

Forest Gate Resources Inc.
Quarterly Financial Statements
September 30, 2006
(Unaudited)

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Forest Gate Resources Inc.

Balance Sheet (unaudited)

At	September 30, 2006	December 31, 2005 <i>[note 2]</i>
	\$	\$
Assets		
<i>Current assets</i>		
Cash	549,337	404,743
Short-term investments	4,120,100	4,604,100
Accounts receivable	339,866	260,303
Prepaid expenses	135,586	29,116
Loan receivable from former subsidiary company <i>[note 3]</i>	25,046	933,165
	5,169,935	6,231,427
Mining properties and deferred exploration costs <i>[note 5]</i>	6,175,702	3,813,330
Property and equipment <i>[note 6]</i>	53,436	58,688
	11,399,073	10,103,445
Liabilities		
<i>Current liabilities</i>		
Accounts payable and accrued liabilities	665,787	389,828
Shareholders' equity		
Share capital <i>[note 8]</i>	13,294,054	12,372,541
Warrants <i>[note 8]</i>	336,605	353,855
Contributed surplus <i>[note 8]</i>	200,502	42,543
	13,831,161	12,768,939
Deficit	(3,097,875)	(3,055,322)
	10,733,286	9,713,617
	11,399,073	10,103,445

Approved on behalf of the board:

Signed "Michael Judson" Director

Signed "John Mavridis" Director

Forest Gate Resources Inc.

Statement of Earnings and Deficit (unaudited)

Period ended September 30,	Three months ended		Nine months ended	
	2006	2005	2006	2005
	\$	\$ [note 2]	\$	\$ [note 2]
Revenues				
Interest income [note 12]	36,090	23,335	129,716	74,095
Expenses				
Salaries and levies [note 8(b)]	94,369	92,682	285,215	253,332
Stock based compensation to directors and consultants [note 8(b)]	45,935	301,982	232,702	348,555
Professional fees	100,437	127,530	188,263	229,897
General and administration	52,992	78,663	224,967	278,161
Business development	36,634	118,596	197,104	290,557
Financial charges [note 9]	258	436	8,327	4,332
Amortization of property and equipment	3,959	3,753	12,301	9,581
	334,584	723,642	1,148,879	1,414,415
Loss before income taxes	(298,494)	(700,307)	(1,019,163)	(1,340,320)
Future income taxes recovered [note 13]	-	-	(976,610)	-
Net loss	(298,494)	(700,307)	(42,553)	(1,340,320)
Deficit at the beginning of period	(2,799,381)	(1,989,194)	(3,055,322)	(1,349,181)
Deficit at the end of period	(3,097,875)	(2,689,501)	(3,097,875)	(2,689,501)
Basic loss per share and diluted loss per share [note 10]				
Weighted average number of shares outstanding	78,581,417	61,803,769	75,114,470	51,018,351

Forest Gate Resources Inc.

Statement of Cash Flows (unaudited)

Period ended September 30,	Three Months ended		Nine Months ended	
	2006	2005	2006	2005
	\$	<i>[note 2]</i> \$	\$	<i>[note 2]</i> \$
Cash provided from (used for):				
Operating activities				
Net loss	(298,494)	(700,307)	(42,553)	(1,340,320)
<i>Non-cash items:</i>				
Future income taxes recovered <i>[note 13]</i>	-	-	(976,610)	-
Amortization of property and equipment	3,959	3,753	12,301	9,581
Non-cash stock-based compensation <i>[note 8]</i>	45,935	301,982	232,702	348,555
Net changes in non-cash components of operating working capital	420,534	359,495	89,926	622,959
	171,934	(35,077)	(684,234)	(359,225)
Financing activities				
Net proceeds from the issue of equity <i>[note 8]</i>	640,647	1,456,927	1,806,130	8,583,666
Deferred financing costs	45,689	(70,712)	-	(54,712)
	686,336	1,386,215	1,806,130	8,528,954
Investing activities				
Loan receivable from former subsidiary company	45,609	-	908,119	-
Deferred acquisition costs	10,554	(21,148)	-	(394,601)
Acquisition of property and equipment	(1,744)	(10,139)	(7,049)	(33,237)
Short-term investments, net variation	204,000	1,503,138	484,000	(4,255,892)
Mining properties and deferred exploration costs <i>[note 5]</i>	(1,192,588)	(1,066,094)	(2,362,372)	(1,770,905)
	(934,169)	405,757	(977,302)	(6,454,635)
Net increase (decrease) in cash and cash equivalents				
	(75,899)	1,756,895	144,594	1,715,094
Cash and cash equivalents (bank indebtedness) - beginning of period	625,236	(44,181)	404,743	(2,380)
Cash and cash equivalents - end of period	549,337	1,712,714	549,337	1,712,714
Represented by:				
Cash with bank	549,337	1,712,714	549,337	1,712,714

Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

1. Description of operations

The Corporation's operations consist of the exploration of mineral properties, directly or through joint ventures. It is in the process of determining whether its properties contain economically recoverable reserves. Recovery of deferred exploration costs and mining properties depend on the existence of economically recoverable ore reserves, the Corporation's ability to obtain financing for its operations and future profitable commercial production.

2. Summary of significant accounting policies and changes to accounting policies

(a) Summary of significant accounting policies

The financial information as at September 30, 2006 is not audited. However, in the opinion of the management, all adjustments necessary to present fairly the results of these periods have been included. The adjustments made were of a normal recurring nature. Interim results may not necessarily be indicative of results anticipated for the year.

These interim financial statements are prepared in accordance with generally accepted accounting principles in Canada for the presentation of interim financial information. All disclosures required for annual financial statements have not been included in the financial statements and therefore should be read in conjunction with the company's most recent annual financial statements. These financial statements use the same accounting policies and methods used in the preparation of the company's most recent annual financial statements.

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates. The interim financial statements have, in management's opinion, been properly prepared using careful judgement within reasonable limits of materiality and within the framework of the accounting policies summarized in the most recent annual audited financial statements.

(b) Comparative financial statements

The comparative financial statements include the accounts of its wholly-owned subsidiary Blue Note Metals Inc., which was spun-off on November 10, 2005 (see note 4).

Certain comparative figures have been reclassified to conform to the presentation adopted in the current period.

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Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

2. Summary of significant accounting policies and changes to accounting policies (continued)

(c) Changes to accounting policies

Non-monetary transactions: The CICA reissued section 3830 of the CICA Handbook section as section 3831, *Non-Monetary Transactions*, which establishes standards for the measurement and disclosure of non-monetary transactions. It also includes criteria for defining 'commercial substance' that replace the criteria for defining 'culmination of the earnings process' in the former section. Adopting this section on January 1, 2006 did not have any effect on our financial statements.

3. Loan receivable from former subsidiary company

This loan bears interest at the company's bank prime rate plus 1.375% and has no specific repayment terms (see note 12).

4. Assets disposed in 2005

Pursuant to a Plan of Arrangement approved by the shareholders of Blue Note Metals Inc. ("Blue Note") and the Corporation on May 25, 2005, Forest Gate has separated from Blue Note, its wholly-owned subsidiary, in view of a restructuring whereby its New Brunswick mineral properties were separated from its other mining properties. On the effective date of November 10, 2005, each issued and outstanding common share of Forest Gate was exchanged for one new Forest Gate common share and 0.1168 of a Forest Gate reorganization share. All of the reorganization shares were transferred by Forest Gate's shareholders to Blue Note (which was at the time a wholly-owned subsidiary of Forest Gate) in exchange for one common share of Blue Note for each reorganization share transferred. Forest Gate then redeemed all of the reorganization shares by transferring to Blue Note its New Brunswick properties and \$1,000,000 of working capital. Costs incurred in the Plan of Arrangement of \$14,829 were charged to deficit.

The Corporation disposed of the following assets:

	\$
New Brunswick properties	738,229
Cash	1,000,000
Total assets disposed	1,738,229
Equity redeemed:	
8,137,183 reorganization shares for gross proceeds	1,738,229

Also, under the Plan of Arrangement, Forest Gate transferred to Blue Note the Letter of Intent ("LOI") to acquire from Breakwater Resources Ltd., subject to various conditions, the Caribou and Restigouche Mines located near Bathurst, New Brunswick.

Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

5. Mining properties and deferred exploration costs

	Cost of Claims \$	Deferred exploration costs \$	Government grants \$	Sept. 30, 2006 Net \$	December 31, 2005 Net \$
Saskatchewan					
EastSide	215,689	1,639,874	117,778	1,737,785	1,621,884
SouthSide	5,714	1,051,527	-	1,057,241	376,414
WestSide	1,021,444	119,955	-	1,141,399	1,020,241
Quebec					
Portage	266,236	1,973,041	-	2,239,277	794,791
	1,509,083	4,784,397	117,778	6,175,702	3,813,330

Costs incurred during the period are as follows:

	Three months ended September 30		Nine months ended September 30	
	2006 \$	2005 \$	2006 \$	2005 \$
Cost of claims	29,590	21,535	40,189	21,535
Drilling for samples and lab analysis	683,566	456,519	1,483,948	679,069
Surveys	309,936	38,689	410,373	341,322
Consulting	105,190	76,370	271,715	123,650
Exploration	-	338,639	11,714	434,245
Engineering	-	28,479	785	28,479
Travel	17,842	69,085	23,140	69,085
Equipment, other rentals and other costs	31,939	(9,055)	62,903	27,687
Personnel	22,042	45,833	65,122	45,833
	1,170,515	1,044,559	2,329,700	1,749,370
Total before grants	1,200,105	1,066,094	2,369,889	1,770,905
Government grants	(7,517)	-	(7,517)	-
Total	1,192,588	1,066,094	2,362,372	1,770,905

Effective 2005, the Company signed an option agreement with Majescor Resources Inc., to earn up to a 55% undivided recorded and beneficial interest in Majescor's Portage property located north of Quebec's Otish Mountains. Under the terms of the agreement, Forest Gate must invest \$5 million over five years to earn a 50% working interest and can earn an additional 5% by funding a 200-tonne bulk sample from a kimberlite body. The Company had to invest \$500,000 on claim renewals and exploration by November 1, 2005, and has to invest \$800,000 by November 1, 2006, \$1,000,000 by November 1, 2007, \$1,200,000 by November 1, 2008 and \$1,500,000 by November 1, 2009. Majescor will remain operator of the project, until \$5 million is invested, but the Company will have a final say on the content and form of the exploration program on Portage. A formal joint venture between the two companies will be entered into when the Company has earned its 50% working interest. As at September 30, 2006, the Company has invested \$2,239,277 on the Portage property.

Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

6. Property and equipment

	Cost \$	Accumulated Depreciation and Amortization \$	September 30, 2006 Net \$	December 31, 2005 Net \$
Furniture and office equipment	32,207	8,723	23,484	23,536
Computer equipment	44,075	16,829	27,246	30,691
Leasehold improvements	7,020	4,314	2,706	4,461
	83,302	29,866	53,436	58,688

7. Bank loan

The Corporation has an authorized line of credit of \$1,000,000, bearing interest at the bank's prime rate plus 1.375%, and secured by a \$1,050,000 movable hypothec and pledge on the Corporation's short term investments.

Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

8. Share capital

The company is incorporated by the Canada Business Corporations Act.

Authorized: An unlimited number of common shares with no par value.

	Share capital		Warrants		Stock options and broker warrants		Contributed	Total
	Number	\$	Number	\$	Number	\$	Surplus	
Balance—December 31, 2005	72,223,574	12,372,541	12,938,067	353,855	7,366,739	-	42,543	12,768,939
Future income taxes on flow through expenses renounced (a)	-	(976,610)	-	-	-	-	-	(976,610)
Warrants exercised (a)	200,000	65,639	(200,000)	-	-	-	-	65,639
Options exercised (a)	100,400	22,389	-	-	(100,400)	-	(7,329)	15,060
Broker warrants exercised (a)	539,071	222,627	-	-	(539,071)	-	(82,136)	140,491
Broker warrants issued upon exercise of broker unit warrants (a)	-	-	-	-	201,368	-	-	-
Stock-based compensation charged to operations (b)	-	-	-	-	-	-	109,185	109,185
Balance—March 31, 2006	73,063,045	11,706,586	12,738,067	353,855	6,928,636	-	62,263	12,122,704
Equity issued (a)	3,407,786	940,054	-	-	-	-	-	940,054
Warrants exercised (a)	-	-	-	-	-	-	-	-
Warrants forfeited	-	-	(125,000)	(17,250)	-	-	17,250	-
Broker warrants exercised (a)	22,000	6,767	-	-	(22,000)	-	(2,528)	4,239
Broker warrants issued upon exercise of broker unit warrants (a)	-	-	-	-	-	-	-	-
Stock-based compensation charged to operations (b)	-	-	-	-	-	-	77,582	77,582
Balance—June 30, 2006	76,492,831	12,653,407	12,613,067	336,605	6,906,636	-	154,567	13,144,579
Equity issued (a)	2,333,326	640,647	-	-	-	-	-	640,647
Warrants exercised (a)	-	-	-	-	-	-	-	-
Warrants forfeited	-	-	-	-	-	-	-	-
Broker warrants exercised (a)	-	-	-	-	-	-	-	-
Broker warrants issued upon exercise of broker unit warrants (a)	-	-	-	-	-	-	-	-
Stock-based compensation charged to operations (b)	-	-	-	-	-	-	45,935	45,935
Balance—September 30, 2006	78,826,157	13,294,054	12,613,067	336,605	6,906,636	-	200,502	13,831,161

