Consolidated Financial Statements of

NEMI NORTHERN ENERGY & MINING INC.

For the nine months ended June 30, 2010

(Expressed in Canadian Dollars)

NEMI NORTHERN ENERGY & MINING INC.

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

NEMI NORTHERN ENERGY & MINING INC.
Consolidated Balance Sheets
(Prepared without audit)

(Expressed in Canadian dollars)

		As at June 30, 2010		As at September 30, 2009
ASSETS				
CURRENT				
Cash and cash equivalents	$	**7,014,468**	$	17,974,011
Marketable securities		**680,250**		659,843
Accounts receivable		**3,665**		1,130,971
Taxes recoverable		**11,194**		1,890
Prepaid expenses and other		**61,375**		55,266
		7,770,952		19,821,981
INVESTMENT IN PEACE RIVER COAL LP (Note 4)		**55,819,336**		46,116,103
PLANT AND EQUIPMENT (Note 5)		**22,068**		26,644
Total Assets	$	**63,612,356**	$	65,964,728
LIABILITIES				
CURRENT				
Accounts payable and accrued liabilities	$	**613,941**	$	699,037
CONVERTIBLE DEBENTURES (Note 6)		**10,829,386**		10,292,424
Total Liabilities		**11,443,327**		10,991,461
SHAREHOLDERS' EQUITY (Note 7)				
SHARE CAPITAL		**52,060,028**		54,188,712
CONTRIBUTED SURPLUS		**9,850,839**		8,587,935
WARRANTS		**-**		35,289
EQUITY PORTION OF CONVERTIBLE DEBENTURES (Note 6)		**1,862,731**		1,862,731
DEFICIT		**(11,604,569)**		(9,701,400)
Total Shareholders' Equity		**52,169,029**		54,973,267
Total Liabilities and Shareholders' Equity	$	**63,612,356**	$	65,964,728

NATURE OF OPERATIONS (Note 1)
COMMITMENTS (Note 12)

ON BEHALF OF THE BOARD

(signed) "Michael Cooney" (signed) "Lyle Stein"

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

NEMI NORTHERN ENERGY & MINING INC.
Consolidated Statements of Operations, Comprehensive Earnings and Deficit

(Prepared without audit)

(Expressed in Canadian dollars)

	For the three months ended		For the nine months ended	
	June 30, 2010	June 30, 2009	**June 30, 2010**	June 30, 2009
EXPENSES				
Advertising and public relations	**$ 10**	$ (9,424)	**$ 932**	$ 243,415
Amortization	**1,525**	1,968	**4,576**	5,904
Consulting	**19,500**	19,500	**58,500**	58,500
Directors' fees	**13,500**	46,500	**48,000**	100,500
Insurance	**9,514**	9,065	**29,985**	22,065
Office and sundry	**2,200**	(15,904)	**6,750**	32,200
Office rent	**7,544**	14,965	**26,687**	43,050
Professional fees	**173,623**	134,570	**228,303**	836,193
Regulatory fees	**10,430**	10,015	**35,061**	35,149
Stock based compensation	**26,000**	11,000	**42,000**	11,000
Stock transfer fees	**14,297**	13,373	**16,929**	16,008
Telecommunications	**1,470**	1,647	**9,936**	11,666
Travel and accommodation	**4,903**	7,391	**15,404**	46,630
Wages and benefits	**186,211**	38,340	**285,744**	231,998
Workers compensation fees	**1,212**	1,125	**3,317**	4,210
Loss before other income (expenses)	**(471,939)**	(284,131)	**(812,124)**	(1,698,488)
Break fee settlement	**-**	-	**-**	(1,000,000)
Foreign exchange gain (loss)	**1,576**	(3,233)	**(197)**	7,871
Interest on current debt and bank charges	**(888)**	(2,423)	**(2,961)**	(7,642)
Interest on convertible debentures	**(416,335)**	(416,336)	**(1,249,006)**	(1,249,008)
Interest and other income	**11,128**	10,510	**39,712**	145,240
Increase in value of marketable securities	**-**	41,783	**20,407**	41,783
Share of income (loss) of Peace River Coal LP	**132,000**	(100,000)	**101,000**	880,000
NET INCOME (LOSS) FOR THE PERIOD	**(744,458)**	(753,830)	**(1,903,169)**	(2,880,244)
DEFICIT, BEGINNING OF THE PERIOD	**(10,860,111)**	(7,626,923)	**(9,701,400)**	(5,500,509)
DEFICIT, END OF THE PERIOD	**$ (11,604,569)**	$ (8,380,753)	**$ (11,604,569)**	$ (8,380,753)
Income (loss) per share (Basic and diluted)	**$ (0.01)**	$ (0.01)	**$ (0.03)**	$ (0.05)
Weighted average number of shares outstanding	**54,976,258**	57,281,245	**55,604,825**	57,281,245

