

SECURITIES AND EXCHANGE COMMISSION

FORM 6-K

Current report of foreign issuer pursuant to Rules 13a-16 and 15d-16 Amendments

Filing Date: **2004-08-12** | Period of Report: **2004-08-09**

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FILER

AURORA METALS BVI LTD

CIK: **1117073** | IRS No.: **133945947** | State of Incorporation: **D8** | Fiscal Year End: **1231**

Type: **6-K** | Act: **34** | File No.: **000-30816** | Film No.: **04968059**

SIC: **1400** Mining & quarrying of nonmetallic minerals (no fuels)

Mailing Address

*POST OFFICE BOX 3711, STN
TERMINAL
349 WEST GEORGIA ST
VANCOUVER A1 V6B 3Z1*

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349 WEST GEORGIA STREET,
VANCOUVER A1 V6B 3Z1
6046874701*

Washington, DC 20549

Form 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934

For the month of: August, 2004 Commission File Number: 0-30816

AURORA METALS (BVI) LIMITED

(Name of Registrant)

P.O. Box 3711 Station Terminal, 349 West Georgia Street,
Vancouver, Canada V6B 3Z1

(Address of Principal Executive Offices)

Telephone: 303-727-8609

Indicate by check mark whether the registrant files or will file annual reports
under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as
permitted by Regulation S-T Rule 101(b)(1):

NOTE: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a
Form 6-K if submitted solely to provide an attached annual report to security
holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as
permitted by Regulation S-T Rule 101(b)(7):

NOTE: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a
Form 6-K if submitted to furnish a report or other document that the registrant
foreign private issuer must furnish and make public under the laws of the
jurisdiction in which the registrant is incorporated, domiciled or legally
organized (the registrant's "home country"), or under the rules of the home
country exchange on which the registrant's securities are traded, as long as the
report or other document is not a press release, is not required to be and has
not been distributed to the registrant's security holders, and, if discussing a
material event, has already been the subject of a Form 6-K submission or other
Commission filing on EDGAR.

Indicate by check mark whether by furnishing the information contained in this
Form, the registrant is also thereby furnishing the information to the
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in
connection with Rule 12g3-2(b): N/A

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the

registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

AURORA METALS (BVI) LIMITED

Date: August 9, 2004

BY: /s/ John A.A. James

John A.A. James
President and Director

Date: August 9, 2004

BY: /s/ A. Cameron Richardson

A. Cameron Richardson
CFO and Director

EXHIBIT INDEX

Exhibit Description of Exhibit:

- 12.1 Certification of Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
- 12.2 Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

AURORA METALS (BVI) LIMITED

This quarterly report contains statements that plan for or anticipate the future and are not historical facts. In this Report these forward looking statements are generally identified by words such as "anticipate", "plan", "believe", "expect", "estimate", and the like. Because forward looking statements involve future risks and uncertainties, these are factors that could cause actual results to differ materially from the estimated results. Additional factors are discussed in Aurora Metals (BVI) Limited's materials filed with the securities regulatory authorities in the United States from time to time. Aurora Metals (BVI) Limited disclaims any intention or obligation to update or revise any forward-looking statements.

The Private Securities Litigation Reform Act of 1995, which provides a "safe harbor" for such statements, may not apply to this Report.

Financial Statements:

Consolidated Balance Sheets	--	March 31, 2004 and December 31, 2003
Consolidated Statements of Operations	--	Three Months Ended March 31, 2004
Consolidated Statements of Cash Flows	--	Three Months Ended March 31, 2004

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<TABLE>

<CAPTION>

AURORA METALS (BVI) LIMITED
(An exploration stage enterprise)

Consolidated Balance Sheet
March 31, 2004
(Expressed in U.S. Dollars)

March 31 December 31

(Unaudited)	2004	2003
<S>	<C>	<C>
ASSETS		
Current		
Cash and cash equivalents	\$ 752	\$ 737

Total current assets	752	737
Mineral property costs	-	-

	\$ 752	\$ 737

LIABILITIES AND STOCKHOLDERS' (DEFICIENCY)		
LIABILITIES		
Current		
Accounts payable and accrued liabilities	\$ 36,748	\$ 33,850

Total Liabilities		
STOCKHOLDERS' EQUITY (DEFICIENCY)		
Share Capital		
Authorized		
50,000,000 common shares, with par value \$0.01each		
Issued		
16,463,076 (December 2003 - 16,463,076) common shares	164,631	164,631
Additional paid-in capital	1,312,473	1,312,473
Accumulated (deficit) during the exploration stage	(1,513,101)	(1,510,217)

Stockholders' equity (deficiency)	(35,996)	(33,113)

Total liabilities and stockholders' equity (deficiency)	\$ 752	\$ 737

<FN>

The accompanying notes are an integral part of these financial statements

</TABLE>

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<TABLE> <CAPTION> AURORA METALS (BVI) LIMITED (An exploration stage enterprise)	Cumulative June 17, 1997 (inception) to	Three months ended March 31	Three months ended March 31
Consolidated Statement of Operations (Expressed in U.S. Dollars) (Unaudited)	March 31 2004	2004	2003
<S>	<C>	<C>	<C>

General and administrative expenses			
Administrative and general	\$ 100,030	\$ 2,643	\$ 6,454
Professional fees - accounting and audit	58,909	240	780
Professional fees - legal	124,978	-	1,590
Consulting fees	78,720	-	255

