

**NOTICE TO SHAREHOLDERS
FOR THE THREE AND NINE
MONTHS ENDED
SEPTEMBER 30, 2006**

**SIMBERI MINING CORPORATION
(Formerly Simberi Gold Corporation)
(A Development Stage Company)**

Responsibility for consolidated financial statements

The accompanying consolidated financial statements for Simberi Mining Corporation (Formerly Simberi 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.

Auditor involvement

McCarney Greenwood LLP, Chartered Accountants, the external auditors of Simberi Mining Corporation (Formerly Simberi Gold Corporation) have not audited or performed review procedures applicable to auditor review interim financial statements for the three and nine months ended September 30, 2006 and September 30, 2005.

SIMBERI MINING CORPORATION
(Formerly Simberi Gold Corporation)
(A Development Stage Company)
Consolidated Balance Sheets

	September 30, 2006 (Unaudited)	December 31, 2005 (Audited)
Assets		
Current		
Cash and cash equivalents	\$ 3,658,146	\$ 5,426,357
Sundry receivable	6,332	23,012
Prepaid expenses	43,754	18,264
Due from related parties (Note 6)	163,162	448,057
Loan receivable	55,885	58,295
Investment	-	547,274
	3,927,279	6,521,259
Equipment, net of accumulated amortization	5,950	3,981
Mining interests	4,971,640	687,274
	\$ 8,904,869	\$ 7,212,514
Liabilities and Shareholders' Equity		
Current		
Accounts payable and accrued liabilities	\$ 197,694	\$ 358,593
Net liabilities assumed from related party (Note 6)	-	29,880
	197,694	388,473
Non-controlling interest	-	49,826
	197,694	438,299
Shareholders' equity		
Share capital (Note 4)	8,576,046	6,274,715
Warrants (Note 5(b))	2,002,000	2,002,000
Contributed Surplus (Note 5(c))	1,052,811	740,396
Deficit	(2,923,682)	(2,242,896)
	8,707,175	6,774,215
	\$ 8,904,869	\$ 7,212,514

SIMBERI MINING CORPORATION
(Formerly Simberi Gold Corporation)
(A Development Stage Company)
Consolidated Statements of Operations and Deficit
(Unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,		Cumulative From Incorporation October 28, 2003
	2006	2005	2006	2005	
Expenses					
Accounting and corporate services \$	6,435	\$ 4,429	\$ 25,501	\$ 18,198	\$ 71,685
Due diligence costs	150,000	-	150,000	-	150,000
Filing fees	350	966	8,859	9,774	28,033
Financing costs written off	-	-	-	-	436,319
Foreign exchange	(44,971)	12,795	(5,145)	12,552	(298,611)
General and administrative	223,022	19,365	447,624	72,711	749,845
Legal and audit	8,086	1,488	46,637	14,705	290,951
Professional and consulting and Management fees	108,100	47,192	486,356	139,299	1,368,198
Investor relations	8,707	9,056	40,176	27,086	104,975
Stock-based compensation	197,367	225,219	384,245	457,840	1,120,060
Directors' compensation	-	-	-	89,000	89,000
Amortization	550	155	1,041	155	1,560
Write-down of mining interests	-	-	-	-	135,139
	657,646	320,665	1,585,294	841,320	4,247,154
Net loss for the period before the undernoted	(657,646)	(320,665)	(1,585,294)	(841,320)	(4,247,154)
Interest income	26,656	12,430	107,876	25,449	153,732
Gain on disposition of investment	-	-	766,752	-	766,752
Write-off of net liabilities assumed from related party	29,880	-	29,880	-	29,880
Gain on sale of mining interest	-	-	-	1,265,145	1,155,328
Non-controlling interest's share of income	-	-	-	-	(175)
Net (loss) income for the period	(601,110)	(308,235)	(680,786)	449,274	(2,141,637)
Deficit, beginning of period, as previously stated (*)	(2,322,572)	(1,497,719)	(2,242,896)	(2,255,228)	-
Retroactive restatement of stock based compensation (*)	-	-	-	-	(4,581)
Deficit, beginning of period, as restated	(2,322,572)	(1,497,719)	(2,242,896)	(2,255,228)	(2,146,218)
Reorganization costs	-	-	-	-	(465,604)
Deficit, end of period	\$ (2,923,682)	\$ (1,805,954)	\$ (2,923,682)	\$ (1,805,954)	\$ (2,611,822)
Net (loss) income per share	\$ 0.00	\$ (0.00)	\$ (0.01)	\$ 0.00	
Weighted average number of shares	129,911,931	94,381,831	125,502,336	94,381,831	

(*) Refer to the December 31, 2005 audited consolidated financial statements for details.

