

Financial Statements of:

COREX GOLD CORPORATION

(An Exploration Stage Company)

Nine Months Ended – September 30, 2008

(Unaudited – Prepared by Management)

#350 - 409 GRANVILLE STREET, VANCOUVER BC V6C 1T2

PHONE: (604) 683-2505 FAX: (604) 683-2506

WEBSITE: www.corexgold.com

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-103, 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.

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

COREX GOLD CORPORATION

(An Exploration Stage Company)

INTERIM CONSOLIDATED BALANCE SHEETS

September 30, 2008 and December 31, 2007

(un-audited Prepared by Management)

	September 30 2008	December 31 2007
ASSETS		
Current		
Cash and cash equivalents	\$ 1,376,499	\$ 2,982,563
Receivables – Note 9	47,510	34,762
Prepays – Note 9	14,211	61,056
Marketable securities - Note 6	1,325	6,608
	1,439,545	3,084,989
Equipment - Note 5	131,640	126,284
Resource properties – Notes 7	377,812	2,089,017
	\$ 1,948,996	\$ 5,300,290
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	\$ 79,319	\$ 254,343
Share capital - Notes 8	19,333,702	19,333,702
Contributed surplus - Notes 8	968,276	843,068
Accumulated other comprehensive income	(28,465)	(23,392)
Deficit	(18,403,836)	(15,107,431)
Total shareholders' equity	1,869,677	5,045,947
	\$ 1,948,996	\$ 5,300,290

Nature of Operations and Ability to Continue as a Going Concern – Note 2

Commitments – Notes 7 and 8

APPROVED BY THE DIRECTORS:

“Craig Schneider”

Craig Schneider

Director

“Alan Hitchborn”

Alan Hitchborn

Director

COREX GOLD CORPORATION

(An Exploration Stage Company)

INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS

Nine Months ended September 30, 2008

(un-audited Prepared by Management)

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
	2008	2007	2008	2007
ADMINISTRATIVE EXPENSES				
Accounting and legal fees	\$ 4,086	\$ 1,736	\$ 16,271	\$ 8,222
Amortization	3,728	3,335	11,104	10,005
Bank charges and interest	626	848	2,219	2,099
Consulting fees – Note 9	78,125	61,121	185,425	147,378
Filing fees	885	1,600	9,394	8,798
Investor relations, website development and marketing	23,418	9,609	89,114	34,791
Office and administration	13,424	63,848	53,841	72,932
Rent– Notes 9	9,808	4,480	27,911	13,330
Shareholder communication	(7,401)	2,036	3,099	7,571
Stock based compensation	—	—	125,208	246,519
Telephone	4,727	3,011	19,072	8,465
Transfer agent fees	3,050	2,836	5,310	8,125
Travel	5,528	9,696	24,982	26,117
Vehicle	400	—	619	—
Wages	24,529	—	64,423	—
Loss before other items	(164,934)	(164,157)	(637,993)	(594,353)
OTHER ITEMS				
Interest income	206	5,292	98,873	28,099
Property evaluation – Note 10	(12,194)	—	(36,755)	—
Write off of resource properties	(2,698,356)	—	(2,698,356)	—
Gain on foreign exchange translation	4,710	(65,134)	(22,174)	(74,102)
Net Loss for the period	(2,870,568)	(223,998)	(3,296,405)	(640,355)
Deficit, beginning of period	\$ (15,533,268)	\$ (14,811,946)	\$ (15,107,431)	\$ (14,395,589)
Deficit, end of period	\$ (18,403,836)	\$ (15,035,944)	\$ (18,403,836)	\$ (15,035,944)
Loss per common share	\$ (0.13)	\$ (0.01)	\$ (0.14)	\$ (0.04)
Weighted average number of common shares	\$ 22,921,354	\$ 22,921,354	\$ 22,921,354	\$ 17,248,644

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

COREX GOLD CORPORATION

(An Exploration Stage Company)

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

Nine Months ended September 30, 2008

(un-audited Prepared by Management)

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
	2008	2007	2008	2007
Loss for the period before comprehensive loss	\$ (2,870,568)	\$ (223,998)	\$ (3,296,405)	\$ (640,355)
Unrealized (loss) gain on available for sale investments (Note 6)	(2,425)	(16,515)	(5,283)	(4,060)
Comprehensive loss for the period	\$ (2,872,993)	\$ (240,513)	\$ (3,301,688)	\$ (644,415)

