

WSR GOLD INC. (FORMERLY WESTCHESTER RESOURCES INC.) MANAGEMENT DISCUSSION AND ANALYSIS

This management discussion and analysis (“**MD&A**”) of WSR Gold Inc. (“**WSR**” or the “**Corporation**”) provides analysis of the Corporation’s results of operation and financial condition for the fiscal year ended March 31, 2007 (“**fiscal 2007**”). This MD&A should be read in conjunction with the audited consolidated financial statements of the Corporation for fiscal 2007 and for the fiscal year ended March 31, 2006 (“**fiscal 2006**”) and the accompanying notes. The preparation of financial data is in accordance with Canadian generally accepted accounting principles and all figures are reported in Canadian dollars unless otherwise indicated. The Corporation filed articles of amendment to change its name from Westchester Resources Inc. to WSR Gold Inc. on February 15, 2007.

Certain information included in this MD&A may constitute forward-looking statements. Forward-looking statements are based on the current expectations, intentions, plans and beliefs of WSR. Forward-looking statements can often be identified by the use of forward-looking words such as “anticipate”, “believe”, “expect”, “goal”, “plan”, “intend”, “estimate”, “may” and “will” or other similar words suggesting future outcomes or other expectations, beliefs, plans, objectives, assumptions, intentions or statements about future events or performance. By their very nature, forward-looking statements are subject to various risks and uncertainties that could cause actual results to differ materially from the predictions, forecasts, and projections expressed or implied herein. The factors that could cause actual results to differ materially from any forward-looking statement include, but are not limited to, general economic conditions, industry conditions, stock market volatility, volatility of commodity prices, currency fluctuations, imprecision of resource and reserve estimates, environmental risks, competition from other industry participants, the lack of availability of qualified personnel or management, delays in obtaining or failure to obtain governmental, environmental or other project approvals, failure to establish estimated resources and reserves, the grade and recovery of ore which is mined varying from estimates, capital and operating costs varying from estimates, and the ability to access sufficient capital from internal and external sources. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on the forward-looking statements contained herein. WSR’s actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what benefits that WSR will derive therefrom. WSR is under no obligation and has no intention to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. Additional information relating to the Corporation is available on SEDAR at www.sedar.com.

The information contained in this MD&A is presented as of July 27, 2007, unless otherwise noted.

Description and History of Business

WSR is a publicly listed Canadian junior resource company with mining interests in Guyana, South America. WSR was incorporated in Ontario on May 11, 1979 and was originally involved in mineral exploration. From November 2000 until April 2003, it was largely inactive. During the year ended March 31, 2004 (“**fiscal 2004**”), WSR commenced reorganizing its activities and

completed two financing transactions to raise gross proceeds of \$350,000 and acquired an option to earn a 100 percent interest in a mineral resource property. An additional \$44,599 was spent to further explore the property in the fiscal year ended March 31, 2005 (“**fiscal 2005**”) however the Corporation chose not to pursue this prospect and surrendered its interest in fiscal 2006.

In April 2004, WSR was presented with an opportunity to acquire certain western Canadian oil and gas properties and shifted its focus to oil and gas exploration and development. Effective August 4, 2004, WSR commenced trading as a Tier 2 company on the TSX Venture Exchange under the symbol “WSR”.

The Corporation entered into a definitive agreement with Aspen Group Resources Corporation (“**Aspen**”) dated April 1, 2004 to acquire, explore and develop on a 50-50 basis, oil and gas properties in Canada until December 31, 2004 (the “**Joint Venture**”). The agreement was subsequently amended as of November 4, 2004 to have effect until April 1, 2009 and include all oil and gas properties acquired by either party in North America. Aspen was appointed operator under the agreement. Following its shift in focus to oil and gas, the Corporation, through the Joint Venture, actively acquired exploration acreage in western Canada and the northern United States over the course of fiscal 2005 and 2006.

In October of 2006, the Corporation was presented an opportunity to return to the mining industry. On October 19, 2006, WSR entered into an option agreement (the “**Option Agreement**”) with Guyana Goldfields Inc. (TSX:GUY) to earn a 50 percent interest in the Peters Mine property in Guyana (the “**Peters Mine Property**”). See “Mining Properties”.

