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Widescope Resources Inc.
Form 20-F
April 30, 2009

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 20-F

REGISTRATION STATEMENT PURSUANT TO SECTION 12(b) OR (g) OF THE SECURITIES EXCHANGE ACT OF 1934

OR

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2008

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

OR

SHELL COMPANY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission file number: 000-14740

Widescope Resources Inc.
(Exact name of Registrant as specified in its charter)

Province of British Columbia, Canada
(Jurisdiction of incorporation or organization)

#208 - 828 Harbourside Drive, North Vancouver, British Columbia, Canada V7P 3R9
(Address of principal executive offices)

Securities registered or to be registered pursuant to Section 12(b) of the Act.

Title of each class -----	Name of each exchange on which registered -----
None	None

Securities registered or to be registered pursuant to Section 12(g) of the Act.
Common Shares, no par value

Securities for which there is a reporting obligation pursuant to Section 15(d) of the Act. None

Indicate the number of outstanding shares of each of the issuer's classes of capital or common shares as of the close of the period covered by the annual report:

12,227,283 inclusive of the conversion of the outstanding Series 1 Convertible Preferred Shares

Indicate by check mark if the registrant is a well-known seasoned issuer.
 Yes No

If this report is an annual or transition report, indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934. Yes No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during

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the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer.

Large accelerated filer Accelerated filer Non-accelerated filer

Indicate by check mark which financial statement item the registrant has elected to follow. Item 17 Item 18

If this is an annual report, indicate by check mark whether the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. Yes No

Unless otherwise indicated, all references herein are expressed in Canadian dollars and United States currency is stated as "U.S.\$_____."

THIS SUBMISSION SHOULD BE CONSIDERED IN CONJUNCTION WITH PREVIOUSLY FILED FORMS 20-F AND 6-K. THE AUDITED FINANCIAL STATEMENTS AND NOTES THERETO ATTACHED ARE AN INTEGRAL PART OF THIS SUBMISSION.

ITEM 1. IDENTITY OF DIRECTORS, SENIOR MANAGEMENT AND ADVISERS

Not required

ITEM 2. OFFER STATISTICS AND EXPECTED TIMETABLE

Not required

ITEM 3. KEY INFORMATION

A. SELECTED FINANCIAL DATA

The following selected financial data has been extracted from the consolidated financial statements for the last five years prepared pursuant to Canadian generally accepted accounting principles ("GAAP"). Where material differences exist between Canadian and US GAAP, corresponding comparison data has been provided in US GAAP for clarity.

WIDESCOPE RESOURCES INC.

Selected Financial Data in accordance with United States GAAP
(Expressed in Canadian Dollars)

		Years Ended December 31			
		2008	2007	2006	2005
		-----	-----	-----	-----
Net operating revenues	\$	0	0	9,689	
Loss from continued operations	\$	(62,022)	(60,556)	(370,305)	(50,000)
Income from discontinued operations	\$	N/a	N/a	N/a	
Net loss	\$	(200,977)	(60,556)	(370,350)	(50,000)
Loss per share from continued operations	\$	(0.01)	(0.01)	(0.03)	
Income per share from discontinued operations	\$	N/a	N/a	N/a	
Income per share after					

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discontinued operations	\$	N/a	N/a	N/a	
Share capital	\$	13,649,333	13,649,333	13,649,333	13,49
Common shares issued		10,883,452	10,883,452	10,883,452	9,88
Weighted average shares outstanding		10,883,452	10,883,452	10,383,452	9,08
Total assets	\$	46,312	74,339	110,607	21
Net assets (liabilities)	\$	(166,664)	(104,642)	(44,086)	17

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Convertible debentures (current and long term portions)	\$	N/a	N/a	N/a	
Cash dividends declared per common share	\$	0	0	0	
Exchange rates (Cdn\$ to U.S.\$) period average	\$	0.9371	0.9304	0.8818	0

Exchange rates (CDN\$ to U.S.\$) for most recent six months

		Period High	Period Low
		-----	-----
October 2008	\$	0.9426	0.7726
November 2008	\$	0.8696	0.7779
December 2008	\$	0.8358	0.7711
January 2009	\$	0.8458	0.7849
February 2009	\$	0.8202	0.7870
March 2009	\$	0.8167	0.7692
Exchange rate (CDN\$ to U.S.\$) April 27, 2009	\$	0.8260	

B. Not required

C. Not required

D. RISK FACTORS

The business of the Company entails significant risks, and an investment in the securities of the Company should be considered highly speculative. An investment in the securities of the Company should only be undertaken by persons who have sufficient financial resources to enable them to assume such risks. The following is a general description of all material risks, which can adversely affect the business and in turn the financial results, ultimately affecting the value of an investment the Company.

THE COMPANY HAS NO VIABLE BUSINESS.

Having no viable business it is difficult to determine a price for the common shares. That price must therefore be dependent on the value that each individual buyer and seller place on the future prospects of the company, rather than any objective measurement. This is a very risk position for shareholders, as the majority perception may turn negative and price decline severely.

THE COMPANY HAS LIMITED FUNDS.

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Funds are the fuel needed to drive the company. Should current funds be consumed, and the company not be able to attract more capital, prospects for shareholders would become extremely negative, and shareholder losses will inevitably occur.

THERE IS NO ASSURANCE THAT THE COMPANY CAN ACCESS ADDITIONAL CAPITAL. The company will need to demonstrate performance in order to attract additional capital. As the mineral exploration business has a high element of chance associated with it, it is possible that none of the current properties will have any value. The capital markets could perceive this to be a demonstration of poor performance, and be unwilling to provide additional funds. Should this happen, shareholders will incur significant losses.

THERE IS NO ASSURANCE THAT THE TRANSACTION DISCLOSED HEREIN WITH PINEFALLS GOLD WILL BE SUCCESSFUL IN ITS QUEST TO FIND A COMMERCIALY VIABLE QUANTITY OF MINERAL RESOURCES.

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Unless the company is able to secure other more viable projects, providing better future prospects, buyer interest for common shares will decline severely, resulting in lower prices and significant shareholder losses.

THERE IS NO ASSURANCE THAT OTHER PROSPECTIVE MINERAL PROPERTIES OR OTHER ASSETS CAN BE ACQUIRED, AND IF ACQUIRED THAT THE NECESSARY ADDITIONAL CAPITAL CAN BE ATTRACTED.

Either of these is possible. Either occurring will have the same inevitable outcome. Demand for the common shares will decline severely, resulting in a drop in trading price, and significant shareholder losses.

THE COMPANY HAS A HISTORY OF OPERATING LOSSES AND MAY HAVE OPERATING LOSSES AND A NEGATIVE CASH FLOW IN THE FUTURE.

This will mean that additional shares will need to be sold to fund operations. Without a concurrent improvement in future prospects, this will result in supply of stock exceeding demand, and much lower prices. This will cause shareholders to lose money.

THE COMPANY'S AUDITORS HAVE INDICATED THAT U.S. REPORTING STANDARDS WOULD REQUIRE THEM TO RAISE A CONCERN ABOUT THE COMPANY'S ABILITY TO CONTINUE AS A GOING CONCERN.

Additional capital will need to be raised. This could result in the perception of lowered future prospects, lower demand for the company's common share, lower stock prices, and shareholder losses.

THERE CAN BE NO ASSURANCE THAT A LIQUID MARKET WILL DEVELOP FOR THE COMPANY'S SHARES AND THEREFORE NO ASSURANCE THAT SHAREHOLDERS WILL BE ABLE TO SELL THEIR SHARES.

Lack of liquidity that prevents shareholders from selling, or limits their abilities to sell, will all too likely lead to significant losses for shareholders.

MANAGEMENT HAS LITTLE EXPERTISE IN MINING OR EXPLORATION, WHICH MAY ULTIMATELY CAUSE SHAREHOLDERS TO LOSE MONEY.

Management may waste the company's limited capital on worthless properties, or it may do the wrong things with properties that could have value. Either way, the outcome will be the same. Money will have been wasted without any corresponding creation of value. This will cause shareholders to lose patience and lose interest. This could lead to significantly increased selling of shares, driving down the price, and leading to losses for investors.

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THE COMPANY'S COMMON STOCK IS THINLY TRADED SO IT IS MORE SUSCEPTIBLE TO EXTREME RISES OR DECLINES IN PRICE, AND YOU MAY NOT BE ABLE TO SELL YOUR SHARES AT OR ABOVE THE PRICE PAID.

You may have difficulty reselling shares of our common stock, either at or above the price paid, or even at fair market value. The stock market often experiences significant price and volume changes that are not related to the operating performance of individual companies, and because our common stock is thinly traded it is particularly susceptible to such changes. These broad market changes may cause the market price of our common shares to decline, regardless of how well the company performs. This may be exaggerated by the fact that the shares trade on the over-the-counter bulletin board ("OTCBB"), which although owned and operated by the NASDAQ Stock Market Inc., is not the same as the NASDAQ. Trading on the OTCBB is often extremely sporadic, and subject to manipulation by market-makers, and short sellers. This may cause you to lose money as you may have difficulty selling the shares that you own.

THE COMPANY'S COMMON STOCK IS SUBJECT TO THE "PENNY STOCK" REGULATIONS, WHICH ARE LIKELY TO MAKE IT MORE DIFFICULT TO SELL.

A "penny stock" is generally a stock trading under \$5.00 per share, and not registered on a national securities exchange or quoted on the NASDAQ national market. The SEC has adopted rules that regulate broker-dealer practices in connection with transactions in penny stocks. These rules, intended to protect investors, generally have the result of reducing trading in such stocks, restricting the pool of potential investors, and making it more difficult for investors to sell their shares once acquired. Since our common shares are subject to the "penny stock" rules, you may find it more difficult to sell your shares.

AS A FOREIGN ISSUER, THE COMPANY IS EXEMPT FROM CERTAIN INFORMATIONAL REQUIREMENTS OF THE EXCHANGE ACT TO WHICH DOMESTIC ISSUERS ARE SUBJECT.

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As a foreign issuer we are not required to comply with all of the informational requirements of the Exchange Act. As a result, there may be less information concerning our company publicly available than if we were a domestic United States issuer. In addition, our officers, directors, and principal shareholders are exempt from the reporting and short profit provisions of Section 16 of the Exchange Act, and the rules promulgated thereunder. Therefore, our shareholders may not know on a timely basis when our officers, directors, and principal shareholders purchase or sell shares of our common stock.

AS A CANADIAN COMPANY WITH MOST ASSETS AND KEY PERSONNEL LOCATED OUTSIDE THE UNITED STATES, YOU MAY HAVE DIFFICULTY IN ACQUIRING UNITED STATES JURISDICTION, OR ENFORCING A UNITED STATES JUDGMENT AGAINST US, OUR KEY PERSONNEL, OR ASSETS.

As a Canadian company many of our assets and key personnel, including directors and officers, reside outside the United States. As a result, it may be difficult or impossible for you to effect service of process within the United States upon us or any of our key personnel or to enforce against us or any of our key personnel judgments obtained in United States' courts, including judgments relating to United States federal securities laws. Canadian courts may not permit you to bring an original action in Canada, or recognize or enforce judgments of United States courts obtained against us predicated upon the civil liability provisions of federal securities laws of the United States, or of any state thereof. Furthermore, because many of our assets are located in Canada, it would be extremely difficult to access these assets to satisfy any award entered against us in a United States court. Accordingly, you may have more difficulty in protecting your interests in the face of actions taken by our management, members of our

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board of directors, or our controlling shareholders than you would otherwise as shareholders of a United States public company.

THE COMPANY DOES NOT INTEND TO PAY ANY COMMON STOCK DIVIDENDS IN THE FORESEEABLE FUTURE.

We have never declared or paid a dividend on our common stock, and, because we have very limited resources, we do not anticipate declaring or paying any dividends in the foreseeable future. It is unlikely that the holders of our common shares will have an opportunity to profit from anything other than potential appreciation in the value of our common shares. If you require dividend income, you should not rely in an investment in our common shares to provide it.

FUTURE ISSUANCES OF COMMON STOCK MAY DEPRESS STOCK PRICES AND DILUTE YOUR INTEREST.

We may issue additional shares of our common stock in future financings, or grant stock options to our employees, officers, directors, and consultants under our stock incentive plan. Any such issuances could have the effect of depressing the market price of our common stock, and, in any case, would dilute the percentage ownership interests in our company of our shareholders. In addition we could issue securities having rights, preferences and privileges senior to those of our common shares. This could depress the value of our common shares.