SIMBERI MINING CORPORATION
(Formerly Simberi Gold Corporation)
(A Development Stage Company)
Consolidated Statements of Cash Flows
(Unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,		Cumulative From Incorporation
	2006	2005	2006	2005	October 28, 2003
Cash provided by (used in)					
OPERATING ACTIVITIES					
Net (loss) income for the period	\$ (601,110)	\$ (308,235)	\$ (680,786)	\$ 449,274	\$ (2,141,637)
Stock-based compensation	197,367	225,219	384,245	457,840	1,120,060
Amortization	550	155	1,041	155	1,560
Prepaid financing costs written off	-	-	-	-	60,010
(Gain) loss on disposition of investment	-	-	(766,752)	-	(766,752)
(Gain) loss on sale of mining interest	-	-	-	-	(1,155,328)
Non-controlling interest	-	-	-	-	175
Write-down of mining interests	-	-	-	-	135,139
Write-off of net liabilities assumed from related party	(29,880)	-	(29,880)	-	(29,880)
Changes in non-cash working capital items	81,718	(58,086)	(169,709)	2,385,150	177,491
	(351,355)	(140,947)	(1,261,841)	3,292,419	(2,599,162)
INVESTING ACTIVITIES					
Purchase of equipment	(2,560)	(1,381)	(3,010)	(1,381)	(7,510)
Mining interest acquisition on amalgamation	-	-	-	-	(885,870)
Mining interest expenditures	(569,698)	(71,189)	(2,234,191)	(161,687)	(6,023,288)
Investment in New Congo Resource Development Company Inc.	-	-	(100,000)	-	(100,000)
Proceeds on sale of mining interests	-	-	-	-	4,198,399
Purchase of investment	-	-	(1,269,000)	-	(1,269,000)
Proceeds on sale of investment	-	-	2,583,026	-	2,583,026
	(572,258)	(72,570)	(1,023,175)	(163,068)	(1,504,243)
FINANCING ACTIVITIES					
Loan receivable	(75)	-	2,410	-	(55,885)
Reorganization costs	-	-	-	-	(465,607)
Due to/from related parties	274,248	-	284,895	-	(163,162)
Issuance of share capital	-	-	-	-	3,504,890
Share issue costs	-	-	-	-	(371,466)
Issue of warrants	-	-	-	-	5,143,291
Exercise of stock options	-	-	229,500	-	229,500
Prepaid finance costs written off	-	-	-	-	(60,010)
	274,173	-	516,805	-	7,761,551
Change in cash and cash equivalents	(649,440)	(213,517)	(1,768,211)	3,129,351	3,658,146
Cash and cash equivalents, beginning of period	4,307,586	3,604,933	5,426,357	267,066	-
Cash and cash equivalents, end of period	\$ 3,658,146	\$ 3,391,416	\$ 3,658,146	\$ 3,396,417	\$ 3,658,146

SIMBERI MINING CORPORATION
(Formerly Simberi Gold Corporation)
(A Development Stage Company)
Consolidated Statements of Mining Interests
(Unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,		Cumulative From Inception Of Project
	2006	2005	2006	2005	
Novaking Properties					
Balance, beginning of period	\$ 113,078	\$ 105,650	\$ 106,713	\$ 72,181	\$ -
Acquisition costs	-	-	-	-	25,648
Other exploration expenditures	9,562	(6,921)	15,927	26,548	96,992
Total expenditures during period	9,562	(6,921)	15,927	26,548	122,640
Balance, end of period	\$ 122,640	\$ 98,729	\$ 122,640	\$ 98,729	\$ 122,640
New Congo Properties					
Balance, beginning of period	\$ 4,288,863	\$ -	\$ 580,561	\$ -	\$ -
Purchase price discrepancy	-	-	2,050,174	-	2,050,174
Acquisition costs	-	-	-	-	149,652
Regulatory fees	167,655	-	421,514	-	485,639
Travel	81,431	-	172,250	-	209,559
General exploration	-	-	-	-	169,055
Administration fee	-	-	-	-	17,489
Consulting	55,885	-	728,463	-	845,053
General and administrative	206,775	-	796,139	-	822,480
Legal fees	25,462	-	64,687	-	64,687
Report costs	22,929	-	35,212	-	35,212
Total expenditures during period	560,137	-	4,268,439	-	4,849,000
Balance, end of period	\$ 4,849,000	\$ -	\$ 4,849,000	\$ -	\$ 4,849,000
Total	\$ 4,971,640	\$ 98,729	\$ 4,971,640	\$ 98,729	\$ 4,971,640

