

# BRITISH COLUMBIA SECURITIES COMMISSION

## QUARTERLY REPORT

### BC FORM 51-901F

Incorporated as part of:

Schedule A  
 Schedules B & C  
(place X in appropriate category)

#### ISSUER DETAILS

NAME OF ISSUER:	ALDRIDGE MINERALS INC.
ISSUER'S ADDRESS:	10863 – 78A AVE DELTA, BC V4C 7Z7
ISSUER FAX NUMBER:	604-572-0708
ISSUER TELEPHONE NUMBER:	604-818-6413
CONTACT PERSON:	MORRIS BEATTIE
CONTACT POSITION:	PRESIDENT
CONTACT TELEPHONE NUMBER:	604-263-0695
CONTACT E-MAIL ADDRESS:	<a href="mailto:mbeattie@telus.net">mbeattie@telus.net</a>
WEB SITE ADDRESS:	N/A
FOR QUARTER ENDED:	AUGUST 31, 2004
DATE OF REPORT:	October 29, 2004

#### CERTIFICATE

THE SCHEDULE(S) REQUIRED TO COMPLETE THIS QUARTERLY REPORT ARE ATTACHED AND THE DISCLOSURE CONTAINED THEREIN HAS BEEN APPROVED BY THE BOARD OF DIRECTORS. A COPY OF THIS QUARTERLY REPORT WILL BE PROVIDED TO ANY SHAREHOLDER WHO REQUESTS IT. PLEASE NOTE THIS FORM IS INCORPORATED AS PART OF BOTH THE REQUIRED FILING OF SCHEDULE A AND SCHEDULES B & C.

“Morris J. V. Beattie” 04/10/28  
MORRIS J. V. BEATTIE DATE SIGNED (YY/MM/DD)

“Nancy Strong” 04/10/28  
NANCY STRONG DATE SIGNED (YY/MM/DD)

**ALDRIDGE RESOURCES LTD.**

**CONSOLIDATED FINANCIAL STATEMENTS**  
**(unaudited – prepared by management)**

**August 31, 2004 and 2003**

**ALDRIDGE MINERALS INC.**  
**CONSOLIDATED BALANCE SHEETS**  
(unaudited – prepared by management)

	<b>Current YTD To August 31 2004</b>	<b>Year Ended NOV. 30 2003</b>
<b>ASSETS</b>		
<b>Current</b>		
Cash	\$ 16,452	\$ 54,820
Accounts receivable	5,796	10,823
	22,248	65,643
<b>Mineral Properties (Note 3)</b>		
Advances to field	\$ 4,017	\$ 0
Deferred exploration expenditures	146,893	39,906
	150,910	39,906
	\$ 173,158	\$ 105,549
<b>LIABILITIES</b>		
<b>Current</b>		
Accounts payable and accrued liabilities	27,020	13,562
	\$ 27,020	\$ 13,562
<b>SHAREHOLDERS' EQUITY</b>		
<b>Share Capital (Note 4)</b>	3,102,630	3,102,630
<b>Subscriptions received (Note 4e)</b>	500,000	260,621
<b>Deficit</b>	(3,456,491)	(3,271,264)
	\$ 146,139	\$ 91,987
	\$ 173,158	\$ 105,549

Approved by the Board of Directors:

*"Morris J. V. Beattie"*

*"Nancy Strong"*

**ALDRIDGE MINERALS INC.**

**CONSOLIDATED STATEMENTS OF OPERATIONS AND DEFICIT**

(unaudited – prepared by management)

	3rd Qtr ended August 31		Dec 1 – August 31	
	2004	2003	2004	2003
<b>Interest Income</b>	\$ 108	\$ 0	\$ 346	\$ 0
<b>Expenses</b>				
Accounting and audit	0	950	3,125	3,200
Filing and Sponsorship fees	9,945	4,825	30,667	8,315
Legal fees	28,550	8,678	45,425	37,329
Management fees	0	0	7,500	0
Office and sundry	398	527	1,568	496
Foreign office expenses	0	0	4,733	0
Office facilities and admin services	1,750	1,750	4,925	2,426
Project development	25,200	9,892	71,060	9,893
Shareholder communications	0	2,501	1,585	4,704
Subscriptions and Dues	0	0	2,175	0
Transfer agent fees	1,966	1,690	6,365	2,547
Travel and promotion	0	178	6,446	178
	\$ 67,809	\$ 30,991	\$ 185,574	\$ 69,088
<b>Loss For The Quarter</b>	\$ (67,701)	\$ (30,991)	\$ (185,228)	\$ (69,088)
<b>Loss for the Period: Dec. 1 – August 31</b>				
<b>Deficit, Beginning Of Quarter / Year</b>	\$ (3,388,791)	\$ (3,165,152)	\$ (3,271,264)	\$ (3,127,055)
<b>Deficit, End of Quarter / Year to Date</b>	\$ (3,456,491)	\$ (3,196,143)	\$ (3,456,491)	\$ (3,196,143)
Loss Per Share	0	0	0	0

**ALDRIDGE MINERALS INC.**

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

(unaudited – prepared by management)

	3rd Qtr ended August 31		Dec 1 – August 31	
	2004	2003	2004	2003
<b>Cash flows from operating activities</b>				
Loss for the period	\$ (67,701)	\$ (30,991)	\$ (185,228)	\$ (69,087)
Changes in non-cash working capital items:				
Accounts receivable	(3,094)	11,942	1,756	1,611
Advance payable	(551)	28,333	(746)	65,012
Accounts payable	(33,206)	7,210	13,457	(94,517)
	(104,551)	47,485	(170,761)	(96,981)
<b>Cash flows from investing activities</b>				
Mineral property expenditures	(28,313)	(10,918)	(106,987)	(10,918)
<b>Cash flows from financing activities</b>				
Shares issued for debt	0	0	0	113,792
Advances on share subscriptions (Note 4e)	0	0	239,379	
Increase / (Decrease) in Cash	(132,865)	5,576	(38,369)	5,893
<b>Cash, Beginning of Period</b>	<b>149,316</b>	<b>524</b>	<b>\$ 54,820</b>	<b>\$ 207</b>
<b>Cash, End of Period</b>	<b>16,452</b>	<b>6,100</b>	<b>\$ 16,452</b>	<b>\$ 6,100</b>

