# NOTICE TO SHAREHOLDERS FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2006

# GALANTAS GOLD CORPORATION (A Development Stage Company)

#### Responsibility for Consolidated Financial Statements

The accompanying consolidated financial statements for Galantas Gold Corporation have been prepared by management in accordance with Canadian generally accepted accounting principles consistently applied. The most significant of these accounting principles have been set out in the December 31, 2005 audited consolidated financial statements. Only changes in accounting information have been disclosed in these consolidated financial statements. These statements are presented on the accrual basis of accounting. Accordingly, a precise determination of many assets and liabilities is dependent upon future events. Therefore, estimates and approximations have been made using careful judgment. Recognizing that the Company is responsible for both the integrity and objectivity of the consolidated financial statements, management is satisfied that these consolidated financial statements have been fairly presented.

#### Auditors' involvement

The auditors of Galantas Gold Corporation have not performed a review of the unaudited consolidated financial statements for the three and six months ended June 30, 2006 and June 30, 2005.

(A Development Stage Company)

## CONSOLIDATED BALANCE SHEETS (PREPARED BY MANAGEMENT)

		June 30, 2006 (Unaudited)		ember 31, 2005 Audited)
Assets				
Current Cash Accounts receivable and advances Inventory Future income taxes	\$	321,659 243,849 98,516 302,900 966,924	\$	1,121,985 144,727 101,363 302,900 1,670,975
Property, plant and equipment (Note 2(a))		4,426,734		2,903,165
Deferred development costs (Note 2(b))		5,619,033		4,314,368
Future income taxes		466,900		466,900
	\$ <u></u>	11,479,591	\$	9,355,408
Liabilities				
Current Accounts payable and accrued liabilities Current portion of financing facility (Note 3) Due to directors	\$ 	536,456 218,706 - - 755,162	\$	297,785 99,207 253,103 650,095
Long-term portion of financing facility (Note 3)		444,533		271,664
Shareholders' Equity	_	1,199,695		921,759
Share capital (Note 4)		21,203,528		18,400,862
Warrants (Note 5)		-		175,166
Contributed surplus (Note 7)	_	820,324		656,658
Deficit	\$ <u></u>	22,023,852 (11,743,956) 10,279,896 11,479,591	\$ <u></u>	19,232,686 (10,799,037) 8,433,649 9,355,408

(A Development Stage Company)

## CONSOLIDATED STATEMENTS OF OPERATIONS AND DEFICIT

(PREPARED BY MANAGEMENT)

(UNAUDITED)

(ONAODITED)	Cumulative since development stage on January 1, 2003 June 30, 2006  Three Months Ended June 30, 2006  2006  2005				ths Ended ne 30, 2005
Sales	\$ <u>468,438</u>	\$ <u>11,047</u>	\$ <u>15,623</u>	\$ <u>14,892</u>	\$ 36,120
Cost of goods sold	<u>519,208</u> (50,770)	4,277 6,770	<u>18,671</u> (3,048)	5,900 8,992	<u>43,166</u> (7,046)
Expenses  Accounting and corporate Bank charges and interest Consulting Foreign exchange (gain) loss Legal and audit Management fees Operating expenses Shareholder communication and public relations Stock-based compensation Transfer agent Travel and general office	90,931 21,564 64,757 (101,629) 378,296 247,500 1,230,475 679,519 686,266 80,732 186,764 3,565,175	10,575 1,563 14,007 13,036 123,176 - 26,407 172,261 51,666 11,419 (6,325) 417,785	11,100 3,553 16,250 33,675 36,384 25,000 157,914 - 214,200 7,496 10,396 515,968	22,855 3,334 14,007 22,191 180,434 - 51,049 448,073 163,666 16,954 31,348 953,911	19,630 3,553 19,500 20,236 66,018 50,000 231,953 - 214,200 8,750 30,157 663,997
Loss before income taxes	(3,615,945)	(411,015)	(519,016)	(944,919)	(671,043)
Income tax recovery	<u>769,800</u>	(9,200)			
Loss for the period	(2,846,145)	(420,215)	(519,016)	(944,919)	(671,043)
DEFICIT, beginning of period	(8,897,811)	(11,323,741)	(10,912,632)	(10,799,037)	(10,760,605)
DEFICIT, end of period	\$ <u>(11,743,956</u> )	\$ <u>(11,743,956</u> )	\$ <u>(11,431,648</u> )	\$ <u>(11,743,956</u> )	\$ <u>(11,431,648</u> )
Loss per share		\$ 0.00	\$ 0.00	\$ 0.01	\$ 0.01
Weighted average number of shares outst	tanding	143,177,902	123,293,089	135,744,586	107,297,472