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

COREX GOLD CORPORATION

(An Exploration Stage Company)

INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS

Nine Months ended September 30, 2008

(un-audited Prepared by Management)

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
	2008	2007	2008	2007
OPERATING ACTIVITIES				
Net income (loss) for the period	\$ (2,870,568)	\$ (223,998)	\$ (3,296,405)	\$ (640,355)
Items not involving cash				
Depreciation	3,728	3,335	11,104	10,005
Stockbased compensation	—	—	125,208	387,037
	(2,866,840)	(220,663)	(3,160,093)	(243,313)
Changes in non-cash working capital items related to operations:				
Receivables	(5,298)	(4,621)	(12,748)	(26,466)
Prepaid expenses	33,918	(75,022)	46,845	(69,526)
Accounts payable and accrued liabilities	48,985	60,503	(175,025)	(74,211)
Net cash used in operating activities	(2,789,236)	(239,803)	(3,301,020)	(413,516)
Cash Flows From Investing Activities				
Purchase of equipment	(2,520)	(93,107)	(16,250)	(93,107)
Proceeds from option on mineral properties	50,837	52	101,081	290,377
Expenditures on mineral properties	(384,524)	(592,213)	(1,088,232)	(1,031,917)
Recovery of mineral property expenditures	—	(1,759)	—	22,385
Net Cash provided used in investing activities	(336,208)	(687,027)	(1,003,401)	(812,262)
Cash Flows From Financing Activities				
Proceeds from issuance of share capital, net of share issue costs	—	(3,157)	—	4,702,004
Net cash provided by financing activities	—	(3,157)	—	4,702,004
Increase (decrease) in cash	(3,125,443)	(929,986)	(4,304,421)	3,476,227
Cash and cash equivalents beginning of period	1,803,586	4,912,850	2,982,563	506,637
Cash and cash equivalents end of period	\$ (1,321,858)	\$ 3,982,864	\$ (1,321,858)	\$ 3,982,864
Supplementary disclosure of cash flow information				
Cash paid for:				
Interest	\$ —	\$ —	\$ —	\$ —
Income taxes	\$ —	\$ —	\$ —	\$ —

Non-cash Transactions – Note 10

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

1. BASIS OF PRESENTATION

The consolidated financial statements contained herein include the accounts of the Company and its wholly owned subsidiaries. All significant inter-company balances and transactions have been eliminated upon consolidation.

These interim consolidated financial statements have been prepared by the Company in accordance with Canadian generally accepted accounting principles. All financial summaries included are presented on a comparative and consistent basis showing the figures for the corresponding period in the preceding year. The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of annual financial statements. Certain information and footnote disclosure normally included in annual financial statements prepared in accordance with Canadian generally accepted accounting principles has been condensed or omitted. These interim period consolidated statements should be read together with the Company's audited consolidated financial statements and the accompanying notes for the year ended December 31, 2007. In the opinion of the Company, its unaudited interim consolidated financial statements contain all adjustments necessary in order to present a fair statement of the results of the interim periods presented.

2. NATURE OF OPERATIONS AND ABILITY TO CONTINUE AS A GOING CONCERN

The Company is incorporated under the Company Act of British Columbia, is in the exploration stage and its shares are publicly traded on the TSX Venture Exchange.

The Company's resource properties are without a known body of commercial ore. The business of exploring for resources and mining involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines. Major expenses may be required to establish ore reserves, to develop metallurgical processes, to acquire construction and operating permits and to construct mining and processing facilities. The recoverability of the amount shown for resource properties is dependent upon the ability of the Company to obtain the necessary financing to complete the exploration and development of the properties, discovery of economically recoverable reserves and future profitable production. There is no assurance that the Company will be successful in recovering the amounts shown for resource properties.

