
STARFIRE MINERALS INC.

FINANCIAL STATEMENTS

2nd Quarter

April 30, 2011

(Unaudited)

(Prepared by management without
review by company's auditor)

STARFIRE MINERALS INC.
CONSOLIDATED BALANCE SHEETS
FOR THE SIX MONTHS ENDED APRIL 30, 2011

	April 30, 2011 (unaudited)	October 31, 2010
ASSETS		
CURRENT		
Cash	\$ 2,471	\$ -
Receivables	15,995	33,980
	<u>18,466</u>	<u>33,980</u>
MINERAL PROPERTIES (Note 3)	<u>4,959,697</u>	<u>4,582,297</u>
	<u>\$ 4,978,163</u>	<u>\$ 4,616,277</u>
LIABILITIES and SHAREHOLDERS' EQUITY		
CURRENT		
Accounts payable and accrued liabilities	\$ 649,467	\$ 213,716
Due to related parties (Note 4)	727,887	810,337
	<u>1,377,354</u>	<u>1,024,053</u>
LONG TERM LIABILITIES		
Bank Loan	300,000	
	<u>300,000</u>	
SHAREHOLDERS' EQUITY		
Share capital (Note 5)	14,716,670	14,716,670
Shares to be issued	-	-
Contributed surplus (Note 5)	1,025,723	1,025,723
Deficit	<u>(12,441,585)</u>	<u>(12,150,169)</u>
	<u>3,300,808</u>	<u>3,592,224</u>
	<u>\$ 4,978,162</u>	<u>\$ 4,616,277</u>

CONTINGENCIES (Note 1)

COMMITMENTS (Notes 3 and 5)

ON BEHALF OF THE BOARD:

"Dan Mosher"
 Director

"Basil Pantages"
 Director

See accompanying notes to the consolidated financial statements.

STARFIRE MINERALS INC.
STATEMENT OF LOSS AND DEFICIT
FOR THE SIX MONTHS REVENUE/EXPENSES NOV 1, 2010 TO APRIL 30, 2011 (UNAUDITED)

	<u>Three Months ended April 30, 2011</u>	<u>Three Months ended April 30, 2010</u>	<u>Six Months ended April 30, 2011</u>	<u>Six Months ended April 30, 2010</u>
EXPENSES				
Bank Charges and Interest	\$ 230	\$ 92	\$ 353	\$ 206
Consulting				
Cash	26,660	65,760	47,750	138,230
Stock Based	-	-	-	-
Investor Relations	(5,372)	-	(5,372)	2,500
Office and Miscellaneous	32,359	30,584	67,853	45,134
Professional Fees	80,222	19,575	162,487	50,973
Rent	9,000	24,300	28,200	48,600
Transfer Agent's Fees	3,610	3,064	5,334	4,492
Renunciation Tax	-	(1,876)	-	(1,876)
LOSS BEFORE OTHER ITEMS	<u>146,709</u>	<u>141,499</u>	<u>306,605</u>	<u>288,259</u>
OTHER ITEMS				
Interest & Miscellaneous Income	449	-	449	-
Gain on mineral property option	14,740	-	14,740	-
Mineral properties written off	-	-	-	-
Loss on mineral property settlement	-	-	-	-
	<u>\$ 15,189</u>	<u>\$ -</u>	<u>\$ 15,189</u>	<u>\$ -</u>
LOSS BEFORE INCOME TAXES	(131,520)	(141,499)	(291,416)	(288,259)
Future Income Tax Recovery	-	-	-	-
NET AND COMPREHENSIVE LOSS	<u>\$ (131,520)</u>	<u>\$ (141,499)</u>	<u>\$ (291,416)</u>	<u>\$ (288,259)</u>
LOSS PER SHARE	<u>\$ (0.01)</u>	<u>\$ (0.01)</u>	<u>\$ (0.01)</u>	<u>\$ (0.01)</u>
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING	<u>84,866,963</u>	<u>81,851,900</u>	<u>84,866,963</u>	<u>81,851,900</u>

See accompanying notes to the consolidated financial statements.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED APRIL 30, 2011 (UNAUDITED)

	<u>Three Months ending April 30, 2011</u>	<u>Three Months ending April 30, 2010</u>	<u>Six Months ending April 30, 2011</u>	<u>Six Months ending April 30, 2010</u>
DEFICIT, BEGINNING OF PERIOD	\$ (12,310,065)	(11,550,373)	\$ (12,150,169)	(11,403,613)
NET LOSS	<u>(131,520)</u>	<u>(141,499)</u>	<u>(291,416)</u>	<u>(288,259)</u>
DEFICIT, END OF PERIOD	\$ <u>(12,441,585)</u>	<u>(11,691,872)</u>	\$ <u>(12,441,585)</u>	<u>(11,691,872)</u>

See accompanying notes to the consolidated financial statements.

STARFIRE MINERALS INC.
STATEMENT OF CASH FLOWS
FOR THE SIX MONTHS ENDED APRIL 30, 2011 (UNAUDITED)