(A Development Stage Company)

## CONSOLIDATED STATEMENTS OF CASH FLOWS (PREPARED BY MANAGEMENT)

(UNAUDITED)

	Cumulative since development stage on Three Months Ended January 1, 2003 June 30,			Ended	Six Mon June					
		June 30, 2006		2006		2005		2006		2005
CASH (USED IN) PROVIDED BY										
OPERATING ACTIVITIES										
Net loss for the period	\$	(2,846,145)	\$	(420,215)	\$	(519,016)	\$	(944,919)	\$	(671,043)
Adjustment for Amortization		165.975		1,599		24.479		3.017		41,025
Stock-based compensation		686,266		51,666		214,200		163,666		214,200
Future income taxes		(769,800)		9,200		-		-		-
Net change in non-cash		(,,		-,						
working capital (Note 10)	_	143,864	_	(143,605)	_	(97,301)	_	142,396	_	(25,445)
	_	<u>(2,619,840</u> )	_	(501,35 <u>5</u> )	_	(377,638)	_	(635,840)	_	<u>(441,263</u> )
INVESTING ACTIVITIES		(0.074.500)		(4.400.057)		(5.45.000)		(4.004.050)		(5.45.000)
Purchase of property, plant and equipmer Deferred development costs	Ιτ	(2,871,582) (2,165,794)		(1,133,957)		(545,932)		(1,664,350) (1,166,901)		(545,932)
Marketable securities		2.096		(731,563)		-		(1,100,901)		-
Marketable securities	_	(5,035,280)	_	(1,865,520)	_	(545,932)	_	(2,831,251)	_	(545,932)
FINANCING ACTIVITIES		<del></del>	_	, , , , , , , , , , , , , , , , , , , ,	_	, , , , , , , , , , , , , , , , , , , ,	_	<del></del> ,	_	<u></u>
Issue of common shares for cash		7,764,053		1,757,583		2,413,783		2,627,500		3,279,283
Share issue costs		(360,400)		-		-		-		-
Advances from financing facility		920,400		- (= ( 0.00)		461,498		365,400		454,168
Repayments of financing facility		(313,303)		(51,989)		- (207 402)		(73,032)		(240,004)
Advances to directors	-	(127,140) 7,883,610	_	(104,303) 1,601,291	_	(387,482) 2,487,799	-	(253,103) 2.666,765	_	(318,861) 3,414,590
	-	7,000,010	_	1,001,291	_	2,407,799	_	2,000,703	_	3,414,390
NET CHANGE IN CASH		228,490		(765,584)		1,564,229		(800,326)		2,427,395
CASH, beginning of period		93,169		1,087,243		996,922		1,121,985		133,756
CASH, end of period	\$	321,659	\$	321,659	\$	2,561,151	\$	321,659	\$	2,561,151

(A Development Stage Company)

# CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY (PREPARED BY MANAGEMENT)

(UNAUDITED)

