ALDRIDGE MINERALS INC.

INTERIM CONSOIDATED FINANCIAL STATEMENTS
(Unaudited)

AUGUST 31, 2009
(Stated in Canadian Dollars)

Responsibility for Financial Statements

The accompanying consolidated financial statements for Aldridge Minerals Inc. have been prepared by management in accordance with Canadian generally accepted accounting principles. These financial statements, which are the responsibility of management, are unaudited and have not been reviewed by the Company's auditors. Management believes the financial statements are free of material misstatement and present fairly, in all material respects, the financial position of the Company as at August 31, 2009 and 2008 and the results of its operations and its cash flows for the periods then ended.

ALDRIDGE MINERALS INC.
(An Exploration Stage Company)
Interim Consolidated Balance Sheets
(Expressed in Canadian Dollars)
(Unaudited)

	August 31, 2009	November 30, 2008
ASSETS		
Current		
Cash	**$ 296,318**	$ 331,981
Short-term investments (Note 3)	**569,155**	2,655,000
Amounts receivable	**96,794**	45,980
Prepaid expenses	**109,555**	195,719
	1,071,822	3,228,680
Mineral properties (Note 4)	**12,412,164**	11,492,143
Property and equipment (Note 5)	**154,219**	209,517
	$ 13,638,205	$ 14,930,340
LIABILITIES		
Current		
Accounts payable and accrued liabilities	**$ 244,809**	$ 409,288
Due to related parties (Note 7)	**42,268**	45,897
	287,077	455,185
Aldridge Uranium Inc. (Note 12)	**-**	119,100
Asset retirement obligation (Note 9)	**45,914**	45,914
Future income tax liability	**782,637**	782,637
	1,115,628	1,402,836
SHAREHOLDERS' EQUITY		
Share capital (Note 6)	**21,471,299**	21,702,985
Contributed surplus (Note 6)	**5,329,897**	5,099,040
Deficit	**(14,278,619)**	(13,274,521)
	12,522,577	13,527,504
	$ 13,638,205	$ 14,930,340

Nature of operations and Going Concern (Note 1)
Commitments (Notes 4 and 8)

Approved by the Board Of Directors:

"Charles Raymond" Director — Charles Raymond

"Hikmet Akin" Director — Hikmet Akin

ALDRIDGE MINERALS INC.
(An Exploration Stage Company)
Interim Consolidated Statements of Loss, Comprehensive Loss and Deficit
(Expressed in Canadian Dollars)
(Unaudited)

	2009		2008	
For the Three and Nine Month period ended Aug 31	3 months	9 months	3 months	9 months
EXPENSES				
Administrative costs – Turkey office	$ 120,779	$ 443,522	$ 1,119	$ 210,403
Consulting fees	-	128,409	31,838	119,816
Amortization	2,247	6,636	3,369	8,491
Directors fees	3,000	9,500	4,500	12,190
Interest (Note 7)	-	-	1,733	1,733
Management fees	57,606	163,825	19,852	52,458
Office and sundry	31,482	128,640	21,278	90,410
Professional fees	(16,298)	114,083	15,856	102,319
Salaries and benefits	32,020	116,553	44,287	87,430
Project investigation costs	-	-	21,361	25,648
Shareholder information	71,480	143,341	3,690	66,210
Stock-based compensation	-	236,800	508,500	1,150,700
Transfer and filing fees	9,040	25,617	5,050	23,763
Travel and promotion	22,231	52,487	74,665	267,337
Operating Loss	(333,587)	(1,569,413)	(757,098)	(2,218,908)
OTHER INCOME (EXPENSE)				
Write down of equipment	-	(667)	-	-
Foreign exchange (loss) gain	482,602	600,052	(61,233)	(15,286)
Interest Income	5,318	30,695	(974)	30,404
Research and development (Note 8 c))	-	(64,765)	(32,212)	(66,043)
Total Other (Loss) Income	487,920	565,315	(94,419)	(50,925)
Loss and Comprehensive Loss for the Period	154,333	(1,004,098)	(851,517)	(2,269,833)
Deficit, Beginning of Period	(14,432,952)	(13,274,521)	(11,125,287)	(9,706,971)
Deficit, End of Period	$ (14,278,619)	$ (14,278,619)	$ (11,976,804)	$ (11,976,804)
Loss per Share - Basic	$ (0.00)	$ (0.04)	$ (0.04)	$ (0.11)
Weighted Average Number of Common Shares Outstanding	22,571,611	22,569,108	20,569,820	20,934,095

ALDRIDGE MINERALS INC.
(An Exploration Stage Company)
Interim Consolidated Statements of Cash Flows
(Expressed in Canadian Dollars)
(Unaudited)