These financial statements have been prepared in accordance with accounting principles applicable to a going concern, which assumes that the Company will realize its assets and discharge its liabilities and commitments in the ordinary course of business. At September 30, 2008, the Company has recurring losses, has an accumulated deficit of \$18,413,985 and has not generated cash from operating activities since inception with the exception of the proceeds from a bulk sampling program. The Company's continuing operations and the ability of the Company to discharge its liabilities and fulfil its commitments as they come due is dependent upon the continued support of its related parties, the ability of the Company to continue to obtain equity financing and, ultimately, on locating economically recoverable ore reserves in its resource properties and attaining and maintaining profitable operations. If the Company is unable to obtain adequate additional financing, the Company will be required to curtail operations and exploration activities. Furthermore, failure to continue as a going concern would require the restatement of assets and liabilities on a liquidation basis, which would differ significantly from the going concern basis.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The consolidated financial statements of the Company have been prepared in accordance with generally accepted accounting principles in Canada. Because a precise determination of many assets and liabilities is dependent upon future events, the preparation of financial statements for a period necessarily involves the use of estimates which have been made using careful judgement. Actual results may differ from these estimates.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

The consolidated financial statements have, in management's opinion, been properly prepared within the framework of the significant accounting policies summarized as follows:

Basis of Consolidation

These consolidated financial statements include the accounts of the Company and its wholly owned U.S. subsidiary, Latitude Operating Company (incorporated in Nevada) and its wholly-owned Mexican subsidiary, Corex Global S. de R.L. de C.V. ("Corex Global"). All inter-company transactions and balances have been eliminated.

Cash and Equivalents

Cash and cash equivalents consist of all highly liquid investments that are readily convertible to cash and have maturities of three months or less when purchased.

Equipment and Amortization

Equipment is recorded at cost and is amortized over their useful lives using the straight-line method with the following annual rates:

Field equipment	10 - 30%
Furniture and equipment	20%
Computer equipment	30%
Vehicles	30%

Resource Properties

The Company capitalizes the cost of acquiring, maintaining its interest, exploring and developing resource properties until such time as the properties are placed into production, abandoned, sold or considered to be impaired in value. Proceeds received on the sale of interests in resource properties are credited to the carrying value of the resource properties, with any excess included in operations. Write-downs due to impairment in value are charged to operations.

Management reviews the carrying value of resource properties on a periodic basis and will recognize impairment in value based upon current exploration results, the prospect of further work being carried out by the Company, the assessment of future probability of profitable revenues from the property or from the sale of the property. Amounts shown for properties represent costs incurred net of write-downs and recoveries, and are not intended to represent present or future values.

Impairment of Long-lived Assets

Canadian generally accepted accounting principles require that long-lived assets and intangibles to be held and used by the Company be reviewed for possible impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If changes in circumstances indicate that the carrying amount of an asset that an entity expects to hold and use may not be recoverable, future cash flows expected to result from the use of the asset and its disposition must be estimated. If the undiscounted value of the future cash flows is less than the carrying amount of the asset, impairment is recognized. Management believes there has been no impairment of the Company's long-lived assets as at September 30, 2008.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Asset Retirement Obligations

The fair value of obligations associated with the retirement of tangible long-lived assets are recorded in the period the asset is put into use, with a corresponding increase to the carrying amount of the related asset. The obligations recognized are statutory, contractual or legal obligations. The liability is accreted over time for changes in the fair value of the liability through charges to accretion, which is included in depletion, amortization and accretion expense. The costs capitalized to the related assets are amortized in a manner consistent with the depletion and amortization of the related asset. At September 30, 2008, the Company does not have any asset retirement obligations.

Stock-based Compensation

The fair value of all share purchase options granted are expensed over their vesting period with a corresponding increase to contributed surplus. Upon exercise of share purchase options, the consideration paid by the option holder, together with the amount previously recognized in contributed surplus, is recorded as an increase to share capital.

The Company uses the Black-Scholes option valuation model to calculate the fair value of share purchase options at the date of grant. Option pricing models require the input of highly subjective assumptions, including the expected price volatility. Changes in these assumptions can materially affect the fair value estimate.

Foreign Currency Translation

The accounts of the non-Canadian subsidiaries, which are considered to be dependent on the Company, and transactions of the Company denominated in foreign currencies, are translated to Canadian dollars using the temporal method. Under this method, monetary assets and liabilities are translated at the current rate of exchange and other assets and liabilities are translated at historical rates of exchange. Revenues and expenses are translated at average rates of exchange for the period, except for depreciation and amortization, which are translated at rates in effect when the related assets were acquired. All exchange gains and losses are recognized currently in earnings.