	Shares issued a # of Shares	nd subscribed Share Value	Warrant Value	Contributed Surplus	Deficit	Total	
Balance at January 1, 2003 Shares issued on exercise of	71,115,222 \$	13,082,493 \$	- \$	1,420	\$ (8,897,811)	\$ 4,186,102	
warrants Common shares issued, net of	250,000	27,461	-	-	-	27,461	
issue costs Common shares issued for	8,707,860	1,048,524	-	-	-	1,048,524	
debt settlement	7,416,395	741,640	-	_	-	741,640	
Valuation of agents options	-	-	-	20,751	-	20,751	
Valuation of warrants issued	-	(78,537)	78,537	-	-	-	
Loss for the year	-	-	-	-	(676,142)	(676,142)	
Balance at December 31, 2003 Shares issued on exercise of	87,489,477	14,821,581	78,537	22,171	(9,573,953)	5,348,336	
warrants Common shares issued, net of	945,554	159,089	-	-	-	159,089	
issue costs Valuation of stock options	2,866,825	395,318	-	-	-	395,318	
granted	-	-	-	287,649	-	287,649	
Valuation of warrants issued Valuation of warrants exercised	-	(71,671)	71,671	-	-	-	
or expired	-	17,570	(78,537)	60,967	-	-	
Loss for the year	-	-	-	-	(1,186,652)	(1,186,652)	
Balance at December 31, 2004 Common shares issued, net	91,301,856	15,321,887	71,671	370,787	(10,760,605)	5,003,740	
of issue costs	35,033,333	3,254,141	-	-	-	3,254,141	
Valuation of warrants issued	-	(175,166)	175,166	-	-	-	
Valuation of warrants expired	-	-	(71,671)	71,671	-	-	
Valuation of stock options granted	d -	-	-	214,200	-	214,200	
Loss for the year	-	-	-	-	(38,432)	(38,432)	
Balance at December 31, 2005	126,335,189	18,400,862	175,166	656,658	(10,799,037)	8,433,649	
Shares issued on exercise of warrants	17,516,666	2,627,500	-	-	-	2,627,500	
Valuation of warrants exercised	-	175,166	(175,166)	-	-	-	
Valuation of stock options grantee	d -	-	-	163,666	-	163,666	
Loss for the period	-	-	-	-	(944,919)	(944,919)	
Balance at June 30, 2006	143,851,855 \$	21,203,528 \$	- \$	820,324	\$ (11,743,956)	\$ 10,279,896	

(A Development Stage Company)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (PREPARED BY MANAGEMENT)
THREE AND SIX MONTHS ENDED JUNE 30, 2006
(UNAUDITED)

#### NATURE OF OPERATIONS AND GOING CONCERN

These consolidated financial statements have been prepared on a going concern basis which contemplates that Galantas Gold Corporation (the "Company") will be able to realize assets and discharge liabilities in the normal course of business. The recoverability of these consolidated amounts, which includes the consolidated results of the Company's wholly-owned subsidiary Cavanacaw Corporation ("Cavanacaw"), is dependent on the ability of the Company to obtain future financing and to recover its investment in Omagh Minerals Limited ("Omagh"). Cavanacaw has a 100% shareholding in Omagh which is engaged in the acquisition, exploration and development of gold properties, mainly in Omagh, Northern Ireland. The Company is considered to be in the development stage as it has yet to earn substantial revenues and it is devoting substantially all of its efforts toward the development of this process.

As at December 31, 2001, studies performed on Omagh's mineral property confirmed the existence of economically recoverable reserves. The mineral property is currently in the development stage of operation and the directors believe that the capitalized development expenditures will be fully recovered by the future operation of the mine. The recoverability of Omagh's capitalized development costs is thus dependent on the ability to secure financing, future profitable production or proceeds from the disposition of the mineral property. These development expenditures will be amortized over the estimated life of the ore body.

Management is confident that it will be able to secure the required financing to enable the Company to continue as a going concern. However, this is of subject to a number of factors including market conditions. These consolidated financial statements do not reflect adjustments to the carrying value of assets and liabilities, the reported expenses and balance sheet classifications used that would be necessary if the going concern assumption was not appropriate. Such adjustments could be material.