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Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

8. Share capital (continued)

(a) In 2006, the following equity issues occurred:

1) Quarter ended March 31, 2006

i) a total of 200,000 warrants, 100,400 options issued under the stock option plan and 539,071 options issued to brokers were exercised for gross proceeds of \$234,234 resulting in the issue of 839,471 common shares and 201,368 broker warrants. Pursuant to an agreement with its former subsidiary, Blue Note (see note 7(e) below), the exercise of 713,296 warrants by the Corporation's warrant holders has resulted in the payment to Blue Note in the amount of \$13,044 cash. Net proceeds received amount to \$221,190.

ii) the company has recorded an additional share issue cost of \$976,610 to account for the future tax cost of the exploration costs it has renounced in March 2006 on the flow-through shares issued in 2005. The amount has been charged to share capital.

2) Quarter ended June 30, 2006

i) the company closed a private placement of 3,407,786 flow-through shares at \$0.305 per share. The issue generated total gross proceeds of \$1,039,375 and net proceeds credited to share capital of \$939,216 after payment of share issue costs of \$99,321 in the June 2006 quarter and \$838 paid in the September 2006 quarter.

ii) a total of 22,000 options issued to brokers were exercised for gross proceeds of \$4,520 resulting in the issue of 22,000 common shares. Pursuant to an agreement with its former subsidiary, Blue Note (see note 7(e) below), the exercise of these warrants by the Corporation's option holders has resulted in the payment to Blue Note in the amount of \$281 cash. Net proceeds received amount to \$4,239.

3) Quarter ended September 30, 2006

i) the company closed a private placement of 1,946,230 flow-through shares at \$0.305 per share. The issue generated total gross proceeds of \$593,600 and net proceeds credited to share capital of \$545,130 after payment of share issue costs of \$48,470.

ii) the company closed a private placement of 387,096 flow-through shares at \$0.31 per share. The issue generated total gross proceeds of \$120,000 and net proceeds credited to share capital of \$96,355 after payment of share issue costs of \$23,645.

(b) Stock option plan

The company has a stock option plan authorizing the Board of Directors to grant options to directors, officers, employees and consultants to acquire common shares of the company at a price computed by reference to the closing market price of the shares of the company on the business day before the company notifies the stock exchanges of the grant of the option. The number of shares which may be granted to any one person shall not exceed 5% (2% for consultants) over a twelve month period. The options will vest from the date of the grant to 18 months and expire within 5 years, as determined by the board, with exceptions to death, employment, etc. The company is authorized to issue a maximum of 15,298,500 common shares. This is an increase from the previous maximum of 12,321,000 after board approval was obtained in June 2006.

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Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

8. Share capital (continued)

(b) Stock options (continued)

The option activity, under the share option plan and information concerning outstanding and exercisable options, is as follows:

	2006		2005	
	Granted	Weighted Average Exercise Price \$	Granted	Weighted Average Exercise Price \$
Balance – December 31	4,715,500	0.22	1,776,000	0.15
Options granted under the stock option plan (*)	-	-	400,000	0.15
Options exercised	(100,400)	0.15	(396,000)	0.15
Balance – March 31	4,615,100	0.22	1,780,000	0.15
Options granted under the stock option plan (*)	-	-	-	-
Options exercised	-	-	(75,000)	0.16
Balance – June 30	4,615,100	0.22	1,705,000	0.15
Options granted under the stock option plan (*)	-	-	3,300,000	0.25
Options exercised	-	-	(64,500)	0.15
Balance – September 30	4,615,100	0.22	4,940,500	0.22