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

NEMI NORTHERN ENERGY & MINING INC.
Consolidated Statements of Cash Flows
(Prepared without audit)

(Expressed in Canadian dollars)

	For the three months ended June 30, 2010	June 30, 2009	For the nine months ended June 30, 2010	June 30, 2009
CASH FLOWS FROM OPERATING ACTIVITIES				
Net loss for the period	$ **(744,458)**	$ (753,830)	$ **(1,903,169)**	$ (2,880,244)
Items not affecting cash:				
Amortization	**1,525**	1,968	**4,576**	5,904
Share of loss of Peace River Coal LP	**(132,000)**	100,000	**(101,000)**	(880,000)
Increase in value of marketable securities	**-**	(41,783)	**(20,407)**	(41,783)
Accretion of debenture and deferred financing costs	**178,987**	178,987	**536,962**	536,963
Stock-based compensation	**26,000**	11,000	**42,000**	11,000
	(669,946)	(503,658)	**(1,441,038)**	(3,248,160)
Net changes in non-cash working capital items				
Marketable securities	**-**	(383,497)	**-**	(383,497)
Accounts receivable	**896**	(1,759)	**1,127,306**	3,000
Taxes recoverable	**(4,569)**	(15,643)	**(9,304)**	(25,835)
Prepaid expenses and other	**(28,192)**	(29,332)	**(6,109)**	(1,385)
Accounts payable and accrued liabilities	**17,566**	(502,341)	**(85,096)**	(366,629)
Net cash provided by (used in) operating activities	**(684,245)**	(1,436,230)	**(414,241)**	(4,022,506)
FINANCING ACTIVITIES				
Shares issued on exercise of stock options	**6,560**	-	**6,560**	-
Repurchased capital stock	**(179,311)**	(231,507)	**(949,629)**	(231,507)
Net cash provided by financing activities	**(172,751)**	(231,507)	**(943,069)**	(231,507)
INVESTING ACTIVITIES				
Capital investment in Peace River Coal	**(8,199,832)**	(3,033,250)	**(19,075,952)**	(13,686,621)
Capital distribution from Peace River Coal	**3,232,291**	4,394,458	**9,473,719**	23,666,041
Net cash provided by (used in) investing activities	**(4,967,541)**	1,361,208	**(9,602,233)**	9,979,420
(DECREASE) INCREASE IN CASH	**(5,824,537)**	(306,529)	**(10,959,543)**	5,725,407
CASH AND EQUIVALENTS - BEGINNING OF THE PERIOD	**12,839,005**	16,713,871	**17,974,011**	10,681,935
CASH AND EQUIVALENTS - END OF THE PERIOD	$ **7,014,468**	$ 16,407,342	$ **7,014,468**	$ 16,407,342

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

1. NATURE OF OPERATIONS

NEMI Northern Energy & Mining Inc. ("NEMI" or the "Company") was originally incorporated under the Business Corporations Act of Alberta. On April 15, 2010, NEMI continued under the Business Corporations Act of British Columbia.

On November 29, 2006, the Company concluded an agreement with Hillsborough Resources Limited ("Hillsborough") and Anglo Coal Canada Limited ("Anglo"), indirectly a wholly-owned subsidiary of Anglo American plc, wherein the north-eastern British Columbia metallurgical coal assets of the Company, Hillsborough and Anglo have been consolidated into a new entity, Peace River Coal Limited Partnership ("PRC" or "Peace River Coal LP") which was initially owned 60% by Anglo, 20% by Hillsborough, and 20% by NEMI. The assets transferred to PRC by the Company include the Trend Mine and related facilities, and NEMI's 50% interest in the Belcourt Saxon Coal Limited Partnership ("Belcourt Saxon Coal LP").

The Company's principal asset is the interest it holds in PRC, which currently stands at 12.2%.