On December 8, 2006, the Corporation elected to focus its resources solely on its mining interests and entered into a definitive agreement (the “**Definitive Agreement**”) to sell 100 percent of its 50 percent interest in the Joint Venture to Aspen. The Definitive Agreement had an October 1, 2006 effective date and closed on February 9, 2007. See “Oil and Gas Properties”

Overall Performance

As at March 31, 2007 the Corporation had working capital of \$2,685,061 compared to a working capital deficit of \$202,905 at March 31, 2006 and working capital of \$2,612,756 at March 31, 2005. The increase in working capital as at March 31, 2007 was due to: (i) a private placement completed on November 17, 2006 pursuant to which WSR raised gross proceeds of \$2,025,000; (ii) the disposition of the Joint Venture properties, which relieved the Corporation of its working capital obligations related to the Joint Venture; and, (iii) the exercise of warrants of the Corporation during the third and fourth quarter of fiscal 2007 to raise aggregate proceeds of \$759,750. See “Liquidity and Capital Resources”

Industry Trends

The mineral exploration and mining business is competitive in all phases of exploration, development and production. The Corporation competes with a number of other entities in the search for and the acquisition of productive mineral properties. As a result of this competition, the majority of which is with companies with greater financial resources than the Corporation, the Corporation may be unable to acquire attractive properties in the future on terms it considers acceptable. The Corporation also competes for financing with other resource companies, many of whom have greater financial resources and/or more advanced properties. There can be no

assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financing will be favourable to the Corporation.

The ability of the Corporation to acquire properties depends on its success in exploring and developing its present properties and on its ability to select, acquire and bring to production suitable properties or prospects for mineral exploration and development. Factors beyond the control of the Corporation may affect the marketability of minerals mined or discovered by the Corporation. See “Risks and Uncertainties”

Summary of Quarterly Results

The following is selected financial data from the quarterly consolidated financial statements of the Corporation for the last eight completed fiscal quarters ending March 31, 2007. This information should be read in conjunction with the audited annual and unaudited interim consolidated financial statements of the Corporation for fiscal 2007, 2006, and 2005.

Summary of Quarterly Results

	4th Quarter ended March 31, 2007	3rd Quarter ended December 31, 2006	2nd Quarter ended September 30, 2006	1st Quarter ended June 30, 2006
Gross revenue	\$12,802	\$106,338	\$191,807	\$112,327
Net income (loss)	\$ 146,749	\$(823,766)	\$(4,769,179)	\$(290,803)
Net income (loss) per share – basic and diluted	\$ 0.01	\$(0.01)	\$(0.09)	\$(0.01)
	4th Quarter ended March 31, 2006	3rd Quarter ended December 31, 2005	2nd Quarter ended September 30, 2005	1st Quarter ended June 30, 2005
Gross revenue	\$177,241	\$165,477	\$18,249	\$16,611
Net income (loss)	\$(3,695,945)	\$(99,848)	\$(258,105)	\$(99,741)
Net income (loss) per share – basic and diluted	\$(0.10)	\$(0.00)	\$(0.01)	\$(0.00)

Financial performance over the above-noted eight quarters has ranged from a loss of \$ 4,769,179 for the quarter ended September 30, 2006 to a profit of \$146,749 for the three months ended March 31, 2007. The predominant reason for the loss during the second quarter of fiscal 2007 was a ceiling test write-down of oil and gas properties as the Corporation reduced the carrying value of its capital investment in the Joint Venture properties in Manitoba. See “Oil and Gas Properties” The Corporation performed an impairment (ceiling) test review at September 30, 2006 to assess the recoverable value of the petroleum and natural gas properties and to determine that it does not exceed its fair value. The properties were found to be impaired at September 30, 2006 and additional depletion of \$4,678,474 was charged against the book value of the petroleum and natural gas properties and net income for the quarter. The profit generated in the fourth quarter of fiscal 2007 is primarily due to the impact of future income tax recoveries

recorded on the income statement during the quarter as a result of the issuance of flow-through shares by the Corporation in April of 2006. See “Liquidity and Capital Resources”

Revenues in the third and fourth quarter of fiscal 2006 and first three quarters of fiscal 2007 were generated by a combination of oil sales from production in the Daly Field in Manitoba, and interest income. The properties went on stream in October in 2005 and, as previously discussed, sold on December 8, 2006. Revenue in the remaining quarters was generated solely by interest income.