ITEM 4. INFORMATION ON THE COMPANY

A. HISTORY AND DEVELOPMENT OF THE COMPANY

The Company was incorporated under the laws of the Province of British Columbia, Canada, by filing of Memorandum and Articles of Association on September 20, 1983, under the name Rainbow Resources Ltd. The company's name was changed to Widescope Resources Ltd. on May 1, 1984, and to Gemini Technology Inc. on September 17, 1985. In conjunction with a reverse split of its common shares on a five-old for one-new basis, the Company adopted the name International Gemini Technology Inc effective September 23, 1993. The Company's name was changed to Widescope Resources Inc., effective July 12, 2006 Registrant is currently in good standing under the laws of British Columbia. The registered and records office of the Company and the Company's principal executive offices are located at #208 - 828 Harbourside Drive North Vancouver, British Columbia V7P 3R9, telephone 604-904-8481.

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From September 1985 the company became involved in the design and marketing of a circuit board for a Zenith computer that allowed it to emulate an IBM PC and utilize much of the related software. Over the next year it broadened its product line to include proprietary computer graphics chips, custom electronic components and equipment. As the line of proprietary computer graphics chips were in final development, the demand for the circuit boards for the Zenith computer ended.

The Company licensed its graphics chips to third parties, and concentrated on developing second and third generation products. Due to cash flow problems brought about by external and unforeseeable circumstances and bad management decisions the company was forced into a position of attempting to develop a new generation product with little cash.

In August of 1989 the board changed direction and top management. The new strategy was to accelerate R&D on a new product, targeting a small number of very large customers. With little cash and little ongoing revenue, the inevitable delays to the R&D process caused the company to be unable to meet payroll in February 1990. All of management resigned and the board of directors

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was changed. The shareholders spearheaded an effort to save the Company, which eventually resulted in the change to the board of directors and a plan to revive the Company's operations.

During 1991 the Company concentrated considerable effort on establishing a joint venture in Czechoslovakia to exploit the European market, as well as effort to establish a considerable technical presence in the Middle East. In addition, contracts and joint ventures were pursued in Russia, Singapore and Taiwan. None of these efforts yielded tangible results.

A great deal of time and energy was expended in 1993 and 1994 in an effort to target and conclude an acquisition that would be complimentary to Gemini's technical and financial capabilities. This effort continued through 1996, and at the end of 1996 has been unsuccessful. In July of 1997, Gemini entered into discussions to acquire the assets and intellectual property of Abraham Publishing Group Inc. and certain other privately owned assets which in combination operate as a profitable publishing business. These discussions and negotiations had not been concluded by the end of 1997, but in the first quarter of 1998 resulted in an acquisition agreement with closing conditional on raising US\$3.25 million in expansion capital.

Closing had not taken place by the end of 1998 due to small cap market conditions frustrating efforts to raise the required capital. Initiatives were undertaken to identify and review other potential acquisition or mergers requiring less capital.

The dot.com frenzy in the years 1999 and 2000 distorted valuations and made any prospective acquisition prohibitively expensive. The return to more normal valuations after mid 2000 has resulted in fewer but more reasonably priced prospective candidates. However as valuations became more reasonable the sources of funding became fewer. And the events of September 11 virtually shut down the availability of funding for most smaller transactions, particularly the size targeted by the company. Toward the end of the year discussions were entered into on a proprietary medical device, which had met some amount of success in a niche market in Texas. At yearend discussions were progressing, particularly as it appeared that this device could be sold in considerable quantity by the application of effective marketing. This was abandoned as marketing was found not to be the greatest challenge. The greatest challenge was providing the paperwork for the multiplicity of insurers ultimately paying for the use of the device.

During 2002 due diligence was done on two businesses, but neither was able to demonstrate the business case necessary for expansion financing. Accordingly neither was pursued further as a merger or acquisition candidate, despite one being in the bus shelter advertising business, a business usually demonstrating generally attractive economics.

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During 2003 due diligence was done on several more businesses. All but one were abandoned as not being able to support the additional financing required to close. One of those abandoned became the subject of further review toward the end of the year as the owners lowered their price expectation. At year end, alternatives were being considered including merging with a like business, also available. A separate business was the subject of low level investigation throughout the year, as it was fairly early stage. It remained under observation at year end, having made considerable business progress.

During 2004 alternatives in the resource sector were explored. Oil and gas projects were investigated, and one in particular was the subject of considerable attention. Increasing energy prices brought with them increasing expectations on the part of the owners of that project, ultimately causing

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interest to wane. Precious metals projects continued to be reviewed as the entry cost was deemed to be lower, and expenditures in minerals exploration appeared to be more controllable. Toward the end of 2004, the Directors were contemplating making a proposal on one particular project.

A proposal was made on a precious metals mining prospect in 2005. The precious metals prospect is comprised of some 2800 hectares in the Rice Lake Mining area of the Province of Manitoba, Canada. The property is just over 3 miles from a mine that had produced over 1.3 million ounces of gold before being closed because it became uneconomic at \$35 per ounce gold. (This mine has now been reopened.) The company carried out early stage geological and related work during 2005, through an investment in the company owning the mining claims.

In 2006 further work was done on the prospect, In accordance with the terms of the agreement with the owners of the prospect the cost of work done effectively resulted in the company acquiring ownership in the company owning the prospect. This, combined with the exercise of an option agreement with one of the owners, results in Widescope now owning just over 65% of the company owning the prospect.

In 2007 due to unavailability of qualified personnel no significant work was undertaken on the claims in the Rice Lake Mining area.

In 2008, world economic conditions abruptly curtailed access to new capital. No significant work was undertaken in order to preserve the company's limited capital. As a further economy measure, the company elected to defer its annual meeting, and the related mailing expense, until further notice. Filings with the various regulatory bodies were not impacted, and were kept current.

B. BUSINESS OVERVIEW

In April 2005 the Company entered into a subscription agreement to invest \$200,000 into Outback Capital Inc. dba Pinefalls Gold ("PFG") a private Alberta company with certain directors and a principal shareholder of PFG in common with the Company. PFG is an exploration company with mining claims located in the area of Bissett, Manitoba. Pursuant to the subscription the Company invested \$90,000 in exchange for 1.8 million units during 2005 and an additional \$110,000 in exchange for 2.2 million units in 2006 of PFG at \$0.05 per unit with each unit comprised of one common share and one share purchase warrant to purchase an additional common share at \$0.075 for a period of two years. Without the exercise of the warrant the Company purchased approximately 37% of the common shares of PFG. As at June 30, 2006, the Company had invested \$200,000 in exchange for 4 million units under this subscription agreement.

In addition, the Company entered into a share exchange agreement with one of the principal shareholders of PFG, a director of the Company, under which the Company acquired a further 3 million common shares of PFG in exchange for one

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million common shares of the Company. As a result of the share exchange agreement, the director in common no longer has an ownership interest in PFG.

As of April 30, 2009 the Company's owns 65.42% of the common shares of PFG.

PFG has been actively exploring for mineral resources on its mining claims in the area of Bissett, Manitoba. The claims are included in the Rice Lake greenstone belt and cover an area of approximately 2800 hectares. The claims are the subject of Qualifying Reports dated May 1, 2006 and June 30, 2004 prepared by Edward Sawitzky, P. Geo. of Arc Metals Ltd. ("Arc"). Arc prepared the report to standards dictated by National Instrument 43-101.

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Following the recommendations of the May 2006 Qualifying Report - during the summer of 2006 an exploration program was completed under PFG's direction. The primary focus of the work plan was to complete more detailed geological mapping of the claims, stripping of over-burden and grab sampling. Approximately 30 man-days of field work were completed and more than seventy samples were collected and delivered to TSL Laboratories in Saskatoon for assay and analysis. Subsequent to the year-end the Company has received the detailed geologist's maps, data and assay results. Review of these materials plus the detailed report of the activities, findings and recommendations are under review by the Company. This review, and a small amount of professional work represent the total of the progress made in 2007, to some extent due to the inability to attract a geologist to the short work window the Company wanted.

The Company remains optimistic about the prospect for discovery of a definable mineral resource on its claims in Manitoba. However, its exploration to date has failed to immediately delineate the indicators required to step-up to a drilling program. Further groundwork will be required to elevate the status of the claims to drill-ready. Cautious optimism was gained from the reported success of the local San Gold Corp., in extending existing gold bearing veins and discovering new ones, by deeper drilling below their existing San Antonio mine site.

There is some seasonality to mineral exploration in that part of Manitoba. The groundwork required to elevate the status of the claims to drill-ready is best conducted during the summer. The soil and surface rock is more easily and economically accessed when there is no snow cover. Actual drilling is most easily carried out in the winter, as some of the surrounding area contains swamp land, and access is much easier over frozen ground.

In conducting its business operations, the Company is not dependent on any patented or license processes, technology, industrial, commercial or financial contract or new manufacturing processes.

The Company competes with other exploration companies, some of which have greater financial resources and technical facilities, for the acquisition of mineral interests, as well as for the recruitment and retention of qualified employees. Exploration in Manitoba has experienced a dramatic revival in recent years and increased activity is forecast for the future. We compete for qualified employees with other Canadian companies, including Harvest Gold Corp., Grandview Gold Inc., and San Gold Corp. amongst others.

With the dramatic and possibly unprecedented contraction of global financial markets experienced in 2008, a tidal wave of qualified people became available. Suddenly, capital became unavailable. Exploration companies everywhere reduced overhead. There is little evidence that this situation is improving.

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C. ORGANIZATIONAL STRUCTURE

The Company is part of no other group. During the year ended June 30, 2006 Outback Capital Inc. dba Pinefalls Gold ("PFG") a private Alberta corporation became a majority-owned subsidiary of the Company. PFG was incorporated under the Alberta BUSINESS CORPORATIONS ACT on February 6, 2001.

D. PROPERTY, PLANTS AND EQUIPMENT

The Company's head office and principal facility, which is leased, is located at 828 Harbourside Drive, North Vancouver. Its only other property is its interest in the mineral claims referenced above, held through its ownership in PFG. During February 2009 three of PFG's seventeen Bissett, Manitoba area mineral claims were allowed to lapse, and mineral rights to those properties reverted to the Province of Manitoba.

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During April 2009 PFG entered into an Option and Purchase and Sale Agreement with Cougar Minerals Corp. ("Cougar"), whereby Cougar was granted an option to purchase the fourteen remaining Bissett area mineral claims for total consideration of \$205,000. Cougar's payments to PFG will be made as follows: \$10,000 (paid) and the issuance of 500,000 common shares at an estimated fair value of \$50,000 (\$0.10 per share) immediately, in consideration of the grant of the option; and upon exercise of the option Cougar may elect to acquire a 100-per-cent interest by payments of further annual purchase payments of \$25,000, \$50,000 and \$70,000 by April 30, 2010, 2011, and 2012, respectively with the subsequent purchase payments secured by a Promissory Note issued by Cougar to PFG.

As a result of the above, effective December 31, 2008, the Company recorded an impairment of its mineral properties of \$145,445 thus reducing the mineral property carrying value to its estimated net recoverable amount of \$205,000.

ITEM 5. OPERATING AND FINANCIAL REVIEW AND PROSPECTS

THE FOLLOWING DISCUSSION AND ANALYSIS SHOULD BE READ IN CONJUNCTION WITH THE CONSOLIDATED FINANCIAL STATEMENTS AND NOTES THERETO INCLUDED HEREIN (SEE ALSO "SELECTED FINANCIAL DATA"). THE CONSOLIDATED FINANCIAL STATEMENTS HAVE BEEN PREPARED IN ACCORDANCE WITH CANADIAN GAAP. REFER TO NOTE 9 TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR A DESCRIPTION OF TRANSACTIONS THAT WERE SUBJECT TO MATERIAL MEASUREMENT DIFFERENCES BETWEEN CANADIAN GAAP AND U.S. GAAP UNDER ITEM 17.

