

# **Argosy Minerals Inc.**

**INTERIM CONSOLIDATED FINANCIAL STATEMENTS**  
**For the Quarter Ended March 31, 2010**  
(expressed in Canadian dollars)

## NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

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

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

The Corporation'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.

**ARGOSY MINERALS INC**  
**(an Exploration stage company)**

**CONSOLIDATED BALANCE SHEETS**

(unaudited - prepared by Management)

**As at March 31, 2010 and December 31, 2009**

(Expressed in Canadian Dollars)

	<b>March 31, 2010</b>	<b>December 31, 2009</b>
<b>ASSETS</b>		
Current Assets		
Cash and cash equivalents	\$ 1,331,068	\$ 1,500,935
Accounts receivable	13,000	14,388
	<u>1,344,068</u>	<u>1,515,323</u>
Office Equipment and Furniture	4,321	5,373
	<u>\$ 1,348,389</u>	<u>\$ 1,520,696</u>
<b>LIABILITIES</b>		
Current Liabilities		
Accounts payable and accrued liabilities	\$ 39,815	\$ 42,601
<b>SHAREHOLDERS' EQUITY</b>		
Capital Stock, Authorised - unlimited		
Issued	46,991,751	46,991,751
Contributed Surplus	3,013,073	3,013,073
Deficit	<u>(48,696,250)</u>	<u>(48,526,729)</u>
	<u>1,308,574</u>	<u>1,478,095</u>
	<u>\$ 1,348,389</u>	<u>\$ 1,520,696</u>

**ARGOSY MINERALS INC**

(An Exploration Stage Corporation)

**CONSOLIDATED STATEMENTS OF OPERATIONS AND DEFICIT**

(Unaudited - Prepared by Management)

For the Three Months ended March 31, 2010 and 2009

	2010	2009
<b>Income:</b>		
Interest revenue	\$ 8,964	\$ 13,180
Foreign Exchange gain	(16,573)	26,148
	(7,609)	39,328
<b>Expenses:</b>		
Arbitration	-	18,587
Bank charges	654	378
Depreciation	1,052	1,052
Directors Fees	15,811	14,451
Insurance	2,306	-
Legal	4,112	-
Management and Consulting fees	83,209	79,932
Office	7,809	1,429
Project Assessment	1,068	-
Rent	9,125	7,136
Salaries and benefits	28,010	23,198
Shareholder communications	781	-
Telecommunications	2,736	1,282
Transfer agent and stock exchange	5,239	8,341
	161,912	155,786
<b>Loss for the period</b>	(169,521)	(116,458)
<b>Deficit, beginning of period</b>	48,526,729	48,026,387
<b>Deficit, end of period</b>	48,696,250	48,142,845
<b>Basic &amp; Diluted Loss per Common Share</b>	\$ 0.002	\$ 0.001
Weighted Average Number of Common Shares Outstanding	99,919,105	99,919,105

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

**ARGOSY MINERALS INC**  
(An Exploration Stage Corporation)

**CONSOLIDATED CASH FLOW STATEMENTS**

(Unaudited - Prepared by Management)

For the Three Months ended March 31, 2010 and 2009

	2010	2009
<b>Cash Flows from Operating Activities</b>		
Loss for the period	\$ (169,521)	\$ (116,458)
Adjustments for		
Depreciation	1,052	1,052
Foreign Exchange Loss/(Gain)	10,834	(32,123)
	(157,635)	(147,529)
<b>Changes in Non-cash working capital</b>		
Decrease/ (Increase) in accounts receivable & prepaid expenses	1,388	4,323
Increase/(Decrease) in accounts payable & accrued liabilities	(2,786)	(33,306)
<b>Cash Flows from Operating Activities</b>	(159,033)	(176,512)
<b>Foreign Exchange (Loss)/Gain on Cash Held in Foreign Currency</b>	(10,834)	32,123
<b>Decrease in Cash &amp; Cash Equivalents</b>	(169,867)	(144,390)
<b>Cash &amp; Cash Equivalents at Beginning of Period</b>	1,500,935	2,091,150
<b>Cash &amp; Cash Equivalents at End of Period</b>	\$ 1,331,068	\$ 1,946,760

