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Attention : Directors

Pangea Diamondfields plc
Unit C
Central Park Suites
Cnr Main Street & Orchard Avenue
Bordeaux
Randburg
2194

9th June 2009

**INDEPENDENT RESOURCE STATEMENT
FOR
HARTS RIVER PROJECT
AT 31st MAY 2009**

Dear Sirs

Venmyn Rand (Pty) Ltd (Venmyn) has prepared an independent resource statement for Pangea Diamondfields plc (PDF's) Harts River Project located in South Africa. The resource statement was prepared in compliance with the SAMREC Code and has been signed off by a Competent Person, Mrs Catherine Telfer.

The resource statement was prepared using diamond exploration, sampling and sales information provided by PDF and independently due diligenced by Venmyn, where possible.

The resource statement is tabulated overleaf along with a diagram showing the location of the resources in relation to the exploration carried out to date. Also included overleaf is the Logic Table used for the classification.

We trust that this meets with your approval.

Yours faithfully



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DETAILED RESOURCE STATEMENT FOR HARTS RIVER AT 31ST MAY 2009

PROJECT AREA	PROJECT AREA	FARM NAME	FARM NO.	PTN NO.	RESOURCE BLOCK	GRAVEL TYPE	RESOURCE CATEGORY	GRAVEL AREA (m ²)	GRAVEL THICKNESS (m)	GRAVEL VOLUME (m ³)	GRADE (ct/100m ³)	CARATS	DIAMOND VALUE (US\$/ct)	BOTTOM SCREEN SIZE CUTOFF (mm)
Harts River	Zamenkomst	819 HN	1	A	Calcrete	Inferred	211,427	3.78	798,000	0.55	4,373	1,043	2.00	
				B			98,295	3.91	384,000		2,104		2.00	
				C			688,243	2.45	1,684,000		9,227		2.00	
	Uitenhage	826 HN	3	TOTAL / AVE ZAMENKOMST		Inferred	997,965	2.87	2,866,000	0.55	15,704	1,043	2.00	
				Calcrete	978,999		2.10	2,057,000	11,282	1,043	2.00			
	Gamabot	733 HN	2	TOTAL / AVE UITENHAGE		Inferred	978,999	2.10	2,057,000	0.55	11,282	1,043	2.00	
				North	1,419,482		3.15	4,467,000	25,396	1,043	2.00			
				South	204,880		2.45	502,000	2,854	1,043	2.00			
	Zwartkrans	732 HN	0	TOTAL / AVE GAMABOT		Inferred	1,624,342	3.06	4,969,000	0.57	28,250	1,043	2.00	
				South	1,203,670		4.28	5,156,000	28,279	1,043	2.00			
				Northwest Northeast	353,380		2.12	748,000	4,103	1,043	2.00			
	Lockerbie	727 HN	1	TOTAL / AVE SWARTKRANS		Inferred	1,845,694	3.49	6,436,000	0.55	35,300	1,043	2.00	
				Northwest	1,159,847		3.41	3,958,000	21,709	1,043	2.00			
				Northeast Southeast	299,175		2.88	861,000	4,722	1,043	2.00			
			TOTAL / AVE LOCKERBIE		TOTAL / AVE HARTS RIVER		1,966,680	3.22	6,333,000	0.55	34,735	1,043	2.00	
		GRAND TOTAL / AVE HARTS RIVER		GRAND TOTAL / AVE HARTS RIVER		7,413,680	3.06	22,661,000	0.55	125,271	1,043	2.00		

