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*Management's Discussion and Analysis
For the Fiscal Year Ended December 31, 2004*

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OSISKO EXPLORATION LTÉE

MANAGEMENT'S DISCUSSION AND ANALYSIS

1. MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

This report, prepared by the officers of Osisko Exploration Ltée (the "Company"), presents an analysis of results of operations and of the financial condition of the Company for the fiscal year ended December 31, 2004 with comparative notes and comments to the previous year. This report, dated April 25, 2005, should be read in conjunction with the audited financial statements of the Company and notes therein.

Management is responsible for the preparation of the financial statements and other financial information relating to the Company included in this report. The financial statements have been prepared in accordance with Canadian generally accepted accounting principles and necessarily include amounts based on estimates and the judgment of management. All monetary amounts included in this report are expressed in Canadian dollars.

Villeneuve & Venne, our independent auditors, were mandated to express a professional opinion on the financial statements. Their examination was conducted in accordance with Canadian generally accepted auditing standards, and include tests and other procedures which allow the auditors to report whether the financial statements prepared by management are presented fairly in accordance with Canadian generally accepted accounting principles.

The Board of Directors is responsible for ensuring that management fulfills its responsibilities for financial reporting. In furtherance of the foregoing, the Board has appointed an Audit Committee composed of three directors, one of whom is not a member of management. The Committee meets with the independent auditors to discuss the results of their audit report prior to submitting the financial statements to the Board of Directors for its consideration and approval for issuance to shareholders. On the recommendation of the Audit Committee, the Board of Directors has approved the Company's financial statements.

2. CAUTION REGARDING FORWARD-LOOKING STATEMENTS

Statements contained in this document that are not historical facts are regarded as forward-looking statements. These statements may involve risk, uncertainties and other factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements. Factors that could cause such differences, without being limited to the following, include: volatility and sensitivity to market metal prices; impact of change in foreign currency exchange rates and interest rates; unexpected variations in geological conditions of a property or erroneous geological data; environmental risks including increased regulatory constraints; unexpected adverse mining conditions; adverse political conditions and changes in government regulations and policies. Although the Company believes that the assumptions inherent in the forward-looking statements are reasonable, undue reliance should not be placed on these statements, which only apply as of the date of this document. The Company disclaims any intention or obligation to update or revise any forward-looking statement, whether or not it should be revised as a result of new information, future events or otherwise.

3. OVERVIEW OF EXPLORATION ACTIVITIES

3.1. SUMMARY

The Company, incorporated under the Canada Business Company's Act, is in the business of acquiring and exploring mineral properties with the objective of discovering and defining economic ore deposits. The Company's corporate objectives are currently focused on acquiring and developing gold properties in

Quebec and Brazil, with the medium-term objective of defining gold resources that could be mined by open-pit methods.

During the year ended December 31, 2004, the Company carried out exploration work on two properties in Quebec (Bellechasse and Barry) and three properties in Brazil (Santa Catarina, Palma and Castelo dos Sonhos). Following exploration results obtained on the Bellechasse, Santa Catarina and Palma properties, the Company elected to abandon these properties since these results indicated that the properties did not meet with corporate objectives.

The Company acquired, in December 2004, the Canadian Malartic property located in the Abitibi region of Quebec. This core project constitutes a major addition to the assets of the Company since it includes the old Canadian Malartic mine and a significant historical gold resource.

At the end of the 2004 fiscal year, the Company therefore had three active properties in its portfolio (Canadian Malartic and Barry in Quebec and Castelo dos Sonhos in Brazil).