Results of Operations

As previously noted, the Corporation entered into the Definitive Agreement to sell its interest in the Joint Venture properties on December 8, 2006, as a result of which, all revenue, expenses, and royalties associated with these properties in the quarter were recorded up to such date.

The Corporation incurred a net loss of \$5,736,999 (\$0.10 per share) in fiscal 2007 compared to a net loss of \$4,153,639 (\$0.11 per share) in fiscal 2006 and a net loss of \$584,729 (\$0.02 per share) for fiscal 2005. The predominant reason for the year-end net loss is an adjusted write-down of oil and gas properties of \$3,646,352 as WSR reduced the carrying value of its capital investment in its Manitoba oil properties. The Corporation performed an impairment (ceiling) test review at the end of the second quarter of fiscal 2006 to assess the recoverable value of its petroleum and natural gas properties and to determine that they did not exceed their fair value. The properties were found to be impaired at September 30, 2006 and, as a result, their value was written down. See “Oil and Gas Properties”.

Consolidated revenues for fiscal 2007 were derived from interest income of \$33,925 (\$34,744 in fiscal 2006) and oil income, net of royalties, of \$389,349 (\$342,834 in fiscal 2006). Net oil production in fiscal 2007 was 6,051 barrels at an average price of \$70.57 per barrel versus 5,322 barrels at an average price of \$66.37 per barrel in fiscal 2006. Production in fiscal 2007 averaged 16.6 barrels per day versus 14.5 barrels per day in fiscal 2006.

The Corporation incurred consolidated production and operating costs of \$409,988 (\$67.76 per barrel) in fiscal 2007 versus \$286,086 (\$53.76 per barrel) in fiscal 2006. The high production and operating costs were directly attributable to expenses related to water handling, disposal, and trucking costs.

Depletion, depreciation, and accretion expense increased from \$161,681 in fiscal 2006 to \$522,706 in fiscal 2007 due to increased capital expenditures associated with the Joint Venture properties. The Joint Venture properties were sold during fiscal 2007. See “Oil and Gas Properties” and “Description of Business”.

Stock-option compensation expense increased from \$181,026 in fiscal 2006 to \$707,930 in fiscal 2007 due to the issuance of options to consultants and others involved in the acquisition and ongoing exploration of the Peters Mine property. See “Mining Properties” The options were valued using the Black-Scholes Option Pricing Model with an average fair value of \$0.51 in fiscal 2007 (2006-\$0.27).

Consolidated general and administrative costs (“G&A”) were \$471,861 in fiscal 2007 compared to \$403,322 in fiscal 2006. The increase was due to higher public Corporation and legal expenses associated with the completion of the Option Agreement on the Peters Mine Property, the completion of a private placement financing in November 2006 and the sale of the Joint Venture assets. On a per barrel basis, G&A costs were \$77.98 per barrel in fiscal 2007 compared to \$75.78 per barrel in fiscal 2006. A breakdown of the Corporation’s G&A costs for the twelve-month periods ended March 31, 2006 and 2007 is provided in the following table:

Cost Description	Fiscal 2007		Fiscal 2006	
	Total Cost	% of G&A	Total Cost	% of G&A
Consulting costs for geological and engineering consulting services and management services	\$205,057	43%	\$213,471	52.9%
Accounting, audit, and legal expenses	\$118,320	25%	\$93,425	23.2%
Public company costs including trust services	\$95,458	20%	\$53,494	13.3%
Miscellaneous	\$53,026	12%	\$42,932	10.6%
TOTAL	\$471,861	100%	\$403,322	100%

As previously indicated, the Corporation is in the early stages of its exploration and development program and as such is not generating sufficient cash flow to participate in additional drilling programs without raising additional funds through the capital markets. There can be no assurance that the Corporation will be successful in raising funds in the future. See “Industry Trends” and “Risks and Uncertainties”.