Loss Per Share

Basic loss per share is computed by dividing the loss for the period by the weighted average number of common shares outstanding during the period. Diluted earnings per share reflect the potential dilution that could occur if potentially dilutive securities were exercised or converted to common stock. In a loss year, potentially dilutive common shares are excluded from the loss per share calculation as the effect would be anti-dilutive. Basic and diluted loss per share are the same for the periods presented.

4. ADOPTION OF NEW ACCOUNTING STANDARDS

Effective January 1, 2008 the Company adopted the following accounting standards updates issued by the Canadian Institute of Chartered Accountants ("CICA"):

(i) Assessing going concern – Section 1400

The Accounting Standards Board (AcSB) amended the Section 1400, to include requirements for management to assess an entity's ability to continue as a going concern and to disclose material uncertainties related to events or conditions that may cast doubt upon the entity's ability to continue as a going concern. The adoption of this standard did not have an impact on our financial statements.

COREX GOLD CORPORATION
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
(An Exploration Stage Company)
Nine month ended September 30, 2008

4. ADOPTION OF NEW ACCOUNTING STANDARDS (cont'd)

(ii) Capital disclosures – Section 1535

This new pronouncement establishes standards for disclosing information about an entity's capital and how it is managed. Section 1535 also requires the disclosure of any externally-imposed capital requirements, whether the entity has complied with them, and if not, the consequences.

(iii) Financial Instruments – Section 3862 and 3863 – Disclosure and Presentation

These new standards require additional disclosures to enable users to evaluate the significance of financial instruments for an entity's financial position and performance. In addition, qualitative and quantitative disclosures are provided to enable users to evaluate the nature and extent of risks arising from financial instruments.

5. EQUIPMENT

	September 30, 2008		
	Cost	Accumulated Amortization	Net Book Value
Field equipment	\$ 136,331	\$ 9,338	\$ 126,993
Furniture and equipment	11,021	9,936	1,085
Computer equipment	15,735	15,173	562
Vehicles	26,221	23,222	2,999
Total	\$ 189,309	\$ 57,669	\$ 131,639

	December 31, 2007		
	Cost	Accumulated Amortization	Net Book Value
Field equipment	\$ 119,873	\$ 9,338	\$ 110,535
Furniture and equipment	11,021	8,281	2,740
Computer equipment	15,735	11,630	4,105
Vehicles	26,221	17,317	8,904
Total	\$ 172,850	\$ 46,566	\$ 126,284

COREX GOLD CORPORATION
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
(An Exploration Stage Company)
Nine month ended September 30, 2008

6. MARKETABLE SECURITIES

	September 30, 2008			December 31, 2007		
	No. of Shares	Cost	Fair Value	No. of Shares	Cost	Fair Value
Hemis Gold Corporation		\$	\$		\$	\$
- Shares available for sale	25,000	12,496	266	25,000	12,496	1,308
- Restricted shares	100,000	30,000	1,059	100,000	30,000	5,300
Total	125,000	42,496	1,325	125,000	42,496	6,608

(1) See Note 7 Resource Properties.

7. RESOURCE PROPERTIES

	Zuloaga/ Santa Rita Mexico	Caliche Property Mexico	Santana Property Mexico	Cumeral Property Mexico	Total
Period ended September 30, 2008					
Acquisition costs, beginning of period	\$ —	\$ 78,810	\$ —	\$ —	\$ 78,810
Cash payments	—	52,408	25,189	15,381	92,973
Acquisition costs, end of year	—	131,218	25,189	15,381	171,789
Deferred exploration costs, beginning of year	—	2,009,262	945	—	2,010,207
Drilling	—	79,529	100,262	—	179,792
Field supplies and equipment	—	21,255	61,291	10,720	93,266
Geological consulting – Note 8	—	56,560	26,847	3,613	87,020
Geological surveys	—	62,639	174,259	51,799	288,697
Legal	—	1,213	2,042	2,969	6,224
Taxes and recording fees	—	85,388	44,269	20,166	149,823
Mapping	—	3,511	3,021	258	6,791
Sampling	—	73,647	12,025	7,258	92,930
Site visits and vehicle costs – Note 8	—	24,407	28,743	19,753	72,903
Trenching and roadwork	—	17,492	—	316	17,808
Deferred exploration costs, end of period	—	2,434,904	453,704	116,853	3,005,461
Write off of resource properties	—	(2,566,122)	—	(132,234)	(2,698,356)
Option payments and shares received	(101,081)	—	—	—	(101,081)
Total costs, September 30, 2008	\$ (101,081)	\$ —	\$ 478,893	\$ —	\$ 377,812