For the Three and Nine Month period ended August 31	2009 3 months	2009 9 months	2008 3 months	2008 9 months
Cash Flows From Operating Activities				
Net loss for the period	$ 154,333	$ (1,004,098)	$ (851,517)	$ (2,269,833)
Amortization	2,247	6,636	3,369	8,491
Stock-based compensation	-	236,800	508,500	1,150,700
Interest costs on loan (Note 7)			1,733	1,733
Write down of equipment	-	667	-	-
Changes in non-cash working capital items:				
Accounts receivable	(11,452)	(50,814)	(6,872)	(7,772)
Accounts payable and accrued liabilities	126,607	297,062	207,753	32,563
Due to related parties	6,645	(3,324)	8,676	22,573
Prepaid expenses	57,504	86,164	72,756	(38,777)
	335,884	(430,907)	(55,602)	(1,100,322)
Cash Flows from Financing Activities				
Shares issue proceeds received	-	170,538	2,573,131	4,615,042
Aldridge Uranium Inc.	(276,300)	(276,300)	-	-
Share subscriptions	-	-	694,903	491,103
	(276,300)	(105,762)	3,268,034	5,106,145
Cash Flows from Investing Activities				
Short term investments	500,000	2,215,000	205,000	1,986,000
Interest in property acquisition and exploration costs	(604,592)	(1,761,989)	(743,066)	(3,025,290)
Short term loan	-	-	115,000	115,000
Purchase of equipment	14,869	47,995	3,790	(36,144)
	(89,723)	501,006	(419,276)	(960,434)
Increase (Decrease) in Cash	(30,139)	(35,663)	2,793,156	3,045,389
Cash, Beginning of Period	326,457	331,981	422,759	170,526
Cash, End of Period	$ 296,318	$ 296,318	$ 3,215,915	$ 3,215,915
Supplementary Cash Flow Information				
Interest paid	$ -	$ -	$ 1,733	$ 1,733
Income taxes paid	-	-	-	-
	$ -	$ -	$ 1,733	$ 1,733

1. NATURE OF OPERATIONS & GOING CONCERN

Aldridge Minerals Inc. (the "Company") was incorporated under the laws of British Columbia, Canada. Its principal business activities are the exploration and development of mineral properties. The Company's mineral properties are located in Turkey and Papua New Guinea.

The Company is in the process of exploring 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 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.

These consolidated financial statements have been prepared on a going concern basis in accordance with Canadian generally accepted accounting principles which assume that the Company will continue in operation for the foreseeable future and be able to realize its assets and discharge its liabilities and commitments in the normal course of operations.

The Company's continuance as a going concern is dependent upon its ability to obtain adequate financing. As at August 31, 2009, the Company has no source of operating cash flows and has not yet achieved profitable operations, has accumulated losses since its inception and expects to incur further losses in the development of its business, and has no assurances that sufficient funding, including adequate financing, will be available to conduct further exploration and development of its mineral properties, all of which casts significant doubt as to the validity of the going concern assumption.

The Company plans to raise additional financing through the issuance of share capital, however, there can be no assurance that it will be successful in its efforts to do so and that the terms will be favourable to the Company. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities, or the impact on the statement of operations and balance sheet classifications that would be necessary were the going concern assumption not appropriate. Such adjustments could be material.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

These consolidated financial statements have been prepared according to Canadian generally accepted accounting principles ("GAAP") as issued by the Canadian Institute of Chartered Accountants ("CICA"). All financial figures are presented in Canadian dollars unless otherwise stated.

Principles of Consolidation

The consolidated financial statements include the accounts of the Company and its subsidiaries Aldridge Mineral Madencilik Sanayi Ticaret Ltd. Sti., incorporated in Turkey, and Aldridge Minerals Inc. Limited of Papua New Guinea. All intercompany accounts and transactions and balances have been eliminated on consolidation.

Cash and Cash Equivalents

Cash includes cash on hand and demand deposits. Cash equivalents include short-term, highly liquid investments that are readily convertible to known amounts of cash and have an initial maturity of less than 90 days, and are subject to an insignificant risk of change in value. As at August 31, 2009 and November 30, 2008, the Company did not have cash equivalents.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Use of Estimates

The preparation of financial statements in accordance with GAAP 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. Significant estimates and assumptions include those related to the determination as to whether costs are expensed or capitalized; the establishment of accounts payable and accrued liabilities; estimates to account for the abandonment of long-lived assets; impairment of mineral properties; the use of the Black-Scholes option pricing valuation model to record the fair value ascribed to warrants and stock options; the valuation allowance for future income tax assets and liabilities; and determining whether contingent assets or liabilities exist. Actual results could differ from these estimates.

Financial Instruments

The Company's financial instruments consist of cash, short-term investments, amounts receivable, accounts payable and accrued liabilities and due to related parties. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest or credit risks arising from these financial instruments. The fair values of these financial instruments approximate their carrying values, unless otherwise noted.

The Company has monetary assets represented by foreign currency financial instruments in Turkey and Papua New Guinea. The Company could, accordingly, be at risk for currency fluctuations and foreign legal and political environments. The Company does not use derivative instruments to reduce its exposure to foreign currency risk.

Financial instruments must be classified into one of these five categories: held-for-trading, held-to-maturity, loans and receivables, available-for-sale financial assets or other financial liabilities. All financial instruments, including derivatives, are measured in the balance sheet at fair value except for loans and receivables, held-to-maturity investments and other financial liabilities which are measured at amortized cost. Subsequent measurement and changes in fair value will depend on their initial classification, as follows: held-for-trading, financial assets are measured at fair value and changes in fair value are recognized in net income; available-for-sale financial instruments are measured at fair value with changes in fair value recorded in other comprehensive income until the investment is derecognized or impaired at which time the amounts would be recorded in net income.