Selected Annual Information

The following is selected financial data derived from the audited consolidated financial statements of the Corporation for the last three completed fiscal years. This information should be read in conjunction with the audited consolidated financial statements of the Corporation for fiscal 2007, 2006, and 2005.

	Fiscal years ending		
	March 31, 2007	March 31, 2006	March 31, 2005
Total revenue	\$423,274	\$377,578	\$144,132
Net income (loss)	\$(5,736,999)	\$(4,153,639)	\$(584,729)*
Weighted number of common shares	58,517,949	38,414,559	32,701,551
Basic and diluted net income (loss) per share	\$(0.10)	\$(0.11)	\$(0.02)
Total assets	\$5,192,033	\$2,281,180	\$6,085,276
Total long-term financial liabilities	-	\$65,661**	\$45,565**

* Restated per Note 4 in the Notes to the annual consolidated Financial Statements for fiscal 2005

** Asset retirement obligations

The Corporation is a development stage resource company and is subject to exploration and other risks (See “Risk and Uncertainties”) associated with resource exploration and development. Annual results can be significantly affected by costs associated with operations. In fiscal 2006, the Corporation wrote-down \$3,366,662 in costs associated with exploration activities in North Dakota and Saskatchewan. In fiscal 2007, the Corporation wrote down \$3,646,352 due to a ceiling test write-down of oil and gas properties as the Corporation reduced the carrying value of its capital investment in the Joint Venture properties in Manitoba. See “Results of Operations”.

Oil and Gas Properties

The Corporation, through the Joint Venture, owned a 50 percent interest in prospective and/or producing oil and gas properties in three areas: the provinces of Manitoba and Saskatchewan in Canada, and the state of North Dakota, in the United States. Pursuant to the Definitive Agreement, signed December 8, 2006 with a October 1, 2006 effective date, WSR agreed sell to Aspen its interest in approximately 3,000 acres (1,500 acres net to WSR) of drilling leases in the Daly Field in Manitoba and the associated wells and production, 8 sections (4 net sections) of drilling leases in southeast Saskatchewan and the two test wells drilled in 2004, and approximately 1,600 acres (800 net acres) of prospective lands in North Dakota (collectively the “**JV Properties**”). On February 9, 2007, WSR held an annual and special meeting of shareholders at which the requisite shareholder approval was obtained to affect the sale to Aspen of the JV Properties. Pursuant to the Definitive Agreement, the purchase price for the Corporation’s 50 percent interest in the Joint Venture was \$1.859 million and was equal to the aggregate amounts owing at closing by WSR to Aspen in respect of the Joint Venture, and was paid through an offset of such amount. These assets were the only source of revenue for the Corporation from ongoing operations since October 2005. The transaction released WSR from all current and future site reclamation costs and liabilities associated with all wells drilled under the Joint Venture. WSR received regulatory approval and closed the sale of the JV Properties with Aspen on February 9, 2007.

Mining Properties

Effective October 19, 2006, WSR entered into an Option Agreement with Guyana Goldfields Inc. to earn a 50 percent interest in the Peters Mine Property in Guyana. Pursuant to the Option Agreement, in order to earn its 50 percent interest in the Peters Mine Property, WSR issued 5,000,000 common shares to Guyana Goldfields Inc. and is required to spend a total of \$5 million in exploration on the property over a three-year period. The value of shares issued was deemed to be \$0.36 per share for a total fair value of \$1,800,000. To date, WSR has incurred mining expenditures of \$560,330 on the Peter's Mine Property as part of the requirements under the Option Agreement.

The Peters Mine Property consists of 8,358 acres located approximately 160 kilometers southwest of Georgetown, the capital of Guyana. The Peters Mine, which is located on the Peters Mine Property, was the first significant gold producer in Guyana and put into production by a New York syndicate in 1904 and operated until 1909. Geological data indicate that the oxidized and saprolitic zones demonstrate the potential for open pit deposits with high-grade mineralization present in deeper primary zones. Drill results also indicate the potential for multiple gold zones. In addition to year round road access, the property has environmental permits in place for operations up to 1,000 tonnes per day. Guyana Goldfields Inc. acquired the property in 1996 and conducted a limited diamond drilling campaign in the main shaft area over the next four years with encouraging results. A report dated October 30, 2003 as amended January 20, 2004 prepared by Cargill Consulting Geologists Limited in accordance with National Instrument 43-101 ("**NI 43-101**") details previous exploration and mining activities on the property and is available on SEDAR available at www.sedar.com as filed by Guyana Goldfields Inc. on January 29, 2004. See also the press release by WSR dated November 22, 2006 available on SEDAR at www.sedar.com.

