

CENTRAL SUN MINING INC.
Form 6-K
November 13, 2008

FORM 6-K

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

Report of Foreign Issuer

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

For the month of **November 2008**

Commission File Number **001-32412**

CENTRAL SUN MINING INC.
(Translation of registrant's name into English)

500 – 6 Adelaide St. East
Toronto, Ontario, Canada M5C 1H6
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover 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) 82 —

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EXHIBIT NO. **DESCRIPTION**

99.1	Financial Statements for the Period Ended September 30, 2008
99.2	Management's Discussion & Analysis for the Period Ended September 30, 2008
99.3	Certification of Chief Executive Officer Dated November 12, 2008
99.4	Certification of Chief Financial Officer Dated November 12, 2008

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SIGNATURE

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.

CENTRAL SUN MINING INC.

Date: November 13, 2008

By: /s/ Denis C. Arsenault
Denis C. Arsenault, Chief Financial Officer

Interim Report

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Financial Statements

September 30, 2008

Central Sun Mining Inc.**Consolidated Balance Sheets****(Unaudited)**

(US Dollars in thousands)

	September 30, 2008	December 31, 2007
Assets		
Current		
Cash and cash equivalents	\$ 2,908	\$ 16,762
Marketable securities (note 4)	368	1,619
Accounts receivable and prepaids (note 5)	12,861	7,064
Product inventory (note 6)	1,547	3,426
Supplies inventory	8,776	5,803
	26,460	34,674
Restricted cash (note 7)	272	493
Equipment held for sale (note 8)	3,281	3,400
Property, plant and equipment (note 9)	46,200	34,988
	\$ 76,213	\$ 73,555
Liabilities		
Current		
Accounts payable and accrued liabilities	\$ 15,041	\$ 11,906
Loan payable (note 10)	7,751	-
Warrant liability (note 10)	350	-
Current portion of asset retirement obligations (note 11)	2,639	3,092
	25,781	14,998
Long term liability (note 11 (b))	943	-
Asset retirement obligations (note 11)	5,275	5,524
	31,999	20,522
Shareholders' Equity		
Warrants (note 12)	14,626	16,895
Agent's options (note 13)	1,106	1,820
Contributed surplus (note 14)	13,511	8,289
Common shares (note 15)	109,145	108,373
Deficit	(93,058)	(82,479)
Accumulated other comprehensive (loss) income	(1,116)	135
	44,214	53,033
	\$ 76,213	\$ 73,555

Nature of operations, basis of presentation and going concern (note 1)

Contingency (note 8)

Subsequent events (note 21)

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

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Central Sun Mining Inc.

Consolidated Statements of Operations

Period ended September 30

(Unaudited)

(US Dollars and shares in thousands, except per share amounts)

	Three months ended September 30		Nine months ended September 30	
	2008	2007	2008	2007
Sales	\$10,207	\$9,072	\$29,899	\$43,682
Cost of sales	7,752	8,908	20,441	39,633
Royalties and production taxes	561	405	1,724	1,890
Depreciation and depletion	49	10	82	30
Accretion expense (note 11)	150	364	448	497
	8,512	9,687	22,695	42,050
Income (loss) from mining operations before the underrated items:	1,695	(615)	7,204	1,632
Expenses and other income:				
General and administrative	1,010	1,458	3,821	4,037
Bellavista Mine write-down	-	53,797	-	53,797
Orosi Mine - Mill Project	453	377	7,242	618
Care and maintenance	1,497	2,287	3,829	3,052
Stock based compensation (note 15)	615	270	2,826	933
Exploration	1,247	530	3,640	1,483
Net insurance recovery (note 5)	(3,191)	-	(3,191)	-
Other (income) expense (note 3)	(312)	858	(384)	(6,172)
	1,319	59,577	17,783	57,748
Income (loss) from continuing operations, before taxes	376	(60,192)	(10,579)	(56,116)
Income tax expense	-	-	-	(1,865)
Income (loss) from continuing operations, after taxes	376	(60,192)	(10,579)	(57,981)
Loss from discontinued operations, net of taxes (note 20)	-	(46)	-	(170)
Net income (loss) for the period	\$376	\$(60,238)	\$(10,579)	\$(58,151)
Loss per share from continuing operations – basic and diluted	\$-	\$(1.75)	\$(0.18)	\$(1.69)

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Loss per share from discontinued operations, net of
tax – basic and diluted

Loss per share – basic and diluted	-	-	-	-
	\$-	\$(1.75)	\$(0.18)	\$(1.69)
Weighted average number of shares outstanding	59,910	34,475	59,554	34,446

Nature of operations, basis of presentation and going concern (note 1)

Subsequent events (note 21)

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

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Central Sun Mining Inc.