Significant risk factors affecting the development of PRC's properties include the determination of coal resource to support mine operations; the successful execution of mine plans; the long term strength of metallurgical coal markets; and the ability to secure permits should commercial production from properties be demonstrated to be feasible. It is expected that the capital requirements to develop the various properties now held within PRC over the coming years will be significant. Accordingly, the Company's investment in PRC is subject to financing and dilution risk.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

These interim financial statements have been prepared by the Company in accordance with Canadian generally accepted accounting principles, using the same accounting policies and methods as per the annual financial statements for the year ended September 30, 2009. These interim financial statements should be read in conjunction with the most recent annual financial statements of the Company.

Convergence with International Financial (IFRS)

In 2006, Canada's Accounting Standards Board ratified a strategic plan that will result in Canadian GAAP, as used by public companies, being evolved and converged with International Financial Reporting Standards (IFRS) over a transitional period to be completed by 2011. The Company will be required to report using the converged standards effective for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. Canadian GAAP will be converged with IFRS through a combination of two methods: as joint-convergence of the United States' Financial Accounting Standards Board and the International Accounting Standards Board are agreed upon, they will be adopted by Canada's Accounting Standards Board and may be introduced in Canada before the complete changeover to IFRS. Also, the United States' Financial Accounting Standards Board and the International Accounting Standards Board have completed a joint-project on business combinations and non-controlling interests. As the International Accounting Standards Board currently, and expectantly, has projects underway that should result in new pronouncements that continue to evolve IFRS, and as this Canadian convergence initiative is in an early stage as of the date of these consolidated financial statements, it is premature to currently assess the impact of the Canadian initiative on the Company. The transition will require the restatement for comparative purposes of amounts reported by the Company for the year ended September 30, 2011. While the Company has begun assessing the adoption of IFRS, the financial reporting impact of the transition to IFRS cannot be reasonably estimated at this time.

3. MARKETABLE SECURITIES

During the year ended September 30, 2009 the Company acquired 1,360,500 common shares of Hillsborough Resources Limited ("Hillsborough") for a purchase price of $392,842 representing an average price of $0.29 per share.

During the quarter ended December 31, 2009, Hillsborough completed a statutory arrangement (the "Arrangement") whereby Vitol Anker International B.V. ("Vitol") acquired all the shares of Hillsborough at a price of $0.50 per share. As permitted by the terms of the Arrangement, NEMI has filed a notice of dissent and is currently evaluating Vitol's offer to pay in accordance with the dissent process.

As there is no longer a market price for the Hillsborough shares, NEMI is carrying the shares at a value of $0.50 per share, representing Vitol's most recent offer to pay which was received January 11, 2009. The carrying value of the shares at March 31, 2010 was $680,250, resulting in a gain of $20,407 included in Net Earnings (Loss) and Comprehensive Earnings (Loss) during the period then ended.

The price NEMI eventually receives may be more or less than $0.50, based on the outcome of the dissent process.

4. INVESTMENT IN PEACE RIVER COAL LP

PRC was formed pursuant to and is governed by a Limited Partnership Agreement made as of October 16, 2006, and amended as of November 24, 2006. Under the terms of the Limited Partnership Agreement, the partners are not obliged to fully participate in any of the partnership's programs and budgets, but they are subject to dilution provisions should they elect not to fully participate.

The Company accounts for its interest in PRC under the equity method. Upon formation, the book value of PRC was $173 million and the partnership accounts of Anglo, the Company and Hillsborough were credited with the amounts of $103.8 million (60%), $34.6 million (20%) and $34.6 million (20%), respectively, being the fair values of contributed property interests as determined by a formal valuation process and as agreed by the parties. In addition, the Company received as consideration a free cash carry in PRC to December 31, 2007 to a maximum of $18 million.

In May 2007, PRC delivered its 2007 Program and Budget, including capital expenditures and working capital to fund net operating losses through the pre-commercial operation phase, for expenditures amounting to $53 million, of which the Company's 20% share was $10.6 million and was funded by the free cash carry. Hillsborough elected not to participate in either the 2007 Program and Budget or its share of NEMI's carry, and as a result, its interest in the partnership was diluted to 14.1%.