In 2005, the Peters Mine Property was subject to a detailed airborne geophysical survey consisting of radiometrics, electro-magnetic, and magnetometer surveys. This survey identified and outlined the primary mineralized control structure target as a major deformation zone with widths of 150 to 250 meters wide running north to south for a distance of 8 kilometres through the property. This structure marks the contact between the granodiorite intrusive in the east and meta-volcanics in the west. This finding was further reinforced by results of geochemical work and ground mapping of historical as well as present artisanal workings. Throughout this trend, old shafts, adits and recent workings by itinerant miners, suggests that the historical Peters Mine was a relatively small part of a much larger regional structure. WSR believes that this structure has good potential to host significant additional gold mineralization.

The potential quantity and grade of any mineralization on the Peters Mine Property is conceptual in nature and there has been insufficient exploration to define a mineral resource on the property. It is uncertain if further exploration work will result in the definition, by NI 43-101 standards, of a mineral resource on the property. WSR does not expect any revenues from the Peters Mine Property for the foreseeable future.

The foregoing summary of the Peters Mine Property was prepared under the supervision of Nathaniel Silvio, a qualified person within the meaning of NI 43-101.

WSR has initiated a 5,000-meter drill contract on the Peters Mine Property and is currently drilling south of the main shaft area of the original Peters Mine. WSR is also conducting a

ground geophysical program on the Peters Mine Property for further delineate potential drill targets on the property. See “Outlook”.

Liquidity and Capital Resources

On April 4, 2006, the Corporation raised gross proceeds of \$2,575,000 to fund its continuing development program in the Daly Field (held through the Joint Venture). In connection with the financing, WSR issued 3,333,333 flow-through common shares (the “**Flow-Through Shares**”) at a price \$0.30 per Flow-Through Share and 7,000,000 units (the “**Units**”) at a price of \$0.225 per Unit. Each Unit consisted of one common share of WSR and one share purchase warrant. Each share purchase warrant was exercisable to acquire one common share of WSR at a price of \$0.30 until April 4, 2007, provided that if after August 5, 2006, the closing price of the common shares of WSR on the principal market on which such shares trade is equal to or exceeds \$0.50 for 20 consecutive trading days, WSR may provide written notice to the warrant holder that the expiry date shall accelerate to the date which is the later of 30 days following the date of delivery of the written notice and the date a press release is issued by WSR announcing the reduced expiry date. In connection with the financing, WSR issued 775,000 broker warrants to Jones Gable & Corporation Limited. Each broker warrant was exercisable for one Unit at a price of \$0.225 until April 4, 2007. During fiscal 2007, 2,285,000 \$0.30 warrants were exercised for proceeds of \$685,500 and 330,000 broker warrants were exercised for proceeds of \$74,250. Subsequent to the end of the year, all the remaining warrants, broker warrants, and warrants underlying to the broker warrants were exercised. See “Subsequent Events”.

On November 17, 2006, WSR completed a private placement whereby the Corporation issued 13,500,000 units (the “**Offered Units**”) at a price of \$0.15 per Offered Unit for total gross proceeds of \$2,025,000. Each Offered Unit consists of one common share of WSR and one share purchase warrant. Each share purchase warrant is exercisable to acquire one common share of WSR at a price of \$0.25 for a period of 24 months (the “**Warrant Term**”), provided that, in the event that the closing price of WSR's common shares is \$0.60 or more for 20 consecutive trading days at any time during the 24 month period following the closing of the financing and following the expiry of applicable hold periods, WSR may reduce the Warrant Term to the date that is 30 days following the later of (i) the issuance of a press release announcing the new expiry date; and (ii) the mailing of notice to the warrant holders of the reduced Warrant Term. In fiscal 2007, 10,000 of such warrants were exercised to raise proceeds of \$2,500.