Period ended September 30

(Unaudited)

(US Dollars in thousands)

Consolidated Statements of Comprehensive Income (Loss)

	Three months ended September 30		Nine months ended September 30	
	2008	2007	2008	2007
Net income (loss) for the period	\$ 376	\$(60,238)	\$(10,579)	\$(58,151)
Other comprehensive income				
Unrealized gains (losses) on available-for-sale securities, excluding foreign exchange, net of tax	(798)	(668)	(1,148)	647
Unrealized foreign exchange gains on available-for-sale securities, net of tax	28	174	16	157
Reclassification adjustment for gains, included in net income	(119)	(829)	(119)	(960)
Total other comprehensive loss	(889)	(1,323)	(1,251)	(156)
Total comprehensive income loss	\$(513)	\$(61,561)	\$(11,830)	\$(58,307)

Consolidated Statements of Deficit

	Three months ended September 30		Nine months ended September 30	
	2008	2007	2008	2007
Balance, beginning of period	\$ (93,434)	\$(19,468)	\$(82,479)	\$(21,555)
Net income (loss) for the period	3376	(60,238)	(10,579)	(58,151)
Balance, end of period	\$ (93,058)	\$(79,706)	\$(93,058)	\$(79,706)

Consolidated Statements of Accumulated Other Comprehensive Income

	Three months ended September 30, 2008	Nine months ended September 30, 2008
Balance, beginning of period	\$ (227)	\$ 135
Other comprehensive loss		
Net change in unrealized losses on available-for-sale securities		
	(889)	(1,251)
Balance, end of period	\$ (1,116)	\$ (1,116)

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

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Central Sun Mining Inc.

Consolidated Statements of Cash Flows

Period ended September 30

(Unaudited, US Dollars in thousands)

	Three months ended September 30		Nine months ended September 30	
	2008	2007	2008	2007
Operating activities				
Net income (loss) for the period	\$ 376	\$(60,238)	\$ (10,579)	\$(58,151)
Loss from discontinued operations	-	46	-	170
Asset retirement obligations settled (note 11)	(247)	(409)	(1,991)	(544)
Items not affecting cash:				
Bellavista Mine write-down	-	53,797	-	53,797
Depreciation and depletion	584	1,366	1,548	7,772
Accretion expense (note 11)	150	364	448	497
Stock based compensation (note 15)	615	270	2,826	933
Gain on sale of marketable securities	(119)	(829)	(119)	(960)
Gain on sale of royalties	-	-	-	(6,548)
Gross insurance recovery (note 5)	(3,534)	-	(3,534)	-
Unrealized foreign exchange gain	(1)	(38)	(4)	(47)
Change in non-cash working capital (note 16)	1,479	1,127	(544)	2,462
Cash used in operating activities	(697)	(4,544)	(11,949)	(619)
Financing activities				
Repayment of long term debt	-	-	-	(2,500)
Issuance of warrants	350	-	350	-
Increase in short term debt	7,751	-	7,751	-
Equity issued, net of issue costs	-	-	184	315
Cash generated from (used in) financing activities	8,101	-	8,285	(2,185)
Investing activities				
Proceeds from sale of marketable securities	119	1,223	119	1,406
Change in restricted cash	-	-	221	(243)
Purchase of property, plant and equipment (note 9)	(6,965)	(2,592)	(11,430)	(8,291)
Proceeds from sale of royalties	-	-	-	4,694
Proceeds from sale of property, plant and equipment	-	-	900	-
Cash used in investing activities	(6,846)	(1,369)	(10,190)	(2,434)
Decrease in cash and cash equivalents from continuing operations	(558)	(5,913)	(13,854)	(5,238)
Decrease in cash and cash equivalents from discontinued operations	-	(54)	-	(242)
Cash and cash equivalents, beginning of period	3,466	10,035	16,762	9,548
Cash and cash equivalents, end of period	\$ 2,908	\$ 4,068	\$ 2,908	\$ 4,068

Supplemental cash flow information (note 16)

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

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Central Sun Mining Inc.

NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS

September 30, 2008

(Unaudited)

(US Dollars, except where noted, tabular amounts in thousands)

1. NATURE OF OPERATIONS, BASIS OF PRESENTATION AND GOING CONCERN

At a special meeting of shareholders held on November 29, 2007, Glencairn Gold Corporation's name was changed to Central Sun Mining Inc. ("Central Sun" or the "Company"). The Company also changed the name of the Libertad Mine in Nicaragua to the Orosi Mine.