Summary of Osisko Exploration's mining properties in 2004

	Metal	Number of claims/ permits	Interest	Property Status	Book Status	Planned work 2005
Hébécourt	Cu-Zn	45	100%	Sold	Written-off	-
Cameron/Esther	Au	74	100%	Abandoned	Written-off	-
Bellechasse	Au	209	Option	Abandoned	Written-off	-
Etchemin	Au	52	100%	Abandoned	Written-off	-
Montagne	Li-Ta	6	100%	Abandoned	Written-off	-
Canadian Malartic	Au	48	100%	Active	Mining property	Drilling and compilation
Barry	Au	6	Option	Active	Mining property	Drilling
Payne Bay	Ni-Cu	3	48%	Inactive	Written-off	Joint-Venture
Palma	Au	1	63%	Abandoned	Written-off	-
Castelo dos Sonhos	Au	13	Option	Active	Mining property	Sampling
Barro Alto	Au	1	Option	Abandoned	Written-off	-
Santa Catarina	Au	2	Option	Abandoned	Written-off	-

Deferred Exploration Costs 2004

Property	Balance at 31-12-2003 \$	Exploration expenditures \$	Write-off \$	Mining rights \$	Tax Credits \$	Balance at 31-12-2004 \$
QUEBEC						
HÉBÉCOURT	23,148	-	(23,148)	-	-	-
CAMERON/ESTHER	-	-	-	-	-	-
BELLECHASSE Drilling	538,122	334,299	(645,176)	(64,927)	(162,318)	-
ETCHEMIN Compilation/Geomatics	2,896	2,476	(5,372)	-	-	-
MONTAGNE	-	-	-	-	-	-
BARRY Drilling	-	352,051	-	-	-	352,051
MALARTIC	-	-	-	-	-	-
BRAZIL						
BARRO ALTO	-	-	-	-	-	-
SANTA CATARINA Compilation/Geomatics Geochemistry/Geophysics	-	34,280 127,943	(162,223)	-	-	-
PALMA Compilation/Geomatics Geochemistry/Geophysics Drilling	-	9,856 12,435 65,501	(87,792)	-	-	-
CASTELLO Compilation/Geomatics Geochemistry/Geophysics	-	82,305 52,480	-	-	-	134,785
	564,166	1,073,626	(923,711)	(64,927)	(162,318)	486,836

Deferred Exploration Costs 2003

Property	Balance at 31-12-2002 \$	Exploration expenditures \$	Write-off \$	Mining rights \$	Tax Credits \$	Balance at 31-12-2003 \$
QUEBEC						
PAYNE BAY	238,142	-	(238,142)	-	-	-
MHT	49,606	42	(49,648)	-	-	-
HÉBÉCOURT	23,148	-	-	-	-	23,148
OTISH	255	-	(255)	-	-	-
CAMERON/ESTHER	7,599	-	(7,599)	-	-	-
BELLECHASSE Drilling	-	538,122	-	-	-	538,122
ETCHEMIN Compilation/Geomatics	-	2,896	-	-	-	2,896
	318,750	541,060	(295,644)	-	-	564,166

3.2. CANADIAN MALARTIC

The Canadian Malartic property, acquired with a 100% interest in December 2004, comprises 47 claims and one mining concession with a total surface area of 1466 hectares. The property is in Fournière township in the central Abitibi region of Quebec, immediately south of the town of Malartic. The Canadian Malartic property includes the former Canadian Malartic Mine which produced 9.9 million tonnes at an average grade of 3.37 g/t Au (1.08 million ounces of gold) between the years 1935 – 1965.

Extensive drilling by Lac Minerals between 1980 and 1987 (over 55,000 meters) outlined extensive near-surface mineralization on the property in five separate zones. All resource estimates were calculated by Lac Minerals, were limited to a depth of 100 meters, and are amenable to open pit mining.

HISTORICAL RESOURCE ESTIMATED BY LAC MINERALS, 1984-1986 :

Wolfe Zone:	3,928,150 metric tonnes @ 1.99 g/t Au	(251,140 oz. gold)
F Zone	2,039,018 metric tonnes @ 1.78 g/t Au	(116,875 oz. gold)
P zone	826,933 metric tonnes @ 1.78 g/t Au	(47,400 oz. gold)
Gilbert Zone	863,046 metric tonnes @ 2.33 g/t Au	(64,690 oz. gold)
A Zone	503,289 metric tonnes @ 2.43 g/t Au	(39,390 oz. gold)

The total cumulative resource for these zones is 8.16 million metric tonnes at an average grade of 1.98 g/t Au, for approximately 520,000 contained ounces of gold. The Company has not verified the classification of these resources under National Instrument 43-101 and therefore the above-quoted figures are reported as unclassified historical resource estimates. Resource estimates prepared under reporting codes other than National Instrument 43-101 should not be relied upon to conform to current standards and definitions. Osisko believes, however, that the resource estimates reported by Lac Minerals are relevant and reliable. The reader is invited to consult the Company's web site (www.osisko.com) in order to visualize the geological maps of the property.