SUMMARY RESOURCE STATEMENT FOR HARTS RIVER AT 31ST MAY 2009

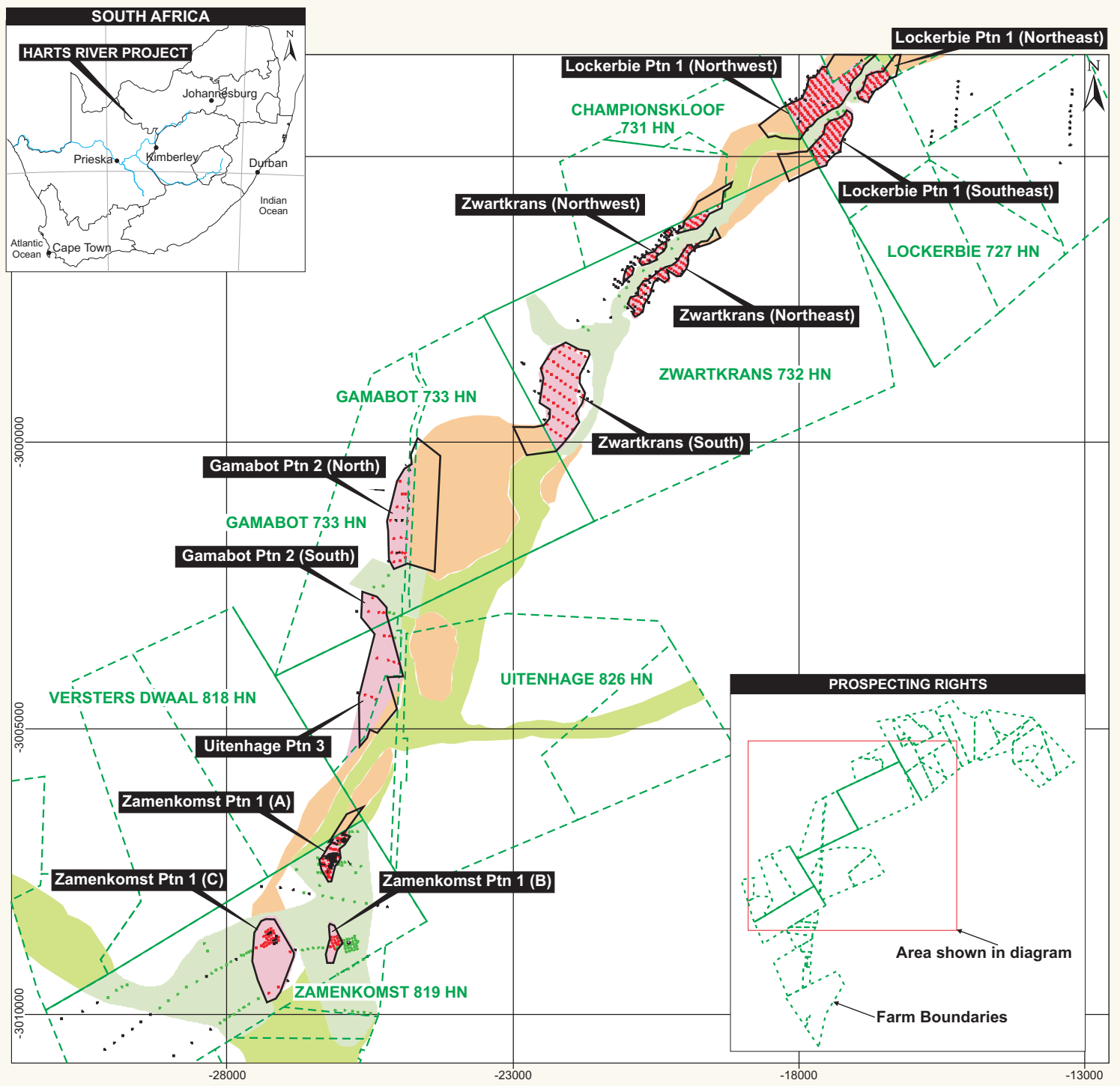
PROJECT AREA	PROJECT AREA	FARM NAME	FARM NO.	PTN NO.	RESOURCE BLOCK	GRAVEL TYPE	RESOURCE CATEGORY	GRAVEL AREA (m ²)	GRAVEL THICKNESS (m)	GRAVEL VOLUME (m ³)	GRADE (ct/100m ³)	CARATS	DIAMOND VALUE (US\$/ct)	BOTTOM SCREEN SIZE CUTOFF (mm)
Harts River	Brussels	Zamenkomst	819 HN	1	All	Calcrete	Inferred	997,965	2.87	2,866,000	0.55	15,704	1,043	2.00
		Uitenhage	826 HN	3	All			978,999	2.10	2,057,000	0.55	11,282	1,043	2.00
		Gamabot	733 HN	2	All			1,624,342	3.06	4,969,000	0.57	28,250	1,043	2.00
		Zwartkrans	732 HN	0	All			1,845,694	3.49	6,436,000	0.55	35,300	1,043	2.00
		Lockerbie	727 HN	1	All			1,966,680	3.22	6,333,000	0.55	34,735	1,043	2.00
		GRAND TOTAL / AVE HARTS RIVER		GRAND TOTAL / AVE HARTS RIVER		7,413,680	3.06	22,661,000	0.55	125,271	1,043	2.00		