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Unaudited - Prepared by Management)

For the Three Months ended March 31, 2010

### 1. *Basis of Preparation*

These consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles and, except where noted, follow the same accounting policies and methods of their application as the most recent annual financial statements of the Corporation dated December 31, 2009 and should be read in conjunction with those statements. These notes do not include all of the information and disclosures required by GAAP for annual financial statements. In the opinion of the Corporation, these unaudited interim financial statements contain all adjustments necessary in order to present a fair statement of the results of the interim period presented.

### 2. *New Accounting Developments*

#### (i) Business Combinations

In January 2009, the CICA issued Handbook section 1582, Business Combinations, section 1601, Consolidated Financial Statements, and section 1602, Non-Controlling Interests. These sections replace the former section 1581, Business Combinations, and section 1600, Consolidated Financial Statements, and establish a new section for accounting for a non-controlling interest in a subsidiary.

Sections 1582 and 1602 will require net assets, non-controlling interests and goodwill acquired in a business combination to be recorded at fair value and non-controlling interests will be reported as a component of equity. In addition, the definition of a business is expanded and is described as an integrated set of activities and assets that are capable of being managed to provide a return to investors or economic benefits to owners. Acquisition costs are not part of the consideration and are to be expensed when incurred. Section 1601 establishes standards for the preparation of consolidated financial statements.

These new standards are effective January 1, 2011. The Corporation has early adopted these policies effective January 1, 2010 and concluded that there is no material impact to the interim consolidated financial statements.

#### (ii) International Financial Reporting Standards ("IFRS")

In 2006, the Canadian Accounting Standards Board ("AcSB") published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five year transitional period. In February 2008, the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada's own GAAP. The date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date of January 1, 2011 will require the restatement, for comparative purposes, of amounts reported by the Corporation for the year ended December 31, 2010. The Corporation has begun assessing the adoption of IFRS for 2011 and does not expect that the adoption will have a material effect on reported results.

### 3. *Capital Stock, Contributed Surplus and Stock Based Compensation*

The Corporation is authorised to issue an unlimited number of common shares without par value.

<b>Issued</b>	Number of	
	Shares	Amount
Total Issued - March 31, 2010 and December 31, 2009	99,919,105	\$ 46,991,751
<b>Contributed Surplus</b>		
Balance - March 31, 2010 and December 31, 2009		\$ 3,013,073

## Stock Options

The Corporation grants stock options to employees as determined by the Corporation's Board of Directors. Stock options granted to the directors of the Corporation are granted subject to approval of the Corporation's shareholders.

The status of stock options granted to employees and directors as at March 31, 2010 and December 31, 2009 and the changes during the periods ended on those dates is presented below:

	<b>March 31, 2010</b>		<b>December 31, 2009</b>	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Options outstanding and exercisable				
- Beginning of quarter/year	14,350,000	\$0.25	14,350,000	\$0.25
Options outstanding and exercisable				
- End of quarter/year	14,350,000	\$0.25	14,350,000	\$0.25

## Options Outstanding

<b>Number</b>	<b>Exercise Price</b>	<b>Remaining Life</b>
5,100,000	A\$0.10 (\$0.09)	1.2 years
2,750,000	A\$0.50 (\$0.44)	2.2 years
6,500,000	A\$0.35 (\$0.31)	3.2 years

A\$ represents Australian dollars.

## 4. Management of Capital

The Corporation's objectives when managing capital are to safeguard its ability to continue as a going concern in order to pursue the acquisition and potential development of mineral properties and to maintain a flexible capital structure which optimizes the cost of capital at an acceptable risk.

In the management of capital, the Corporation includes the components of shareholders' equity as well as cash and cash equivalents.

The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Corporation may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and cash equivalents.

In order to facilitate the management of its capital requirements, the Corporation prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The annual and updated budgets are approved by the Board of Directors.