SIMBERI MINING CORPORATION
(Formerly Simberi Gold Corporation)
(A Development Stage Company)
Notes to Consolidated Financial Statements
Three and Nine Months Ended September 30, 2006
(Unaudited)

1. NATURE OF BUSINESS AND ACCOUNTING POLICIES

Simberi Gold Corporation (the "Company" or "Simberi") was incorporated on October 28, 2003 under the Ontario Business Corporations Act. On August 8, 2006, the Company received approval from the TSX Venture Exchange of a name change from Simberi Gold Corporation to Simberi Mining Corporation. The Company's main business is the exploration and development of mining projects. In the course of its business the Company evaluates and reviews a number of potential base and precious metal projects throughout the world. At present, the focus of the Company's activities is the exploration and development of a copper/cobalt project in the Democratic Republic of the Congo.

To date, the Company has not earned significant revenues from its projects and is considered to be in the development stage.

The recoverability of amounts shown as mining interests is dependent upon a number of factors including environmental risks, legal and political risks, the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying properties, the ability of the Company to obtain necessary financing to complete the development, and future profitable production or proceeds from the disposition thereof.

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 nine months ended September 30, 2006 may not necessarily be indicative of the results that may be expected for the year ending December 31, 2006.

The balance sheet at December 31, 2005 has been derived from the audited consolidated financial statements of the Company 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 thereto included in the Company's annual consolidated financial statements for the year ended December 31, 2005.

2. NEW ACCOUNTING PRONOUNCEMENTS

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 financial statements for the Company's fiscal years beginning January 1, 2007.

SIMBERI MINING CORPORATION
 (Formerly Simberi Gold Corporation)
 (A Development Stage Company)
Notes to Consolidated Financial Statements
 Three and Nine Months Ended September 30, 2006
 (Unaudited)

3. MINING INTERESTS

Refer to Note 9 of the audited December 31, 2005 consolidated financial statements for details of the Company's properties.

During the period, the Company completed the acquisition of 100% ownership in the New Congo Resource Development Company Inc. ("NCDC") by acquiring the remaining 33 1/3% of NCDC shares the Company did not own. See Note 4 for details.

4. SHARE CAPITAL

	Shares	Amount
Balance, December 31, 2005	120,381,831	\$ 6,274,715
Option exercise - cash	1,530,000	229,500
Option exercise - valuation	-	71,831
Issuance of shares (1)	8,000,000	2,000,000
Balance, September 30, 2006	129,911,831	\$ 8,576,046

(1) On May 18, 2006, Simberi, previously the owner of 66 2/3% of the outstanding shares of NCDC, has completed the acquisition of the remaining 33 1/3% from Quartern Holdings Inc. ("Quartern") through a payment to Quartern of \$100,000 in cash and the issuance to Quartern of 8 million common shares of Simberi at a deemed price of \$0.25. In addition, Quartern has entered into a consulting agreement with Simberi and NCDC pursuant to which Quartern will, amongst other things, assist in the continuing the development of the Kakanda Project. Pursuant to the terms of the consulting agreement, Quartern will also be entitled to receive an additional 3.9 million common shares of Simberi upon successfully increasing Simberi's interest in the Kakanda Project from 51% to 75% or more. The purchase of 33 1/3% of NCDC created a purchase price discrepancy of \$2,050,174 which was charged against the New Congo properties.