(*) The following amounts were recorded as stock-based compensation and credited to contributed surplus for options vesting in the period:

	Three months ended September 30		Nine months ended September 30	
	2006 \$	2005 \$	2006 \$	2005 \$
Management compensation	41,637	272,653	210,200	307,771
Consultant compensation	4,298	29,329	22,502	40,784
Total	45,935	301,982	232,702	348,555

As at September 30, 2006, the outstanding options, as issued under the stock option plan to directors and shareholders for the purchase of one common share per option, are as follows:

Granted	Exercisable	Weighted average Exercise price \$	Expiry date
940,100	940,100	0.15	March 2008
75,000	75,000	0.15	June 2009
25,000	25,000	0.17	September 2009
300,000	300,000	0.15	January 2010
3,275,000	2,425,000	0.25	July 2010
4,615,100	3,765,100	0.22	

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Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

8. Share capital (continued)

(c) Broker warrants

During the quarter ended September 30, 2006, the activity and information concerning outstanding and exercisable broker warrants is as follows:

	Number	Weighted average exercise price \$
Balance – December 31, 2005	2,651,239	0.27
Granted	201,368	0.35
Exercised	(539,071)	0.28
Balance – March 31, 2006	2,313,536	0.27
Exercised	(22,000)	0.19
Balance – June 30, 2006	2,291,536	0.28
Exercised	-	-
Balance – September 30, 2006	2,291,536	0.28

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

Description	Granted	Exercisable	Weighted Average Exercise price \$	Expiry date
Warrants to buy units of 1 common share and ½ a warrant to purchase ½ a share at \$0.35 per share	1,465,014	1,465,014	0.25	March 2007
Warrants issued resulting from the exercise of the warrants to buy units	406,934	406,934	0.35	March 2007
Warrants to buy one common share	70,000	70,000	0.26	October 2006
Warrants to buy one common share	20,000	20,000	0.18	October 2006
Warrants to buy one common share	329,588	329,588	0.38	September 2007
	2,291,536	2,291,536	0.28	

...continued

Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

8. Share capital (continued)

(d) Share purchase warrants

The company has, as at September 30, 2006, share purchase warrants outstanding entitling the holders to acquire common shares as follows:

Number of warrants	Exercise price \$	Expiry date
445,000	0.26	October 2006
8,181,400	0.35	March 2007
2,486,667	0.40	March 2007
1,500,000	0.55	November 2007
12,613,067		

(e) Exercise of broker warrants and warrants

Pursuant to an agreement with Blue Note as part of the arrangement and effective November 10, 2005, Blue Note has agreed that, upon exercise of a warrant and broker warrants by a Forest Gate warrant holder, Blue Note will issue 0.1168 of a Blue Note share in exchange for 6.23% of the exercise price received by Forest Gate. As at September 30, 2006 Forest Gate has the following warrants outstanding:

Number of Forest Gate warrants	Exercise price \$	Expiry date	Maximum proceeds to Blue Note Metals \$
445,000	0.26	October 2006	7,208
20,000	0.18	October 2006	224
70,000	0.26	October 2006	1,134
8,181,400	0.35	March 2007	178,395
2,486,667	0.40	March 2007	61,968
1,465,014	0.25	March 2007	22,818
1,139,442	0.35	March 2007	24,845
13,807,523			296,592

Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

9. Supplemental disclosures of expenses and cash flow information

i) Interest paid and received

	Three months ended September 30		Nine months ended September 30	
	2006	2005	2006	2005
	\$	\$	\$	\$
Interest paid	-	20	5,496	2,665
Interest received	8,980	9,602	160,759	13,242

ii) Non-monetary transactions

Non-cash transactions have been incurred in relation to stock-based compensation for the issue of stock options and warrants as partial payment of share issue costs and other services.

10. Loss per share

Due to an expected loss for the entire current year, no incremental shares are included in calculating the dilutive loss per share because the effect would be anti-dilutive.

11. Segmented information

The company has only one reportable segment. All of the company's operations are in one geographic location, Canada, and relate to mining exploration.