The Company designates its cash and short-term investments as held-for-trading, which are measured at fair value. GST and VAT receivable are classified as loans and receivables, which are measured at amortized cost. Accounts payable and accrued liabilities and due to related parties are classified as other financial liabilities.

The Company had no "other comprehensive income or loss" transactions during the period ended August 31, 2009 and no opening or closing balances for accumulated other comprehensive income or loss.

Translation of Foreign Currencies

The operations of the Company's subsidiaries are determined to be of an integrated nature. Foreign functional currency transactions and balances are translated into the Canadian dollar reporting currency using the temporal method as follows:

a) Monetary items are translated at the rates prevailing at the balance sheet date;
b) Non-monetary items are translated at historical rates;
c) Revenues and expenses are translated at the average rates in effect during applicable accounting periods, except amortization, which is translated at historical rates;
d) Gains and losses on foreign currency translation are reflected in the consolidated statements of loss and deficit.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Mineral Properties

The Company accounts for its mineral properties on a cost basis whereby all direct costs, net of pre-production revenue, relative to the acquisition of and exploration of the properties are capitalized. Amounts shown for the mineral properties represent capitalized costs incurred and are not intended to reflect present or future values. All sales and option proceeds received are first credited against the costs of the related property, with any excess credited to earnings. Once commercial production has commenced, the net costs of the applicable property are charged to operations using the unit-of-production method based upon estimated proven and probable recoverable reserves. The net costs related to abandoned properties are charged to operations. Capitalized costs are subject to measurement uncertainty and it is reasonably possible, based on changes in conditions and assumptions that a material change in the recorded amounts could be required.

Although the Company has taken steps to verify the title to mineral properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements or transfers and title may be affected by undetected defects.

Long-Lived Assets

The Company follows the recommendations in CICA Handbook Section 3063 – "Impairment of Long-Lived Assets" and the CICA's Emerging Issues Committee ("EIC") emerging extract EIC-126 – "Accounting by Mining Enterprises for Exploration Costs". Section 3063 requires that the Company review long-lived assets, including mineral properties for impairment. Long-lived assets are assessed for impairment when events and circumstances warrant an assessment. EIC-126 consensus is that a mining enterprise in the development stage is not obliged to conclude that capitalized costs have been impaired due to the absence of a projected estimated future net cash flow from the mining enterprise. Mineral properties in the exploration stage do not have established mineral reserves and a basis for the preparation of a projection of the estimated future net cash flow from the properties does not exist.

However, a mining enterprise is required to consider the conditions in Section 3063 for impairment write-down. The conditions include significant unfavourable economic, legal, regulatory, environmental, political and other factors. In addition, management's development activities towards its planned principal operations are a key factor considered as part of the ongoing assessment of the recoverability of the carrying amount of mineral properties. Whenever events or changes in circumstances indicate that the carrying amount of a mineral property in the exploration stage may be impaired, capitalized costs are written down to the estimated recoverable amount.

Financial Instruments – Disclosure and Presentation

The Company follows the recommendations in CICA Handbook Section 3862, *"Financial Instruments – Disclosure"* and Section 3863 *"Financial Instruments – Presentation"*. The financial statement disclosure requirements of Section 3862 are to enable users to evaluate the significance of financial instruments on the Company's financial position and performance, the nature and extent of risks arising from financial instruments the Company is exposed to during the reporting period and as at the balance sheet date, and how the Company is managing those risks. Under Section 3863, the presentation requirements enhance user's understanding of the significance of financial instruments to the Company's financial position, performance and cash flows. Adoption of this standard has not significantly impacted the Company's financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Capital Disclosures

Section 1535 of the CICA Handbook specifies the disclosure of (i) an entity's objectives, policies and processes for managing capital; (ii) quantitative data about what the entity regards as capital; (iii) whether the entity has complied with any capital requirements; and (iv) if it has not complied, the consequences of such non-compliance. Adoption of this standard has not significantly impacted the Company's financial statements.

Accounting Changes

CICA Handbook Section 1506 provides expanded disclosures for changes in accounting policies, accounting estimates and corrections of errors. Under this standard, accounting changes should be applied retrospectively unless otherwise permitted or where impracticable to determine. In addition, voluntary changes in accounting policy are made only when required by a primary source of GAAP or the change results in more relevant and reliable information. Adoption of this standard has not significantly impacted the Company's financial statements.

General Standards of Financial Statement Presentation

In April 2007, the CICA approved amendments to Handbook Section 1400, *General Standards of Financial Statement Presentation.* These amendments require management to assess an entity's ability to continue as a going concern. When management is aware of material uncertainties related to events or conditions that may cast doubt on an entity's ability to continue as a going concern, those uncertainties must be disclosed. In assessing the appropriateness of the going concern assumption, the standard requires management to consider all available information about the future, which is at least, but not limited to, twelve months from the balance sheet date. Adoption of this standard has not significantly impacted the Company's financial statements.

Accounting Policy Developments

Effective December 1, 2008, the Company adopted CICA Handbook Section 3064, *Goodwill and Intangible Assets*, which establishes revised standards for recognition, measurement, presentation and disclosure of goodwill and intangible assets. Concurrent with the introduction of this standard, the CICA withdrew EIC 27, Revenues and expenses during the pre-operating period and the previous Goodwill and intangible assets standard (Section 3062). As a result of the withdrawal of EIC 27, the Company will not be able to defer revenues and related costs incurred prior to commercial production at new operations. Adoption of this standard has not significantly impacted the Company's financial statements.