Central Sun's business is gold mining which includes exploration, development, extraction, processing and reclamation. The Company's business also includes the acquisition of gold properties in operation or in the exploration or development stage. The Company operates the Limon and Orosi Mines in Nicaragua and is reclaiming the Bellavista Mine in Costa Rica. The Company also has an option to acquire the Mestiza exploration property in Nicaragua.

On March 31, 2007, the Company suspended mining activities at the Orosi Mine. During 2007, the Company made payments towards the acquisition and construction of a conventional milling circuit. On May 1, 2008, a positive feasibility study on the Orosi Mill Project was completed. Subsequent to this date all development expenditures related to the project were being capitalized until such time as commercial production was reached. The mine continued to incur care and maintenance charges during the development period (note 21).

On July 25, 2007, the Company suspended all mining activities at the Bellavista Mine due to concerns over ground movements in the heap leach pad. Management concluded that the mine will not resume operations. The Bellavista Mine has been on care and maintenance since this date and revenues from residual leaching of the pads ceased at the end of September 2007. Remediation of the site commenced October 1, 2007 and the Company expects the remediation project to last for four years.

These interim consolidated financial statements have been prepared on the basis of Canadian generally accepted accounting principles ("Canadian GAAP") applicable to a "going concern", which assume that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. As at and for the nine month period ended September 30, 2008, the Company had cash outflows of \$13,854,000, reported a net loss of \$10,579,000 and had an accumulated deficit of \$93,058,000.

The Company currently does not have sufficient cash to fully fund ongoing 2008 capital expenditures, exploration activities and complete the development of the Orosi Mine - mill project. Consequently, the Orosi- mill project has been temporarily suspended (note 21), which will have an impact on the overall cost of the project and delay the previously scheduled start up date. The Company continues to seek additional financing such that it may be sourced in time to allow the Company to continue the normal course of planned activities.

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At an annual production rate of approximately 45,000 gold ounces, the Company's Limon Mine currently generates sufficient cash flows to cover ongoing sustaining capital requirements of the mine, the general and administrative expenses of the Company and the estimated care and maintenance costs of the Bellavista and Orosi mines. However, such cash flows are subject to market risk relating to the price of gold and maintaining current production levels. There can be no assurances that the Company's activities in obtaining additional financing will be successful and that cash flows from the Limon Mine will be sufficient to fund ongoing operations (note 18). As a result there is substantial doubt regarding the "going concern" assumption. These consolidated financial statements do not reflect adjustments that would be necessary if the "going concern" assumption were not appropriate. If the "going concern" assumption were not appropriate for these consolidated financial statements, then adjustments to the carrying values of assets and liabilities, reported expenses and balance sheet classifications, which could be material, may be necessary.

Central Sun Mining Inc.

NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS

September 30, 2008

(Unaudited)

(US Dollars, except where noted, tabular amounts in thousands)

1. NATURE OF OPERATIONS, BASIS OF PRESENTATION AND GOING CONCERN (CONT'D)

The unaudited interim consolidated financial statements of the Company, which are expressed in U.S. dollars, have been prepared in accordance with Canadian generally accepted accounting principles for interim financial information and they follow the same accounting policies and methods of application as the audited consolidated financial statements for the year ended December 31, 2007 except for those changes disclosed in Note 2. These unaudited interim consolidated financial statements do not include all the information and note disclosures required by generally accepted accounting principles for annual financial statements and therefore should be read in conjunction with the most recent annual consolidated financial statements and notes thereto.

In the opinion of management, all adjustments considered necessary for fair and consistent presentation of interim financial statements have been included.

2. ACCOUNTING POLICIES

a) Recently Adopted Policies

The Company adopted the new recommendations of the Canadian Institute of Chartered Accountants ("CICA") Handbook effective January 1, 2008 on a prospective basis.

(i) *CICA Section 3031 - Inventories*

This section prescribes the accounting treatment for inventories and provides guidance on the determination of costs and its subsequent recognition as an expense, including any write-down to net realizable value. It also provides guidance on the cost formulas that are used to assign costs to inventories. This section also requires additional disclosure regarding the expensing of inventory.

The Company has adopted this new standard on a prospective basis. The adoption of the new standard will have no impact on the results of operations. The additional disclosures required under this section have been presented in Note 6.

(ii) *CICA Section 1535 – Capital Disclosures*

This section establishes standards for disclosing information about a company's capital and how it is managed.

Under this standard the Company is required to disclose the following, based on the information provided internally to the Company's key management personnel:

- (a) Qualitative information about its objectives, policies and processes for managing capital;
- (b) Summary quantitative data about what it manages as capital;
- (c) Whether during the period it complied with externally imposed capital requirements to which it is subject; and,