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Attention : Directors

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

1st July 2009

**INDEPENDENT RESOURCE STATEMENT
FOR
LONGATSHIMO 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) Longatshimo River Project located in the Democratic Republic of Congo (DRC). 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 LONGATSHIMO RIVER AT 31st MAY 2009

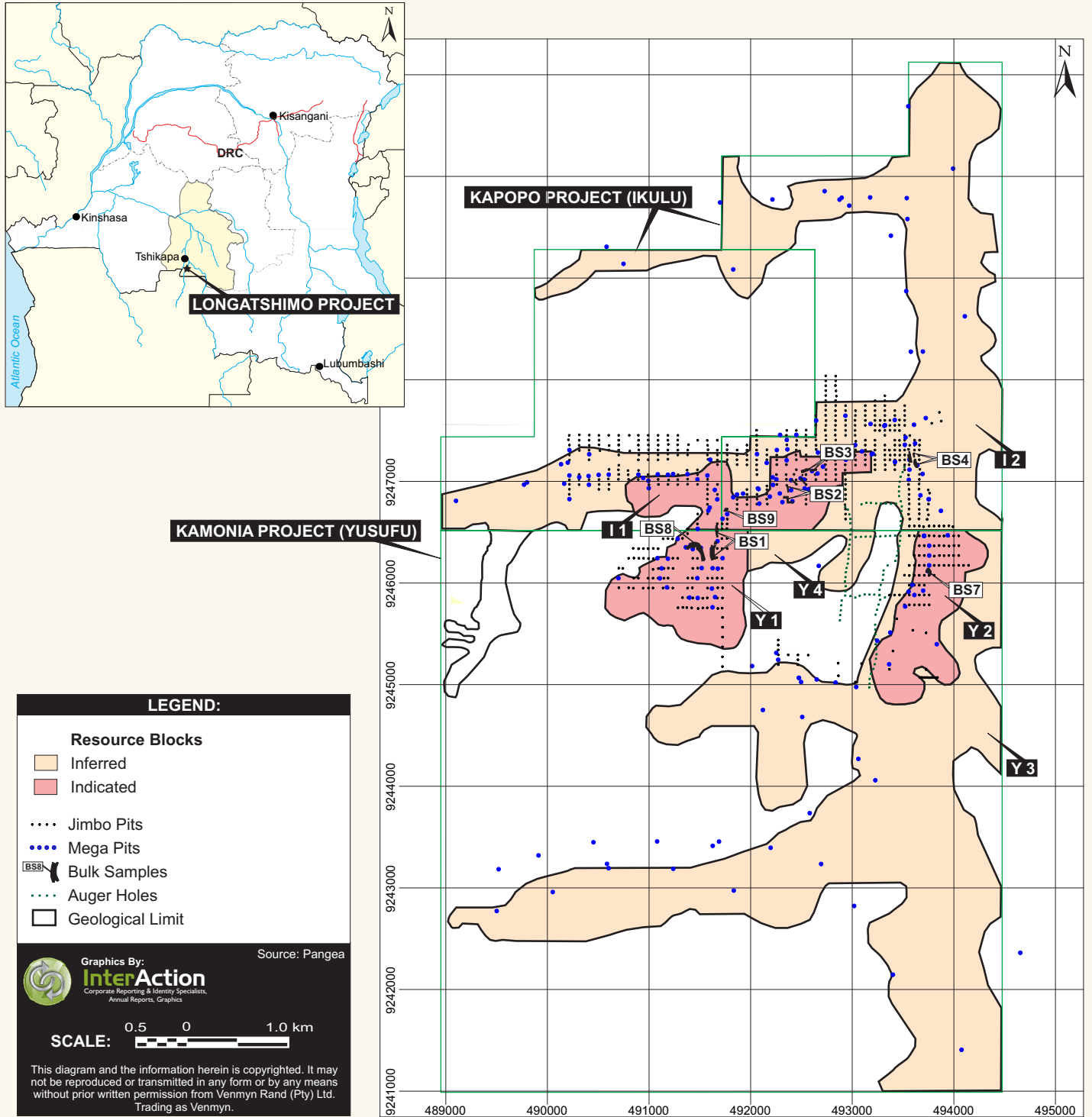
PROJECT	PROJECT AREA	RESOURCE BLOCK	GRAVEL TYPE	RESOURCE CATEGORY	GRAVEL AREA (m ²)	GRAVEL THICKNESS (m)	GRAVEL VOLUME (m ³)	REC. GRADE (ct/100m ³)	CARATS	DIAMOND VALUE (US\$/ct)	BOTTOM SCREEN SIZE CUTOFF (mm)	
Longatshimo River	Kapopo	I1	Floodplain / blanket	Indicated	986,233	0.71	703,800	18.63	131,136	117	1.60	
		TOTAL INDICATED				986,233	0.71	703,800	18.63	131,136	117	1.60
		I2	All	Inferred	6,717,663	1.26	8,457,000	13.94	1,178,977	117	1.60	
		TOTAL INFERRED				6,717,663	1.26	8,457,000	13.94	1,178,977	117	1.60
	TOTAL KAPOPO RESOURCES					7,703,897	1.19	9,160,800	14.30	1,310,114	117	1.60
	Kamonia	Y1	Floodplain / blanket	Indicated	949,884	0.59	557,500	32.82	182,963	117	1.60	
		Y2	Palaeo Channel		917,734	1.58	1,450,900	12.16	176,492	117	1.60	
		TOTAL INDICATED				1,867,619	1.08	2,008,400	17.90	359,455	117	1.60
		Y3	All	Inferred	7,494,591	0.93	6,969,000	26.24	1,828,474	117	1.60	
		Y4	All		354,721	0.68	240,000	28.82	69,171	117	1.60	
		TOTAL INFERRED				7,849,312	0.92	7,209,000	26.32	1,897,645	117	1.60
	TOTAL KAMONIA RESOURCES					9,716,930	0.95	9,217,400	24.49	2,257,100	117	1.60
	GRAND TOTAL / AVE LONGATSHIMO RIVER					17,420,827	1.05	18,378,200	19.41	3,567,214	117	1.60