CLASSIFICATION LOGIC TABLE

RESOURCE CATEGORY	SAMREC/GIM STDS REQUIREMENTS	ZAMENKOMST 819 HN (Ptn 1)	UITENHAGE 826 HN (Ptn 3)	GAMABOT 733 HN (Ptn 2)	ZWARTKRANS 732 HN	LOCKERBIE 727 HN (Ptn 1)
Indicated	Reasonable level of confidence with respect to:-					
	Volume	Calculated using the gravel thickness measured in the b/h multiplied by the area of a sphere of influence around the b/h. This is effectively manual modelling. Total of 99 b/h's used. Extended 500m from last line of b/h's.		Calculated using the gravel thickness measured in the b/h multiplied by the area of a sphere of influence around the b/h. This is effectively manual modelling. Total of 144 b/h's used. Extended 500m from last line of b/h's.	Calculated using the gravel thickness measured in the b/h multiplied by the area of a sphere of influence around the b/h. This is effectively manual modelling. Total of 219 b/h's used. Extended 500m from last line of b/h's.	Calculated using the gravel thickness measured in the b/h multiplied by the area of a sphere of influence around the b/h. This is effectively manual modelling. Total of 219 b/h's used. Extended 500m from last line of b/h's.
	Densities	N/A	N/A	N/A	N/A	N/A
	Shape	Based upon 99 b/h's and bulk sampling of 200,992m ³ from pits / trenches.		Based upon 26 b/h's and bulk sampling of 5,402m ³ from pits / trenches.	Based upon 144 b/h's.	Based upon 219 b/h's.
	Physical characteristics					
	Grade	Based upon extraction of 1,101cts from 200,992m ³ from bulk sampling pits / trenches.				
	Average diamond value					
	Assumed continuity of geology and/or grade	Based upon 99 b/h's and bulk sampling of 200,992m ³ from pits / trenches.		Based upon 26 b/h's and bulk sampling of 5,402m ³ from pits / trenches.	Based upon 144 b/h's.	Based upon 219b/h's.
	Sufficiently large parcel	Require minimum of 2,000cts.	Require minimum of 2,000cts.	Require minimum of 2,000cts.	Require minimum of 2,000cts.	Require minimum of 2,000cts.
	Low level of confidence with respect to:-					
Inferred	Volume	Calculated using the gravel thickness measured in the b/h multiplied by the area of a sphere of influence around the b/h. This is effectively manual modelling. Total of 9 b/h's used. Extended 500m from last line of b/h's.				
	Grade	Based on average grade established for Zamenkomst and Gamabot in same geological unit.		Based upon extraction of 34cts from 5,402m ³ from bulk sampling pits / trenches.	Based on average grade established for Zamenkomst and Gamabot in same geological unit.	Based on average grade established for Zamenkomst and Gamabot in same geological unit.
	Average diamond value	Average of 1,094cts from Zamenkomst & 34cts from Gamabot sold in today's market.		Average of 1,094cts from Zamenkomst & 34cts from Gamabot sold in today's market.	Used average for Zamenkomst & Gamabot.	Used average for Zamenkomst & Gamabot.
	Assumed but not verified continuity of geology and/or grade			Based upon 9 b/h's.		
	No sufficiently large parcel	Total of 1,094cts sold in today's market.	Used average for Zamenkomst & Gamabot.	Total of 1,094cts sold in today's market.	Used average for Zamenkomst & Gamabot.	Used average for Zamenkomst & Gamabot.
	CONCLUSION	Inferred	Inferred	Inferred	Inferred	Inferred
	LEGEND:					
		Meets criteria at a higher level of confidence				
		Meets criteria at a lower level of confidence				

Pangea Diamondfields - Harts River Project

LOCATION OF RESOURCES IN RELATION TO EXPLORATION



FARM NAME	FARM NO.	PTN NO.	RESOURCE BLOCK	GRAVEL TYPE	RESOURCE CATEGORY	GRAVEL AREA (m ²)	GRAVEL THICKNESS (m)	GRAVEL VOLUME (m ³)	GRADE (ct/100m ³)	CARATS	DIAMOND VALUE (US\$/ct)
Zamenkomst	819 HN	1	All	Calcrete	Inferred	997,965	2.87	2,866,000	0.55	15,704	1,043
Uitenhage	826 HN	3	All			978,999	2.10	2,057,000	0.55	11,282	1,043
Gamabot	733 HN	2	All			1,624,342	3.06	4,969,000	0.57	28,250	1,043
Zwartkrans	732 HN	0	All			1,845,694	3.49	6,436,000	0.55	35,300	1,043
Lockerbie	727 HN	1	All			1,966,680	3.22	6,333,000	0.55	34,735	1,043
GRAND TOTAL / AVE HARTS RIVER						7,413,680	3.06	22,661,000	0.55	125,271	1,043

Note: Bottom Screen Size Cut-off = 2mm

Source: Pangea

LEGEND:

- Calcrete Gravel Outline - Postulated
- Calcrete Gravel Outline - Drilled
- Spruit Gravel Outline - Postulated
- Spruit Gravel Outline - Regionally Drilled
- Percussion Drillholes with Calcrete Gravel
- Percussion Drillholes with Spruit Gravel
- Percussion Drillholes with No Gravel
- Bulk Sampling
- Resource Blocks

SCALE: 1.25 0 1.25 2.5 km

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