5. STOCK OPTIONS, WARRANTS AND CONTRIBUTED SURPLUS

(a) Stock Options

The following table summarizes the stock option activity for the period:

	Number of Options	Weighted Average Exercise Price (\$)
Balance, December 31, 2005	15,550,000	0.13
Granted (1)(2)	3,350,000	0.20
Exercised	(1,530,000)	0.15
Cancelled/expired	(2,835,000)	0.15
Balance, September 30, 2006	14,535,000	0.14

SIMBERI MINING CORPORATION
 (Formerly Simberi Gold Corporation)
 (A Development Stage Company)
Notes to Consolidated Financial Statements
 Three and Nine Months Ended September 30, 2006
 (Unaudited)

5. STOCK OPTIONS, WARRANTS AND CONTRIBUTED SURPLUS (continued)

(1) On January 30, 2006, the Company granted 1,000,000 stock options to a director of a subsidiary of Simberi. The stock options, which vest quarterly over an 18 month period, are exercisable at a price of \$0.24 for a period of 5 years from the date of grant. The common shares issuable upon exercise of the stock options will be subject to a 4 month hold period from the date of grant. The fair value of the options was estimated on the date of the grant using the Black-Scholes option pricing model with the following weighted average assumptions: expected volatility of 195.83%; expected dividend yield of 0%; risk-free interest rate of 4.04%; and expected life of 5 years. The options were valued at \$234,000. These options will be expensed as they vest.

(2) During the period, the Company granted an aggregate of 2,350,000 stock options to consultants providing services to the Company. The stock options, which vest quarterly over an 18 month period, are exercisable at prices ranging from \$0.115 to \$0.24 for a period of 5 years from the date of grant. The fair value of the group of options was estimated on the date of the grant using the Black-Scholes option pricing model with the following weighted average assumptions: expected volatility range of 179% to 190%; expected dividend yield of 0%; risk-free interest rate range of 4.11% to 4.31%; and expected life of 5 years. The options were valued at \$403,100. These options will be expensed as they vest.

As at September 30, 2006, the Company had the following stock options outstanding:

BLACK-SCHOLES VALUE (\$)	NUMBER OF OPTIONS	EXERCISE PRICE (\$)	EXPIRY DATE
4,424	1,475,000	0.15	June 30, 2008
373,258	4,210,000	0.15	May 13, 2009
239,380	5,250,000	0.10	August 24, 2010
13,050	250,000	0.10	November 23, 2010
117,000	1,000,000	0.24	January 30, 2011
119,336	2,000,000	0.185	March 30, 2011
3,220	50,000	0.24	April 11, 2011
3,084	250,000	0.115	July 14, 2011
319	50,000	0.12	August 17, 2011
179,740	(*)	(*)	Cancelled stock options
1,052,811	14,773,388		

(*) Not applicable

(b) Warrants

The following table summarizes warrant activity for the period:

	Number of Options	Weighted Average Exercise Price (\$)
Balance, December 31, 2005	26,000,000	0.20
Balance, September 30, 2006	26,000,000	0.20

SIMBERI MINING CORPORATION
 (Formerly Simberi Gold Corporation)
 (A Development Stage Company)
Notes to Consolidated Financial Statements
 Three and Nine Months Ended September 30, 2006
 (Unaudited)

5. STOCK OPTIONS, WARRANTS AND CONTRIBUTED SURPLUS (continued)

As at September 30, 2006, the Company had the following warrants outstanding:

BLACK-SCHOLES VALUE	NUMBER OF WARRANTS	EXERCISE PRICE (\$)	EXPIRY DATE
\$ 2,002,000	26,000,000	0.20	December 23, 2007

(c) Contributed Surplus

Included in contributed surplus are the following items:

	VALUE (\$)
Stock options	1,052,811

6. RELATED PARTY TRANSACTIONS

For the nine months ended September 30, 2006, management and professional fees totaling \$267,000 (2005 - \$83,000) were paid to directors and officers of the Company and were included in professional and consulting fees. Director fees totaling \$nil (2005 - \$8,500) were paid to directors of the Company and were included in directors' compensation. Management fees totaling \$nil (2005 - \$90,000) were charged by an officer of the Company and a corporation owned by a director of the Company and were included in professional and consulting fees, and capitalized in mining interests. Management fees totaling \$nil (2005 - \$9,243) were paid to a director of Novaking Pty Ltd. and were included in management fees. Severance fees totaling \$nil (2005 - \$80,000) were paid to two former directors upon resigning as directors of the Company and were included in directors' compensation. The recipients of the above management fees were also reimbursed for expenses incurred.