PRC subsequently approved a 2007 Supplemental Program and Budget for expenditures amounting to $25 million, of which the Company's 20% share was $5 million and was also funded by the free cash carry. For the 2007 Programs and Budgets, the Company used $15.6 million of its $18 million free cash carry. PRC audited partners' equity was $236 million as at December 31, 2007.

4. INVESTMENT IN PEACE RIVER COAL LP (Continued)

The 2008 Program and Budget called for expenditures amounting to $198 million, of which the Company's 20% share was $39.6 million. In December 2007, the Company elected to participate in the 2008 Program and Budget in the amount of $5 million, and as a result the Company's interest in PRC was diluted, on a provisional basis, to approximately 12% (the "Provisional Interest"). Under the terms of the Limited Partnership Agreement, a final recalculation of each partners PRC interest is made at the end of each budgetary period to reflect the actual debits, credits, and contributions made during that period.

During the calendar year ended December 31, 2008, PRC approved Supplemental Programs and Budgets for the Trend Transition Project and existing operations for aggregate expenditures amounting to $101 million, of which the Company's share was $12.1 million based on its Provisional Interest. The Company elected to fully fund its share of these Supplemental Programs and Budgets. For the calendar year ended December 31, 2008, the partners of PRC were presented with aggregate Programs and Budgets totaling $299 million, of which the Company elected to fund $17.1 million. Actual cash calls in respect of those Programs and Budgets totaled $289 million, with the Company funding $15.9 million. At year end, PRC recalculated the Company's and Hillsborough's partnership interest resulting in the Company's partnership interest being reduced to 12.0% and the Company receiving a rectifying cash distribution of $16 million in November 2008. PRC audited partners' equity was $359 million as at December 31, 2008.

PRC's 2009 Program and Budget called for expenditures amounting to $225 million, of which the Company's pro rata share was $27 million. In December 2008, the Company elected to fully fund its share of the 2009 Program and Budget. With the 2009 Program and Budget, PRC began making periodic cash distributions as revenue is received, typically making a cash call and a cash distribution monthly. During the calendar year 2009, PRC made $170.6 million in cash calls in respect of the 2009 Program and Budget, of which the Company's share was $20.7 million. In addition to funding these cash calls, the Company also paid $0.5 million to fund shortfalls created by Hillsborough's failure to fund its proportion of the January 2009 cash call. As a result of these payments and the penalty imposed on Hillsborough for failing to fund its cash call, the Company's interest in PRC increased to 12.184%, Anglo's interest increased to 74.825%, and Hillsborough's interest decreased to 12.991%. In calendar 2009, PRC made cash distributions of $134.3 million, of which the Company received $16.3 million. PRC audited partners' equity was $396 million as at December 31, 2009.

In September 2009, the Company settled its disputes with Anglo, Hillsborough, and Peace River Coal Inc. regarding its unused 2007 carried interest in PRC and interest on its share of the rectifying distribution. The parties agreed that PRC would pay NEMI $1.1 million and that the parties would release each other from any claims in respect of the Programs and Budgets for any year up to and including December 2008. In addition, Anglo waived its right as the Limited Partner having the largest limited partnership interest under the parties' Limited Partnership Agreement to require NEMI's limited partnership interest to be converted into a net proceeds royalty interest if it is reduced to 10%, but only for so long as such interest was greater than 8%.

PRC's 2010 Program and Budget calls for expenditures amounting to $152.3 million, of which the Company's pro rata share is $18.6 million. In December 2009, the Company elected to fully fund its share of the 2010 Program and Budget.

During the quarter ended June 30, 2010, PRC approved a supplemental Program and Budget for the Wash Plant Capacity Upgrade Project Phases 2 and 3 in the amount of $14.4 million. The Company elected to fully fund its share amounting to $1.8 million.

(Expressed in Canadian dollars)

4. INVESTMENT IN PEACE RIVER COAL LP (Continued)

Due to the timing of cash contributions to and distributions from PRC, the Company has contributed $6.5 million more than it has received from PRC under the 2010 Program and Budgets for the six months ended June 30, 2010. However, it is expected that the 2010 Program and Budgets will be cash flow neutral by calendar year end.