OVERVIEW

With the acquisition of PFG effective June 30, 2006, the Company's primary focus shifted to mineral resource exploration operations rather than acquisitions. The Company charged PFG a modest management fee to offset its reciprocal efforts to coordinate PFG's affairs until control of PFG was acquired. In 2006 PFG was charged \$9000 in management fees. This management function has been largely carried out by the directors and large shareholders, at their own expense. The Company's management team, affiliates and directors have special expertise in the areas of operations, due diligence, financial analysis and corporate finance strategy with respect to emerging growth enterprises. Additionally, the Company retains Dockside Capital Group to provide certain management functions and in so doing can also access its similar expertise.

From time-to-time the Company is approached, through referral, to provide these services on a consulting basis. Thus the Company has generated some revenue by providing these services. As these sources of revenue are not core to the Company's focus, the services are not actively marketed. No consulting revenue was earned in 2005, 2006, 2007, or 2008; however \$20,000 was earned in 2004.

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A. OPERATING RESULTS

Historically, the Company has shown modest losses for the past several years. These losses result largely from having little or no revenue and minimal operating expenses, rather than having significant operating and overhead expenses. In 2004 the Company elected to sell its passive investment, and this resulted in a loss that was somewhat greater than usual. Prior to the completion of the PFG acquisition, the expenses of the Company were almost completely related to satisfying regulatory requirements, including the annual meeting, financial reporting, communications with shareholders; and seeking and evaluating acquisition prospects for suitability and ability to attract financing.

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With the June 30, 2006 completion of the PFG acquisition the Company's expenses are now more heavily weighted in favor of the exploration work and analysis being carried out on the properties by PFG.

With the PFG acquisition the Company expects to report significant additional expenses related to the exploration activities undertaken in the area of Bissett, Manitoba.

BUSINESS OVERVIEW

In April 2005 the Company entered into a subscription agreement to invest \$200,000 into Outback Capital Inc. dba Pinefalls Gold ("PFG") a private Alberta company with certain directors and a principal shareholder of PFG in common with the Company. PFG is an exploration company with mining claims located in the area of Bissett, Manitoba. Pursuant to the subscription the Company invested \$90,000 in exchange for 1.8 million units during 2005 and an additional \$110,000 in exchange for 2.2 million units in 2006 of PFG at \$0.05 per unit with each unit comprised of one common share and one share purchase warrant to purchase an additional common share at \$0.075 for a period of two years. Without the exercise of the warrant the Company purchased approximately 37% of the common shares of PFG. As at June 30, 2006, the Company had invested \$200,000 in exchange for 4 million units under this subscription agreement.

In addition, the Company entered into a share exchange agreement with one of the principal shareholders of PFG, a director of the Company, under which the Company acquired a further 3 million common shares of PFG in exchange for one million common shares of the Company. As a result of the share exchange agreement, the director in common no longer has an ownership interest in PFG.

As at April 30, 2009 the Company's owns 65.42% of the common shares of PFG.

PFG has been actively exploring for mineral resources on its seventeen (17) mining claims in the area of Bissett, Manitoba. The claims are included in the Rice Lake greenstone belt and cover an area of approximately 2800 hectares. The claims are the subject of Qualifying Reports dated May 1, 2006 and June 30, 2004 prepared by Edward Sawitzky, P. Geo. of Arc Metals Ltd. ("Arc"). Arc prepared the report to standards dictated by National Instrument 43-101.

Following the recommendations of the May 2006 Qualifying Report - during the summer of 2006 an exploration program was completed under PFG's direction. The primary focus of the work plan was to complete more detailed geological mapping of the claims, stripping of over-burden and grab sampling. Approximately 30 man-days of field work were completed and more than seventy samples were collected and delivered to TSL Laboratories in Saskatoon for assay and analysis. Subsequent to the year-end the Company has received the detailed geologist's maps, data and assay results. Review of these materials plus the detailed report of the activities, findings and recommendations are under review by the Company.

The Company remains optimistic about the prospect for discovery of a definable mineral resource on its claims in Manitoba. However, its exploration to date has failed to immediately delineate the indicators required to step-up to a drilling

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program. Further groundwork will be required to elevate the status of the claims to drill-ready.

On December 5, 2008 the share purchase warrants related to the last common share issue, expired. They entitled holders to purchase one common share per warrant at a price of \$0.18 per share.

In early 2009 the Company conducted a review of geologists' reports on its 17

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claims. On the basis of this review, it elected to relinquish the lease promising 3 of them as additional payment came due. Soon after this the company was approached to option its remaining 14 claims in the Rice Lake area of Manitoba. An option was concluded on April 6, 2009 with Cougar Minerals Corporation, a corporation traded on the CNSX (Canadian National Stock Exchange). It gives Cougar the option to buy 100% of the Company's interest in the 14 claims.

The purchase price is \$205,000.00, of which \$60,000.00 is non refundable and was paid, \$10,000.00 in cash and the remainder, \$50,000.00 by way of 500,000 common shares of Cougar at a deemed value of \$0.10 per share. The balance of \$145,000 in cash will be paid in stages after April 6, 2010, upon exercise.

FLUCTUATIONS IN RESULTS

The Company's annual operating results fluctuate, but very little. Revenues at this point are solely derived from consulting activities which are not core to the Company's focus and will fluctuate greatly based upon the Company's receipt of infrequent, third-party referrals for these services. There is no revenue from operations. Expenses fluctuate on the basis of costs for exploration and related activities, and the ever increasing administrative and other costs of complying with the various regulatory requirements of a public company. We expect that these regulatory related expenses will continue to increase due to the upward pressure on professional fees charged to reporting companies, resulting from changes to securities legislation throughout North America.

With the PFG acquisition the Company expects to report significant additional expenses in the future related to the exploration activities undertaken in the area of Bissett, Manitoba.

B. LIQUIDITY AND CAPITAL RESOURCES

Since the Company is organized in Canada, the Company's December 31, 2008 consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles.

As at December 31, 2008, the Company had accumulated losses totaling \$13,664,341 and a working capital deficit of \$107,458. The continuation of the Company is dependent upon the continued financial support of shareholders as well as obtaining additional financing for the current and subsequent resource projects.

As noted, these conditions raise substantial doubt about the Company's ability to continue as a going concern. The financial statements do not include any adjustment that might arise from uncertainty. The auditors' report includes an explanatory paragraph disclosing the Company's ability to continue as a going concern.

As at December 31, 2008 the Company had cash of \$40,661 and a working capital deficit of \$107,458.

C. RESEARCH AND DEVELOPMENT, PATENTS AND LICENSES, ETC.

Not applicable

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D. TREND INFORMATION

The major trends impacting the company and its industry are lack of access to capital, caused by the severe global financial contraction, and the corresponding contraction of demand for most commodities. Only precious metals seem to have continuing and possibly increasing demand.

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IMPACT OF INFLATION

The Company believes that inflation had minimal effect on costs related to its exploration activities in the 12 months ending December 31, 2008.

QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Not applicable to the Company.

E. OFF-BALANCE SHEET ARRANGEMENTS

Not applicable

F. TABULAR DISCLOSURE OF CONTRACTUAL OBLIGATIONS

Not applicable

ITEM 6. DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

It should be noted that the management discussed below is primarily involved with the Company's current activities. As the Company concludes an acquisition or merger, or embarks on any other type of project, additional personnel with differing areas of expertise will be utilized. Directors are elected annually by a majority vote of the shareholders and hold office until the next general meeting of the shareholders. Officers are appointed by, and serve at the discretion of, the board of directors. The names, place of residence, positions within the Company and the principal occupations of the directors and senior officers of the Company are set out below.

A. DIRECTORS AND SENIOR MANAGEMENT

Name, Municipality of Residence and Position with the Corporation -----	Age ---	Principal Occupation and Position During the Past Five Years -----
Douglas E. Ford (1) West Vancouver, B.C. Director	45	Director since September 10, 1992; General Manager of Dockside Capital, a private merchant banking and venture capital firm, from 1986 to present.
Martin Schultz Vancouver, B.C. Secretary and Director	65	Director and Secretary since March 20, 1990; Self employed corporate development advisor for over 10 years.
John Stanton Queensburg, New York Director	63	Director since November 15, 1990; Self employed pharmacist
Edward Dolejsi Delta, B.C. Director and President	64	Director since March 20, 1990; Vice-President and General Manager of BRI from July, 1994 until April, 1999; self-employed software consultant since May, 1999.
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Edward D. Ford (1) Whistler, B.C. Director	73	Director since March 20, 1990; also has devoted a portion of his time to investment activities and as President of Dockside Capital, a private merchant

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banking and venture capital firm, for more than the last five years; chartered accountant for more than 20 years.

(1) Edward Ford is the father of Douglas Ford.

B. COMPENSATION

Management compensation is determined by the board of directors based on competitive prices for services provided. During the year ended December 31, 2008, directors and officers, including private companies controlled by directors and officers, as a group, were paid a total of \$24,000 in management fees and rent. See "Item 7. Major Shareholders and Related Party Transactions" for more detail on fees paid to members of management or to entities owned by them.

For the year ended December 31, 2008, the Company paid no compensation to Directors for acting as Directors. The Company does not have any pension or retirement plans, nor does the Company compensate its directors and officers by way of any material bonus or profit sharing plans. Directors, officers, employees and other key personnel of the Company may be compensated by way of stock options.

C. BOARD PRACTICES

Pursuant to the provisions of the COMPANY ACT (BC), the Company's directors are elected annually at the regularly schedules annual general meeting of shareholders. Each elected director is elected for a one-year term unless he resigns prior to the expiry of his term.

The Company has no arrangements in place for provision of benefits to its directors or upon their termination.

The Board has one committee, the Audit Committee, made-up of Messrs. Edward Ford, John Stanton and Douglas Ford. The Audit Committee meets with the auditors annually prior to completion of the audited financial statements and regularly with management during the fiscal year. On May 2, 2006, the Company's board of directors adopted a new charter for the Audit Committee.

D. EMPLOYEES

Effective at December 31, 2008 the Company had no salaried employees.

E. SHARE OWNERSHIP

A total of ten percent (10%) of the common shares of the Company, outstanding from time to time, are reserved for the issuance of stock options pursuant to the Company's Incentive Stock Option Plan. None were allocated at December 31, 2008. Other information on ownership is contained in the table below.

ITEM 7. MAJOR SHAREHOLDERS AND RELATED PARTY TRANSACTIONS

A. MAJOR SHAREHOLDERS

The following table sets forth certain information regarding beneficial ownership of the Company's shares at December 31, 2008 by (i) each person who is known to own beneficially more than 5% of the Company's outstanding Common Stock, (ii) each of the Company's directors and executive officers and (iii) all current directors and executive officers as a group. The table does not reflect common shares held of record by depositories, but does include currently exercisable options and warrants which are included in the calculation of

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percentage of class ownership for each individual holder. As of December 31,

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2008 there were 10,883,452 common shares issued and outstanding. Each of the listed persons may be reached at the Company's head offices.

Name and Address of Beneficial Owner -----	Amount and Nature of Beneficial Ownership -----	Percent of Class -----
Principal Holders		
Not applicable		
Officers and Directors		
Edward Ford	4,493,000 (1)	41.28
John Stanton	55,000 *	0.005
Douglas Ford	914,000 (2)	8.398
Martin Schultz	483,167	4.439
Edward Dolejsi	6,200 *	0.001
All Officers and Directors as a Group (5 persons)	5,951,367	54.68

* Less than one percent.

- (1) Includes 1,483,000 shares held directly; and 430,000 shares held through Singer Associates Holdings Ltd.; and 430,000 shares held through Arizona Outdoor Specialists Inc.; and 430,000 shares held through BWN Oil Technologies Inc.; and 430,000 shares held through Dockside Capital Group Inc.; and 430,000 shares held through Good Times Enterprises Inc.; and 430,000 shares held through Specialty Holdings Inc.; and 430,000 shares held through Wheels `n Gear Inc.
- (2) Includes 484,000 shares held directly; and 430,000 shares held through Wink Holdings Ltd.

The Company knows of no arrangements which may at a subsequent date result in a change in control of the Company.

B. RELATED PARTY TRANSACTIONS

During the fiscal year ended December 31, 2008, directors, officers and companies controlled by them have been engaged in the following transactions with the Company:

During the year ended December 31, 2008, a company in which a director has an interest charged the Company \$24,000 (2007: \$24,000, 2006: \$24,000) for rent and management fees. The unpaid portion of these amounts, plus additional advances and other amounts due to directors, aggregating \$118,657 (2007: \$87,280, 2006: \$72,350) is included in accounts payable and accrued liabilities at December 31, 2008

During the year ended December 31, 2004, a company controlled by a director purchased the Company's investment, a 3% interest in a private company, for \$30,000 resulting in a loss of \$16,024. The \$30,000 purchase price formed part of the year end accounts receivable.