## ALDRIDGE MINERALS INC.

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS TO AUGUST 31, 2004 (unaudited – prepared by management)

#### 1. NATURE OF OPERATIONS

The Company is in the process of exploring and developing its mineral properties and has not yet determined if the properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for the mineral properties and related deferred costs is dependent upon the existence of economically recoverable reserves, confirmation of title, the ability of the Company to obtain necessary financing to complete the development, and upon future profitable production.

#### 2. SIGNIFICANT ACCOUNTING POLICIES

- a) Mineral Properties and Deferred Costs – Property acquisition costs and related exploration and development costs are deferred until the properties are brought into production, at which time they are amortized on a unit of production basis, or until the properties are abandoned, sold or considered to be impaired in value, at which time an appropriate charge is made to operations for the year.
- b) Stock Based Compensation – Employee and director stock options granted by the Company (as described in Note 4) are not recognized in the accounts until exercised, and then are recorded only as a credit to share capital to the extent of the exercise price. No remuneration expense is recorded by the Company on the excess, if any, of the trading price of the stock over the exercise price.
- c) Use of Estimates – The preparation of financial statements in accordance with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results should differ from management's best estimate as additional information becomes available in the future.
- d) Financial Instruments – The Company's financial instruments consist of cash, accounts receivable, and accounts payable and accrued 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 values of these financial instruments approximate their carrying values, unless otherwise noted.
- e) Loss per Share – The loss per share is computed on the basis of the average number of shares outstanding during the year.

## ALDRIDGE MINERALS INC.

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS TO AUGUST 31, 2004 (unaudited – prepared by management)

#### 3. MINERAL PROPERTY EXPLORATION

The Company has entered into an option agreement with Martin Oczlon, who at the time was at arms-length with the Company, to acquire up to 100% interest in two mineral exploration properties located in Turkey. The Option Agreement provides that the company will assume the obligations of Martin Oczlon under an option agreement with BHP Billiton World Explorations Inc. After the payment of shares in consideration for being granted the option and reimbursement for expenses totalling \$30,000, the Company is required to incur a minimum of US\$150,000 in exploration expenditures, US\$100,000 of which must be spent on drilling on the properties by November 5, 2004 in order to earn the first 60% interest. Further expenditures of US\$300,000 and a cash payment of US\$75,000 are required by November 5, 2005 in order to acquire an additional 20%. The remaining 20% interest in the Properties can be acquired by incurring exploration expenditures of US\$2,000,000 prior to November 5, 2009.

#### Exploration expenditures on the properties incurred to date

	Cumulative to Aug 31, 2004	Expenditures Jun 1 – Aug 31	Balance Forward at May 31, 2004
Acquisition fees	\$ 33,825	\$ 0	\$ 33,825
Geologist	43,301	15,944	27,357
Field staff	3,781	1,203	2,578
License fees	2,543	0	2,543
Lab expenses	5,870	4,103	1,767
Sample shipments	233	103	130
Vehicle expenses	19,729	1,662	18,067
Accommodations / Meals	11,134	2,669	8,465
Field supplies	4,330	1,175	3,155
Equipment	13,598	(904)	14,502
Field office expenses	7,422	1,863	5,559
Communications	781	152	629
Miscellaneous expenses	346	346	0
	\$ 146,893	\$ 28,316	\$ 118,580

#### 4. SHARE CAPITAL

As of April 21, 2004, the issued and outstanding shares of the Company were consolidated on the basis of every four shares being consolidated into one share. The authorized capital for the Company was increased from 50,000,000 Shares (pre-consolidation) to 100,000,000 Shares (post-consolidation).

## ALDRIDGE MINERALS INC.

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS TO AUGUST 31, 2004 (unaudited – prepared by management)

a) Authorized:  
100,000,000 common shares without par value (post-consolidation)

b) Issued and fully paid:

	<u>Number of Shares</u>	<u>Amount</u>
Balance at May 31, 2004	2,128,384	\$ 3,102,630
Balance at August 31, 2004	2,128,384	\$ 3,102,630

c) As at August 31, 2004, there were no directors' stock options outstanding.

d) As at August 31, 2004, 217,782 shares (post-consolidation) are held in escrow, their release being subject to regulatory approval.

e) As at August 31, 2004, the Company has received \$500,000 from various investors in consideration for 3,333,333 units to be issued through a Private Placement conditionally approved by the Exchange at a price of \$0.15 per unit, each unit consisting of one common share and one non-transferable share purchase warrant exercisable for a period of two years following issuance at a price of \$0.15 per common share.

#### 5. RELATED PARTY TRANSACTIONS

During the quarter ended August 31, 2004, \$1,750 was paid to Nancy Strong (Director), \$4,925 cumulative year to date, in consideration for administrative services rendered on behalf of the Company.

Consultancy fees have been paid to Martin Oczlon (Director) covering the period March 1, 2004 thru February 28, 2005 whereby Dr. Oczlon received monthly fees in the amount of Euro 5,000 as well as a lump sum payment of Euro 12,000 in consideration for previously uncompensated services rendered. At August 31, 2004 CAD 70,560.20 has been paid to Dr. Oczlon pursuant to the agreement.