This property represents a significant asset for the Company and will hence be the focus of the bulk of the Company's exploration and development efforts over the short to medium term. Management is of the opinion that the historic resource estimates are conservative and the Canadian Malartic property offers excellent potential to significantly increase the gold resource that could be mined by open-pit methods.

3.3. BARRY

The Company signed, in April 2004, an agreement with Murgor Resources Inc. and Freewest Resources Canada Inc. giving Osisko the exclusive right to acquire a 55% interest in 6 claims covering the Barry gold deposit, located in the eastern Abitibi region, Quebec. The Company can acquire its interest in consideration for (i) paying \$225,000 cash, payable over a one-year period (ii) issuing 100,000 common shares on signing of the Agreement; (iii) providing a 43-101 compliant, near-surface, drill-measured resource on the Property within twelve months of signing of the Agreement and (iv) providing a bankable feasibility study within twenty-four months of signing of the Agreement. An additional 10% interest (maximum 65%) can be earned by Osisko by (i) issuing an additional 200,000 common shares, (ii) issuing a production notice and (iii) securing financing for 100% of development costs associated with bringing the Property to production within thirty-six months of signing of the Agreement.

The results of the 2004 drill program on the Barry property (total of about 1,850 meters of drilling) has led to a better definition of the size of the near-surface Barry gold deposit. It consists of a near-surface stockwork of quartz-calcite-pyrite-native gold veins with a strike length of 250 m, a width of 25 to 80 m and a vertical depth of 5 to 25 m from surface. Available data suggest that gold stockwork extends to the southwest for an additional 450 meters (SW Extension). The average grade of most of the drill intersections in the deposit is between 2 g/t and 4 g/t Au.

Two additional zones of mineralization have also been interpreted to the southwest of the main deposit (Zones 45 and 48). The next drill program is designed to test the extent of near-surface mineralization in the three above-mentioned zones. The reader is invited to consult the Company's web site (www.osisko.com) in order to visualize the geological maps of the property and get details on drill results.

3.4. CASTELO DOS SONHOS

The Company signed an agreement in March 2004 with Amazonia Mineração Ltda., giving Osisko the right to acquire a 70% interest in 13 permits (72,000 hectares) of the Castelo dos Sonhos property, located in Para state, northern Brazil. The Company can acquire its interest in consideration for paying \$470,000 cash in staged payments over a two-year period.

The property includes a large zone of hydrothermal alteration (10 km by 10 km) that hosts Au-Cu mineralization. The property was held under option by Barrick Gold Corp. in the mid-1990's, and was subject to over US\$1.5M in exploration work that included soil geochemistry, stream sediment sampling, surveying, geophysical surveying, trenching and approximately 2,027 meters of diamond drilling. This work defined two significant gold-bearing zones: the 5-kilometer long "Esperança Sul" zone and the 2-kilometer long "Esperança Centro" zone. Trenching and drilling on Esperança Sul intersected gold mineralization that assayed up to 2.8 g/t over 20 meters.

The Company completed due diligence and sampling work on the property in 2004 in order to confirm the extent of mineralization. The reader is invited to consult the Company's web site (www.osisko.com) in order to visualize the geological maps of the property and obtain details on historical drill results.