The Company's net investment in PRC is as follows:

	As at June 30, 2010	As at September 30, 2009
Balance – beginning of year	$46,116,103	$46,708,040
Capital contributions paid during the period/year	19,075,952	19,668,190
Capital distribution allocated during the period/year	(9,473,719)	(20,545,127)
	55,718,336	45,831,103
Share of income (loss) for the period/year	101,000	285,000
Balance – end of year	$55,819,336	$46,116,103

5. PLANT AND EQUIPMENT

	June 30, 2010		
	Cost	Accumulated Depreciation	Net Book Value
Equipment	$ 28,104	$ 16,284	$ 11,820
Leasehold improvements	16,744	6,497	10,247
	$ 44,848	$ 22,781	$ 22,068

	September 30, 2009		
	Cost	Accumulated Depreciation	Net Book Value
Equipment	$ 28,104	$ 13,516	$ 14,588
Leasehold improvements	16,744	4,688	12,056
	$ 44,848	$ 18,204	$ 26,644

(Expressed in Canadian dollars)

6. CONVERTIBLE DEBENTURES

	Liability Component	Equity Component
Debenture	$ 11,158,433	$ 2,017,116
Deferred financing costs	(329,047)	(154,385)
	$ 10,829,386	$ 1,862,731

The Company issued a total of $12,724,000 in 8% Convertible Debentures, on March 12 and April 1, 2008, for cash. The Debentures are unsecured and bear interest at a rate of 8% per annum, payable semi-annually in arrears, on June 30th and December 31st each year commencing June 30th, 2008. The Debentures mature on March 12, 2013 and are convertible into common shares of the Company at any time up until maturity at a conversion price of $0.90 per share. After March 12, 2010, the Company has the right, under certain circumstances, to redeem the debentures in whole or in part. In addition, the Company has the right to repay the principal amount of the Debentures in common shares at a price equal to 95% of the weighted average trading price of the Company's shares on the Toronto Stock Exchange for the 20 trading day period ending 5 trading days prior to the date fixed for redemption or at maturity.

The Company paid a cash commission of $763,440 and issued 100,000 non-transferable agent's warrants to the Agent as consideration for arranging the financing. Each warrant entitled the Agent to acquire one common share of the Company at a price of $0.90 per share. They were not exercised and expired on March 12, 2010.

As the convertible debentures were considered to be compound financial instruments, the liability and equity components are presented separately as determined on the measurement date. The Company valued the separate components of the convertible debenture using the proportionate method. The liability component was valued using the current market rate for comparable instruments at the time of issuance, which was estimated to be 17%.

The proceeds from the issue of the convertible debenture have been allocated based upon the fair value of the liability component with the residual allocated to the equity component:

Proceeds	$12,724,000
Less equity component	(2,146,116)
Amount recorded as liability component	10,577,884
Accretion of liability component	1,216,349
Conversion of debentures to common shares	(635,800)
	$11,158,433

Interest expense on the convertible debenture for the current period is comprised of:

Interest on convertible debenture	$712,044
Accretion of convertible debenture	396,604
Accretion of deferred finance costs	140,359
Debenture interest	$1,249,006

(Expressed in Canadian dollars)

7. SHAREHOLDERS' EQUITY

(a) Authorized:

Unlimited number of Class A no par value voting common shares
Unlimited number of Class B no par value non-voting common shares
Unlimited number of Class C no par value non-voting common shares
Unlimited number of Class D no par value non-voting, non-cumulative redeemable and retractable preferred shares

(b) Issued and fully paid:

Class A shares	June 30, 2010 Number of Shares	June 30, 2010 Amount	September 30, 2009 Number of Shares	September 30, 2009 Amount
Beginning of the year	56,882,355	$ 54,188,712	57,869,745	$ 54,981,872
Shares repurchased and cancelled	(1,906,097)	(1,955,933)	(721,500)	(685,495)
Shares repurchased for cancellation	(295,400)	(179,311)	(265,890)	(107,665)
Shares issued on exercise of stock option	16,000	6,560	-	-
End of the period	54,696,858	$ 52,060,028	56,882,355	$ 54,188,712

During the year ended September 30, 2009, the Company repurchased 987,390 common shares for $378,328 for cancellation under the April 2009 Normal Course Issuer Bid. 721,500 common shares purchased for $270,663 were cancelled during the period and share capital has been reduced by $685,495, based upon the average share issuance price, with the difference of $414,832 recorded as contributed surplus. During the quarter ended December 31, 2009, the Company repurchased 1,906,097 common shares for $770,317 for cancellation. 1,692,500 shares were cancelled during the period and 213,597 shares were cancelled subsequent to December 31, 2009, with share capital reduced by $1,955,933 (based upon the average share issuance price) and the difference of $1,185,615 recorded as contributed surplus.