COREX GOLD CORPORATION
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
(An Exploration Stage Company)
Nine month ended September 30, 2008

7. RESOURCE PROPERTIES (cont'd)

	Zuloaga/ Santa Rita Mexico	Caliche Property Mexico	Santana Property Mexico	Total
Year ended December 31, 2007				
Acquisition costs, beginning of year	\$33,204	\$11,664	\$ —	\$44,868
Cash payments	—	67,146	—	67,146
Acquisition costs, end of year	33,204	78,810	—	112,014
Deferred exploration costs, beginning of year	138,351	—	—	138,351
Drilling	—	441,142	—	441,142
Field supplies and equipment	—	6,225	—	6,225
Geological consulting – Note 8	—	168,869	—	168,869
Geological surveys	—	485,723	—	485,723
Legal	—	30,128	—	30,128
Taxes and recording fees	—	266,583	—	266,583
Mapping	43,612	10,982	—	54,594
Sampling	—	291,763	—	291,763
Site visits and vehicle costs – Note 8	—	278,033	945	278,978
Trenching and roadwork	—	29,814	—	29,814
Less: write off of resource properties	(39,239)	—	—	(39,239)
Deferred exploration costs, end of year	142,724	2,009,262	945	2,152,931
Option payments and shares received	(320,325)	—	—	(320,325)
Net gain on option payments and shares received	(144,397)	—	—	(144,397)
Total costs, December 31, 2007	\$ —	\$2,088,072	\$945	\$2,089,017

Title to resource properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many resource properties. The Company has investigated title to all of its resource properties and, to the best of its knowledge, title to all of its properties are in good standing.

MEXICO

Zuloaga/Santa Rita Properties

As at September 30, 2008, the Company has staked 16,896 hectares in Zacatecas, Mexico that comprises the Zuloaga property and is owned 100% by the Company.

As at September 30, 2008, the Company has staked 22,982 hectares in Zacatecas, Mexico that comprises the Santa Rita property and is owned 100% by the Company.

In June 2006, the Company entered into an option agreement with Hemis Corporation (“Hemis”) whereby Hemis may earn a 49% interest in the Santa Rita property by spending US\$950,000 in exploration expenditures over a three year term and by issuing the Company 200,000 common shares of Hemis (25,000 shares received). Hemis became a publicly listed entity subsequent to December 31, 2006 and accordingly the market value of the shares received was not determinable.

COREX GOLD CORPORATION
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
(An Exploration Stage Company)
Nine month ended September 30, 2008

7. RESOURCE PROPERTIES (cont'd)

Zuloaga/Santa Rita Properties (cont'd)

On January 25, 2007 the Company entered into an earn-in agreement with Goldcorp Inc.'s Mexican subsidiary, Glamis Exploration S.A. de C.V ("Goldcorp"). Under the terms of this agreement, Goldcorp has the right to earn up to an 80% interest in the Zuloaga and Santa Rita properties (the "Property"). The earn-in agreement provides for Goldcorp to earn a 70% interest in the Property by spending US\$4,000,000 over a 5-year period and paying the Company US\$150,000 over an 18 month period with US\$50,000 due upon signing the agreement (received). Goldcorp has the option to increase its interest from 70% to 80% upon paying 100% of the expenditures associated with placing the Property or any part thereof, into commercial production based on a mine development project approved for all or part of the Property, with 20% to be repayable to Goldcorp from the Company's related project cash-flows, or arranging the proportionate share of a debt financing.