12. Related party transactions

Some of the Corporation's officers are also shareholders of the Corporation, as well as officers and shareholders of the former subsidiary company. Transactions with the former subsidiary company and with these officers were carried out in the normal course of business and measured at the exchange amount, that is, the amount established and agreed upon by the parties.

During the quarter ended September 30, 2006, the Corporation had the following related party transactions:

(a) Operations

The Corporation incurred \$23,406 of consulting fees and professional services with officers. For the nine month period ended September 30, 2006, the Corporation incurred \$33,128 as consulting fees and professional services with officers. Of this amount, an amount of \$2,256 is included in mining properties and deferred exploration costs, \$4,937 consists of financing costs and the balance consists of professional and consulting fees. As at September 30, 2006 an amount payable of \$11,395 relating to these fees, were included in accounts payable and accrued liabilities (June 30, 2006 - nil).

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Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

12. Related party transactions (continued)

(a) Operations (continued)

The Corporation also charged the former subsidiary company for office expenses:

	Three months ended September 30		Nine months ended September 30	
	2006	2005	2006	2005
	\$	\$	\$	\$
Office expenses	8,706	-	34,476	-

(b) Interest on loan receivable charged to former subsidiary company

The total interest earned on the loan receivable from the former subsidiary company amounts to the following:

	Three months ended September 30		Nine months ended September 30	
	2006	2005	2006	2005
	\$	\$	\$	\$
Interest income	1,284	-	27,709	-

13. Tax losses and other expenses to carry forward

The Corporation has exploration costs, operating losses and other costs which are being carried forward and which can reduce future taxable income. The related potential future tax reduction is not recorded in these financial statements. The unrecorded future income tax deductions are as follows:

	\$
Share issue expenses	1,041,000
Exploration and claim costs - net book value in excess of tax value (tax value is reduced by renouncements filed at year-end)	-
Total amounts for which a potential tax benefit is not recorded	1,041,000

...continued

Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

13. Tax losses and other expenses to carry forward (continued)

The 2006 future income tax liability takes into account the effect of tax deduction renouncements made in favour of investors, relating to exploration expenses in connection with the flow-through investment of \$3,050,000 (see note 14) filed in March 2006 but effective December 31, 2005. As required in EIC-146, the effect of this renouncement is to be recognized in the year the renouncement is filed with the tax authorities. The liability is offset by the following losses recognized in the financial statements:

Operating losses and expiry dates	\$
2007	36,000
2008	156,000
2009	170,000
2010	391,000
2014	288,000
2015	1,484,000
Total losses recognized	2,525,000

The future income tax liability does not take into account the effect of tax deduction renouncements made in favour of investors, relating to exploration expenses in connection with the flow-through investment of \$713,600 for the quarter ended September 30, 2006 (see note 14) and \$1,039,375 for the quarter ended June 30, 2006, that are filed after the balance sheet date but effective December 31, 2006. The effect of this renouncement is to be recognized in the year the renouncement is filed with the tax authorities.

14. Contingent liabilities

a) *Environmental*

The company's exploration activities are subject to various federal and provincial and state laws and regulations governing the protection of the environment. These laws and regulations are continually changing. Environmental consequences are difficult to identify in terms of results, timetable and impact. The Corporation conducts its operations so as to protect the public health and environment and believes its operations are materially in compliance with all applicable laws and regulations.

b) *Flow-through share issues*

The company is partially financed through the issuance of flow-through shares, requiring that the company spend the proceeds for qualified mining exploration expenses. Moreover, tax rules regarding flow-through investments set deadlines for carrying out the exploration work, subject to penalties if the conditions are not respected. Although the Company is committed to taking all the necessary measures, refusal of certain expenses by the tax authorities would have a negative tax impact for investors.

In 2005, the Company received \$3,050,000 following two flow-through share issues. In March 2006, but effective December 31, 2005, the Corporation renounced all of its tax deductions relating to flow-through investments (see note 13).

...continued

Forest Gate Resources Inc.

Notes to the Financial Statements (unaudited)

September 30, 2006

14. Contingent liabilities (continued)

b) Flow-through share issues (continued)

During the quarter, the Company received \$713,600 (quarter ended September 30, 2005 - \$1,500,000) following a flow-through share issue. After year-end, but effective December 31, 2006, the Corporation will renounce all of its tax deductions relating to flow-through investments (see note 13).