CLASSIFICATION LOGIC TABLE

RESOURCE CATEGORY	SAMREC REQUIREMENTS	KAPOPO		KAMONIA			
		I1	I2	Y1	Y2	Y3	Y4
Indicated	Reasonable level of confidence with respect to:-	INDICATED RESOURCES					
	Volume	Gravel was modelled in Surfer® using 146 jimbo pits, 49 mega pits and 3 bulk sample pits. Limits based upon geological mapping and exploration data.		Gravel was modelled in Surfer® using 109 jimbo pits, 25 mega pits and 2 bulk sample pits. Limits based upon geological mapping and exploration data.	Gravel was modelled in Surfer® using 82 jimbo pits, 17 mega pits and 1 bulk sample pits. Limits based upon geological mapping and exploration data.		
	Densities	N/A	N/A	N/A	N/A	N/A	N/A
	Shape	Gravel was modelled in Surfer® using 146 jimbo pits, 49 mega pits and 3 bulk sample pits. Limits based upon geological mapping and exploration data.		Gravel was modelled in Surfer® using 109 jimbo pits, 25 mega pits and 2 bulk sample pits. Limits based upon geological mapping and exploration data.	Gravel was modelled in Surfer® using 82 jimbo pits, 17 mega pits and 1 bulk sample pits. Limits based upon geological mapping and exploration data.		
	Physical characteristics	Gravel was modelled in Surfer® using 146 jimbo pits, 49 mega pits and 3 bulk sample pits. Limits based upon geological mapping and exploration data.		Gravel was modelled in Surfer® using 109 jimbo pits, 25 mega pits and 2 bulk sample pits. Limits based upon geological mapping and exploration data.	Gravel was modelled in Surfer® using 82 jimbo pits, 17 mega pits and 1 bulk sample pits. Limits based upon geological mapping and exploration data.		
	Grade	Based upon extraction of 330cts from 1,772m ³ from mega pits and bulk sampling.	Insufficient samples over large surface area of resource block.	Based upon extraction of 1,482cts from 4,517m ³ from mega pits and bulk sampling.	Based upon extraction of 327cts from 2,694m ³ from mega pits and bulk sampling.	Insufficient samples over large surface area of resource block.	No samples within resource block.
	Average diamond value	Based upon sale of 2,985cts extracted from Kamonia & Kapopo projects in May 2009.					
	Assumed continuity of geology and/or grade	Assumed geological continuity from exploration results.		Assumed geological continuity from exploration results.	Assumed geological continuity from exploration results.		
	Sufficiently large parcel	Based upon sale of 2,985cts extracted from Kamonia & Kapopo projects in May 2009.					
Inferred	Low level of confidence with respect to:-	INFERRED RESOURCES					
	Volume		Gravel was modelled in Surfer® using 260 jimbo pits, 58 mega pits and 1 bulk sample pits. Limits based upon geological mapping and exploration data.			Gravel was modelled in Surfer® using 31 jimbo pits, 24 mega pits. Limits based upon geological mapping and exploration data.	Gravel was modelled in Surfer® by extension of the I1 and Y1 data points over a maximum distance of 500m, plus geological mapping.
	Grade		Based upon extraction of 360cts from 2,584m ³ from mega pits and bulk sampling.			Based upon extraction of 15cts from 60m ³ from mega pits.	Based upon extraction of carats from the adjacent I1 and Y1 resource blocks.
	Average diamond value						
	Assumed but not verified continuity of geology and/or grade		Assumed but not verified geological continuity from limited exploration results over large area.			Assumed but not verified geological continuity from limited exploration results over large area.	Assumed but not verified geological continuity from exploration results in adjacent blocks.
	No sufficiently large parcel						
CONCLUSION		Indicated	Inferred	Indicated	Indicated	Inferred	Inferred
		Meets criteria at a higher level of confidence					
		Meets criteria at a lower level of confidence					

Pangea Diamondfields - Longatshimo Project

LOCATION OF RESOURCES IN RELATION TO EXPLORATION



PROJECT	PROJECT AREA	RESOURCE BLOCK	GRAVEL TYPE	RESOURCE CATEGORY	GRAVEL AREA (m ²)	GRAVEL THICKNESS (m)	GRAVEL VOLUME (m ³)	REC. GRADE (ct/100m ³)	CARATS	DIAMOND VALUE (US\$/ct)	BOTTOM SCREEN SIZE CUTOFF (mm)	
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