In order to maximize ongoing development efforts, the Corporation does not pay out dividends.

The Corporation's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with initial maturity terms of 90 days or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations.

The Corporation expects that its current capital resources will be sufficient to carry out its exploration plans and operations through its current operating period.

## 5. *Financial Instruments*

### a) *Fair Value*

The fair value of financial instruments at March 31, 2010 and December 31, 2009 is summarized as follows:

	<b>March 31, 2010</b>		<b>December 31, 2009</b>	
	<b>Carrying amount</b>	<b>Fair value</b>	<b>Carrying amount</b>	<b>Fair value</b>
<b>Financial Assets</b>				
<i>Held for trading</i>				
Cash and cash equivalents	\$ 1,331,068	\$ 1,331,068	\$ 1,500,935	\$ 1,500,935
Accounts receivable	13,000	13,000	14,388	14,388
<b>Financial Liabilities</b>				
Accounts payable and accrued liabilities	\$ 39,815	\$ 39,815	\$ 42,601	\$ 42,601

Fair value estimates are made at the balance sheet date, based on relevant market information and other information about the financial instruments.

### b) *Financial Risk Management*

The Corporation's activities potentially expose it to a variety of financial risks, including credit risk, foreign exchange risk (currency), liquidity and interest rate risk.

#### Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Financial instruments that potentially subject the Corporation to credit risk consist of cash and cash equivalents and accounts receivable. The Corporation deposits the majority of its cash and cash equivalents with high credit quality financial institutions in Canada and Australia.

#### Currency risk

The Corporation operates in a number of countries, including Canada and Australia and is therefore exposed to foreign exchange risk arising from transactions denominated in a foreign currency.

The Corporation's cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities are held in several currencies (mainly Canadian and Australian dollars) and are therefore subject to fluctuation against Canadian dollar.

The Corporation had the following balances in foreign currency as at March 31, 2010:

	<b>Australian Dollar</b>
Cash and cash equivalents	\$ 1,305,282
Accounts receivable	6,361
Accounts payable and accrued liabilities	(15,680)
Net balance	1,295,963
Equivalent in Canadian dollars	\$ 1,206,801

#### Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. The Corporation manages liquidity by maintaining adequate cash and cash equivalent balances.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. Current financial assets and financial liabilities are generally not exposed to interest rate risk because of their short-term maturity.

**6. Related Party Transactions**

During the quarter ended March 31, 2010, \$99,019 was paid or accrued to four directors of the Corporation, or to companies controlled by them, for director's fees, management consulting services and project management and assessment services.

In addition \$16,590 was paid or accrued to an Australian company and \$11,420 to a Canadian company, each controlled by a director of the Corporation for the provision of personnel in Australia and Canada respectively. These services are reimbursed at cost, which approximate fair value.

At March 31, 2010, management and consulting fees, directors' fees and amounts due for the provision of personnel amounted to \$6,623. These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Fees paid to each non-executive director do not exceed Australian \$30,000 per annum except for fees paid to the Chairman which are set at Australian \$40,000 per year.

**7. Commitments**

The Corporation has entered into an office lease which requires monthly payments of approximately \$4,000.

	2010	2011-2012	TOTAL
Amounts due under the lease are as follows:	\$36,000	\$48,000	\$84,000

**ARGOSY MINERALS INC.**  
(the “Corporation”)

## Management Discussion and Analysis

**Third Quarter Ended March 31, 2010**

**May 15, 2010**

The selected consolidated financial information set out below and certain comments which follow are based on, and derived from, the consolidated financial statements of the Corporation, and should be read in conjunction with them. The Management Discussion and Analysis has been prepared as at May 15, 2010.

### **Description of Business**

Since incorporation the Corporation has been exclusively a natural resource Corporation engaged in exploration for precious metals, base metals and diamonds. At this stage of its development, the Corporation has no producing properties and, consequently, has no current operating income or cash flow. The Corporation is a reporting issuer in British Columbia, Alberta and Ontario and trades on the Australian Stock Exchange under the symbol AGY.