In connection with the above-noted earn-in agreement, the option agreement with Hemis was replaced on January 29, 2007 such that Hemis may earn a 49% interest in whatever interest the Company holds in the Santa Rita property by paying the Company US\$1,000,000 over two years with US\$200,000 due on signing (received) and issuing the Company 175,000 common shares (50,000 received) over an eighteen month period. On June 4, 2007, the Company received 25,000 shares valued at \$21,750, the fair market value of the shares at that date.

On September 20, 2007 the Company issued a notice of default wherein Hemis had not made the US\$200,000 payment or issued the 75,000 common shares due on or before July 31, 2007. The Company allowed an extension to October 31, 2007 based on the 75,000 common shares, with a fair market value of the shares on that date of \$8,250, being issued to the Company on or before October 12, 2007 (received) and the cash payment due on or before October 31, 2007. The cash payment was not received and as such the option agreement with Hemis has been terminated effective October 31, 2007. As at September 30, 2008, 100,000 of the shares received are restricted from resale for a period of one year.

Caliche Properties

The Company entered into a Memorandum of Understanding dated December 15, 2006, wherein it was granted an exclusive due diligence period of 45 days to review certain data and information pertaining to an area located in the Sonora State of Mexico, known as the Caliche Property which consists of thirteen contiguous mining concessions of approximately 1,500 hectares. The Company paid the vendor \$11,664 (US\$10,000) in consideration of the exclusive review period.

On February 7, 2007 the Company entered into two property option agreements to acquire a 100% interest in the Caliche property. The interest is earned by paying the optionors, collectively, US\$1,740,000 over three years. The payment schedule is as follows:

<u>Amount</u>	<u>Due date</u>	
USD \$30,000	Upon signing	(Paid)
30,000	6 months	(Paid)
50,000	12 months	(Paid)
50,000	18 months	
100,000	24 months	
100,000	30 months	
1,380,000	36 months	
USD \$1,740,000		

As at August 7, 2008 the Company elected not to proceed under the terms of the Agreement and did not make any further payments. As at September 30, 2008 acquisition and deferred exploration costs of \$2,566,122 were written off.

7. RESOURCE PROPERTIES (cont'd)

Santana Property

The Company has staked two contiguous concessions that will collectively be known as the "Santana" property located approximately 200 kilometers east-southeast of Hermosillo, Sonora, Mexico.

In addition to the concessions staked, the Company signed two property option agreements under which it collectively holds rights to acquire a 100% interest in two contiguous mining concessions. In addition, the Company has staked two contiguous concessions that will collectively be known as the "Santana" property. Terms of the option agreements are as follows:

1. Santa Lucia – Option to Purchase Agreement

Upon signing the agreement - USD \$3,000 (paid), 6 months from signing - USD \$5,000 (paid), 12 months from signing - USD \$5,000, 18 months from signing - USD \$10,000, 24 months from signing - USD \$10,000, 30 months from signing - USD \$15,000, 36 months from signing - USD \$202,000 for a total of USD\$250,000.

2. Hilda 35 Fraccion 1 - Option to Purchase Agreement

Upon signing the agreement – USD \$6,000 (paid), 6 months from signing - USD \$10,000 (paid), 12 months from signing - USD \$15,000, 18 months from signing - USD \$20,000, 24 months from signing - USD \$30,000, 30 months from signing - USD \$50,000, 36 months from signing - USD \$75,000, 42 months from signing - USD \$75,000, 48 months from signing - USD \$719,000 for a total of USD \$1,000,000.

The Hilda 35 Fraccion 1 is also subject to a 2% net smelter return (NSR). Each 1% NSR can be purchased for USD\$1,000,000.

Cumeral Property

Corex has staked a mining concession approximately 13,290 hectares, located in the municipality of Imuris, about 200 kilometers north of Hermosillo, Sonora, Mexico. In addition to the staked claims the Company entered into the following agreements which all collectively together are referred to as the "Cumeral Property":

- i) During April 2008 the Company signed a property option agreement under which Corex holds the rights to acquire a 100% interest in the Lluvia de Oro mining concession comprised of 660 hectares located in the municipality of Imuris, is approximately 200 kilometers north of Hermosillo, Sonora, Mexico. This concession along with the one previously staked by the Company will be collectively referred to as the "Cumeral" property.