The Company was formed on September 20, 1996 under the name Montemor Resources Inc. on the amalgamation of 1169479 Ontario Inc. and Consolidated Deer Creek Resources Limited. The name was changed to European Gold Resources Inc. by articles of amendment dated July 25, 1997. On May 5, 2004, the Company changed its name from European Gold Resources Inc. to Galantas Gold Corporation. The Company was incorporated to explore for and develop mineral resource properties, principally in Europe. Its first exploration project was a property in Portugal. In 1997, it purchased all of the shares of Omagh which owns a mineral property in Northern Ireland, including a delineated gold deposit. Omagh obtained full planning and environmental consents necessary to bring its property into production.

The Company entered into an agreement on April 17, 2000, approved by shareholders on June 26, 2000, whereby Cavanacaw, a private Ontario corporation, acquired Omagh. Cavanacaw has established an open pit mine to extract the Company's gold deposit near Omagh. Cavanacaw also has developed a premium jewellery business founded on the gold produced under the name Galántas Irish Gold Limited ("Galántas").

Cavanacaw operations include the consolidated results of Cavanacaw and its wholly-owned subsidiaries Omagh and Galántas.

The unaudited consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles for interim financial information. Accordingly, they do not include all of the information and notes to the consolidated financial statements required by Canadian generally accepted accounting principles for annual consolidated financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three and six month periods ended June 30, 2006 may not necessarily be indicative of the results that may be expected for the year ending December 31, 2006.

(A Development Stage Company)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (PREPARED BY MANAGEMENT)
THREE AND SIX MONTHS ENDED JUNE 30, 2006
(UNAUDITED)

#### 1. NATURE OF OPERATIONS AND GOING CONCERN (Continued)

The consolidated balance sheet at December 31, 2005 has been derived from the audited consolidated financial statements at that date but does not include all of the information and footnotes required by Canadian generally accepted accounting principles for complete consolidated financial statements. The interim consolidated financial statements have been prepared by management in accordance with the accounting policies described in the Company's annual consolidated financial statements for the year ended December 31, 2005. For further information, refer to the consolidated financial statements and notes for the year ended December 31, 2005.

#### New accounting pronouncement

In January 2005, the Canadian Institute of Chartered Accountants issued four new accounting standards: Handbook Section 1530, Comprehensive Income, Handbook Section 3251, Equity, Handbook Section 3855, Financial Instruments – Recognition and Measurement and Handbook Section 3865, Hedges. These standards are effective for interim and annual consolidated financial statements for the Company's fiscal years beginning January 1, 2007. As of June 30, 2006, the impact of implementing these new standards is not yet determinable.

#### 2. PROPERTY, PLANT AND EQUIPMENT AND DEFERRED DEVELOPMENT COSTS

#### (a) Property, plant and equipment

Troperty, plant and equipment	2006						
	Accumulated						
	Cost	Aı	mortization		Net		Net
Freehold land and buildings	\$ 3,009,697	\$	36,243	\$	2,973,454	\$	1,743,967
Plant and machinery	1,885,322		470,850		1,414,472		1,115,756
Motor vehicles	34,511		28,124		6,387		7,214
Office equipment	71,275		38,854		32,421		36,228
Moulds	81,802		81,802		-		-
	\$ 5,082,607	\$	655,873	\$	4,426,734	\$	2,903,165

(A Development Stage Company)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (PREPARED BY MANAGEMENT)

THREE AND SIX MONTHS ENDED JUNE 30, 2006

(UNAUDITED)

#### 2. PROPERTY, PLANT AND EQUIPMENT AND DEFERRED DEVELOPMENT COSTS (Continued)

#### (b) Deferred development costs

, zolonoù develepment esete	Three months ended June 30, 2006	Six months ended June 30, 2006	
Opening balance	\$ 4,811,687	\$ 4,314,368	
Additions during the period:			
Leases	153,375	153,527	
Consultants	53,809	124,218	
Fuel	53,147	80,441	
Wages	174,385	364,530	
Interest	12,883	19,889	
Travelling	41,699	68,676	
Repairs and maintenance	25,750	72,582	
Construction	194,510	246,301	
General	22,003	36,737	
Amortization of plant equipment	75,785	137,764	
	807,346	1,304,665	
Total deferred development costs	\$ 5,619,033	\$ 5,619,033	

#### 3. FINANCING FACILITY

On March 17, 2006, the Company received a loan from Barclays Mercantile Business Finance Ltd. in the amount of \$365,400 (180,000 GBP)(i) to assist in the purchase of certain metallurgical equipment having a cost of \$728,770 (359,000 GBP). The loan is for a period of three years at 3.97% (flat interest) with monthly blended installments of \$11,132 (5,578 GBP).