The above transactions were made on terms as favorable as or more favorable to the Company than those that could be obtained from unaffiliated third parties.

C. INTERESTS OF EXPERTS AND COUNSEL

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Not required

ITEM 8. FINANCIAL INFORMATION

A. CONSOLIDATED STATEMENTS AND OTHER FINANCIAL INFORMATION

See Item 17 and our consolidated financial statements and accompanying notes beginning on page F-1

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B. SIGNIFICANT CHANGES

The Company is not aware of any significant change since December 31, 2008 that is not otherwise reported in this filing.

ITEM 9. THE OFFER AND LISTING

Effective December 21, 2006 our common shares became quoted on the United States OTC Bulletin Board, under the symbol "WSCRFB". The table below sets forth certain information regarding the price history of our common shares.

Period -----	High (USD) -----	Low (USD) -----
Fiscal year ended December 31, 2006	\$0.25	\$0.10
Fiscal year ended December 31, 2007	\$0.30	\$0.05
Fiscal year ended December 31, 2008	\$0.16	\$0.06
Quarter ended December 31, 2007	\$0.17	\$0.16
Quarter ended March 31, 2008	\$0.16	\$0.10
Quarter ended June 30, 2008	\$0.11	\$0.10
Quarter ended September 30, 2008	\$0.11	\$0.06
Quarter ended December 31, 2008	\$0.06	\$0.06
Quarter ended March 31, 2009	\$0.06	\$0.02
Month ended October 31, 2008	\$0.06	\$0.06
Month ended November 30, 2008	\$0.06	\$0.06
Month ended December 31, 2008	\$0.06	\$0.06
Month ended January 31, 2009	\$0.06	\$0.01
Month ended February 28, 2009	\$0.02	\$0.02
Month ended March 31, 2009 (1)	\$0.02	\$0.02
Month ended April 30, 2009 (1) (2)	\$0.02	\$0.02

- (1) No recorded trades
(2) Through April 27, 2009

ITEM 10. ADDITIONAL INFORMATION

A. SHARE CAPITAL

Not required

B. MEMORANDUM AND ARTICLES OF ASSOCIATION

1. The Company was incorporated as Rainbow Resources Ltd. September 20 1983 under certificate of incorporation no. 268952 in the Province of British Columbia Canada. The name was changed to Widescope Resources Ltd. May 1 1984, to Gemini Technology Inc. September 13 1985, to International Gemini Technology Inc. September 23 1993, and to Widescope Resources Inc., effective July 12, 2006. No objects and purposes are described.

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2. If a director has a material interest in a matter subject to a vote, he must declare it and abstain from voting, or have his vote not counted, except for certain specific exclusions which include setting director compensation. There are no restrictions on directors issuing debt however shareholder approval may be required in connection with

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convertible debt or other debt driven requirements to issue shares. There is no retirement age or share ownership requirement for directors.

3. Dividends are declared by directors and subject to any special rights, paid to all holders of shares in a class according to the number of shares held. Voting rights are one vote per share. Directors stand for election every year at the annual meeting. Shareholders have no rights to share directly in the company's profits. Subject to prior claims of creditors and preferred shareholders, common shareholders participate in any surplus in the event of liquidation according to the number of shares held. The company may redeem shares by directors' resolution in compliance with applicable law unless the company is insolvent or may become insolvent by doing so. It must make its offer pro rata to every member who holds a class, subject to applicable stock exchange rules or company act provisions. The directors have wide discretion. Shareholders have no liability for further capital calls. No discriminatory provisions, against an existing or prospective shareholder of a substantial number of shares, are imposed by the articles.
4. Rights of holders of any class of shares can only be changed with their consent, and in accordance with the company act. Consent must be in writing by the holders or by a three fourths majority of a vote of the holders, and by the consent of the British Columbia Securities Commission.
5. A notice convening an annual general or special meeting must specify the place, date, hour, and in the case of a special meeting, the general nature of the special business, and must be given in accordance with the company act. There are no special conditions outlining rights of admission.
6. There are no limitations on rights to own securities.
7. There are no provisions to delay, defer, or prevent a change in control.
8. Nothing in the articles requires ownership disclosure.
9. Not applicable.
10. Not applicable.

C. MATERIAL CONTRACTS

The Company entered into a subscription agreement to invest \$200,000 into Outback Capital Inc. dba Pinefalls Gold (PFG) a private Alberta Company with certain directors and principal shareholders in common with the Company. PFG is an exploration company with mining claims located in the area of Bissett, Manitoba. The Company will invest \$200,000 in exchange for 4 million units at \$0.05 per unit, each unit comprised of one common share and one warrant to purchase an additional common share at \$0.075 for a period of two years. Prior to exercising the warrants, after making the investment of \$200,000 the Company will own approximately 37% of the common shares of PFG. As at December 31, 2005, the Company had invested \$90,000 for 1.8 million units, approximately 17% of the outstanding common shares of PFG.

In addition the Company entered into an option agreement with one of the principal shareholders of PFG, a director of the Company, which entitles the company to acquire a further 3 million common shares of PFG in exchange for one million common shares of the Company. The option, exercisable at the Company's

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discretion until March 31, 2007, was exercised.

Pursuant to the terms of the subscription agreement and the option agreement, the latter having been exercised, the company owns 65.42% of the common shares of PFG.

On April 6, 2009 the company entered into an option agreement with respect to its 14 remaining claims in the Rice Lake area of Manitoba. The option provides Cougar Minerals Corporation, a corporation traded on the Canadian National Stock Exchange (CNSX) to acquire 100% of the company's interest in these claims, and is open for exercise until April 6, 2009. The purchase price is \$205,000 with \$60,000 paid as a non-refundable deposit. The deposit was paid as to \$10,000 cash and 500,000 of Cougar's common shares at a deemed price of \$0.10 per share.

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D. EXCHANGE CONTROLS

THIS SUMMARY IS OF A GENERAL NATURE ONLY AND IS NOT INTENDED TO BE, AND SHOULD NOT BE INTERPRETED AS, LEGAL ADVICE TO ANY PROSPECTIVE PURCHASER. ACCORDINGLY, PROSPECTIVE PURCHASERS OF THE COMPANY'S SHARES SHOULD CONSULT WITH THEIR OWN ADVISORS WITH RESPECT TO THEIR INDIVIDUAL CIRCUMSTANCES.

There are no laws or governmental decrees or regulations in Canada that restrict the export or import of capital, or which affect the remittance of dividends, interest or other payments to holders of the Company's securities who are not residents of Canada, other than withholding tax requirements. Reference is made to "Item 7. Taxation".

There are no limitations imposed by the laws of Canada, the laws of Alberta or by the charter or other governing documents of the Company on the right of a non-resident to hold or vote common shares of the Company, other than as provided in the Investment Canada Act (the "Investment Act") and the potential requirement for a Competition Act Review.

The following summarizes the principal features of the Investment Act and the Competition Act Review for a non-resident who proposes to acquire common shares. This summary is of a general nature only and is not intended to be, nor is it, a substitute for independent advice from an investor's own advisor. This summary does not anticipate statutory or regulatory amendments.

THE CANADIAN INVESTMENT ACT

The Canadian Investment Act generally prohibits implementation of a reviewable investment by an individual, government or agency thereof, corporation, partnership, trust or joint venture that is not a "Canadian" as defined in the Investment Act (a "non-Canadian"), unless, after review, the minister responsible for the Investment Act (the "Minister") is satisfied that the investment is likely to be of a net benefit to Canada. Under the Investment Act, a United States citizen qualifies as a "World Trade Organization Investor." Subject to the restrictions noted below, an investment in a Canadian business by a World Trade Organization Investor would be reviewable under the Investment Act only if it is an investment to acquire control of such Canadian business and the value of the assets of the Canadian business as shown on its financial statements is not less than a specified amount, which for 1999 was \$184 million. An investment in the shares of a Canadian business by a non-Canadian other than a "World Trade Organization Investor" when the Company is not controlled by a World Trade Organization Investor, would be reviewable under the Investment Act if it is an investment to acquire control of the Canadian business and the value of the assets of the Canadian business as shown on its financial statements is \$5 million or more, or if an order for review is made by the federal cabinet on the grounds that the investment relates to Canada's cultural heritage or

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national identity.

The acquisition by a World Trade Organization Investor of control of a Canadian business in any of the following sectors is also subject to review if the value of the assets of the Canadian business exceeds \$5 million (as shown on its financial statements): uranium, financial services (except insurance), transportation services and cultural businesses, which include broadcast media (publication, distribution or sale of books, magazines, periodicals, newspapers, music, film and video products and the exhibition of film and video products), television and radio services. As the Company's business does not fall under any of the aforementioned categories, the acquisition of control of the Company, in excess of the \$5 million threshold, by a World Trade Organization Investor would not be subject to such review.

A non-Canadian would acquire control of the Company for purposes of the Investment Act if the non-Canadian acquired a majority of the common shares.

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The acquisition of less than a majority but one-third or more of the common shares would be presumed to be an acquisition of control of the Company unless it could be established that, on acquisition, the Company was not controlled in fact by the acquirer through the ownership of common shares. Notwithstanding the review provisions, any transaction involving the acquisition of control of a Canadian business or the establishment of a new business in Canada by a non-Canadian is a notifiable transaction and must be reported to Industry Canada by the non-Canadian making the investment either before or within thirty days after the investment.

Certain transactions relating to common shares are exempt from the Investment Act, including:

- * an acquisition of common shares by a person in the ordinary course of that person's business as a trader or dealer in securities;
- * an acquisition of control of the Company in connection with the realization of security granted for a loan or other financial assistance and not for a purpose related to the provisions of the Investment Act; and
- * an acquisition of control of the Company by reason of an amalgamation, merger, consolidation or corporate reorganization, following which the ultimate direct or indirect control in fact of the Company, through the ownership of common shares, remained unchanged.

CANADIAN COMPETITION ACT REVIEW

Investments giving rise to the acquisition or establishment, directly or indirectly, by one or more persons of control over, or a significant interest in the whole or part of a business of a competitor, supplier, customer or other person are subject to substantive review by Canada's Competition Law Authority, the Director of Investigation and Research (the "Director"). If or when the Director concludes that a merger, whether by purchase or lease of shares or assets, by amalgamation or by combination, or otherwise, prevents or lessens, or is likely to prevent or lessen competition substantially, he may apply as may be necessary to eliminate the substantial lessening or prevention of competition. Such substantive merger review power applies to all mergers, whether or not they meet limits for pre-notification under the Competition Act.

In addition to substantive merger review, the Competition Act provides for a pre-notification regime respecting mergers of a certain size. The regime applies in respect of share acquisitions, asset acquisitions, amalgamations and combinations. For ease of reference, this filing refers specifically to share acquisition, although the pre-notification regime applies, with the appropriate

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modification, to other types of acquisition of control as well.

In order for a share acquisition transaction to be pre-notifiable, the parties to the transaction (being the person or persons who proposed to acquire shares, and the corporation the shares of which are to be acquired), together with their affiliates (being all firms with a 50% or more voting shares linkage up and down the chain) must have:

- (i) aggregate gross assets in Canada that exceed \$400,000,000 in value, as shown on their audited financial statements for the most recently completed fiscal year (which must be within the last fifteen (15) months); or
- (ii) aggregate gross revenue from sales in, from or into Canada that exceed \$400,000,000 for the most recently completed fiscal year shown on the said financial statements; and
- (iii) the party being acquired or corporations controlled by that party must have gross assets in Canada, or gross revenues from sales in or from Canada, exceeding \$35,000,000 as shown on the said financial statements. Acquisition of shares carrying up to 20% of the votes of a publicly-traded corporation, or 35% of the votes in a private corporation, will not be subject to pre-notification, regardless of the above thresholds. However, exceeding the 20% or the 35% threshold, and again exceeding the 50% threshold, gives rise to an obligation of notification if the size threshold is met.

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If a transaction is pre-notifiable, a filing must be made with the Director containing the prescribed information with respect to the parties, and a waiting period (either seven or twenty-one days, depending on whether a long or short form filing is chosen) must expire prior to closing.