### **Outlook**

#### *New Projects*

The Corporation continues to seek additional projects through which shareholder value may be enhanced and has focused on precious and base metals. The Corporation is investigating suitable projects on a global basis and has been active in examining precious and base metal opportunities in North America, Africa and the Pacific region. The Corporation has adopted a very selective approach in evaluating these opportunities and to date has not found a project of sufficient merit to add value for the shareholders. Following the decision not to pursue the arbitration proceeding against the Government of Burundi in early 2009, the Corporation has been reviewing new projects that may be acquired. Various opportunities covering gold, copper, uranium, coal, oil and gas have been reviewed, however none have been determined to be suitable for acquisition. Additional projects are currently being reviewed.

#### *Forward Looking Statements*

This MD&A contains forward looking statements and information. Forward looking statements can in certain instances be identified by, amongst others, the words “plans”, “expects” “believes” Such forward looking statements are based on the Corporation’s plans and expectations and involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Corporation to be materially different from any performance or achievement expressed or implied by such forward looking statement. *See Risk Factors below.*

#### *Risk Factors*

The exploration and development of mineral deposits involves significant financial risks. The success of the Corporation will be influenced by a number of factors including financing, exploration and extraction risks, political uncertainty and regulatory issues, environmental and other regulations.

In addition, the Corporation will periodically have to raise additional funds to continue operations from the sale of equity or the sale of some or all of its projects and while it has been successful in doing so in the past, there can be no assurance it will be able to do so in the future.

Small companies like Argosy have been severely negatively impacted by the decline in commodity prices and the ongoing global economic crisis. The ability of small companies to raise funding to advance mineral projects has been reduced significantly and in some cases is not available at all. Should the Corporation be successful in finding suitable new projects it would need to raise additional funds to advance those projects and such funding may not be available when required.

Additional risk factors relating to the Corporation's activities are discussed in detail in its Annual Information and 20F filings. These filings may be reviewed at [www.sedar.com](http://www.sedar.com).

## Overall Performance

*March 31, 2010 and December 31, 2009*

The Corporation incurred a loss of approximately \$170,000 for the quarter ended March 31, 2010 compared to a loss of \$160,000 for the quarter ended December 31, 2009. The increased loss of approximately \$10,000 is mostly due to the increased expenditures on rent of \$9,000 due to the Corporation entering into a new office lease, increased project expenditures of \$13,000 due to recoveries recorded in the December quarter and increased foreign exchange loss of \$10,000 due to a weaker Australian dollar, offset by decreased audit and accounting of \$17,000 which is higher in the December quarter due to annual audit costs.

During the quarter ended March 31, 2010 cash required for operating activities amounted to approximately \$159,000, was similar to the approximately \$184,000 required for the quarter ended December 31, 2009.

## Results of Operations

*First Quarter 2010 to First Quarter 2009*

The Corporation incurred a loss of approximately \$170,000 for the quarter ended March 31, 2010 compared to \$116,000 for the quarter ended March 31, 2009. The increased loss in the quarter ended March 31, 2010 is mainly due a foreign exchange loss of \$17,000 incurred in 2010 compared to a gain of \$26,000 in 2009 due to changing Australian dollar exchange rates, increased rent costs due to the Corporation entering into a new office lease agreement, offset by decreased arbitration costs of \$18,000 due to the Corporation no longer pursuing the arbitration.

### Summary of Quarterly Results

Year 3 months ended	2010	2009				2008		
	Mar 31	Dec 31	Sept 30	June 30	Mar 31	Dec 31	Sept 30	June 30
	\$ 000's							
<b>Interest Income</b>	9	11	10	11	13	17	41	50
<b>Foreign Exchange Gain / (Loss)</b>	(17)	(7)	13	104	26	21	(273)	78
<b>Total Income</b>	(8)	4	23	115	39	39	(232)	128
<b>Administration Expenditures</b>	(169)	(169)	(156)	(207)	(155)	(197)	(264)	(2,247)
<b>Project Assessment, net of Recoveries</b>	(1)	4	-	-	-	(16)	(1)	2
<b>Loss</b>	(170)	(159)	(133)	(92)	(116)	(176)	(497)	(2,117)
<b>Basic and Diluted Loss per Common Share of Dollars/Share</b>	(170)	(.002)	(.001)	(.001)	(.001)	(.003)	(.005)	(.02)
<b>Weighted Average Number of Common Shares (000's)</b>	← 99,919 →							

### *Other Quarterly Results*

Project assessment expenditures in 2010 will depend on the Corporation securing new opportunities.