As at March 31, 2007 the Corporation had working capital of \$2,685,061 compared to a working capital deficit of \$202,905 at March 31, 2006 and working capital of \$2,612,756 at March 31, 2005. The increase working capital as at March 31, 2007 was due to: (i) a private placement completed on November 17, 2006 pursuant to which WSR raised gross proceeds of \$2,025,000; (ii) the disposition of the Joint Venture properties, which relieved the Corporation of its working capital obligations related to the Joint Venture; and, (iii) the exercise of warrants of the Corporation during the third and fourth quarter of fiscal 2007 to raise aggregate proceeds of \$759,750. Cash and cash equivalents and short-term investments totalled \$2,700,287 as at March 31, 2007. Subsequent to the end of the fiscal year, the Corporation's cash position was further enhanced by the additional exercises of warrants. (See “Subsequent Events”). As at March 31, 2007 the Corporation had no long-term liabilities as the sale of the JV Properties relieved the Corporation of any future asset retirement obligations. Future income tax recovery increased from nil in fiscal 2006 to \$361,200 in fiscal 2007 due to the issuance by the Corporation of \$1,000,000 in Flow-Through Shares. The Corporation does not expect to incur any tax liabilities

in the foreseeable future as it has significant tax-loss carry forwards that would mitigate any tax liability. See “Risks and Uncertainties”.

Risks and Uncertainties

The Corporation does not currently generate sufficient cash flow to internally fund additional drilling programs with regard to its future exploration programs in the Peters Mine Property, and is reliant on its ability to raise funds through the capital markets. There can be no assurance that the Corporation will be successful in raising funds in the future. WSR’s current annual G&A requirements, excluding any costs associated with its mining operations, is approximately \$450,000.

The principal business of the Corporation is resource exploration and development. As such, it is exposed to a number of risks and uncertainties that are common to other companies in the same industry.

WSR’s future success depends on its ability to find, develop or acquire oil and gas and/or mining reserves that are economically recoverable. Exploration and development drilling may not result in commercially productive reserves. Successful acquisitions require an assessment of a number of factors, many of which are uncertain. These factors include recoverable reserves, exploration potential, future commodity prices, operating costs and potential environmental and other liabilities. Such assessments are inexact and their accuracy is inherently uncertain.

Mineral exploration is a speculative venture. There is no certainty that the money spent on exploration and development of mineral projects will result in any discoveries of commercial bodies of ore. The long-term profitability of the Corporation’s operations will in part be related to the success of its exploration programs, which may be affected by a number of factors that are beyond the control of the Corporation.

The business of mineral exploration is capital intensive. Presently, the only source of additional funds to further develop the projects undertaken by the Corporation is the equity market. Complementary debt financing will only be available upon the proving of economic production from reserves. Although the Corporation was successful in accessing the equity markets during fiscal 2004 and in calendar 2006, there are no assurances that WSR will be successful in the future or that such sources of capital will be available. A substantial and extended decline in commodity prices could result in delay or cancellation of drilling, development or construction, curtailment in production, or a loss of property interest, all of which could have a material adverse impact on the Corporation.

The resource exploration and development industry is highly competitive in all aspects of the business, including the acquisition of properties, the exploration for and development of new sources of supply and the marketing of current production. A number of the Corporation’s competitors have financial and other resources substantially in excess of those available to the Corporation. Additionally, the Corporation is dependent on third-party consultants for the majority of its technical requirements.

Changes in Accounting Policy

A detailed summary of all the Corporation’s significant accounting policies is included in Note 2 to the audited consolidated financial statements for fiscal 2007. During fiscal 2005, the

Corporation decided to follow the full-cost method of accounting for its oil and gas operations. Under this method all costs related to the exploration of and development of oil and gas resources are capitalized. Costs include lease acquisitions, geological and geophysical expenses, delay rentals and costs of drilling both productive and non-productive wells. Proceeds from the disposal of properties will be applied against capitalized costs, without any gain or loss being realized, unless such sale would significantly alter the rate of depletion and depreciation. The Corporation did not make any changes in its accounting policy during fiscal 2007.