In March 2009, the CICA issued EIC Abstract 174 – Mining Exploration Costs ("EIC-174") which supercedes EIC Abstract 126 – Accounting by Mining Enterprises for Exploration Costs ("EIC-126"), to provide additional guidance for mining exploration enterprises on the accounting for capitalization of exploration costs and when an impairment test of these costs is required. EIC 174 is applicable for the Company's annual financial statements for its fiscal year ending November 30, 2009, with retroactive application. Adoption of this standard has not significantly impacted the Company's financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

New pronouncements

a) Convergence with International Financial Reporting Standards

The CICA plans to transition Canadian GAAP for public companies to International Financial Reporting Standards ("IFRS"). The effective changeover date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The impact of the transition to IFRS on the Company's financial statements is not yet determinable.

b) Section 1582 *Business Combinations*, 1601, *Consolidated Financial Statements* and 1602 *Non-controlling Interests* will replace the former Sections 1581 *Business Combinations*, 1600 *Consolidated Financial Statements* and establish a new section for accounting for a non-controlling interest in a subsidiary. Section 1582 is effective for business combinations for which the acquisition date is on or after January 1, 2011 and Sections 1601 and 1602 apply to consolidated financial statements relating to years beginning on or after January 1, 2011. The Company is currently evaluating the effects of adopting this standard.

Equipment

Equipment is recorded at cost less accumulated amortization and is amortized over the estimated useful lives at the following rates:

Automotive	30% per annum, declining balance
Equipment	30% per annum, declining balance
Computer software	30% per annum, declining balance

Asset Retirement Obligations

The Company is required to recognize a liability for an asset retirement obligation on long-lived assets when a legal liability exists and the amount of the liability is reasonably determinable. Asset retirement obligations are calculated on discounted future payment estimates and the liability is accreted over the expected term of the obligation. Subsequent adjustments are made when there are changes to the underlying assumptions. Corresponding amounts and adjustments are added to the carrying value of the related long-lived asset and charged to operations in accordance with accounting policy.

Equity instruments

Agent's warrants, stock and unit options, and other equity instruments issued as purchase consideration in non-monetary transactions are recorded at fair value determined by management using the Black-Scholes option pricing model.

Stock Based Compensation

Compensatory stock based transactions with directors, officers, employees and consultants are recorded at estimated fair value. The Company uses the Black-Scholes option pricing model to estimate the fair value of each stock option at the measurement date. Transactions are charged to operations or capitalized to mineral properties as appropriate, with an offsetting credit to contributed surplus. The fair value of stock options, which vest immediately, is recorded at the date of grant; the fair value of options, which vest in the future, is recognized over the vesting period using the straight line method. Stock options issued to consultants that vest over time are valued at the grant date and subsequently valued on each vesting date.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Income Taxes

The Company has adopted the asset and liability method of accounting for income taxes. Future income taxes are recognized for temporary differences between the tax and accounting bases of assets and liabilities using tax rates applicable for future years. A valuation allowance is provided to offset any future tax asset if, based upon the available evidence, it is more likely than not that some or all of the future tax asset will not be realized.

Earnings (Loss) per Share

Loss per share is computed on the basis of the average number of shares outstanding during the year. Diluted loss per share is computed on the treasury stock method to give effect to the potential exercise of outstanding stock options and warrants. Diluted loss per share is not shown as the effect of the issuance of stock options and warrants is anti-dilutive.

3. SHORT-TERM INVESTMENTS

At August 31, 2009, the Company's short-term investments consisted of a one year guaranteed investment certificate in the amount of $440,000 (2008 - $2,655,000), invested at the bank prime rate less 2%, maturing on November 19, 2009, which is redeemable, in whole or part, at anytime and the Company's investment in Aldridge Uranium Inc.

4. MINERAL PROPERTIES

a) Derinkoy and Olucak Properties, Turkey

On December 4, 2002, the Company entered into an option agreement to acquire up to a l00% interest in the Derinkoy and the Olucak mineral properties located in Turkey.

As consideration, the Company committed to issue common shares to the optionor during the option earn-in period, as follows:

i. 200,000 common shares to be issued as reimbursement for expenses totaling $30,000 (issued during 2004);

ii. 200,000 common shares per property, for a total of 400,000 common shares, to be issued upon the Company earning a 60% interest in the properties (issued during 2006); and

iii. an additional 200,000 common shares per property, to be issued upon completion of a first-pass drilling program on each property, provided that the Company receives results of at least five drill metres grading 5 g/t gold, or ten drill metres grading 3 g/t gold or thirty metres grading 2 g/t gold, to be calculated as to the combined value of gold-silver and base metals (200,000 common shares issued during 2006).

iv. An additional 1,000,000 common shares are to be issued upon completion of a feasibility study, with a further 2,000,000 common shares to be issued upon commencement of commercial production.