During the quarter ended June 30, 2010, the Company repurchased 295,400 common shares for $179,421 under the April 2010 Normal Course Issuer Bid. 16,000 common share were reissued upon the exercise of stock options at $0.41 per share and the balance are being held in treasury for reissuance or cancellation.

(c) Stock options:

The Company has adopted a rolling 10% stock option plan ("Plan") which provides that the directors of the Company may grant options to purchase Class A shares of the Company to directors, officers, employees and service providers of the Company, with the number of options being limited to 10% of the issued Class A shares of the Company at the time of granting of options.

(Expressed in Canadian dollars)

7. SHAREHOLDERS' EQUITY (continued)

(c) Stock options (continued):

The Company's stock options outstanding as at June 30, 2010 and September 30, 2009 and the changes for the periods then ended are as follows:

	Period Ended June 30, 2010		Weighted average exercise price	Year Ended Sept. 30, 2009		Weighted average exercise price
Beginning of the period	400,000	$	0.59	1,400,000	$	0.90
Options granted	400,000		0.60	250,000		0.41
Options exercised	(16,000)		0.41	-		-
Options expired/cancelled	-		-	(1,250,000)		0.90
End of the period	784,000	$	0.60	400,000	$	0.59
Options exercisable	438,167	$	0.64	233,333	$	0.73

During the quarter ended June 30, 2010, the Company granted options to acquire 400,000 common shares of the Company at a price of $0.60 per share. 275,000 options are exercisable at any time until September 30, 2015 and 125,000 options are exercisable at any time until September 30, 2016. Options to acquire 137,500 common shares vested immediately with further tranches of 200,000 vesting on October 1, 2010 and 62,500 vesting on October 1, 2011. The fair value of the options was determined to be $144,000 using the Black Scholes model with the following assumptions: risk-free interest rate – 0.50%; expected life - 2 years; expected volatility – 125.5%; and expected dividends – nil. Stock compensation expense for the quarter ended June 30, 2010 was $18,000 with the remaining $126,000 expense to be recognized at $18,000 per quarter over the balance of the vesting period.

During the year ended September 30, 2009, the Company granted options to acquire 250,000 common shares of the Company at a price of $0.41 per share exercisable at any time until May 27, 2014. Options to acquire 83,333 common shares vested immediately with further tranches of 83,333 vesting on May 28, 2010 and 2011. The fair value of the options was determined to be $67,000 using the Black Scholes model with the following assumptions: risk-free interest rate – 0.50%; expected life - 2 years; expected volatility - 127%; and expected dividends – nil. Stock compensation expense for the year ended September 30, 2009 was $19,000 with the remaining $48,000 expense to be recognized at $8,000 per quarter over the balance of the vesting period. Stock compensation expense for the nine months ended June 30, 2010 was $24,000

(Expressed in Canadian dollars)

7. SHAREHOLDERS' EQUITY (continued)

(d) Stock options (continued):

Options to acquire Class A shares at June 30, 2010 are as follows:

Number Outstanding	Exercise Price	Expiry Date
150,000	$0.90	April 1, 2013
234,000	0.41	May 27, 2014
275,000	0.60	September 30, 2015
125,000	0.60	September 30, 2016

The outstanding options have a weighted average remaining contractual life of 4.52 years.

(e) Warrants:

The Company's share purchase warrants and broker warrants outstanding as at June 30, 2010 and September 30, 2009 and the changes for the periods then ended are as follows:

	Period Ended June. 30, 2010		Weighted average exercise price	Year Ended Sept. 30, 2009		Weighted average exercise price
Beginning of the year	100,000	$	0.90	100,000	$	0.90
Expired during the year	(100,000)	$	0.90	-	$	-
End of the year	-	$	-	100,000	$	0.90

The Company granted 100,000 non-transferable agent's warrants in connection with the closing of the Debenture financing. Each warrant entitles the agent to acquire one common share of the Company at a price of $0.90 per share at any time until March 12, 2010. The warrants were not exercised and expired.