As an alternative to pre-notification, the Director may grant an Advance Ruling Certificate, which exempts the transaction from pre-notification. Advance Ruling Certificates are granted where the Director concludes, based on the information provided to him, that he would not have sufficient grounds on which to apply to the Competition Tribunal to challenge the Merger.

E. TAXATION

THIS SUMMARY IS OF A GENERAL NATURE ONLY AND IS NOT INTENDED TO BE, AND SHOULD NOT BE INTERPRETED AS, LEGAL OR TAX ADVICE TO ANY PROSPECTIVE PURCHASER OR HOLDER OF THE COMPANY'S SHARES AND NO REPRESENTATION WITH RESPECT TO THE CANADIAN FEDERAL INCOME TAX CONSEQUENCES TO ANY SUCH PROSPECTIVE PURCHASER IS MADE. ACCORDINGLY, PROSPECTIVE PURCHASERS OF THE COMPANY'S SHARES SHOULD CONSULT WITH THEIR OWN TAX ADVISORS WITH RESPECT TO THEIR INDIVIDUAL CIRCUMSTANCES.

The following summary describes the principal Canadian federal income tax considerations generally applicable to a holder of the Company's shares who, for purposes of the Income Tax Act (Canada) (the "Canadian Tax Act") and the Canada-United States Income Tax Convention, 1980 (the "Convention") and at all relevant times is resident in the United States and not resident in Canada, deals at arm's length with the Company, holds the Company's shares as capital property, and does not use or hold and is not deemed to use or hold the Company's shares in or in the course of carrying on business in Canada (a "United States Holder").

This following summary is based upon the current provisions of the Canadian Income Tax Act, the regulations thereunder, all specific proposals to amend the Canadian Tax Act and the regulations announced by the Minister of Finance (Canada) prior to the date hereof and the Company's understanding of the published administrative practices of the Canada Customs and Revenue Agency

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(formerly Revenue Canada, Customs, Excise and Taxation). This summary does not take into account or anticipate any other changes in the governing law, whether by judicial, governmental or legislative decision or action, nor does it take into account the tax legislation or considerations of any province, territory or non-Canadian jurisdiction (including the United States), which legislation or considerations may differ significantly from those described herein.

DISPOSITION OF THE COMPANY'S SHARES

In general, a United States shareholder will not be subject to Canadian income tax on capital gains arising on the disposition of the Company's shares, unless such shares are "taxable Canadian property" within the meaning of the Canadian Income Tax Act and no relief is afforded under any applicable tax treaty. The shares of the Company would be taxable Canadian property of a non-resident if at any time during the five-year period immediately preceding a disposition by the non-resident of such shares, not less than 25% of the issued shares of any class or series of all classes of shares of the Company belonged to the non-resident, to persons with whom the non-resident did not deal at arm's length, or to the non-resident and persons with whom the non-resident did not deal at arm's length for purposes of the Canadian Income Tax Act. For this purpose, issued shares include options to acquire such shares (including conversion rights) held by such persons. Under the Convention, a capital gain realized by a resident of the United States will not be subject to Canadian tax unless the value of the shares of the Company is derived principally from real estate (as defined in the Convention) situated in Canada.

F. DIVIDENDS AND PAYING AGENTS

Not required

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G. STATEMENT BY EXPERTS

Not required

H. DOCUMENTS ON DISPLAY

All documents referenced in this Form 20-F may be viewed at the offices of the Company during business hours #208 - 828 Harbourside Drive, North Vancouver BC V7P 3R9 Canada, Telephone 604-904-8481.

I. SUBSIDIARY INFORMATION

As of June 30, 2006 Outback Capital Inc. dba Pinefalls Gold ("PFG") a private Alberta corporation become a majority-owned subsidiary of the Company. PFG was incorporated under the Alberta BUSINESS CORPORATIONS ACT on February 6, 2001.

ITEM 11. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Not required

ITEM 12. DESCRIPTION OF SECURITIES OTHER THAN EQUITY SECURITIES

Not required

ITEM 13. DEFAULTS, DIVIDEND ARREARAGES AND DELINQUENCIES

Not applicable

ITEM 14. MATERIAL MODIFICATIONS TO THE RIGHTS OF SECURITY HOLDERS AND USE OF PROCEEDS

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Not applicable

ITEM 15. CONTROLS AND PROCEDURES

DISCLOSURE CONTROLS AND PROCEDURES

Under the supervision and with the participation of management, including our chief executive officer and the chief financial officer, we conducted an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures, as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act, as of December 31, 2008. Based on this evaluation, our chief executive officer and chief financial officer concluded as of December 31, 2008 that our disclosure controls and procedures were effective.

MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

Management is responsible for establishing and maintaining adequate internal control over financial reporting. Internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements in accordance with generally accepted accounting principles and includes those policies and procedures that:

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of a company's assets,

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated financial statements in accordance with generally accepted accounting principles, and that a company's receipts and expenditures are being made only in accordance with authorizations of a company's management and directors, and

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(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of a company's assets that could have a material effect on the consolidated financial statements.

Internal control over financial reporting is a process that involves human diligence and compliance and is subject to lapses in judgment and breakdowns resulting from human failures. Internal control over financial reporting also can be circumvented by collusion or improper management override. Because of such limitations, internal control over financial reporting cannot provide absolute assurance of achieving financial reporting objectives. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies and procedures may deteriorate.

However, these inherent limitations are known features of the financial reporting process. Therefore, it is possible to design into the process safeguards to reduce, though not eliminate, this risk. Management is responsible for establishing and maintaining adequate internal control over financial reporting for the company.

Management has used the framework set forth in the report entitled Internal Control--Integrated Framework published by the Committee of Sponsoring Organizations of the Treadway Commission, known as COSO, to evaluate the effectiveness of the Company's internal control over financial reporting. Based on this assessment, management has concluded that our internal control over financial reporting was effective as of December 31, 2008.

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This annual report does not include an attestation report of our registered public accounting firm regarding internal control over financial reporting.

Our management's report was not subject to attestation by our registered public accounting firm pursuant to temporary rules of the SEC that permit us to provide only our management's report in this annual report on Form 20-F.

CHANGES IN INTERNAL CONTROL OVER FINANCIAL REPORTING

There were no changes in our internal controls over financial reporting that occurred during the period covered by this annual report on Form 20-F that have materially affected, or are reasonably likely to materially affect our internal controls over financial reporting.

ITEM 16.

A. AUDIT COMMITTEE FINANCIAL EXPERT

The company has as its audit committee financial expert Mr. Edward D. Ford who is a Canadian Chartered Accountant. He has held this professional qualification since 1961. During his career Mr. Ford has been an associate, manager and partner of several Canadian professional accounting firms that specialized in audit/assurance, taxation, insolvency and independent business consulting. Additionally he has served as a Chief Financial Officer of several public companies.

B. CODE OF ETHICS

The Company has adopted a code of ethics applicable to its directors, principal executive officer, principal financial officer, principal accounting procedures, and persons performing similar functions. A copy of the Company's Code of Ethics will be made available to anyone who requests it in writing from the Company's head office.

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C. PRINCIPAL ACCOUNTING FEES AND SERVICES

(a) Audit Fees

Dale Matheson Carr-Hilton LaBonte, Chartered Accountants ("DMCL") billed the Corporation \$12,000 (estimated) for audit fees in the year ended December 31, 2008; \$14,500 in 2007; \$13,000 in 2006; \$9,000 in 2005; and \$6,200 in 2004. The former auditor, Charlton & Company, Chartered Accountants billed \$2,675 in 2004.

(b) Audit Related Fees

DMCL billed the Company \$nil for audit related services in the year ended December 31, 2008; \$1,000 in 2007; 2007; \$nil in 2006, \$nil in 2005 and \$nil in 2004. The former auditor, Charlton & Company, Chartered Accountants billed \$nil in 2004.

(c) Tax Fees

DMCL did not provide the Corporation with any professional services rendered for tax compliance, tax advice and tax planning in the years ended December 31, 2008, 2007, 2006, 2005 and 2004. The former auditor, Charlton & Company, Chartered Accountants billed \$nil in 2004.

(d) All Other Fees

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DMCL did not bill the Corporation for any other products and services in the years ended December 31, 2007, 2006, 2005 and 2004. The former auditor, Charlton & Company, Chartered Accountants billed \$nil in 2004.

(e) Audit Committee Pre-Approval Policies and Procedures

To ensure continuing auditor objectivity and to safeguard the independence of our auditors, our audit committee has determined a framework for the type and authorization of non-audit services which our auditors may provide. The audit committee has adopted policies for the pre-approval of specific services that may be provided by our auditors. The dual objectives of these policies are to ensure that we benefit in a cost effective manner from the cumulative knowledge and experience of our auditors, while also ensuring that the auditors maintain the necessary degree of independence and objectivity.

Our audit committee approved the engagement of Dale Matheson Carr-Hilton LaBonte to render audit and non-audit services before they were engaged by us.

D. EXEMPTION FROM THE LISTING STANDARDS FOR AUDIT COMMITTEES

Not Applicable

E PURCHASES OF EQUITY SECURITIES BY THE ISSUER AND AFFILIATED PURCHASERS

Not Applicable

ITEM 17. FINANCIAL STATEMENTS

The financial statements and notes thereto as required by Item 17 are attached hereto and found immediately after the text of this Registration Statement. The auditors' report of Dale Matheson Carr-Hilton LaBonte LLP, independent registered public accountants, on the audited consolidated financial statements and notes thereto is included immediately preceding the audited consolidated financial statements.

Auditors' Report.

Consolidated balance sheets as at December 31, 2008 and 2007.

Consolidated statements of operations and deficit for the years ended December 31, 2008, 2007 and 2006.

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Consolidated statements of cash flows for the years ended December 31, 2008, 2007 and 2006.

Notes to the consolidated financial statements.

ITEM 18. FINANCIAL STATEMENTS

Not applicable. See "Item 17. Financial Statements" above.

ITEM 19. EXHIBITS

Attached hereto are the following exhibits:

- 12.1 Certification of President pursuant to s.302 of the Sarbanes-Oxley Act of 2002
- 12.2 Certification of Director pursuant to s.302 of the Sarbanes-Oxley Act of 2002
- 13.1 Certification of President pursuant to s.906 of the Sarbanes-Oxley Act of 2002
- 13.2 Certification of Director pursuant to s.906 of the Sarbanes-Oxley Act of 2002

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99.1 Option and Agreement of Purchase and Sale dated April 6, 2009

SIGNATURES

The registrant hereby certifies that it meets all of the requirements for filing on Form 20-F and that it has duly caused and authorized the undersigned to sign this annual report on its behalf.

WIDSCOPE RESOURCES INC

Date: April 30, 2009

By: /s/ Martin Schultz

Name: Martin Schultz
Title: Secretary and Director,
as duly authorized signatory

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[LETTERHEAD OF DALE MATHESON CARR-HILTON LABONTE LLP CHARTERED ACCOUNTANTS]

INDEPENDENT AUDITORS' REPORT

To the Shareholders of Widescope Resources Inc.

We have audited the consolidated balance sheets of Widescope Resources Inc. as at December 31, 2008 and 2007 and the consolidated statements of operations, comprehensive loss, deficit and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards and with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2008 and 2007 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

/s/ DMCL

Dale Matheson Carr-Hilton LaBonte LLP
Chartered Accountants

Vancouver, Canada
April 17, 2009

COMMENTS BY AUDITORS FOR U.S. READERS ON CANADA -UNITED STATES REPORTING DIFFERENCES

In the United States, reporting standards for auditors require the addition of an explanatory paragraph (following the opinion paragraph) when the financial statements are affected by conditions and events that cast substantial doubt on

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the Company's ability to continue as a going concern, such as those described in Note 1 to the financial statements. Our report to the shareholders dated April 17, 2009 is expressed in accordance with Canadian reporting standards which do not permit a reference to such events and conditions in the auditors' report when these are adequately disclosed in the financial statements.