4. MINERAL PROPERTIES (Continued)

a) Derinkoy and Olucak Properties, Turkey (Continued)

Pursuant to the terms of the option agreement, the Company assumed the underlying obligations of an option agreement with a third party (the "Vendor") dated November 5, 2002, as amended November 28, 2003 (the "Underlying Agreement"), whereby the Company must complete not less than an aggregate 1,000 metres of diamond drilling on or before November 5, 2004. This minimum expenditure commitment was later waived by the Vendor and optionor.

On January 27, 2006, the Company entered into an agreement with the Vendor, which supersedes the Underlying Agreement, to acquire the remaining 40% interest in the properties, via the issuance of 250,000 common shares (issued); grant of a 1.5% net smelter return royalty; and cash payment of US$3,000,000 upon the production of 2,500,000 ounces of gold (or equivalent value in silver or platinum group metal, or a combination thereof) from a precious metal discovery on the properties.

During the fiscal year ended November 30, 2007, the Company terminated five mineral licenses, representing the Olucak property. Accordingly, at November 30, 2007, the Company had written down the respective mineral property costs expenditures by $576,407.

In June 2009, the Company entered into an agreement with European Goldfields Ltd. whereby that company will fund all exploration and development costs on the Derinkoy property to earn up to a 90% interest in the project by completion of a feasibility study.

b) Yenipazar Property, Turkey

On December 1, 2004, the Company entered into an agreement with Anatolia Minerals Development Ltd. and its subsidiary (collectively "Anatolia") to acquire a 65% interest in the Yenipazar property located in Turkey.

To earn its interest, the Company is required to:

(i) pay US$25,000 on closing of the agreement (paid);
(ii) pay US$25,000 on each of the six month and twelve month anniversary dates (paid) and incur aggregate exploration expenditures of at least US$230,000 on or before the twelfth month anniversary date (incurred);
(iii) pay US$50,000 on each of the thirty month (paid), thirty-six month (paid), forty-second month (paid), forty-eight month (paid), fifty-fourth month (paid), sixty month and sixty-six month anniversary dates; and
(iv) pay US$500,000, incur aggregate exploration expenditures of not less than US$6,000,000 and deliver a feasibility study on the Yenipazar property or portion thereof, by the seventy-second month anniversary date. At August 31, 2009, the Company had made all required payments and had incurred the required exploration expenditures.

During the first quarter of fiscal 2009, the Company issued 25,000 common shares at a price of $2.30 per share in payment of finders' fees related to the Yenipazar property.

4. MINERAL PROPERTIES (Continued)

b) Yenipazar Property, Turkey (Continued)

In July 2006, the Company executed a strategic alliance and option agreement with Anatolia to amend the December 2004 agreement. Under the revised option agreement and supplementary to earn-in conditions, the Company has the right to earn a 100% interest in the Yenipazar property, in exchange for consideration of 250,000 common shares (issued). In addition, the Company will pay Anatolia a 6% net proceeds interest ("NPI"), until such time as operational revenues reach the amount of US$165,000,000. Should operational revenues exceed this threshold amount, the NPI will increase to 10% of the amount realized in excess of US$165,000,000. Further, Anatolia granted the Company the right and option to earn a 100% interest in the oxide mineralization deposits on the Yenipazar property by expending an aggregate US$2,000,000(incurred) on exploration on or before the forty-eight month anniversary date, making payments totaling US$300,000 to Anatolia, of which $200,000 remains to be paid per (iii) above, and delivering notice to Anatolia of its intention to exercise this option.

During the fiscal year ended November 30, 2008, the Company reduced the Yenipazar license area by approximately 29,076 hectares, from a total 40,041 hectares, after determining that potential for further discovery on this ground was unlikely. Accordingly, at November 30, 2008, the Company had written down the respective mineral property costs expenditures by $678,631.

c) Exploration Licenses

The Company holds a number of exploration licenses in Turkey. A total of 23 licenses covering roughly 20,500 hectares are prospective for nickel. During the year ended November 30, 2008, the Company relinquished 4 nickel licenses covering an area of approximately 4,800 hectares and wrote-off costs of $6,720. A total of 86 claims acquired during the fiscal year ended November 30, 2008, which are prospective for uranium and cover approximately 132,000 hectares, were spun-off to Aldridge Uranium Inc.

The Company was granted a two-year exploration license, primarily prospective for gold, in western-central Papua New Guinea. In accordance with PNG regulations the Company has established an operating company (Aldridge Minerals Inc. Limited). Further, the Company has prepaid two years rent and costs of 11,880 Kina per annum for the years ended December 2, 2010 and December 2, 2011 and provided a security deposit of 6,020 Kina, for an aggregate 29,780 Kina or approximately $13,600 Canadian dollars. Under the terms of the license, the Company must incur minimum exploration expenditures of 150,000 Kina (approximately $60,000 Canadian dollars) during year one and 200,000 Kina (approximately $80,000 Canadian dollars) during year two. During fiscal 2008, the Company expended $68,171 on the review and exploration of and application to acquire the project.

d) The Company's capitalized acquisition and deferred costs to August 31, 2009 are as follows:

	August 31, 2009	November 30, 2008
Derinkoy Property	**$ 1,242,292**	$ 1,223,096
Yenipazar Property	**9,835,208**	8,691,746
Exploration Licenses	**1,334,664**	1,577,301
	$ 12,412,164	$ 11,492,143

