)
Interest expense	442,620	443,176
Interest income	(94,725)	(219,778)
Office and administration	176,372	91,212
Salaries and benefits	1,015,562	329,754
Stock-based compensation - office and administration	122,318	1,044
Stock-based compensation - exploration	-	401
Shareholders communications	44,465	58,367
Trust and filing	162,847	141,598
Loss before the following	1,194,032	927,130
Future income tax recovery	(1,000)	(1,000)
Loss for the period	1,193,032	926,130
Other comprehensive loss	-	-
Total Comprehensive Loss	\$ 1,193,032	\$ 926,130
Basic and diluted loss per share	\$ 0.01	\$ 0.01
Weighted average number of common shares outstanding	185,217,912	148,227,907

See accompanying notes to consolidated financial statements

ANOORAQ RESOURCES CORPORATION

Consolidated Statements of Shareholders' Equity

(Unaudited - Expressed in Canadian Dollars)

	Three months ended March 31, 2008		Year ended December 31, 2007	
	<i>(unaudited)</i>			
	<u>Number of shares</u>		<u>Number of shares</u>	
Share capital				
Balance at beginning of the period	185,208,607	\$ 51,855,350	148,220,407	\$ 50,207,363
Share purchase options exercised at \$1.40 per share	–	–	883,200	1,236,480
Share purchase options exercised at \$0.95 per share	–	–	100,000	95,000
Share purchase options exercised at \$2.97 per share	21,400	63,558	5,000	14,850
Fair value of stock options allocated to shares issued on exercise	–	40,232	–	301,657
Common shares issued	–	–	36,000,000	–
Balance at end of the period	185,230,007	\$ 51,959,140	185,208,607	\$ 51,855,350
Contributed surplus				
Balance at beginning of the period		\$ 13,254,905		\$ 4,849,043
Stock-based compensation		122,318		8,707,519
Fair value of stock options allocated to shares issued on exercise		(40,232)		(301,657)
Balance at end of the period		\$ 13,336,991		\$ 13,254,905
Deficit				
Balance at beginning of the period		\$ (60,376,436)		\$ (46,080,305)
Loss for the period		(1,193,032)		(14,296,131)
Balance at end of the period		\$ (61,569,468)		\$ (60,376,436)
TOTAL SHAREHOLDERS' EQUITY		\$ 3,726,663		\$ 4,733,819

The accompanying notes are an integral part of these consolidated financial statements.

ANOORAQ RESOURCES CORPORATION

Consolidated Statements of Cash Flows

(Unaudited - Expressed in Canadian Dollars)

	Three months ended March 31	
	2008	2007
Operating activities		
Loss for the period	\$ (1,193,032)	\$ (926,130)
Items not involving cash		
Amortization included in exploration expenses	7,831	4,734
Accretion on term loan	23,902	25,948
Future income tax recovery	(1,000)	(1,000)
Accrued interest on term loan (note 6)	390,975	411,908
Stock-based compensation	122,318	1,445
Unrealized foreign exchange gain	(813,109)	(163,000)
Equity (gain) loss from interest in Ga-Phasha project (note 5)	(79,183)	18,803
Changes in non-cash operating working capital		
Amounts receivable	(81,773)	30,697
Amounts due to and from related parties	280,424	(24,118)
Prepaid expenses	39,907	23,716
Accounts payable and accrued liabilities	(178,767)	(796,115)
Cash and equivalents used by operating activities	(1,481,507)	(1,393,112)
Investing activities		
Purchase of equipment	(207,333)	(2,556)
Deferred acquisition costs	(338,980)	–
Equity investment	–	(12,713)
Cash and equivalents provided (used by) investing activities	(546,313)	(15,269)
Financing activities		
Issuance of common shares	63,558	119,000
Payment of term loan interest	(1,777,979)	–
Cash and equivalents provided by (used by) financing activities	(1,714,421)	119,000
Effect of exchange rate changes on cash and equivalents	(637,426)	(531,710)
Decrease in cash and equivalents	(4,379,667)	(1,821,090)
Cash and equivalents, beginning of period	7,131,821	12,775,145
Cash and equivalents, end of period	\$ 2,752,154	\$ 10,954,055

Supplementary information

Interest paid	\$ 1,777,979	\$ –
Interest received	\$ (94,725)	\$ (219,778)
Taxes paid	\$ –	\$ –

Non-cash operating, financing and investing activities

Fair value of options allocated to shares issued on exercise	\$ 40,232	\$ 56,843
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See accompanying notes to consolidated financial statements

ANOORAQ RESOURCES CORPORATION

Consolidated Schedules of Exploration Expenses

(Unaudited - Expressed in Canadian Dollars)

Republic of South Africa	Three months ended March 31	
	2008	2007
Northern Limb of the Bushveld Complex		
Amortization	\$ 7,831	\$ 4,734
Assays and analysis	–	2,427
Engineering	4,928	8,377
Geological and consulting	1,845	5,125
Graphics	1,938	1,984
Property fees and assessments (recovery)	(1,445)	–
Property option payments	10,532	5,608
Site activities	1,896	2,081
Transportation	35,077	–
	62,602	30,336
Eastern Limb of the Bushveld Complex		
Geological and consulting	4,645	2,684
Graphics	454	–
Property fees and assessments (recovery)	(9,331)	–
	(4,232)	2,684
Exploration expenses before the following	58,370	33,020
Stock-based compensation	–	401
Exploration expenses	58,370	33,421
Cumulative expenditures, beginning of year	25,982,063	23,613,314
Cumulative expenditures, end of period	\$ 26,040,433	\$ 23,646,735

See accompanying notes to consolidated financial statements