/s/ DMCL

Dale Matheson Carr-Hilton Labonte LLP
Chartered Accountants

Vancouver, Canada
April 17, 2009

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WIDESCOPE RESOURCES INC.
Consolidated Balance Sheets

	December 31, 2008	December 31, 2007
	-----	-----
ASSETS		
Current assets		
Cash	\$ 40,661	\$ 69,628
Receivables	4,877	3,606
	-----	-----
	45,538	73,234
Mineral properties (Note 3)	205,000	343,955
Equipment, net of amortization (Note 3)	774	1,105
	-----	-----
	\$ 251,312	\$ 418,294
	=====	=====
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (Note 4)	\$ 152,996	\$ 110,395
	-----	-----
Non-controlling interest (Note 3)	59,980	68,586
	-----	-----
Shareholders' equity		
Share capital - preferred (Note 5)	604,724	604,724
Share capital - common (Note 5)	13,044,609	13,044,609
Contributed surplus	53,344	53,344
Deficit	(13,664,341)	(13,463,364)
	-----	-----
	38,336	239,313
	-----	-----
	\$ 251,312	\$ 418,294
	=====	=====

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Nature and Continuance of Operations (Note 1)

Approved by the Board:

"Martin Schultz"

Martin Schultz

"Douglas E. Ford"

Douglas E. Ford

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

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WIDESCOPE RESOURCES INC.

Consolidated Statements of Operations, Comprehensive loss, and Deficit

	2008	Years Ended December 31 2007
	-----	-----
Revenue		
Interest income	\$ --	\$ --
Management fees (Note 4)	--	--
	-----	-----
	--	--
	-----	-----
Expenses		
General and administrative	64,138	58,440
Mineral property impairment (Note 3)	145,445	--
	-----	-----
	209,583	58,440
	-----	-----
Loss from operations	(209,583)	(58,440)
Non-controlling interest (Note 3)	8,606	8,681
	-----	-----
Net and comprehensive loss	(200,977)	(49,759)
Deficit, beginning of year	(13,463,364)	(13,413,605)
	-----	-----
Deficit, end of year	\$(13,664,341)	\$(13,463,364)
	=====	=====
Loss per share - basic and diluted	\$ (0.02)	\$ (0.00)
	=====	=====
Weighted average number of common shares outstanding - basic and diluted	10,883,452	10,883,452
	=====	=====

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

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WIDESCOPE RESOURCES INC.
Consolidated Statements of Cash Flows

	2008	Years Ended December 31 2007
	-----	-----
Operating Activities		
Net loss for the year	\$ (200,977)	\$ (49,759)
Non cash Items:		
Non-controlling interest	(8,606)	(8,681)
Mineral property impairment	145,445	--
Amortization	331	474
Net change in working capital items:		
Receivables	(1,271)	(82)
Accounts payable and accrued liabilities	42,601	32,969
	-----	-----
Cash used in operations	(22,477)	(25,079)
	-----	-----
Investing Activities		
Cash acquired on acquisition of PFG, net of amounts invested	--	--
Mineral property development costs	(6,490)	(10,797)
	-----	-----
Cash (used in) provided by investing activities	(6,490)	(10,797)
	-----	-----
Net decrease in cash	(28,967)	(35,876)
Cash, beginning of year	69,628	105,504
	-----	-----
Cash, end of year	\$ 40,661	\$ 69,628
	=====	=====
Supplemental Cash Flow Information:		
Cash paid for interest	\$ --	\$ --
	=====	=====
Cash paid for income taxes	\$ --	\$ --
	=====	=====

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

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WIDESCOPE RESOURCES INC.

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Notes to the Consolidated Financial Statements
December 31, 2008

1. Nature and Continuance of Operations

The Company's principal business activities include the exploration of natural resource properties. The Company has acquired, directly and by way of the acquisition of Outback Capital Inc. (Note 3), interests in various mineral claims in Manitoba providing the right to explore. The Company has a working capital deficit of \$107,458 at December 31, 2008 (2007 - \$37,161) and has incurred a deficit of \$13,664,341 (2007 - \$13,463,364). The Company will require additional funding to meet its obligations and the costs of its operations. Subsequent to December 31, 2008, the Company entered into an agreement to sell certain of its mineral claims and allowed certain other mineral claims to lapse (refer to Note 3). Since the sale of its mineral property interest, the Company is currently looking to acquire other mineral properties or enter into additional mineral property option agreements.

Effective July 12, 2006, the Company changed its name from International Gemini Technology Inc. to Widescope Resources Inc.

The Company's future capital requirements will depend on many factors, including costs of exploration and development of the properties, production, if warranted, and competition and global market conditions. The Company's potential recurring operating losses and growing working capital needs may require that it obtain additional capital to operate its business. Such outside capital will include the sale of additional common shares. There can be no assurance that capital will be available as necessary to meet these continuing exploration and development costs or, if the capital is available, that it will be on terms acceptable to the Company. The issuances of additional equity securities by the Company may result in a significant dilution in the equity interests of its current shareholders.

The Company is dependent upon the discovery of economically recoverable reserves, to obtain necessary financing to complete the development of its properties, and future production or proceeds from the disposition thereof. The financial statements have been prepared under the assumption the Company is a going concern. The ability of the Company to continue operations as a going concern is ultimately dependent upon attaining profitable operations. To date, the Company has not generated profitable operations from its resource operations and will need to invest additional funds in carrying out its planned exploration, development and operational activities. As a result, additional losses are anticipated prior to obtaining a level of profitable operations.

2. Significant Accounting Policies

Basis of presentation

These financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("Canadian GAAP"). Except as indicated in note 9, they also comply, in all material respects, with United States generally accepted accounting principles ("US GAAP").

Basis of consolidation

These financial statements have been prepared on a consolidated basis and include the accounts of the Company and, effective June 30, 2006 (date of acquisition), those of its 65.42% owned subsidiary, Outback Capital Inc. All intercompany balances and transactions have been eliminated on consolidation.

Mineral properties

The cost of mineral properties and related exploration and development costs

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are deferred until the properties are placed into production, sold, abandoned or until management has determined there to be an impairment. These costs will be amortized over the useful life of the properties following the commencement of commercial production, or written off if the properties are sold abandoned, allowed to lapse, or if management has otherwise determined that the carrying value of a property is not recoverable and should be impaired. Properties acquired under option agreements, whereby payments are made at the sole discretion of the Company, are recorded in the accounts at such time as the payments are made. It is reasonably possible that

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WIDESCOPE RESOURCES INC.
Notes to the Consolidated Financial Statements
December 31, 2008

2. Significant Accounting Policies cont'd

Mineral properties cont'd

economically recoverable reserves may not be discovered, and accordingly a material portion of the carrying value of mineral properties and related deferred exploration costs could be written off. Although the Company has taken steps to verify title to mineral properties in which it has an interest, according to the usual industry standards for the stage of exploration of such properties, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected title defects.

Asset retirement obligations

The Corporation is subject to the provisions of CICA Handbook Section 3110, Asset Retirement Obligations, which requires the estimated fair value of any asset retirement obligations to be recognized as a liability in the period in which the related environmental disturbance occurs and the present value of the associated future costs can be reasonably estimated. As of December 31, 2008 and 2007 the Corporation has not incurred and is not committed to any asset retirement obligations in respect of its mineral exploration properties.

Estimates, assumptions and measurement uncertainty

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Actual results could differ from those estimates. By their nature, these estimates are subject to measurement uncertainty and the effect on the financial statements of changes in such estimates in future periods could be significant. Areas requiring significant use of estimates by management relate to determining the carrying value of mineral properties, and tax rates to calculate future income taxes.

Financial instruments

Effective January 1, 2007, the Company adopted the Canadian Institute of Chartered Accountants (CICA) Handbook Sections 3855, and 3861 financial instruments. Section 3855 prescribes when a financial instrument is to be recognized on the balance sheet and at what amount. Under Section 3855, financial instruments must be classified into one of five categories: held-for-trading, held-to-maturity, loans and receivables, available-for-sale financial assets, or other financial liabilities. All financial instruments, including derivatives, are measured at the balance sheet date at fair value except for loans and receivables, held-to-maturity investments, and other

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financial liabilities which are measured at amortized cost.

This standard was applied prospectively and the adoption of this standard did not result in any adjustments to the carrying amounts of financial assets and financial liabilities at January 1, 2007.

The Company's financial instruments consist of cash, receivables, and accounts payable and accrued liabilities. Cash is measured at face value, representing fair value and classified as held for trading. Receivables are measured at amortized cost and classified as loans and receivables. Accounts payable and accrued liabilities are measured at amortized cost and classified as other financial liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. The fair value of these financial instruments approximates their carrying values due to their short term natures, unless otherwise noted.

The Company has determined that it does not have derivatives or embedded derivatives.

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WIDESCOPE RESOURCES INC.
Notes to the Consolidated Financial Statements
December 31, 2008

2. Significant Accounting Policies cont'd

Comprehensive income (loss)

Effective January 1, 2007, the Company adopted the CICA Handbook Section 1530, "Comprehensive Income". Comprehensive income (loss) is defined as the change in equity from transactions and other events from non-owner sources.

Comprehensive income (loss) cont'd

Section 1530 establishes standards for reporting and presenting certain gains and losses not normally included in net income or loss, such as unrealized gains and losses related to available for sale securities and gains and losses resulting from the translation of self-sustaining foreign operations, in a statement of comprehensive income (loss).

For all periods presented, the Company has no items required to be reported in comprehensive loss. Accordingly, no statement of comprehensive loss or accumulated other comprehensive loss has been presented.

Equipment

Equipment is recorded at cost. Amortization is calculated using the following annual rate, which is estimated to match the useful lives of the asset:

Computer hardware	30% declining balance
-------------------	-----------------------

Loss per share

The loss per share figures are calculated using the weighted average number of shares outstanding during the respective fiscal years. The calculation of loss per share figures using the Treasury Stock Method considers the potential exercise of outstanding share purchase options and warrants or other contingent issuances to the extent each option, warrant or contingent issuance was dilutive. For all years presented, diluted loss per share is equal to basic loss per share as the potential effects of options, warrants and conversions are anti-dilutive.

Cash and cash equivalents

The Company considers all highly liquid instruments with a maturity of three

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months or less at the time of issuance to be cash equivalents.

Impairment of long-lived assets

The Company follows the recommendations of the CICA Handbook Section 3063, "Impairment of Long-Lived Assets". Section 3063 establishes standards for recognizing, measuring and disclosing impairment of long-lived assets held for use. The Company conducts its impairment test on long-lived assets when events or changes in circumstances indicate that the carrying amount may not be recoverable. Impairment is recognized when the carrying amount of an asset to be held and used exceeds the undiscounted future net cash flows expected from its use and disposal. If there is impairment, the impairment amount is measured as the amount by which the carrying amount of the asset exceeds its fair value, calculated using discounted cash flows when quoted market prices are not available.

Income taxes

The Company accounts for income taxes using the asset and liability method, whereby future tax assets and liabilities are recognized for the future income tax consequences attributable to differences between the carrying values of the asset and liabilities and their respective income tax bases. Future income tax assets and liabilities are measured using substantively enacted income tax rates expected to apply to taxable income in the years in which temporary differences are expected to be recovered or settled. The effect on future income taxes and liabilities of a change in rates is included in operations in the period that includes the substantive enactment date. Where the probability of a realization of a future income tax asset is more likely than not, a valuation allowance is recorded.

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WIDESCOPE RESOURCES INC.
Notes to the Consolidated Financial Statements
December 31, 2008

2. Significant Accounting Policies cont'd

Stock-based compensation

The Company applies the fair value method of valuing all grants of stock options. The estimated fair value of the stock options is recorded as compensation expense over the vesting period or at the date of grant if the options vest immediately, with the offset recorded in contributed surplus. The fair value of options granted is estimated at the date of grant using the Black-Scholes option pricing model incorporating assumptions regarding risk-free interest rates, dividend yield, volatility factor of the expected market price of the Company's stock, and a weighted average expected life of the options. Any consideration paid on the exercise of stock options is credited to share capital.

Newly adopted accounting pronouncements

General Standards of Financial Statement Presentation

In June 2007, the CICA amended Handbook Section 1400, "General Standards of Financial Statement Presentation", which requires management to make an assessment of Company's ability to continue as a going-concern. When financial statements are not prepared on a going-concern basis, that fact shall be disclosed together with the basis on which the financial statements are prepared and the reason why the Company is not considered a going-concern. The new section was adopted by the Company effective January 1, 2008 and the Company has included disclosures recommended by the new section in Note 1.