5. PROPERTY AND EQUIPMENT

	August 31, 2009			November 30, 2008		
	Cost	**Accumulated Amortization**	**Net Book Value**	Cost	Accumulated Amortization	Net Book Value
Automotive	**$ 151,820**	**$ 87,045**	**$ 64,775**	$ 151,820	$ 61,775	$ 90,045
Equipment	**151,033**	**96,081**	**54,952**	153,559	73,041	80,518
Computer software	**26,623**	**21,812**	**4,811**	26,623	17,350	9,273
Land	**29,681**	**-**	**29,681**	29,681	-	29,681
	$ 359,157	**$ 204,938**	**$ 154,219**	$ 361,683	$ 152,166	$ 209,517

6. SHARE CAPITAL

Authorized: 100,000,000 common shares without par value

	Number of Shares	Amount	Contributed Surplus
Balance, November 30, 2007	19,069,930	$ 14,810,967	$ 3,903,690
Issued for options exercised	305,700	741,812	(361,945)
Issued for warrants exercised	1,960,381	3,833,739	(670,516)
Issued for cash	1,203,600	2,622,031	687,869
Stock based compensation	-	-	1,539,942
Less: Share issue costs	-	(305,564)	-
Balance, November 30, 2008	22,539,611	$ 21,702,985	$ 5,099,040
Issued for options exercised	7,000	27,223	(11,543)
Issued for fees	25,000	57,500	-
Spin-off of Aldridge Uranium Inc.	-	(314,067)	-
Stock based compensation	-	-	242,400
Less: Share issue costs	-	(2,342)	-
Balance, August 31, 2009	**22,571,611**	**$ 21,741,299**	**$ 5,329,897**

Escrowed shares

At August 31, 2009, a total of 217,782 (2008 – 217,782) shares are subject to an escrow agreement, their release being subject to regulatory approval.

Private Placements

2009

At August 31, 2009, the Company had not undertaken any private placements for the fiscal year ended November 30, 2009.

6. SHARE CAPITAL (Continued)

Private Placements (Continued)

2008

During the fiscal year ended November 30, 2008, the Company:

(a) issued 445,100 units at a price of $2.75 for gross proceeds of $1,224,025. Each unit is comprised of one common share and one share purchase warrant entitling the holder thereof to acquire one additional common share at a price of $3.40 for a period of two years. A finders' fee, comprised of $84,719 in cash and 26,406 warrants entitling the finder to purchase up to 26,406 common shares at a price of $2.75 per share for a period of two years was paid. The share purchase warrants were valued at $240,354 and credited to contributed surplus. Fair value was determined using the Black Scholes valuation model, based on a risk free interest rate of 3.97 %, an expected life of two years, an expected volatility of 58% and a dividend yield rate of nil.

(b) issued a further 758,500 units at a price of $2.75 per unit for total gross proceeds of $2,085,875. Each unit consists of one common share and one share purchase warrant entitling the holder to acquire one additional common share at a price of $3.40 for a period of 24 months from closing. The Company paid finders' fee of $208,587 in cash. The share purchase warrants were valued at $447,515 and credited to contributed surplus. Fair value was determined using the Black Scholes valuation model, based on a risk free interest rate of 3.0 %, an expected life of two years and an expected volatility of 59% and a dividend yield rate of nil.

Warrants

A summary of the share purchase warrants outstanding at August 31, 2009 and November 30, 2008 and the changes for those periods is presented below.

	Warrants Outstanding	Weighted Average Exercise Price	Weighted Average Exercise Life
Balance, November 30, 2007	3,498,880	$ 2.21	0.49 Years
Issued	1,230,006	3.39	
Exercised	(1,960,381)	1.61	
Expired	(1,538,499)	2.97	
Balance, August 31, 2009 and November 30, 2008	1,230,006	$ 3.39	1.13 Years

At August 31, 2009 and November 30, 2008, the following share purchase warrants were outstanding:

	Expiry Date	Exercise Price	August 31, 2009	November 30, 2008
Private placement	February 1, 2008	$ 1.29	-	1,066,956
Private placement	August 31, 2008	2.00	-	1,437,800
Private placement	November 29, 2008	3.50	-	994,124
Private placement	September 12, 2010	2.75	26,406	-
Private placement	September 12, 2010	3.39	445,100	-
Private placement	November 19, 2010	3.40	758,500	-
			1,230,006	3,498,880

6. SHARE CAPITAL (Continued)

Stock Options

The Company has a stock option plan, in accordance with the policies of the TSX Venture Exchange (the "TSX-V"), under which the board is authorized to grant up to a total of 4,514,322 options, not to exceed 20% of the issued and outstanding share capital of the Company, to employees, consultants, officers and directors. The number, terms and conditions of stock options granted to certain individuals may be limited, as required by the TSX-V.

A summary of the Company's stock options at August 31, 2009 and November 30, 2008 and the changes for those periods is presented below.

	Options Outstanding	Weighted Average Exercise Price	Weighted Average Exercise Life
Balance, November 30, 2007	1,718,000	$ 2.19	4.05 Years
Granted	784,000	2.32	
Exercised	(305,700)	1.24	
Expired	(162,000)	2.19	
Balance, November 30, 2008	2,034,300	2.39	3.39 Years
Granted	215,000	2.04	
Exercised	(7,000)	2.24	
Expired	(17,300)	2.18	
Balance, August 31, 2009	2,225,000	$ 2.35	3.05 Years

During fiscal 2009, the Company recognized stock based compensation totaling $242,400 (2008 - $642,200), of which $5,600 (2008 - $Nil) was capitalized as mineral property expenditures and $236,800 was expensed as stock based compensation in operations, with a corresponding increase in contributed surplus.