The fluctuation in income over the past eight quarters is mainly due to the foreign exchange gains and losses as a result of the fluctuating rate of exchange between the Australian and Canadian dollar and the Corporation holding a substantial portion of its cash balances in Australian dollars, offset by increased interest income through September 2008 earned on increased cash balances following the capital raising completed in May 2007. Interest income has declined in recent quarters as cash balances have declined and the rate of interest payable on those balances have also declined in line with declining rates of interest due to the ongoing global credit crisis.

Project assessment expenditures in 2008 have decreased due to the termination of the agreements over the Lac Panache, Fish Creek and Copper Cliff projects in late 2007 and delays in obtaining various approvals to further investigations over projects in Africa that the Corporation was pursuing in 2009. Various new opportunities have been pursued in recent quarters, however expenditure was low due to most of the evaluation being done by reviewing data without the need for extensive site visits.

Administrative expenses increased by approximately \$1,906,000 and \$988,000 in the quarters ended June 30, 2008 and 2007 compared to the immediately preceding quarters, mainly due to the inclusion of stock based compensation expense of approximately \$1,749,000 and \$856,000 respectively, incurred on the granting of incentive stock options to directors as well as a significant increase in costs associated with the arbitration in 2008. Administrative expenses were lower in 2009 due to lower activity levels, the decision not to proceed with the arbitration and the reduction in management fee rates agreed to effective January 1, 2009. Expenditures in 2010 are expected to be similar to those in 2009 until the Corporation acquires new projects in which case expenditures will increase as activity levels increase.

### *Liquidity and Capital Resources*

The Corporation's cash deposits at March 31, 2010 totaled \$1,331,000 compared to \$1,501,000 at December 31, 2009. The Corporation continues to utilize its cash resources to fund project assessment activities and administrative requirements. Aside from such cash the Corporation has no material unused sources of liquid assets. As the Corporation does not have a source of income, cash balances will continue to decline as the Corporation utilizes these funds to conduct its operations.

The Corporation does not have any loans or bank debt and there are no restrictions on the use of its cash resources.

With cash balances of approximately \$1.3 million and current planned expenditures of approximately \$0.7 million, the Corporation has sufficient cash resources for planned activities over the next 12 months. Should the Corporation acquire new projects, it will be required to raise additional financing.

### *Commitments and Property Option Payments*

The Corporation has no current property option or expenditure commitments.

### *Related Party Transactions*

During the quarter ended March 31, 2010, \$99,019 was paid or accrued to four directors of the Corporation, or to companies controlled by them, for director's fees, management consulting services and project management and assessment services.

In addition \$16,590 was paid or accrued to an Australian company and \$11,420 to a Canadian company, each controlled by a director of the Corporation for the provision of personnel in Australia and Canada respectively. These services are reimbursed at cost, which approximate fair value.

At March 31, 2010, management and consulting fees, directors' fees and amounts due for the provision of personnel and office facilities amounted to \$6,623. These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Fees paid to each non-executive director do not exceed Australian \$30,000 per annum except for fees paid to the Chairman which are set at Australian \$40,000 per year.

#### *Proposed Transactions*

The Corporation is currently evaluating new opportunities. Should it enter into agreements over any of these opportunities it may be required to make cash payments and complete work expenditure commitments.