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Capital Disclosures

In December 2006, the CICA issued Section 1535 "Capital Disclosures" which specifies the disclosure of information that enables users of an entity's financial statements to evaluate its objectives, policies and processes for managing capital, summary quantitative data about what the entity manages as capital, whether it has complied with any capital requirements and, if it has not complied, the consequences on non-compliance. The mandatory effective date is for annual and interim financial statements for years beginning on or after October 1, 2007. This new requirement was adopted by the Company effective January 1, 2008 and the related disclosures have been included in Note 7.

Financial Instruments Disclosures and Financial Instruments Presentation

Sections 3862 and 3863 have replaced Section 3861, "Financial Instruments Disclosure and Presentation", revising and enhancing disclosure requirements while carrying forward its presentation requirements. These new Sections place increased emphasis on disclosure about the nature and extent of risk arising from financial instruments and how the entity manages those risks. The mandatory effective date is for annual and interim financial statements for years beginning on or after October 1, 2007. The Company began application of these sections effective January 1, 2008 and the adoption of these new accounting standards have been disclosed in Note 8.

Accounting Changes

Section 1506, Accounting Changes, prescribes the criteria for changing accounting policies, together with the accounting treatment and disclosure of changes in accounting policies, changes in accounting estimates and corrections of errors. This Section allows for voluntary changes in accounting policies only if they result in the consolidated financial statements providing reliable and more relevant information. In addition, this Section requires entities to disclose the fact that they did not apply a primary source of GAAP that have been issued but not yet effective. This Section had no impact on the financial position or results of operations for the year ended December 31, 2008.

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WIDESCOPE RESOURCES INC.
Notes to the Consolidated Financial Statements
December 31, 2008

2. Significant Accounting Policies cont'd

Future accounting pronouncements

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 generally accepted accounting principles 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 generally accepted accounting principles. 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 Company for the year ended December 31, 2010. While the Company has begun assessing the adoption of IFRS for 2011, the financial reporting impact of the transition to IFRS has not been estimated at this time.

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Goodwill and intangible assets

In February 2008, the CICA issued Section 3064 "Goodwill and Intangible Assets", replacing Section 3062, "Goodwill and Other Intangible Assets" and Section 3450 "Research and Development Costs". This new section will be applicable to financial statements relating to fiscal years beginning on or after October 1, 2008. Accordingly, the Company will adopt the new standard for its fiscal year beginning January 1, 2009. Section 3064 establishes standards for the recognition, measurement, presentation and disclosures of goodwill subsequent to its initial recognition and of intangible assets by profit-oriented enterprises. Standards concerning goodwill are unchanged from the standards included in the previous Section 3062. The adoption of this standard is not expected to have an impact on the Company's financial position or results of operations.

Business Combinations

In January 2009, the CICA issued Section 1582, "Business Combinations", replacing Section 1581 of the same name. The new section will apply prospectively to business combinations for which the acquisition date is on or after January 1, 2011. Section 1582, which provides the Canadian equivalent to International Financial Reporting Standard 3, Business Combinations (January 2008), establishes standards for the accounting for a business combination. Section 1582 requires business acquisitions (including non-controlling interests and contingent consideration) to be measured at fair value on the acquisition date, generally requires acquisition-related costs to be expensed, requires gains from bargain purchases to be recorded in net earnings, and expands the definition of a business. As Section 1582 will apply only to future business combinations, it will not have a significant effect on the Company's consolidated financial statements prior to such acquisitions.

Consolidated Financial Statements and Non-controlling Interests

In January 2009, the CICA issued Section 1601, "Consolidated Financial Statements", and Section 1602, "Noncontrolling Interests", which together replace the existing Section 1600, "Consolidated Financial Statements", and provide the Canadian equivalent to International Accounting Standard 27, "Consolidated and Separate Financial Statements (January 2008)". The new sections will be applicable to the Company on January 1, 2011. Section 1601 establishes standards for the preparation of consolidated financial statements, and Section 1602 establishes standards for accounting for a non-controlling interest in a subsidiary in consolidated financial statements subsequent to a business combination. The Company is assessing the impact, if any, of the adoption of these new sections on its consolidated financial statements.

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WIDESCOPE RESOURCES INC.

Notes to the Consolidated Financial Statements

December 31, 2008

2. Significant Accounting Policies cont'd

Future accounting pronouncements cont'd

Credit Risk and the Fair Value of Financial Assets and Financial Liabilities

In January 2009, the Emerging Issues Committee ("EIC") concluded that an entity's own credit risk and the credit risk of the counterparty should be taken into accounting in determining the fair value of financial assets and financial liabilities, including derivative instruments. EIC-173 is applicable retrospectively without restatements of prior periods to all financial assets and liabilities measured at fair value in interim and annual

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financial statements for period ending on or after the date of the issue of the Abstract (January 20, 2009). Retrospective application with restatement of prior periods is permitted but not required. Early adoption is encouraged. The application of incorporating credit risk into the fair value should result in entities re-measuring the financial assets and financial liabilities as at the beginning of the period of adoption with any resulting difference recorded in retained earnings except when derivatives in a fair value hedging relationship accounted for by the short cut method (difference is adjusted to the hedged item) and for derivatives in cash flow hedging relationship (differences are recorded in accumulated other comprehensive income). The Company does not expect that this will have any material impact on its financial statements.

3. Acquisition of Outback Capital Inc. dba Pinefalls Gold ("PFG")

In April 2005, the Company entered into a subscription agreement to invest \$200,000 into Outback Capital Inc. dba Pinefalls Gold ("PFG"), a private Alberta company with certain directors and a principal shareholder of PFG in common with the Company. PFG is an exploration company with mining claims located in the area of Bissett, Manitoba. Pursuant to the subscription, the Company invested \$90,000 in exchange for 1.8 million units during 2005 and an additional \$110,000 in exchange for 2.2 million units in 2006 of PFG at \$0.05 per unit with each unit comprised of one common share and one share purchase warrant to purchase an additional common share at \$0.075 for a period of two years. Without the exercise of the warrants, the Company purchased approximately 37% of the common shares of PFG. As at June 30, 2006, the Company had invested \$200,000 in exchange for 4 million units under this subscription agreement.

In addition, the Company entered into a share exchange agreement with one of the principal shareholders of PFG, who is also a director of the Company, under which the Company acquired a further 3 million common shares of PFG in exchange for one million common shares of the Company at a value of \$150,000. As a result of the share exchange agreement, the director in common no longer had an ownership interest in PFG.

The Company completed the transactions above effective June 30, 2006; and as at December 31, 2008 the Company owned 65.42% of the common shares of PFG.

The Pinefalls Gold mining property is subject to a 2% royalty based on the gross cash proceeds received from the sale of minerals, less the cost of smelting, refining, freight, insurance and other related costs, and the cost of marketing and sale of minerals derived from PFG properties. The royalty will be calculated on a cumulative basis and will be payable in cash by the Company within 180 days of each fiscal year end of the Company.

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WIDESCOPE RESOURCES INC.
Notes to the Consolidated Financial Statements
December 31, 2008

3. Acquisition of Outback Capital Inc. dba Pinefalls Gold ("PFG") cont'd

The fair value of the assets acquired and liabilities assumed effective June 30, 2006 are as follows:

	- \$ -

Current assets	126,108
Mineral claims and equipment	320,885

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Current liabilities	(3,861)
Due to related parties	(11,390)
Non controlling interest	(81,742)

350,000
=====

Consideration Paid:

1,000,000 common shares at \$0.15 per share	150,000
Cash	200,000

350,000
=====

Mineral Claims and equipment includes the following:

- \$ -

Unproven Mining Claims - not subject to depletion	319,306
Equipment	1,579

Totals	320,885
	=====

During February 2009 three of PFG's seventeen Bissett, Manitoba area mineral claims were allowed to lapse, and mineral rights to those properties reverted to the Province of Manitoba.

During April 2009 PFG entered into an Option and Purchase and Sale Agreement with Cougar Minerals Corp. ("Cougar"), whereby Cougar was granted an option to purchase the fourteen remaining Bissett area mineral claims for total consideration of \$205,000. Cougar's payments to PFG will be made as follows: \$10,000 (paid) and the issuance of 500,000 common shares at an estimated fair value of \$50,000 (\$0.10 per share) immediately, in consideration of the grant of the option; and upon exercise of the option Cougar may elect to acquire a 100-per-cent interest by payments of further annual purchase payments of \$25,000, \$50,000 and \$70,000 by April 30, 2010, 2011, and 2012, respectively with the subsequent purchase payments secured by a Promissory Note issued by Cougar to PFG.

As a result of the above, effective December 31, 2008, the Company recorded an impairment of its mineral properties of \$145,445 thus reducing the mineral property carrying value to its estimated net recoverable amount of \$205,000.

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WIDESCOPE RESOURCES INC.
Notes to the Consolidated Financial Statements
December 31, 2008

3. Acquisition of Outback Capital Inc. dba Pinefalls Gold ("PFG") cont'd

Mineral property costs since the acquisition consist of:

- \$ -

Total

Balance as at June 30, 2006	319,306
-----------------------------	---------

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Geological consulting fees	13,852

Balance as at December 31, 2006	333,158
Geological consulting fees	10,773
Filing fees	24

Balance as at December 31, 2007	343,955
Geological consulting fees	6,490

	350,445
Impairment provision	(145,445)

Balance as at December 31, 2008	205,000
	=====

4. Related Party Transactions

During the year ended December 31, 2008, a company in which a director has an interest charged the Company \$24,000 (2007: \$24,000, 2006: \$24,000) for rent and management fees. The unpaid portion of these amounts, plus additional advances and other amounts due to directors, aggregating \$118,657 (2007: \$87,280, 2006: \$72,350) is included in accounts payable and accrued liabilities at December 31, 2008.

The Company charged \$nil (2007: \$nil, 2006: \$9,000) for rent and management fees to PFG prior to the acquisition date.

Related party transactions were in the normal course of business and have been recorded at the exchange amount which is the fair value agreed to between the parties. Amounts due to related parties are unsecured, non-interest bearing and without specific terms of repayment.

5. Share Capital

a) The authorized capital of the Company comprises 100,000,000 common shares without par value and 100,000,000 Series 1 convertible preferred shares without par value. The rights and restrictions of the preferred shares are as follows:

- i) dividends shall be paid at the discretion of the directors;
- ii) the holders of the preferred shares are not entitled to vote except at meetings of the holders of the preferred shares, where they are entitled to one vote for each preferred share held;
- iii) the shares are convertible at any time; and
- iv) the number of the common shares to be received on conversion of the preferred shares is to be determined by dividing the conversion value of the share, \$1 per share, by \$0.45.

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WIDESCOPE RESOURCES INC.
Notes to the Consolidated Financial Statements
December 31, 2008

5. Share Capital Cont'd

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b) Common shares issued and outstanding

	2008		2007	
	Shares	\$	Shares	\$
Balance, beginning and end of year	10,883,452	13,044,609	10,883,452	13,044,609

c) Preferred shares issued and outstanding

	2008		2007	
	Shares	\$	Shares	\$
Balance, beginning and end of year	604,724	604,724	604,724	604,724

d) Warrants

	2008	2007
Balance, beginning of year	1,560,333	1,560,333
Expired during the year	(1,560,333)	--
Balance, end of year	--	1,560,333

Each warrant gave the holder the right to purchase one common share of the Company at \$0.18 per share on or before the expiry of the warrants on December 5, 2008.

e) Stock Options

As of December 31, 2008 and 2007, there were no stock options outstanding.

6. Income Taxes

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	2008	2007	2006
Loss before income taxes:	\$ 200,977	\$ 49,759	\$ 37,147
Statutory rates	31.00%	34.12%	34.12%
Expected income tax recovery	62,303	16,978	12,667
Non-controlling interest	2,668	2,962	1,527
Effect of reduction in tax rates	(25,427)	--	--
Permanent differences and other	14,307	(2,962)	(1,527)
Expiring losses	(7,194)	--	--
Increase in valuation allowance	(46,657)	(16,978)	(12,667)

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Net future income tax recovery	\$	--	\$	--	\$	--
		=====		=====		=====

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6. Income Taxes Cont'd

The significant components of the Company's future income tax assets are as follows:

	2008	2007
	-----	-----
Future income tax assets:		
Non-capital loss carry forward benefit	\$ 89,500	\$ 81,500
Capital losses carried forward	2,100	1,250
Mining properties	37,800	--
Valuation allowance	(129,400)	(82,750)
	-----	-----
Net future income tax asset	\$ --	\$ --
	=====	=====

The Company has approximately \$344,000 in non-capital losses that can be offset against taxable income in future years which expire at various dates commencing in 2009, and approximately \$8,000 in capital losses which may be available to offset future taxable capital gains which can be carried forward indefinitely. The potential future tax benefit of these losses has not been recorded as a full-future tax asset valuation allowance has been provided due to the uncertainty regarding the realization of these losses.