The President, CEO and who is also a director of Simberi is also a director of Iberian Minerals Corp. ("Iberian") and President, CEO and the individual beneficially owns Porphyry Incorporated ("Porphyry"). In the three months period ended September 30, 2006 Simberi, Iberian and Porphyry agreed to share an entertainment and promotional cost whereby each company's share is \$64,891. In the three months ended September 30, 2006 Iberian paid the Company \$393,800 (September 30, 2005 - \$nil). These transactions were measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Balances to/from related parties are summarized as follows:

	September 30, 2006	December 31, 2005
Due from Iberian Minerals Corp.	\$ 64,981	\$ 393,800
Due from Porphyry Incorporated	64,981	-
Due from director of Novaking Pty Ltd.	<u>33,200</u>	<u>54,257</u>
Due from related parties	<u>\$ 163,162</u>	<u>\$ 448,057</u>
Net liabilities assumed from related party (*)	-	<u>29,880</u>
Due to related parties	<u>\$ -</u>	<u>\$ 29,880</u>

SIMBERI MINING CORPORATION
(Formerly Simberi Gold Corporation)
(A Development Stage Company)
Notes to Consolidated Financial Statements
Three and Nine Months Ended September 30, 2006
(Unaudited)

6. RELATED PARTY TRANSACTIONS (Continued)

(*) The "net liabilities assumed from related party" of \$29,880 represented by the Company's guarantee of liabilities of Optima Pharmaceuticals Inc. ("Optima"). Optima is an inactive subsidiary of Simberi and it is unlikely the amounts shall ever be paid by Simberi or Optima, and, as a result the \$29,880 liability was written off in the third quarter of 2006.

7. SEGMENTED INFORMATION

	September 30, 2006	December 31, 2005
ASSETS		
Canada	\$ 3,800,273	\$ 5,840,268
Congo	4,944,004	653,846
Other areas	160,592	718,400
	\$ 8,904,869	\$ 7,212,514

Substantially all expenses on the statement of operations are incurred in Canada. Cash and cash equivalents of \$3,615,178 are held in Canadian chartered banks, with the balance of \$42,968 being held in the Congo and other areas.

8. INCOME TAXES

The estimated taxable income for the period is \$nil. Based upon the level of historical taxable income, it cannot be reasonably determined if the Company will realize the benefits from future income tax assets or the amounts owing from future income tax liabilities. Consequently, the future recovery or loss arising from differences in tax values and accounting values have been reduced by an equivalent estimated taxable temporary difference valuation allowance. This estimated taxable temporary difference valuation allowance will be adjusted in the period that it can be determined that it is more likely than not that some or all of the future tax assets or future tax liabilities will be realized.

9. SUBSEQUENT EVENTS

(a) On October 25, 2006, Simberi raised gross proceeds of \$2,600,000 through the sale of 26,000,000 units. Each unit was sold to subscribers at price of \$0.10 per unit. In addition to the \$2,600,000, Simberi intends to close shortly on additional \$175,000 for an expected aggregate gross raise of \$2,775,000.

Each unit consists of one common share and one-half of one common share purchase warrant. Each whole warrant entitles the holder to acquire one additional common share at an exercise price of \$0.20 for a period of two years following the closing date. All securities issued pursuant to the private placement are subject to a four month hold period following the closing date.

Following expiry of the hold period, Simberi shall have the right to call the warrants by giving 30 days notice at any time if the average closing sales price of the Company's common shares exceeds \$0.50 per share for 20 trading days within any 30 trading day period. The call price of the warrants is \$0.01 per whole warrant.

Simberi will pay a finder's fee in respect of the placement in an amount equal to 10% of the gross proceeds raised.

SIMBERI MINING CORPORATION
(Formerly Simberi Gold Corporation)
(A Development Stage Company)
Notes to Consolidated Financial Statements
Three and Nine Months Ended September 30, 2006
(Unaudited)

9. SUBSEQUENT EVENTS

(b) On October 10, 2006, the Company issued 2,150,000 stock options to consultants providing services to the Company. These stock options are exercisable at \$0.12 per common share and expire October 10, 2011.

On October 10, 2006, the Company issued 200,000 stock options to a consultant providing services to the Company. These stock options are exercisable at \$0.12 per common share and expire October 10, 2008.

9. COMMITMENT

On July 31, 2006, the Company agreed to a three year licence agreement in connection with a sports and entertainment facility. The remaining commitments under the licence agreement are as follows:

July 1, 2007	\$	230,327
July 1, 2008		<u>238,388</u>
	\$	<u>468,715</u>