#### *Critical Accounting Estimates*

The detailed accounting policies are discussed in the Corporation's annual financial statements however, the following accounting policies require the application of management's judgment:

- (a) *Mineral property valuations* – Management uses its best estimate for recording any mineral property value based on the results of any exploration conducted, prevailing market conditions, similar transactions and factors such as stability of the country in which the asset may be located.
- (b) *Contingent Liabilities* – Management evaluates any claims against the Corporation and provides for those claims, where necessary, based on information available to it, including in some instances, legal advice.
- (c) *Income Tax* – Income taxes are calculated using the liability method of accounting. Temporary differences arising from the difference between the tax basis of an asset or liability and its carrying amount on the consolidated balance sheet are used to calculate future income tax assets or liabilities. Future income tax assets or liabilities are calculated using the tax rates anticipated to apply in the periods that the temporary differences are expected to reverse. Valuation allowances are established when necessary to reduce future income tax assets arising from loss carry-forwards to amounts expected to be realized.

#### *Interim Controls over Financial Reporting*

There have been no changes in the Corporation's internal control over financial reporting during the Corporation's most recent interim period that has materially affected, or is reasonably likely to materially affect, the issuer's internal control over financial reporting.

#### *Contingent Liabilities*

Management evaluates any claims against the Corporation and provides for those claims, where necessary, based on information available to it, including in some instances, legal advice.

#### *Changes in accounting policies and new accounting developments*

##### (i) Business Combinations

In January 2009, the CICA issued Handbook section 1582, Business Combinations, section 1601, Consolidated Financial Statements, and section 1602, Non-Controlling Interests. These sections replace the former section 1581, Business Combinations, and section 1600, Consolidated Financial Statements, and establish a new section for accounting for a non-controlling interest in a subsidiary.

Sections 1582 and 1602 will require net assets, non-controlling interests and goodwill acquired in a business combination to be recorded at fair value and non-controlling interests will be reported as a component of equity. In addition, the definition of a business is expanded and is described as an integrated set of activities and assets that are capable of being managed to provide a return to investors or economic benefits to owners. Acquisition costs are not part of the consideration and are to be expensed when incurred. Section 1601 establishes standards for the preparation of consolidated financial statements.

These new standards are effective January 1, 2011. The Corporation has early adopted these policies effective January 1, 2010 and concluded that there is no material impact to the interim consolidated financial statements.

(ii) International financial reporting standards (“IFRS”)

In 2006, the Canadian Accounting Standards Board ("AcSB") published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five year transitional period. In February 2008, the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada's own GAAP. The date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date of January 1, 2011 will require the restatement, for comparative purposes, of amounts reported by the Corporation for the year ended December 31, 2010. While the Corporation has begun assessing the adoption of IFRS for 2011, the financial reporting impact of the transition to IFRS cannot be reasonably estimated at this time.

*Financial Instruments and Other Instruments*

The Corporation holds certain cash balances in Australian dollars which are subject to exchange rate fluctuations and could give rise to exchange losses.

*Commitments*

The Corporation has entered into an office lease which requires monthly payments of approximately \$4,000.

	2010	2011-2012	TOTAL
Amounts due under the lease are as follows:	\$36,000	\$48,000	\$84,000

*Other*

Capitalization

The Corporation has 99,919,105 shares outstanding at March 31, 2010.

In addition, at March 31, 2010, the Corporation had 5,100,000 director and employee stock options outstanding and exercisable at Australian \$0.10 per share, 2,750,000 director stock options outstanding and exercisable at Australian \$0.50 per share and 6,500,000 director stock options outstanding and exercisable at Australian \$0.35 per share.

**Management’s Responsibility and Oversight**

The disclosures and information contained in this MD&A have been prepared by the management of the Corporation. Management has implemented and maintained a system of controls and procedures to ensure the timeliness and accuracy of information disclosed in the MD&A.

The Corporation’s audit committee and Board of Directors review the disclosures made in the MD&A to ensure the integrity thereof.

**List of Directors and Officers at Signature and Filing Date**

*Peter H. Lloyd	President and CEO
Cecil R. Bond	Director
*John Maloney	Non-executive Director and Chairman
*Philip Thick	Non-executive Director

\*Denotes member of audit committee.