The fair value of stock options was estimated on the measurement date using the Black-Scholes option-pricing model and is amortized over the vesting period of the underlying options. The assumptions used to calculate the fair value were as follows:

	2009	2008
Risk-free interest rate	**1.43%**	3.92- 4.07%
Expected life of options	**3-5 years**	5 years
Expected volatility	**65.68%**	110% - 115%
Dividend yield	**Nil**	Nil

6. SHARE CAPITAL (Continued)

Stock Options (Continued)

The table below summarizes the stock options outstanding at August 31, 2009:

Exercise Price	Expiry Date	Number Outstanding	Number Exercisable
$ 2.05	July 31, 2011	225,000	225,000
2.10	September 20, 2011	210,000	210,000
1.80	October 31, 2011	110,000	110,000
2.60	March 8, 2012	450,000	450,000
2.88	July 24, 2012	306,000	306,000
2.24	February 6, 2013	338,000	338,000
2.40	February 19, 2013	37,000	37,000
2.40	July 15, 2013	200,000	200,000
2.40	July 18, 2013	139,000	139,000
2.04	December 22, 2013	210,000	210,000
$ 2.35		2,225,000	2,225,000

7. RELATED PARTY TRANSACTIONS

During the period ended August 31, 2009, the Company paid or accrued:

a) management fees of $163,825 (2008 - $52,458) to directors and an officers of the Company;
b) directors' fees of $9,500 (2008 - $12,190);
c) salary and benefits of $79,949 (2008 - $87,430) to officers of the Company; and
d) geological consulting fees to a director of the Company of $117,301 (2008 - $99,831) which are included in the capitalized costs of the mineral properties.

Due to related parties of $42,268 (2008 - $40,173) consists of amounts owing to directors and officers of the Company. The amounts due to related parties are unsecured, non-interest bearing and have no specific terms of repayment.

During the fiscal year ended November 30, 2008, a director and officer made a short-term loan to the Company in the amount of $115,000, bearing interest at 10% per annum which was repaid. There were no similar loans during received by the Company during the current fiscal year.

These transactions were in the normal course of operations and were measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

8. COMMITMENTS AND CONTRACTUAL OBLIGATIONS

a) Operating Lease Agreement

During the year ended November 30, 2007, the Company entered into an operating lease agreement for premises expiring August 31, 2012. During July 2009, the Company amended the lease agreement, reducing its square footage and cost. The minimum lease payments per fiscal year are as follows:

2009	$ 67,804
2010	$ 36,031
2011	$ 36,665
2012	$ 27,498

b) Mining Licenses

The Turkish Mining Law was amended during 2005 whereby exploration licenses are now granted for three years and can be extended for an additional two years, upon application. Furthermore, pre-operation licenses are no longer granted and any outstanding pre-operation licenses shall be treated as exploration licenses until expiration.

Exploration license holders are required to submit reports on exploration at the end of the second, third and fifth years of the exploration period. Operation license holders are required to submit annual reports on operation projects to the relevant departments. To obtain the appropriate licenses, deposits must be made based on a per hectare fee. The applicable deposits are proportional to the size of the mining area and are determined each year or re-valued according to prevailing economic conditions. In the event the required reports and projects are not submitted on time, deposits for that period are forfeited. If a site is abandoned, the remaining part of the deposit is returned.

c) System Technology Agreement

On March 12, 2007, the Company entered into an agreement with a German based company for the development of system technology ("the System") for measuring certain materials, including the development of two prototypes and related software. Cost of developing the prototypes, borne equally by the two parties, was EURO 150,000 (approximately $236,115CDN). The Company is responsible for the following additional costs upon completion of development:

i) setup of the production facility, not to exceed EURO 400,000 ($629,640CDN);

ii) initial operational employment cost, approximately EURO 20,000/month ($31,482CDN/month);

iii) material cost for production, approximately EURO 300,000 ($472,230CDN).

Immediately after a production decision is made, the German company is entitled to 200,000 stock options in the Company. After sale of a certain number of units of the system, it is also entitled to 50,000 common shares of the Company and, after the payback period, to 2.5% to 5% of pre-tax profits.

To date, the Company has incurred costs of $239,564, of which $176,504 has been incurred during the prior two fiscal years. These costs comprise Aldridge's half of the initial prototype development costs of EURO 75,000, plus operational costs (item ii above) of EURO 20,000 for four months.

9. ASSET RETIREMENT OBLIGATIONS

The Company's asset retirement obligations ("ARO") are based on management's estimates of costs to abandon and reclaim mineral properties and facilities, as well as an estimate of the future timing of costs to be incurred.

The following table presents the reconciliation of the beginning and ending aggregate carrying amount of the ARO associated with the retirement of the Company's exploration properties:

	2009	2008
Balance, beginning of period	$ 45,914	$ -
Liabilities incurred	-	45,914
Accretion expense	-	-
Balance, end of period	$ 45,914	$ 45,914

The Company has estimated its total asset retirement obligations to be $45,914 at November 30, 2008 based on a total future liability of approximately $49,480 and a credit adjusted risk-free rate of 7%. Reclamation is expected to occur in the year 2013.