Amounts payable on the long term debt are as follows:

Amounts payable on the long term debt are as follows.				
	_	June 3	•	ember 31,
_	Interest	2006		2005
Financing facility	3.71 %	\$ 324,	975 \$	370,871
• ,	3.97 %		•	370,071
Financing facility (i)	3.97 %	338,		070.074
		663,		370,871
Less current portion		<u>218,</u>	<u>706</u>	99,207
Principal repayments over the next three years are as follows:		\$ 444.	<u>533</u> \$	271,664
2007 2008 2009		\$ 218, 235, 208.	899	
2003				
		\$ <u>663,</u>	239	

(A Development Stage Company)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (PREPARED BY MANAGEMENT)

THREE AND SIX MONTHS ENDED JUNE 30, 2006

(UNAUDITED)

#### 4. SHARE CAPITAL

#### (a) AUTHORIZED

Unlimited number of common and preference shares issuable in Series

#### (b) COMMON SHARES ISSUED

	NUMBER OF STATEI SHARES VALUE	_
Balance, January 1, 2006 Warrant exercise Warrant exercise - valuation	126,335,189 \$ 18,400,862 17,516,666 2,627,500 - 175,160	0
Balance, June 30, 2006	143,851,855 \$ 21,203,526	88

#### 5. WARRANTS

During the period, 11,666,666 warrants expiring April 4, 2006 and 5,850,000 warrants expiring April 15, 2006 were exercised for gross proceeds of \$2,627,500.

As of June 30, 2006, there were no warrants outstanding.

#### 6. STOCK OPTIONS

The Company has a stock option plan as detailed in Note 7(c) of the December 31, 2005 audited consolidated financial statements.

	Number of Stock Options	Weighted Average Exercise Price \$	
Balance, January 1, 2006	7,900,000	0.11	
Options granted	1,000,000	0.26	
Expired/cancelled	(1,400,000)	0.15	
Balance, June 30, 2006	7,500,000	0.14	

Details of the stock options outstanding as of June 30, 2006 are:

Exercisable Options	Number of Options	Exercise Price \$	Expiry Date
1,500,000	1,500,000	0.12	May 17, 2007
2,800,000	2,800,000	0.15	April 10, 2008
2,000,000	2,000,000	0.10	April 1, 2009
133,334	200,000	0.10	May 13, 2010
 333,334	1,000,000	0.26	June 14, 2011
6,766,668	7,500,000		

(A Development Stage Company)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (PREPARED BY MANAGEMENT)
THREE AND SIX MONTHS ENDED JUNE 30, 2006
(UNAUDITED)

#### 6. STOCK OPTIONS (Continued)

During the period, 1,000,000 stock options were granted to employees of the Company to purchase common shares at a price of \$0.26 per share until June 14, 2011. The fair value of these stock options was estimated using the Black-Scholes option pricing model with the following assumptions: dividend yield - 0%; volatility - 60%; risk-free interest rate - 4.26% and an estimated life of 5 years. The estimated fair value of \$143,000 will be expensed in the statement of operations and deficit and credited to contributed surplus as the options vest over a three year period. Stock-based compensation includes \$47,666 related to the vested portion of these stock options.

Stock-based compensation also includes \$116,000 relating to 733,333 options that have vested from previous stock option grants.

On February 13, 2006, 1,000,000 stock options at an exercise price of \$0.15 expired and 400,000 options at an exercise price of \$0.15 expiring April 10, 2008 were cancelled.