Additional information regarding the Corporation is available from its materials filed on Sedar at [www.sedar.com](http://www.sedar.com).

Form 52-109F2

Certification of interim filings - full certificate

I, Cecil R. Bond, Acting as Chief Financial Officer of Argosy Minerals Inc. certify the following:

1. **Review:** I have reviewed the interim financial statements and interim MD&A (together, the “interim filings”) of Argosy Minerals Inc. (the “issuer”) for the interim period ended March 31, 2010.
2. **No misrepresentations:** Based on my knowledge, having exercised reasonable diligence, the interim filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by the interim filings.
3. **Fair presentation:** Based on my knowledge, having exercised reasonable diligence, the interim financial statements together with the other financial information included in the interim filings fairly present in all material respects the financial condition, results of operations and cash flows of the issuer, as of the date of and for the periods presented in the interim filings.
4. **Responsibility:** The issuer’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as those terms are defined in National Instrument 52-109 Certification of Disclosure in Issuers’ Annual and Interim Filings, for the issuer.
5. **Design:** Subject to the limitations, if any, described in paragraphs 5.2 and 5.3, the issuer’s other certifying officer(s) and I have, as at the end of the period covered by the interim filings
  - (a) designed DC&P, or caused it to be designed under our supervision, to provide reasonable assurance that
    - (i) material information relating to the issuer is made known to us by others, particularly during the period in which the interim filings are being prepared; and
    - (ii) information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and
  - (b) designed ICFR, or caused it to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer’s GAAP.
- 5.1 **Control framework:** The control framework the issuer’s other certifying officer(s) and I used to design the issuer’s ICFR is COSO.
- 5.2 N/A
- 5.3 N/A
6. **Reporting changes in ICFR:** The issuer has disclosed in its interim MD&A any change in the issuer’s ICFR that occurred during the period beginning on January 1, 2010 and ended on March 31, 2010 that has materially affected, or is reasonably likely to materially affect, the issuer’s ICFR.

Date: May 15, 2010

  
\_\_\_\_\_  
Cecil R. Bond  
Acting Chief Financial Officer

Form 52-109F2

**Certification of interim filings - full certificate**

I, **Peter H. Lloyd, Chief Executive Officer of Argosy Minerals Inc.** certify the following:

1. **Review:** I have reviewed the interim financial statements and interim MD&A (together, the “interim filings”) of Argosy Minerals Inc. (the “issuer”) for the interim period ended March 31, 2010.
2. **No misrepresentations:** Based on my knowledge, having exercised reasonable diligence, the interim filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by the interim filings.
3. **Fair presentation:** Based on my knowledge, having exercised reasonable diligence, the interim financial statements together with the other financial information included in the interim filings fairly present in all material respects the financial condition, results of operations and cash flows of the issuer, as of the date of and for the periods presented in the interim filings.
4. **Responsibility:** The issuer’s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as those terms are defined in National Instrument 52-109 *Certification of Disclosure in Issuers’ Annual and Interim Filings*, for the issuer.
5. **Design:** Subject to the limitations, if any, described in paragraphs 5.2 and 5.3, the issuer’s other certifying officer(s) and I have, as at the end of the period covered by the interim filings
  - (a) designed DC&P, or caused it to be designed under our supervision, to provide reasonable assurance that
    - (i) material information relating to the issuer is made known to us by others, particularly during the period in which the interim filings are being prepared; and
    - (ii) information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and
  - (b) designed ICFR, or caused it to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer’s GAAP.
- 5.1 **Control framework:** The control framework the issuer’s other certifying officer(s) and I used to design the issuer’s ICFR is COSO.
- 5.2 N/A
- 5.3 N/A
6. **Reporting changes in ICFR:** The issuer has disclosed in its interim MD&A any change in the issuer’s ICFR that occurred during the period beginning on January 1, 2010 and ended on March 31, 2010 that has materially affected, or is reasonably likely to materially affect, the issuer’s ICFR.

Date: **May 15, 2010**



Peter H. Lloyd  
Chief Executive Officer