Consideration for the option is: upon signing USD \$15,000 (paid), 6 month anniversary USD \$18,000, 12 month anniversary USD \$25,000, 18 month anniversary USD \$40,000, 24 month anniversary USD\$60,000, 30 month anniversary USD \$100,000, 36 month anniversary USD \$492,000. The total purchase price is USD\$750,000. As per the terms of the option to purchase agreement, Lluvia de Oro is subject to a 1% net smelter return. The 1% NSR can be purchased for \$1,000,000. During October, 2008 the Company elected not to proceed under the terms of the Agreement as such all acquisition and deferred exploration costs of \$132,234 have been written off as at September 30, 2008.

COREX GOLD CORPORATION
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
(An Exploration Stage Company)
Nine month ended September 30, 2008

8. SHARE CAPITAL AND CONTRIBUTED SURPLUS

Authorized:
Unlimited common shares at no par value

Issued:	Number	Amount	Contributed Surplus
Balance, December 31, 2006	16,984,510	14,700,412	343,822
– pursuant to exercise of warrants – at \$0.65	64,219	41,742	—
– pursuant to exercise of warrants – at \$0.75	312,625	234,469	—
– pursuant to private placement – at \$0.90	5,560,000	5,004,000	—
Share issue costs	—	(646,921)	209,274
Stock based compensation	—	—	289,972
Balance, December 31, 2007 and September 30, 2008	22,921,354	\$ 19,333,702	\$ 843,068

On June 6, 2007 the Company completed a private placement for 5,560,000 units at \$0.90 per unit for gross proceeds of \$5,004,000. Each unit consisted of one common share and one-half of one transferable common share purchase warrant. Each whole warrant is exercisable to purchase one common share of the Company at \$1.25 per share for two years. The Company paid the agent a fee of 7% of the gross proceeds raised in cash and issued to the agent 389,200 compensation options entitling the agent to acquire that number of shares for two years at \$0.94 per share (“Agent’s Option”). Share issue costs include \$209,274 attributed to these options. (Note 7b).

Escrowed Shares:

As at September 30, 2008 and December 31, 2007, 5,625 shares are held in escrow, subject to release by regulatory approval.

Commitments:

a) Stock-based Compensation Plan:

The Company has a stock option plan (the “Plan”) for officers, directors, employees and consultants whereby a maximum of 10% of the issued shares will be reserved for issuance under the Plan. Options are granted with an exercise price determined by the Board of Directors, which may not be less than the market price of the Company’s stock on the date of the grant. The vesting provisions are determined by the Board of Directors and are defined in each stock option agreement.

At September 30, 2008, 1,230,000 stock options were outstanding and exercisable under the Plan as follows:

<u>Number</u>	<u>Exercise price</u>	<u>Expiry Date</u>
480,000	\$0.65	October 3, 2010
335,000	\$1.04	February 14, 2012
415,000	\$0.40	February 5, 2013
<u>1,230,000</u>		

COREX GOLD CORPORATION
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
(An Exploration Stage Company)
Nine month ended September 30, 2008

8. SHARE CAPITAL AND CONTRIBUTED SURPLUS (cont'd)

Commitments: (cont'd)

a) Stock-based Compensation Plan: (cont'd)

Details of stock option activity under the Plan for the period ended September 30, 2008, and December 31, 2007 are as follows:

	Number	Weighted Average Exercise Price	Weighted Average Life
Balance, December 31, 2006	1,330,409	\$0.42	2.45 years
Granted	365,000	\$1.04	
Exercised	—	—	
Balance, December 31, 2007	1,695,409	\$0.55	2.03 years
Granted	465,000	\$0.40	
Expired	(762,998)	\$0.25	
Cancelled	(167,411)	\$0.11	
Balance, September 30, 2008	1,230,000	\$0.62	2.38 years

During the period ended September 30, 2008, a compensation charge associated with the granting of stock options under the Plan in the amount of \$125,207 (September 30, 2007 -\$246,519) was recognized in the financial statements. For purposes of these calculations, the following assumptions were used for the Black-Scholes model:

	September 30, 2008	September 30, 2007
Risk-free interest rate	3.34%	4.06%
Expected dividend yield	0%	0%
Expected stock price volatility	95.71%	77.07%
Expected option life	5 years	5 years

b) Share Purchase Warrants:

At September 30, 2008, 3,169,200 share purchase warrants were outstanding. Each warrant entitles the holders thereof the right to purchase one common share as follows:

<u>Number</u>	<u>Price Per Share</u>	<u>Expiry Date</u>
2,780,000	\$1.25	June 6, 2009
<u>389,000</u>	<u>\$0.94</u>	<u>June 6, 2009</u>
<u>3,169,200</u>		

COREX GOLD CORPORATION
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
(An Exploration Stage Company)
Nine month ended September 30, 2008

8. SHARE CAPITAL AND CONTRIBUTED SURPLUS (cont'd)

Commitments: (cont'd)

b) Share Purchase Warrants: (cont'd)

A summary of the changes in the Company's share purchase warrants outstanding for the period ended September 30, 2008 and December 31, 2007 are as follows:

	Number	Weighted Average Exercise Price	Weighted Average Life
Balance, December 31, 2006	470,877	\$0.73	0.24 years
Exercised	(376,844)	\$0.73	
Expired	(94,033)	\$0.73	
Granted	3,169,200	\$1.21	
Balance, December 31, 2007 and September 30, 2008	3,169,200	\$1.21	1.50 years

A compensation charge associated with agents options granted in accordance with a private placement in the amount of \$209,274 was allocated to share issue costs. For purposes of this calculation, the following assumptions were used for the Black-Scholes model:

	Year ended December 31 2007
Risk-free interest rate	4.67%
Expected dividend yield	0%
Expected stock price volatility	106.84%
Expected option life	2 years

9. RELATED PARTY TRANSACTIONS

The Company incurred the following amounts charged by (to) directors/officers of the Company and companies controlled by directors/officers of the Company for the period ended:

	September 30 2008	September 30 2007
Deferred exploration costs		
Geological consulting fees	\$ 64,050	\$ 84,800
Management fees	88,500	53,000
Consulting fees	25,425	13,643
Rent and administration (recovery)	(34,087)	(26,717)
	\$ 143,888	\$ 124,726

9. RELATED PARTY TRANSACTIONS (cont'd)

These charges were measured by the exchange amount which is the amount agreed upon by the transacting parties. All transactions with related parties were within the normal course of business.

At September 30, 2008, receivables include \$Nil (December 31, 2007 \$7,105) due from companies with common directors.

At September 30, 2008, prepaids include \$Nil (December 31, 2007 - \$7,950) of consulting fees paid to a director of the Company.

At September 30, 2008 accounts payable includes \$Nil (December 31, 2007 - \$15,024) of geological consulting fees owing to a director of the Company.

10. NON-CASH TRANSACTIONS

Significant non-cash transactions for the nine month period ended September 30, 2008 consisted of incurring mineral property costs of \$71,482 (2007 - \$6,522) through accounts payable.

11. FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, receivables, marketable securities, deposits, and accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

At September 30, 2008, approximately 74% (December 31, 2007 – 71%) of the Company's accounts payable and accrued liabilities and all of its deposits are denominated in Mexican Pesos. The Company does not use derivative instruments or foreign exchange contracts to hedge against gains or losses arising from foreign exchange fluctuations.

Credit risk

The Company does not believe it is subject to any significant credit risk although cash is held in excess of federally insured limits, with major financial institutions.

Currency risk

Cash held in foreign currencies other than the Canadian dollar is subject to currency risk. The Company is exposed to currency risk by incurring certain expenditures in currencies other than the Canadian dollar. The Company does not use derivative instruments to reduce its currency risk.

Risk management

The Company's largest non-monetary assets are its mineral exploration interests in Mexico. The Company could accordingly be at risk for foreign currency fluctuations and developing legal and political environments in Mexico. The Company maintains other monetary assets and liabilities in Mexico. The Company relies on foreign consultants for the management of its exploration activities.

12. CAPITAL DISCLOSURE

The Company's capital currently consists of common shares, options and warrants. As the Company is in the exploration stage its principal source of funds is from the issuance of common shares. The Company's capital management objectives are to safeguard its ability to continue as a going concern and to have sufficient capital to be able to meet the Company's property exploration plans to ensure the growth of activities.

13. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform to the current period's presentation.