Stock based compensation	9,500	-	-
	372,137	2,883	9,079
Income			
Project development expenses	177,747	-	-
Exploration expenses	903,217	-	-
Project Finders' Fees	60,000	-	-
Net (loss) for the period	(1,513,101)	(2,883)	(9,079)
Loss per share, basic and diluted		(0.00)	(0.00)
Weighted average common Shares outstanding - basic and diluted		16,463,076	15,819,126

<FN>

The accompanying notes are an integral part of these financial statements
</TABLE>

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<TABLE> <CAPTION> AURORA METALS (BVI) LIMITED (An exploration stage enterprise)			
Consolidated Statement of Cash Flows (Expressed in U.S. Dollars)	Cumulative June 17, 1997 (inception) to	Three months ended March 31	Three months ended March 31
(Unaudited)	March 31 2004	2004	2003
<S>	<C>	<C>	<C>
Cash flows from (used in) operating activities			
Net loss for the period	\$ (1,513,101)	\$ (2,883)	\$ (9,079)
Adjustments to reconcile net loss to net cash used in operating activities:			
- stock based compensation	9,500	-	-
- issuance of stock for services	243,375	-	-
Changes in assets and liabilities:			
- prepaid expenses and deposits	-	-	-
- accounts payable and accrued liabilities	136,749	2,898	4,189
Net cash used in operating activities	(1,123,477)	15	(4,890)
Cash flows from financing activities			
Proceeds from issuance of common stock	1,124,229	-	-
Net increase (decrease) in cash and cash equivalents	752	15	(4,890)
Cash and cash equivalents, beginning of period	-	737	32,486
Cash and cash equivalents, end of period	\$ 752	\$ 752	\$ 27,596

<FN>

The accompanying notes are an integral part of these financial statements
</TABLE>

Common Shares Outstanding

As at March 31, 2004, the Corporation's authorized capital stock consists of 50,000,000 common shares with a par value of \$0.01 per share. There were 16,463,076 common shares issued and outstanding at March 31, 2004.

Stock Options Outstanding

At March 31, 2004 and December 31, 2003 the Company had 1,100,000 options outstanding with an exercise price of \$0.15 per common share.

Application of Critical Accounting Policies

The preparation of its consolidated financial statements requires the Company to use estimates and assumptions that affect the reported amounts of assets and liabilities as well as revenues and expenses.

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The Company's accounting policies are described in note 2 to its December 31, 2003 consolidated financial statements. The Company's accounting policies relating to depreciation and amortization of property, plant and equipment are critical accounting policies that are subject to estimates and assumptions regarding future activities.

See note 2 (d) Significant Accounting Policies - Mineral Properties and Exploration Expenses described in its December 31, 2003 consolidated financial statements for the Company's policy on exploration costs and expenses.

Generally accepted accounting principles require the Company to consider at the end of each accounting period whether or not there has been an impairment of the capitalized property, plant and equipment. This assessment is based on whether factors that may indicate the need for a write-down are present. If the Company determines there has been an impairment, then the Company would be required to write-down the recorded value of its property, plant and equipment costs which would reduce the Company's earnings and net assets.

Off-balance Sheet Arrangements and Contractual Obligations

The Company does not have any off-balance sheet arrangements or contractual obligations that are likely to have or are reasonably likely to have a material current or future effect on the Company's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that have not been disclosed in the Company's financial statements.

Market Risk Disclosures

The Company has not entered into derivative contracts either to hedge existing risks or for speculative purposes.

Controls and Procedures

- (a) Within 90 days prior to the date of this report, the Company completed an evaluation of the effectiveness of the design and operation of its disclosure controls and procedures. Disclosure controls and procedures are designed to ensure that the material financial, and non-financial information, required to be disclosed on Form 20-F and in this Form 6-K, and filed with the Securities and Exchange Commission is recorded, processed, summarized and reported in a timely manner. Based on the

foregoing, the Company's management, including the President and Chief Financial Officer, have concluded that the Company's disclosure controls and procedures (as defined in Rules 240.13a-14(c) and 240.15d-14(c) of the Securities Exchange Act of 1934, as amended) are effective.

- (b) There have been no significant changes in our internal controls, or in other factors, that could significantly affect these controls subsequent to the date of the evaluation hereof. No corrective actions were taken, therefore, with regard to significant deficiencies and material weaknesses.

CERTIFICATIONS

I, John A.A. James, certify that:

1. I have reviewed this Form 6-K report of Aurora Metals (BVI) Limited;
2. Based on my knowledge, this Form 6-K report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and have:
 - (a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;
 - (b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and
 - (c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
 - (a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and
 - (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal

controls.

6. The registrant's other certifying officers and I have indicated in this quarterly report whether there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: August 9, 2004

BY: /s/ John A.A. James

John A.A. James
President

CERTIFICATIONS

I, A. Cameron Richardson, certify that:

1. I have reviewed this Form 6-K report of Aurora Metals (BVI) Limited;
2. Based on my knowledge, this Form 6-K report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report;
4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and have:
 - (a) designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared;
 - (b) evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and
 - (c) presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date;
5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
 - (a) all significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and
 - (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal

controls.

6. The registrant's other certifying officers and I have indicated in this quarterly report whether there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Date: August 9, 2004

BY: /s/ A. Cameron Richardson

A. Cameron Richardson

CFO