#### 7. CONTRIBUTED SURPLUS

The following table reflects the continuity of contributed surplus:

	C	Contributed Surplus	
Balance, January 1, 2006 Stock-based compensation charged to the statement of operations and	\$	656,658	
deficit (Note 6)		163,666	
Balance, June 30, 2006	\$	820,324	

#### RELATED PARTY TRANSACTIONS

As at June 30, 2006, the Company was indebted to directors in the amount of \$nil (2005 - \$110,850). This amount represents amounts paid by the directors on behalf of the Company along with unpaid management fees. These amounts are interest-free and there are no fixed terms of repayment.

During the period, the Company was charged \$nil (2005 - \$50,000) by directors of the Company for management services which are in the normal course of operations and are measured at the exchange amount established and agreed to by the related parties. Accounts payable includes \$nil (2005 - \$50,000) owing to these directors for management services and repayment of expenses incurred on behalf of the Company.

The Company was charged \$24,926 (2005 - \$19,630) for accounting and corporate secretarial services by companies associated to an officer of the Company. Accounts payable includes \$12,494 (2005 - \$1,738) owing to these companies.

#### SEGMENT DISCLOSURE

The Company, after reviewing its reporting systems, has determined that it has one reportable segment. The Company's operations are substantially all related to its investment in Cavanacaw and its subsidiaries, Omagh and Galántas. Substantially all of Cavanacaw's revenues, costs and assets of the business that support these operations are derived or located in Northern Ireland.

(A Development Stage Company)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (PREPARED BY MANAGEMENT) THREE AND SIX MONTHS ENDED JUNE 30, 2006

(UNAUDITED)

#### 10. SUPPLEMENTAL CASH FLOW INFORMATION

#### (a) Net change in non-cash working capital

	Three mo ende June 30,	d	ree months ended ne 30, 2005	<b>.</b>	c months ended e 30, 2006	(	months ended e 30, 2005	
Accounts receivable and advances Inventory Accounts payable and accrued liabilities	(134 <u>)</u>	140) \$ 006 <b>471</b> )	(81,510) 13,925 (29,716)	\$	(99,122) 2,847 238,671	\$	(48,326) 25,837 (2,956)	
(b) Supplemental information Interest paid		.605)	(97,301) 3,553	\$ \$		\$ \$		

Interest paid includes \$19,889 (2005 - \$nil) of interest paid on the financing facility. This amount was charged to deferred development costs.

#### 11. OTHER INFORMATION

Effective March 31, 2006 the Company's shares were successfully admitted to trading on the Alternative Investment Market ("AIM") of the London Stock Exchange. As a result, the Company is dual-listed on both AIM and the TSX Venture Exchange in Canada.

#### 12. SUBSEQUENT EVENT

The Company closed a private placement (the "Offering") for gross proceeds of \$3,500,000. Pursuant to this offering, the Company issued 14,000,000 units of the Company (each a "Unit") at the price of \$0.25 per Unit (including an over-allotment of 1,200,000 Units (the "Over-Allotment") and 2,000,000 Units for subscribers specifically identified by management (the "President's List"). Each Unit consists of one common share of the Company and one warrant of the Company. Each warrant entitles the purchaser to purchase one common share at a price of \$0.32 per share at any time until July 26, 2008. The shares will carry a 4-month minimum hold period. An application will be made to admit any new shares issued under the placing to trading on AIM on the same day that they become eligible for trading on the TSX Venture Exchange.

Union Securities Ltd., acting as agent (the "Agent") was paid a cash fee of \$260,000 representing 8% in cash commission based on Units sold under the Offering and the Over-Allotment Option (excluding Units sold pursuant to the President's List) and 4% in cash for Units sold pursuant to the President's List. In addition, the Company issued to the Agent 1,300,000 compensation options (the "Agent's Compensation Options") equal to 10% of all Units sold pursuant to the Offering and the Over-Allotment Option (excluding Units sold pursuant to the President's List) and 5% of all Units sold pursuant to the President's List. Each Agent's Compensation Option entitles the Agent to purchase one Unit of the Company at \$0.25 per Unit at any time prior to July 26, 2008.