(f) Contributed surplus:

The changes in contributed surplus are as follows:

		June 30, 2010		Sept. 30, 2009
Contributed surplus – beginning of year	$	8,587,935	$	8,154,103
Stock-based compensation		42,000		19,000
Warrants expired during the period		35,289		-
Shares cancelled		1,185,615		414,832
Contributed surplus – end of period/year	$	9,850,839	$	8,587,935

8. AVIVA CORPORATION

In October 2008, the Company and Aviva Corporation ("Aviva") entered into a merger implementation agreement to combine the businesses of the two companies (the "Merger"). The Merger was expected to be completed by way of an Aviva scheme of arrangement in Australia, with the Company issuing 0.59 shares for each Aviva share held at completion. Upon closing, it was expected that the existing shareholders of the Company would hold approximately 45% and the former shareholders of Aviva would hold approximately 55% of the share capital of the merged group. The completion of the Merger was subject to the approval of the shareholders of both companies, regulatory authorities in Canada and Australia, and the Australian Courts.

In December 2008, Aviva cancelled the transaction, citing a material adverse change in the affairs of the Company caused by the Company's interest in PRC being diluted to 12%. Consequently, the Company paid a break fee of $1 million to Aviva. The Company incurred $324,000 in due diligence costs to September 30, 2008 and a further $360,000 in costs during the six months ended March 31, 2009 associated with the Merger.

9. RELATED PARTY TRANSACTIONS

a) During the three month and nine month periods ended June 30, 2010, consulting fees of $19,500 and $58,500, respectively (2009 - $19,500 and $58,500) were charged in respect of services rendered by a company owned by the CFO.

b) The Trend Property was acquired in an agreement with and carries a 1% royalty interest (the "Trend Royalty") payable to a former officer of the Company. During the year ended September 30, 2006, the former President and CEO of the Company acquired approximately half of this royalty interest in a private transaction from the former officer of the Company for consideration of $nil. The Trend property was transferred to and the Trend Royalty was assumed by PRC on November 29, 2006. There were no royalties directly paid or payable to the former President and CEO of the Company by NEMI subsequent to the formation of PRC, however, PRC paid royalties of US$993,000 and US$1,143,000 during the years ended September 30, 2008 and 2009, respectively on account of the Trend Royalty.

10. SEGMENTED INFORMATION

The Company operates in one segment – the acquisition, exploration and development of coal properties, and subsequent production. During the periods ended June 30, 2010 and 2009 and as at June 30, 2010, all the operations and assets were in Canada.

11. FINANCIAL INSTRUMENTS AND CAPITAL DISCLOSURES

The Company's financial instruments consist of cash and cash equivalents, marketable securities, amounts receivable, investments, accounts payable and accrued liabilities. For cash and current receivables and accounts payable and accrued liabilities, carrying value is considered to be a reasonable approximation of fair value due to the short-term nature of these instruments. The fair value of other financial assets represents the market value of quoted investments.

Cash and marketable securities are designated as held for trading and therefore carried at fair value, with the unrealized gain or loss recorded on the statement of operations.

The Company's financial instruments are exposed to a number of financial and market risks, including credit, liquidity, foreign exchange, interest rate and price risks. The Company may, or may not, establish from time to time active policies to manage these risks. The Company does not currently have in place any active hedging or derivative trading policies to manage these risks since the Company's management does not believe that the current size, scale and pattern of its operations would warrant such hedging activities.

(Expressed in Canadian dollars)

11. FINANCIAL INSTRUMENTS AND CAPITAL DISCLOSURES (continued)

(a) Credit risk

Credit risk is the risk that a counterparty to a financial instrument will not discharge its obligations, resulting in a financial loss to the Company. The Company has procedures in place to minimize its exposure to credit risk. Company management evaluate credit risk on an ongoing basis, including evaluation of counterparty credit rating, monitoring activities related to trade and other receivables and counterparty concentrations measured by amount and percentage.

The primary sources of credit risk for the Company arise from the following financial assets: (1) cash and cash equivalents held with major Canadian financial institutions; (2) marketable securities; and (3) amounts receivable. The Company has not had any credit losses in the past, nor does it expect to have any credit losses in the future. At June 30, the Company has no financial assets that are past due or impaired due to credit risk defaults.