10. CAPITAL MANAGEMENT

The Company's objectives when managing capital are:

a) to safeguard its ability to continue as a going concern;
b) continue the development and exploration of its mineral properties; and
c) maintain a capital structure which optimizes the cost of capital at acceptable risk.

The management of capital includes cash, cash equivalents and shareholders' equity comprised of share capital, contributed surplus and deficit. The capital structure at August 31, 2009 consists of common shares of $21,785,366 (2008 - $21,702,985). As at August 31, 2009, the Company had no bank indebtedness.

The Company is involved in mineral exploration which is a high risk activity. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares.

Management reviews its capital management approach on an ongoing basis and believes this approach, given the relative size of the Company, is reasonable.

11. FINANCIAL RISK FACTORS

The Company's financial instruments are exposed to certain financial risks. The Company's risk exposures and the impact on the Company's financial instruments are summarized below.

Credit and Interest rate risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company has significant cash balances but no interest-bearing debt. The Company's maximum exposure to credit risk at the reporting date is the carrying value of cash and other receivables. The Company's current policy is to invest excess cash in variable interest investment-grade short-term deposit certificates issued by reputable financial institutions with which it keeps its bank accounts and management believes the risk to be remote.

11. FINANCIAL RISK FACTORS (Continued)

Liquidity risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company manages liquidity risk by ensuring that it has sufficient cash and other financial resources available to meet its short term obligations. The Company forecasts cash flows for a period of twelve months to identify financial requirements. These requirements are met through a combination of cash flows from operations, dispositions of assets and accessing financing through private placements. The exposure of the Company to liquidity risk is considered to be minimal.

Foreign currency risk

The Company's functional currency is Canadian dollars. The Company is exposed to the currency risk related to the fluctuation of foreign exchange rates. A significant change in the currency exchange rates relative to Turkish Lira ("TRY") or Papua New Guinea Kina ("PGK") could have an effect on the Company's results of operations, financial position and/or cash flows. The Company has not hedged its exposure to currency fluctuations.

Commodity price risk

The Company's ability to raise capital to fund exploration or development activities is subject to risks associated with fluctuations in the market price of commodities for which it is exploring. The Company closely monitors commodity prices to determine the appropriate course of action to be taken.

Sensitivity analysis

As of August 31, 2009, the carrying amount of amounts receivable and payable equals fair market value.

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are "reasonably possible" over a three month period:

- The Company does not hold interest bearing debt
- The Company holds balances in foreign currencies which give rise to exposure to foreign exchange risk. However, the balances tend to be moderate and therefore the exposure to foreign exchange risk is low. There would be no significant effect on other comprehensive income.
- Price risk is remote as the Company is not currently a producing entity.

12. ALRIDGE URANIUM INC.

During the year ended November 30, 2008, the Company acquired 86 mineral licenses in Turkey with potential for sandstone-hosted uranium, incurring costs of $443,222.

On May 1, 2008, the Company received shareholder approval to spin-off its uranium properties to a wholly-owned company, Aldridge Uranium Inc. ("Aldridge Uranium"). Consideration received by the Company for these properties was 20,000,000 shares of Aldridge Uranium.

At November 30, 2008, Aldridge Uranium had received subscription receipts totaling $119,100 for the issuance of 3,970,000 shares to the current directors of the Company, associates and employees. Additional cash receipts of $157,200 were received during fiscal 2009, for the issuance of an additional 5,240,000 shares of Aldridge Uranium.

12. ALRIDGE URANIUM INC. (Continued)

During fiscal 2009, shareholders as of the record date of December 31, 2008 received one common share of Aldridge Uranium for every two common shares of the Company held for a total issuance of 11,194,972 shares. The Aldridge Uranium shares were distributed by way of an in specie dividend and not a return of capital. Additionally, the entitlement to receive shares of Aldridge Uranium was extended to all persons to whom the Company is contractually committed to issue common shares as of December 31, 2008, including all holders of stock options and share purchase warrants. The conversion or exchange ratios, as applicable, for such contractual commitments will be adjusted in accordance with their respective terms to entitle such persons to receive common shares of Aldridge Uranium upon conversion or exchange.

As at August 31, 2009, 70.86% of Aldridge Uranium was held by subscribers and the Company retained 29.14%.

13. SUBSEQUENT EVENTS

Subsequent to August 31, 2009, the Company announced that it has:

a) closed a private placement of 832,330 Units at a price of $1.20 per Unit for gross proceeds of $998,796. Each Unit consists of one common share and one share purchase warrant entitling the holder thereof to acquire one additional common share at a price of $1.50 for a period of 24 months;

b) granted 1,495,000 stock options to directors, officers, employees and consultants exercisable at $1.40 per common share for a period of five years; and

c) engaged Precious Metals Investments Ltd. ("Precious Metals") to provide investor relations services in Canada and Europe for a one year term. Precious Metals will receive compensation of up to $180,000 and has been granted 400,000 stock options exercisable at $1.40 per common share for a period of two years. The options will vest over a period of 12 months in accordance with the policies of the TSX-V.