3.5. OUTLOOK FOR 2005

The Company will pursue its exploration programs on the Canadian Malartic, Barry and Castelo dos Sonhos properties in 2005. Available funds will allow for the following exploration work that will be completed within the first two quarters of 2005:

- 1) An 800-meter drill program on the Barry property, designed to test the SW extension of the deposit as well as the extension of near-surface mineralization in Zones 45 et 48 (\$130,000 budget);
- 2) A 3300-meter drill program on the Canadian Malartic property (\$500,000 budget) that will test the depth extension (> 100 meters) of gold mineralization in the F Zone while checking historical drill results previously obtained by Lac Minerals (with the ultimate objective of producing a 43-101 compliant resource estimate);
- 3) Further compilation of the extensive data base on the Canadian Malartic property as well as modeling of the mineralized zones (\$50,000 budget);
- 4) Lithochemical sampling (Cu-Au) of the Castelo dos Sonhos property (\$30,000 budget).

The decision to pursue work on the Barry property in order for the Company to acquire a 55% interest will depend on positive results of the next drill program, slated for the first quarter of 2005. The decision will be taken at the beginning of the second quarter.

The Company intends on focusing its exploration and development efforts on the Canadian Malartic property in 2005, with the objective, within a two-year time frame, of confirming and potentially increasing the historical resource of 520,000 ounces gold. The Company, however, will have to raise new funds via private placements or through the exercise of warrants, in order to pursue its exploration and development work into the third and fourth quarters of 2005 (see section 5 of this report).

4. RESULTS OF OPERATIONS

4.1 SELECTED ANNUAL INFORMATION

The following table summarizes selected financial data of the Company for its three most recently completed fiscal years, in accordance with Canadian generally accepted accounting principles.

Years ended December 31	2004 \$	2003 \$	2002 \$
		Restated	
Revenues	12,615	11,212	5,338
Net Loss	2,172,463	759,806	367,847
Basic and Diluted Loss per Share	0.08	0.06	0.04
Total Assets	1,544,408	1,372,641	436,423
Total Long-Term Financial Liabilities	-	-	-

During the year ended December 31, 2004, the Company reported a net loss of \$2,172,463 (\$0.08 per share) compared to a restated net loss of \$759,806 (\$0.06 per share) for the year ended December 31, 2003. The net loss for 2003 was adjusted by an amount of \$122,128 (granted stock options) in order to comply with the new recommendation of CICA Handbook section 3870 for accounting of stock options (see consolidated financial statements related note 3). The increase in the net loss is principally attributable to the write-off of nine (9) properties, which, after evaluation, did not meet with corporate objectives - Hébécourt, Cameron/Esther, Bellechasse, Etchemin, Montagne, Payne Bay, Palma, Barro Alto, and Santa Catarina – for a total amount of \$1,321,976 (\$394,377 in 2003).

With the medium-term objective of defining bulk-tonnage, open-pit mining gold resources, management is focused on identifying and acquiring, preferably 100%-owned, low-cost gold properties in Quebec and Brazil. Consequently, this significant increase in research and financing activities has increased related expenses, such as mining property research (\$365,537 in 2004 in comparison with \$17,107 in 2003) and promotion expenditures (\$167,861 in 2004 in comparison with \$58,298 in 2003). An increase in 2004 of \$103,961 in professional fees, which are comprised of administrative, legal and auditor's fees, was offset by a decrease of \$98,655 in stock-based compensation in comparison with 2003.

4.2 SUMMARY OF QUARTERLY RESULTS

	Year ended December 31, 2004				Year ended December 31, 2003 (restated)			
	T4 \$	T3 \$	T2 \$	T1 \$	T4 \$	T3 \$	T2 \$	T1 \$
Revenues	297	2,587	4,548	5,183	9,182	2,030	-	-
Net Loss	1,452,256	103,904	317,951	298,352	540,849	82,428	102,732	33,797
Basic and Diluted Loss per Share	0.053	0.004	0.012	0.011	0.042	0.007	0.008	0.003

5. LIQUIDITY AND CAPITAL RESOURCES

During the fiscal year ended December 31, 2004, the Company issued 10,494,170 common shares (8,325,000 in 2003) for a total cash consideration, before share issue costs, of \$2,583,750 (\$1,524,000 in 2003) from private placements and the exercise of warrants and options. These issues include:

- 1) the closing, in December 2004, of two flow-through private placements with the issuance of 1,672,500 shares for total proceeds of \$501,750. On this amount \$476,625 (\$0 in 2003) represent flow-through exploration funds that will be allocated to exploration work on the Barry and Malartic properties.
- 2) the issuance, at the end of December 2004, of 3,125,000 shares for total proceeds of \$750,000, following the decision of Eurasia Holding AG, principal shareholder of the Company, to exercise part of their warrants. This amount does not show in the cash account of the financial statements for the year ended December 31, 2004, as the funds had been received but had not been deposited in the Company's bank account before that date. The funds were credited to the Company's account during the first quarter of 2005.

During the fiscal year ended December 31, 2004, the Company issued 1,387,325 common shares (194,850 in 2003) for a total cash consideration of \$214,038 (\$22,133 in 2003) for the payments of interest on debentures and/or reimbursement of debentures.

Finally, during the year ended December 31, 2004, 100,000 common shares were issued (1,250,000 in 2003) for the acquisition of mining exploration properties (Barry in 2004) for a cash consideration of \$32,000 (\$209,500 in 2003).

During the year ending December 31, 2004, the Company incurred \$1,073,626 in exploration expenses, (\$541,060 in 2003) and \$717,034 for mining property acquisitions and payments (\$123,840 in 2003). The Company is entitled to a reimbursement of Quebec's tax credits on resources and mining rights for an approximate amount of \$323,750 following the exploration work carried out on the Bellechasse, Barry and Etchemin properties in 2004. This amount was not accounted for in the fiscal year ended December 31, 2004, but will be accounted for in the receivables in the first quarter financial statements for year 2005 when the exact reimbursement amount has been determined.

As at December 31, 2004, the Company's cash or cash equivalent was of \$500,317 (\$624,875 in 2003) and its working capital was \$145,334 (compared to \$673,511 as at December 31, 2003). These amounts do not include the outstanding proceeds of \$750,000 resulting from the exercise of warrants from Eurasia Holding AG (see paragraph above). Therefore, the Company had a working capital of \$895,334 at the beginning of the fiscal year 2005, including an amount of \$476,625 allotted for the flow-through exploration funds.

These funds will allow the Company to meet all its obligations for the year ended December 31, 2004. In addition, these funds are sufficient to cover all the exploration costs (see section 3.5 above) and the corporate expenses for the first two quarters of fiscal year 2005. The Company will have to raise additional funds, through private placements or warrant exercises, in order to carry on its exploration projects and meet its corporate expenditures for the third and fourth quarters of 2005. As of the date of this report, Eurasia Holding AG had indicated its intention to exercise a second portion of their warrants before the end of the second quarter of 2005, for total proceeds of \$750 000.

6. RELATED PARTY TRANSACTIONS

During the last fiscal year ended December 31, 2004, the Company carried out transactions with either/or:

- 1) a management company in which the Company's president is an employee and general manager, but not a director nor a shareholder;
- 2) companies in which two other officers / directors are directors and shareholders.

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.

The transactions between the Company and related parties are summarized under note 13 in the financial statements. Since the Company does not have any employee, the three officers/directors of the Company are paid through professional fees charged to the Company by the related companies. The Company incurred professional fees for an amount of \$152,700 in 2004 (\$83,500 in 2003 for the two last quarters) with the Company's officers and directors for services rendered such as management, consulting, promotion, and others.

The Company incurred expenditures with related companies for services rendered such as rent, office administrative services and office expenses for an amount of \$39,034 in 2004 (\$26,400 in 2003).

The Company incurred expenditures with a related company for services rendered such as research and acquisition of mining properties for an amount of \$45,151 in 2004 (\$0 in 2003).

Finally, the Company transacted, for acquisition of mining properties and exploration expenses, an amount of \$738,383 in 2004 (\$428,367 in 2003) with a related company which manages the Company's exploration programs.