The Company's maximum exposure to credit risk at the reporting date is as follows:

		June 30, 2010		September 30, 2009
Cash and cash equivalents	**$**	**7,014,468**	$	17,974,011
Marketable securities		**680,250**		659,843
Accounts receivable		**3,665**		1,130,971
	$	**7,698,383**	$	19,764,825

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations with respect to financial liabilities as they fall due. The Company's financial liabilities are comprised of accounts and interest payable and accrued liabilities. The Company frequently assesses its liquidity position by reviewing the timing of amounts due and the Company's current cash flow position to meet its obligations. The Company manages its liquidity risk by maintaining sufficient cash and cash equivalents and short-term investment balances to meet its anticipated operational needs.

The Company's financial liabilities, consisting of accounts and interest payable and accrued liabilities, arose as a result of corporate expenses and interest on the convertible debentures. Payment terms on these liabilities are typically 30 to 60 days from receipt of invoice and do not generally bear interest. Interest on the convertible debentures is paid semi-annually on June 30th and December 31st.

The following table summarizes the remaining contractual maturities of the Company's financial liabilities:

		June 30, 2010		September 30, 2009
Accounts payable and accrued liabilities	**$**	**613,941**	$	699,037
	$	**613,941**	$	699,037

Typical repayment terms for the Company do not exceed 90 days.

(Expressed in Canadian dollars)

11. FINANCIAL INSTRUMENTS AND CAPITAL DISCLOSURES (continued)

(c) Market risk

Market risk is the risk that the fair value for assets classified as held-for-trading and available-for-sale or future cash flows for assets or liabilities considered to be held-to maturity, other financial liabilities, and loans or receivables of a financial instrument will fluctuate because of changes in market conditions. The Company evaluates market risk on an ongoing basis. The Company's exposure to interest rate risk is limited as its convertible debentures carry a fixed rate of interest and the Company has sufficient funds available for their repayment.

(d) Foreign exchange risk

The Company operates in Canada only and has minimal transactions in foreign currencies.

(e) Capital disclosure

The Company's objectives when managing its capital are to maintain a flexible structure in order to optimize the cost of capital at an acceptable level of risk, balancing the interests of both equity and debt holders while allowing for development of the business.

The Company considers shareholders' equity, long term debt or debentures and short term borrowing to be components, from time to time, of capital under management.

The current activities of the Company are limited, however, the Company may issue new shares or incur debt, as required, in order to meet the objectives above. The Company monitors its capital based upon debt to equity and working capital ratios.

The components of capital and key ratios as of June 30, 2010 and September 30, 2009 are as follows:

	June 30, 2010	Sept. 30, 2009
Long-term debt	$ 10,829,386	$ 10,292,424
Shareholders' equity	$ 52,169,029	$ 54,973,267
Debt to equity	0.21 : 1	0.19 : 1
Current assets	$ 7,770,952	$ 19,821,981
Current liabilities	$ 613,941	$ 699,037
Working Capital ratio	13 : 1	28 : 1

The Company believes these ratios are within reasonable limits in light of its current business activities and objectives and there have not been any significant changes in the Company's objectives from the previous period.

(Expressed in Canadian dollars)

12. CONTINGENCIES AND COMMITMENTS

a) On May 12, 2009, Patrick Devlin ("Devlin"), commenced an action in the Supreme Court of British Columbia against the Company alleging that the Company wrongfully dismissed Devlin from his employment with Company, or alternatively, that the Company's actions constituted a constructive dismissal of Devlin or a repudiation of a contract of employment between the Company and Devlin. Devlin is claiming liquidated damages in the amount of $800,000, or alternatively, damages for wrongful or constructive dismissal and/or breach of contract, special damages, interest and special costs. The Company disputes the allegations made in the action and will take all steps available to it to fully protect its interests and those of its shareholders.

Out of an abundance of caution the Company has reserved $300,000 with respect to Devlin's claim for wrongful dismissal. The Company continues to deny liability and will defend all claims for the benefit of all shareholders.

b) The Company is committed under the terms of an office lease agreement for previous premises for the following estimated annual rent and operating costs:

year ending September 30, 2010	$244,000
year ending September 30, 2011	$123,000

The Company has sublet this office space at its cost to PRC.

c) During the year ended September 30, 2008, the Company entered into an office lease agreement for its current premises for the following estimated annual rent and operating costs:

year ending September 30, 2010	$56,000
year ending September 30, 2011	$58,000
year ending September 30, 2012	$58,000
year ending September 30, 2013	$53,000