The Corporation accounts for income taxes using the liability method. Under this method, future income taxes are recorded for the temporary differences between the financial reporting basis and tax basis of the Corporation's assets and liabilities.

Gains and losses on sales of investments and properties are recognized when realized. Interest income is recognized on the accrual basis. Oil and gas revenue is recognized when sold.

Foreign currency accounts are translated into Canadian dollars as follows:

At the transaction date, each asset, liability, revenue or expense is translated into Canadian dollars by the use of the exchange rate in effect at that date. At the year end date, monetary assets and liabilities are translated into Canadian dollars by using the exchange rate in effect at that date and the resulting foreign exchange gains and losses are included in operations in the current period.

The Corporation uses the Black-Scholes Option Pricing Model in determining the fair value of options granted for stock-based compensation. Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective price assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Corporation's stock options granted/vested during the year.

Off-Balance Sheet Arrangements

The Corporation has no off-balance sheet arrangements in fiscal 2007.

Related Party Transactions

A company owned by Steve Austin, CFO of the Corporation, performed accounting services for the Corporation for fees in the amount of \$57,888 in fiscal 2007 (2006 - \$32,394).

During the year, \$90,000 (2006 - \$90,000) in management fees were paid to Kevin O'Connor, the president and CEO of the Corporation, who resigned his position as president and CEO of the Corporation and joined the Corporation's board in January of 2007. Mr. John Tait was appointed to the position of president and CEO on January 16, 2007.

Subsequent Events

Subsequent to the end of fiscal 2007, 4,715,000 \$0.30 warrants (proceeds of \$1,414,500), 445,000 \$0.225 broker warrants (proceeds of \$100,125), and 775,000 \$0.30 warrants (proceeds of \$232,500) underlying the broker warrants, representing all the remaining warrants and broker warrants from the April 2006 equity financing, were exercised for total proceeds of \$1,747,125.

Subsequent to the end of fiscal 2007, a total 210,000 \$0.25 warrants were exercised for total proceeds of \$52,500.

On April 19, 2007, the Corporation granted options to a consultant to acquire 100,000 common shares of the Corporation at \$0.60 per share over a period of 5 years.

Disclosure Controls and Procedures

Management has ensured that there are disclosure controls and procedures which provide reasonable assurance that material information relating to the Corporation is disclosed on a timely basis, particularly information relevant to the period in which annual filings are being prepared. Management believes these disclosure controls and procedures have been effective during the fiscal year ended March 31, 2007.

Shares Issued and Issuable

As at July 27, 2007, WSR had 80,292,652 common shares issued and outstanding and the following securities issuable upon exercise of convertible securities:

- (i) 13,280,000 warrants each exercisable to acquire one common share at \$0.25 per share until November 17, 2008;
- (ii) 950,000 share purchase warrants each exercisable to acquire one common share at \$0.25 per share until November 17, 2008; and
- (iii) 2,160,000 exercisable stock options of which 160,000 are exercisable at \$0.30 per share until September 24, 2008, 100,000 are exercisable at \$0.70 per share until July 6, 2009, 200,000 are exercisable at \$0.60 per share until July 19, 2009, 200,000 are exercisable at \$0.60 per share until April 1, 2010, 200,000 are exercisable at \$0.50 per share until April 12, 2011, 100,000 are exercisable at \$0.60 per share until February 23, 2012, 900,000 are exercisable at \$0.60 per share until November 20, 2011, 200,000 are exercisable at \$0.67 per share until May 16, 2011, and 100,000 are exercisable at \$0.60 per share until December 15, 2011.

Outlook

For the Fiscal Year ending March 31, 2008, WSR plans to execute a full sequence exploration program on the optioned Peter's Mine Property, Guyana, South America. In 2006, a geochemical program, geophysical program and ground reconnaissance program were underway and completed. The Corporation has also been diamond drilling in and around the Peter's Mine Shaft area of the property and will continue to do so with the aid of the completed programs noted above.

WSR intends to follow up on the drilling success as disclosed in its press release dated May 29, 2007. This proved the Peter's Mine Property to have significant grades over significant widths at surface. Follow up work is currently under way.

See "Mining Properties".