7. FOURTH QUARTER

During the last quarter of the year ended December 31, 2004, the Company has:

- 1) written-off mining assets related to the Bellechasse, Barro Alto, Santa Catarina and Palma properties, resulting in an additional loss of \$1,321,976 at the end of the fiscal year (\$394,377 in 2003);
- 2) acquired the Canadian Malartic property for an amount of \$80,000;
- 3) completed two flow-through financings by issuing 1,588,750 shares at \$0.30 for total proceeds of \$476,625, which are allocated to the 2005 exploration fund;
- 4) benefited from the exercise of 3,125,000 warrants held by Eurasia Holding AG, at a price of \$0.24, for total proceeds of \$750,000. This amount does not show in the cash account of the financial statements for the year ended December 31, 2004, as the funds had been received but had not been deposited in the Company's bank account before that date. The funds were credited the Company's account during the first quarter of 2005.

8. SUBSEQUENT EVENTS

On February 3, 2005, the Company announced that it had restructured its stock option plan in compliance with the TSX Venture Exchange regulations. During this restructuring, the maximum number of stock options to be issued increased from 2,000,000 to 3,200,000 (or 10 % of the outstanding shares).

On April 1st, 2005, the Company announced the acquisition, through map designation, of 41 claims located in Launay and Privat townships in central Abitibi, Quebec, approximately 75 km to the north of the Canadian Malartic property. The Launay property covers a potassic alteration zone located at the margin of a porphyry intrusion and measuring 5000 by 600 meters. This zone contains gold and molybdenum showings and the geological context suggests good potential for a porphyry gold deposit (low-grade, bulk-tonnage deposit). The acquisition of this property is in line with the Company's corporate objective of exploring and developing bulk-tonnage open-pit mining gold resources.

During the first quarter of year 2005, the Company completed the first phase of a compilation of the historic drilling data on the Canadian Malartic property, began an 800-meter drilling program on the Barry property and commenced an initial 2000-meter drilling program on the Canadian Malartic property.

9. SIGNIFICANT ACCOUNTING ESTIMATES

Significant accounting estimates used in the preparation of the financial statements include the Company's estimate of the recoverable value of its mining properties and related deferred exploration costs as well as the value of stock-based compensation.

Both of these estimates involve considerable judgement and are, or could be, affected by significant factors that are out of the Company's control. The factors affecting stock-based compensation include estimates of when stock options and compensation warrants might be exercised and the stock price volatility. The timing for exercise of options is out of the Company's control and will depend upon a variety of factors including the market value of the Company's shares and financial objectives of the stock-based instrument holders. The Company used historical data to determine volatility in accordance with the Black-Scholes model; however, the future volatility is uncertain and the model has its limitations.

The Company's recoverability of its recorded value of its mining properties and associated deferred explorations costs is based on market conditions for metals, underlying mineral resources associated with the properties and future costs that may be required for ultimate realization through mining operations or by sale. The Company is in an industry that is dependent on a number of factors that include environmental, legal and political risks, the existence of economically recoverable reserves, and the ability of the Company to obtain necessary financing to complete development and future profitable production or the proceeds of disposition thereof.

10. CHANGES IN ACCOUNTING POLICIES

Section 3870 of the CICA Handbook entitled "Stock-Based Compensation and Other Stock-Based Payments" was amended to require all stock-based compensation transactions be recognized as an expense in earnings at fair value. It eliminates the option whereby a company is permitted to disclose the pro forma expense of awarding stock options to employees and directors. The Company implemented retroactively with a restatement for 2003 those amendments, which had the effect of increasing the deficit at the beginning of 2004 by \$134,045 and to increase the net loss for the year ended December 31, 2003 by \$122,128. These adjustments had no impact on the financial condition of the Company.

The CICA issued, in March 2004, Emerging Issue Committee Abstract No. 146 (EIC-146), *Flow-through shares*, which clarifies the date of recognition of the future income tax liability related to renounced income tax deductions. The Company adopted prospectively the new recommendations and can now record the tax effect related to renounced deductions on the date that the Company renounces the deductions to investors, whereas previously, the tax effect was recorded when the related exploration expenditures were incurred. The Company, however, does not account for future income tax liability since it cannot predict, within reason, when or if it will pay income tax. This policy has therefore no impact, for the purposes of income tax, on the condition of the Company.