The related potential income tax benefits with respect to these items have not been recorded in the accounts. Application and expiration of these carryforward balances are subject to relevant provisions of the Income Tax Act, Canada.

7. Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The properties in which the Company currently has an interest are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

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8. Risk Factors

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

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

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WIDESCOPE RESOURCES INC.
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8. Risk Factors cont'd

Credit risk

The Company's credit risk is primarily attributable to receivables. The Company has no significant concentration of credit risk arising from operations. Receivables include primarily goods and services tax due from the Federal Government of Canada. Management believes that the credit risk concentration with respect to its receivables is remote.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at December 31, 2008, the Company had a working capital deficit of \$107,458 (2007: \$37,161). All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms. The Company is dependent on its ability to raise additional funds so that it can discharge its financial obligations.

Market risk

(a) Interest rate risk

The Company has cash balances and no interest-bearing debt therefore, interest rate risk is minimal.

(b) Foreign currency risk

The Company's functional currency is the Canadian dollar and major purchases are transacted in Canadian dollars: therefore, foreign currency risk is minimal.

9. Reconciliation between Canadian and United States Generally Accepted Accounting Principles

These financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("Canadian GAAP"), which differs in certain respects from United States generally accepted accounting principles ("US GAAP"). A description of US GAAP and practices prescribed by the US Securities and Exchange Commission ("SEC") that result in material measurement and disclosure differences from Canadian GAAP are summarized as

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follows:

Consolidated Balance Sheets

	December 31, 2008 -----	December 31, 2007 -----
Total assets under Canadian GAAP	\$ 251,312	\$ 418,294
(a) Mineral property exploration and acquisition costs expensed under US GAAP	(205,000) -----	(343,955) -----
Total assets under US GAAP	\$ 46,312 =====	\$ 74,339 =====
Total liabilities under Canadian and US GAAP	\$ 152,996 =====	\$ 110,395 =====
Non-controlling interest under Canadian and US GAAP	\$ 59,980 =====	\$ 68,586 =====

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WIDESCOPE RESOURCES INC.
Notes to the Consolidated Financial Statements
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9. Reconciliation between Canadian and United States Generally Accepted
Accounting Principles cont'd

Total shareholders' equity under Canadian GAAP	\$ 38,336	\$ 239,313
(a) Mineral property exploration and acquisition costs expensed under US GAAP	(205,000) -----	(343,955) -----
Total shareholders' equity (deficit) under US GAAP	\$(166,664) =====	\$(104,642) =====

Consolidated Statements of Operations and Deficit

	Year ended December 31, 2008 -----	Year ended December 31, 2007 -----
Net loss under Canadian GAAP	\$(200,977)	\$ (49,759)
(a) Mineral property exploration and acquisition costs expensed under US GAAP	138,955 -----	(10,797) -----

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Net loss under US GAAP	\$ (62,022) =====	\$ (60,556) =====
Basic and diluted loss per share under US GAAP	\$ (0.01) =====	\$ (0.01) =====

Consolidated Statements of Cash Flows

	Year ended December 31, 2008 -----	Year ended December 31, 2007 -----
Net cash used in operating activities under Canadian GAAP	\$ (22,477)	\$ (25,079)
(b) Mineral property exploration costs incurred	(6,490) -----	(10,797) -----
Net cash used in operating activities under US GAAP	\$ (28,967) =====	\$ (35,876) =====
Net cash provided by (used in) investing activities under Canadian GAAP	\$ (6,490)	\$ (10,797)
(b) Mineral property exploration costs incurred	6,490 -----	10,797 -----
Net cash provided by (used in) investing activities under US GAAP	\$ -- =====	\$ -- =====
Net cash provided by financing activities under Canadian and US GAAP	\$ -- =====	\$ -- =====

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WIDESCOPE RESOURCES INC.
Notes to the Consolidated Financial Statements
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9. Reconciliation between Canadian and United States Generally Accepted Accounting Principles cont'd

(a) Interest in unproven mineral properties

In accordance with Canadian GAAP, the cost of mineral properties and related exploration and development costs are deferred until the properties are placed into production, sold, abandoned or management has determined there to be impairment.

In accordance with US GAAP, mineral property acquisition costs are initially capitalized when incurred using the guidance in EITF 04-02, "Whether Mineral Rights Are Tangible or Intangible Assets" and in accordance with Financial Accounting Standards Board ("FASB") SFAS No. 144, "Accounting for the Impairment or Disposal of Long-Lived Assets", the carrying value of intangible assets and other long-lived assets is reviewed on a regular basis for the existence of facts or circumstances that may suggest impairment. The Company recognizes impairment when the sum of the expected undiscounted

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future cash flows is less than the carrying amount of the asset. Mineral property exploration costs are expensed as incurred until commercially minable deposits are determined to exist within a particular property as cash flows cannot be reasonably estimated prior to such determination.

Accordingly, for all periods presented, the Company has expensed all mineral property exploration costs for US GAAP purposes and impaired the property acquisition costs incurred during the period (see Note 3).

Subsequent to December 31, 2008, the Company has optioned its mineral property interest. In future fiscal periods, under Canadian GAAP, the Company will record the option proceeds against the carrying value of the mineral property while for US GAAP, the Company will record the option proceeds as a recovery of mineral property costs on the statement of operations.

(b) Mineral property costs incurred

Under Canadian GAAP, cash flows relating to mineral property acquisition and exploration costs are reported as investing activities. Under US GAAP, these costs are classified as operating activities. The net cash provided by (used in) operating and investing activities has been adjusted accordingly for all periods presented.

(c) Recent Accounting Pronouncements - US GAAP

In October 2008, the Financial Accounting Standards Board ("FASB") issued FSP FAS 157-3, "Determining the Fair Value of a Financial Asset When the Market for That Asset is Not Active" ("SFAS 157-3"). The FSP provides guidance clarifying how SFAS No. 157 should be applied when valuing securities in markets that are not active. The guidance states that significant judgment is required in valuing financial assets and clarifies how management's internal assumptions should be considered when relevant observable data does not exist, how observable market information in a market that is not active should be considered when measuring fair value, and how the use of market quotes should be considered when assessing the relevance of observable and unobservable data available to measure fair value. The FSP is effective upon issuance and includes financial statements for the period ending and as of September 30, 2008. The Company does not expect there to be any significant impact of adopting FSP FAS 157-3 on its financial position or results of operations.

In May 2008, the FASB issued FSP Accounting Principles Board Opinion No. 14-1, "Accounting for Convertible Debt Instruments That May Be Settled in Cash upon Conversion (Including Partial Cash Settlement)" ("FSP 14-1"). FSP 14-1 requires issuers of convertible debt instruments that may be settled in cash to separately account for the liability and equity components in a manner that will reflect the entity's nonconvertible debt borrowing rate when interest cost is recognized in periods subsequent to adoption. Upon adoption of FSP 14-1, the Company will allocate a portion of the proceeds received from the issuance of convertible notes between a liability and equity

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WIDSCOPE RESOURCES INC.
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9. Reconciliation between Canadian and United States Generally Accepted Accounting Principles cont'd

(c) Recent Accounting Pronouncements - US GAAP cont'd

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component by determining the fair value of the liability component using the Company's non-convertible debt borrowing rate. The difference between the proceeds of the notes and the fair value of the liability component will be recorded as a discount on the debt with a corresponding offset to paid-in-capital. The resulting discount will be accreted by recording additional non-cash interest expense over the expected life of the convertible notes using the effective interest rate method. The provisions of FSP 14-1 are to be applied retrospectively to all periods presented upon adoption and are effective for fiscal years beginning after December 15, 2008 and interim periods within those fiscal years. The Company is in the process of evaluating the impact FSP 14-1 will have on the Company's financial position and results of operations upon adoption.

In May 2008, the FASB issued SFAS No. 163, Accounting for Financial Guarantee Insurance Contracts ("SFAS 163"). SFAS 163 clarifies how SFAS 60, Accounting and Reporting by Insurance Enterprises applies to financial guarantee insurance contracts issued by insurance enterprises, including the recognition and measurement of premium revenue and claim liabilities. It also requires expanded disclosures about financial guarantee insurance contracts. SFAS 163 is effective for the Company's annual and interim period commencing after December 12, 2008, except for disclosures about an insurance enterprise's risk-management activities, which are effective for the Company's first interim period commencing after May 2008. The Company does not expect there to be any significant impact of adopting SFAS 163 on its financial position or results of operations.

In May 2008, the FASB issued SFAS No. 162, "The Hierarchy of Generally Accepted Accounting Principles" ("SFAS 162"). The statement identifies the sources of accounting principles and establishes a hierarchy for selecting those principles to prepare financial statements in accordance with U.S. GAAP. The statement is effective 60 days following the SEC's approval of the Public Fund Accounting Oversight Board (PCAOB) amendments to AU Section 411, "The Meaning of Present Fairly in Conformity with Generally Accepted Accounting Principles." The Company is in the process of evaluating the impact SFAS 162 will have on the Company's financial position and results of operations upon adoption.

In April 2008, the FASB issued FSP No. FAS 142-3, "Determination of the Useful Life of Intangible Assets" ("FSP FAS 142-3"). In determining the useful life of intangible assets, FSP FAS 142-3 removes the requirement to consider whether an intangible asset can be renewed without substantial cost of material modifications to the existing terms and conditions and, instead, requires an entity to consider its own historical experience in renewing similar arrangements. FSP FAS 142-3 also requires expanded disclosure related to the determination of intangible asset useful lives. FSP FAS 142-3 is effective for financial statements issued for fiscal years beginning after December 15, 2008. The Company is in the process of evaluating the impact FSP FAS 142-3 will have on the Company's financial position and results of operations upon adoption.

In March 2008, the FASB issued SFAS No. 161, "Disclosures about Derivative Instruments and Hedging Activities" ("SFAS 161"). SFAS 161 is intended to improve financial reporting about derivative instruments and hedging activities by requiring enhanced disclosures to enable investors to better understand their effects on an entity's financial position, financial performance, and cash flows. SFAS 161 achieves these improvements by requiring disclosure of the fair values of derivative instruments and their gains and losses in a tabular format. It also provides more information about an entity's liquidity by requiring disclosure of derivative features that are

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9. Reconciliation between Canadian and United States Generally Accepted Accounting Principles cont'd

(c) Recent Accounting Pronouncements - US GAAP cont'd

credit risk-related. Finally, it requires cross-referencing within footnotes to enable financial statement users to locate important information about derivative instruments. SFAS 161 will be effective for financial statements issued for fiscal years and interim periods beginning after November 15, 2008, and will be adopted by the Company beginning in the first quarter of 2009. The Company does not expect there to be any significant impact of adopting SFAS 161 on its financial position or results of operations.

In December 2007, the FASB issued SFAS No. 160, "Noncontrolling Interest in Consolidated Financial Statements, an amendment of ARB No. 5"1 ("SFAS No. 160"), which will change the accounting and reporting for minority interests, which will be recharacterized as noncontrolling interests and classified as a component of equity within the consolidated balance sheets. SFAS No. 160 is effective as of the beginning of an entity's first fiscal year beginning on or after December 15, 2008. Earlier adoption is prohibited. The Company has not determined the effect that adopting this statement would have on the Company's financial position or results of operations.

In December 2007, the FASB issued SFAS No. 141 (Revised 2007), "Business Combinations" ("SFAS No. 141R"). SFAS No. 141R will change the accounting for business combinations. Under SFAS No. 141R, an acquiring entity will be required to recognize all the assets acquired and liabilities assumed in a transaction at the acquisition-date fair value with limited exceptions. SFAS No. 141R will change the accounting treatment and disclosure for certain specific items in a business combination. SFAS No. 141R applies prospectively to business combinations for which the acquisition date is on or after the beginning of the entity's first annual reporting period beginning on or after December 15, 2008. Accordingly, any business combinations completed by the Company prior to January 1, 2009 will be recorded and disclosed following existing GAAP. The Company has not determined the effect that adopting this statement would have on the Company's financial position or results of operations.