In February 2003, the CICA issued Accounting Guideline no 14 (ACG-14), Disclosure of Guarantees, which clarifies disclosures requirements for certain guarantees. The Company adopted the new recommendations effective January 1st, 2003. The Company has determined, however, that it has issued no guarantees requiring disclosure under the new accounting standard.

The CICA issued a new standard, Section 3110, entitled "Asset Retirement Obligations ". It focuses on the recognition and measurement of liabilities for obligations associated with the retirement of property, plant and equipment when those obligations result from the acquisition, construction, development or normal operation of the assets. The company adopted this standard effective January 1st, 2004. The new standard, however, has no impact on the financial condition of the Company.

11. FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, cash held for exploration work, marketable securities, accounts receivable, accounts payable and accrued liabilities, and related party payables. It is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. Due to their short-term nature, the fair value of these financial instruments approximates their carrying value.

12. OUTSTANDING SHARE DATA

CAPITAL STRUCTURE AS AT MARCH 26, 2005 (OUTSTANDING)

COMMON SHARES	32 061 695
OPTIONS	1 535 000
WARRANTS	9 683 750
FULLY DILUTED	43 280 445

The Company is listed on the TSX Venture Exchange (symbol OSK) and on the Frankfurt Deutsche Boerse in Germany (symbol EWX). Eurasia Holding AG, a German private company, is the principal shareholder of the Company and controls 39.3% of the issued shares. Eurasia also holds 9 000 000 of the issued warrants, which can be exercised at a price between \$0.30 and \$0.36.

13. RISKS AND UNCERTAINTIES

The following discussion reviews a number of important risks which management believes could impact the Company's business. There are other risks, not identified below, which currently, or may in the future, exist in the Company's operating environment.

Financial risk

The Company has not yet determined whether its properties contain ore reserves that are economically recoverable. If the current exploration and development programs are successful, additional funds will be required for further exploration and development work in order to define an economic ore body or to bring any such ore body to production. The only source of future funds available to the Company is through the sale of additional equity capital or by borrowing the funds. There is no assurance that such funding will be available to the Company. Furthermore, even if such financing is successfully completed, there can be no assurance that it will be obtained on terms favourable to the Company or provide the Company with sufficient funds to meet its objectives, which may adversely affect the Company's business and financial condition.

Risk on the uncertainty of title

Although the Company has obtained title opinions with respect to certain of its properties and has taken reasonable measures to ensure proper title to its properties, there is no guarantee that the title to any of its properties will not be challenged or impugned. Third parties may have valid claims underlying portions of the Company's interests.

Risk linked with industry conditions

Mineral exploration and development is extremely competitive and involves a high degree of risk. The Company must compete with a number of other companies that have greater technical financial resources. It involves many risks which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Many exploration programmes do not result in the discovery of mineralization and any mineralization discovered may not be of sufficient quantity or quality to be profitably mined. Commercial viability of exploiting any deposits encountered depends on a number of

factors including infrastructure, governmental regulations, in particular those in relation to price, taxes, royalties, governmental involvement in the project in some cases by way of a carried right, importation and exportation. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered of sufficient quantity, quality, size and grade on any of the Company's exploration properties to justify commercial operations nor that any exploration property will be brought into production.

Risk linked with government regulation

The Company's activities entail compliance with the applicable environmental legislation or review processes and the obtaining of land use and other permits, and similar authorizations of overall mining operations are subject to the constraints contained in such legislation. The Company believes that it is in compliance in all material respects with such existing laws. Changing government regulations may have an adverse effect on the Company

14. ADDITIONAL INFORMATION AND CONTINUOUS DISCLOSURE

Additional information relating to the Company is available through regular filings of press releases and quarterly financial statements that can be found on SEDAR website at www.sedar.com and on the Company's website at www.osisko.com.

April 25, 2005

April 25, 2005

(Signed) Robert Wares

Robert Wares
President and CEO

(Signed) Sean Roosen

Sean Roosen
Secretary and COO