	Three Months Ended April 30, 2011	Three Months Ended April 30, 2009	Six Months Ended April 30, 2010	Six Months Ended April 30, 2011
CASH FLOW FROM OPERATING ACTIVITIES				
Net loss	\$ (131,520)	\$ (141,499)	\$ (291,416)	\$ (288,259)
Items not involving cash:				
Gain on mineral property option	-	-	-	-
Future income tax recovery	-	-	-	-
Stock based compensation	-	-	-	-
Mineral properties written off	-	-	-	-
Loss on mineral property settlement	-	-	-	-
Change in non-cash working capital				
Receivables	35,581	467	17,985	7,082
Prepaid expenses	-	-	-	-
Accounts payable and accrued liabilities	82,225	(84,162)	435,751	(49,166)
Due to related parties	-	-	-	-
Net cash used in operating activities	<u>(13,714)</u>	<u>(218,579)</u>	<u>162,320</u>	<u>(330,343)</u>
CASH FLOW FROM INVESTING ACTIVITIES				
Mineral property settlement	-	-	-	-
Mineral property expenditure	(125,299)	(201)	(377,400)	(37,869)
Net cash used in investing activities	<u>(125,299)</u>	<u>(201)</u>	<u>(377,400)</u>	<u>(37,869)</u>
CASH FLOW FROM FINANCING ACTIVITIES				
Due to related parties	124,481	57,000	217,550	152,000
Bank Loan	-	-	-	-
Proceeds from mineral property option	-	-	-	-
Subscriptions or Issuance of share capital, net	-	-	-	180,000
Shares Issued for Property Acquisition	-	-	-	-
Net cash provided by financing activities	<u>124,481</u>	<u>57,000</u>	<u>217,550</u>	<u>332,000</u>
NET CHANGE IN CASH	(14,532)	(71)	(2,471)	(36,212)
CASH AND CASH EQUIVALENT - BEGINNING	<u>17,003</u>	<u>712</u>	<u>-</u>	<u>36,853</u>
CASH AND CASH EQUIVALENT - ENDING	<u>2,471</u>	<u>641</u>	<u>2,471</u>	<u>641</u>
Cash and Cash Equivalents Consists of:				
Cash	2,471	641	2,471	641
Guaranteed Investment Certificates	-	-	-	-
SUPPLEMENTARY CASH FLOW INFORMATION				
Cash Paid for:				
Income Taxes	\$ -	\$ -	\$ -	\$ -
Interest	-	-	-	-
Non-cash financing and investing activities:				
Shares issued for acquisition of mineral properties	\$ -	\$ -	\$ -	\$ 28,000

See accompanying notes to the consolidated financial statements.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED APRIL 30, 2011 (UNAUDITED)

1. NATURE OF OPERATIONS

Starfire Minerals Inc. (the "Company") is incorporated in British Columbia, Canada and is listed on the TSX Venture Exchange ("TSX-V"). The Company is a resource exploration company that is acquiring and exploring mineral properties. At April 30, 2011, the Company's principal mineral property interests are located in the following provinces of Canada: British Columbia, Quebec and Ontario.

The Company is in the process of exploring its properties and has not yet determined whether these properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for mineral properties is dependent upon the existence of economically recoverable reserves, securing and maintaining title and beneficial interest in the property, the ability of the Company to obtain necessary financing to complete the development, and upon future profitable production or proceeds from disposition of these mineral properties. The amounts shown as exploration expenditures represent net costs to date, less amounts written off, and do not necessarily represent present or future values.

These consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. As at April 30, 2011 the Company had not advanced its properties to commercial production and is not able to finance day to day activities through operations. The Company's continuation as a going concern is dependent upon the successful results from its mineral property exploration activities and its ability to attain profitable operations and generate funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. Management intends to finance operating costs over the next twelve months with loans from directors and companies controlled by directors and or private placement of common stock. As at April 30, 2011 the Company had a working capital deficiency of \$1,658,888 and has accumulated a deficit of \$12,441,586 and continues to incur losses from operations.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

These financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("GAAP") and are presented in Canadian dollars.

Principles of Consolidation

These financial statements have been prepared on a consolidated basis and include the accounts of the Company and its wholly owned subsidiaries, Starfire Nickel Inc., Starfire Uranium Inc. and Starfire Precious Metals Inc., all inter company balances, revenues and expenditures have been eliminated on consolidation.

Use of estimates and assumptions

The preparation of financial statements in conformity with Canadian GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the period. Actual results could differ from these estimates. Significant areas requiring the use of management estimates relate to the determination of impairment of mineral property interests, going concern assessments, expected tax rates for determining future income taxes, determining the fair value of stock-based payments, and financial instruments. Where estimates have been used, financial results as determined by actual events could differ from those estimates.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED APRIL 30, 2011 (UNAUDITED)

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Mineral properties

The Company records its interests in mineral properties at cost. All direct and indirect costs relating to the acquisition and exploration of these properties are capitalized until the properties to which they relate are placed into production, sold or management has determined the property to be impaired. These costs will be amortized on the basis of units produced in relation to the proven reserves available on the related property following commencement of production. Mineral properties that are sold before that property reaches the production stage will have all revenues from the sale of the property credited against the cost of the property. Properties which have reached the production stage will have a gain or loss calculated based on the portion of that property sold.

The recorded cost of mineral property interests is based on cash paid, the value of share considerations and exploration and development costs incurred. The recorded amount may not reflect recoverable value as this will be dependent on the development program, the nature of the mineral deposit, commodity prices, adequate funding and the ability of the Company to bring its projects into production.

Management evaluates the carrying value of each mineral property on a reporting period basis or as changes in events and circumstances warrant, and makes a determination based on exploration activity and results, estimated future cash flows and availability of funding as to whether capitalized costs are impaired. Mineral property interests, where future cash flows are not reasonably determinable, are evaluated for impairment based on management's intentions and determination of the extent to which future exploration programs are warranted and likely to be funded.

Asset retirement obligations

The Company follows the Canadian Institute of Chartered Accountants ("CICA") Handbook section 3110, "Asset Retirement Obligations". This standard focuses on the recognition and measurement of liabilities related to obligations associated with the retirement of property, plant and equipment. Under this standard, these obligations are initially measured at fair value and subsequently adjusted for any changes resulting from the passage of time and revisions to either the timing or the amount of the original estimate of undiscounted cash flows. Mineral property related retirement obligations are capitalized as part of deferred exploration costs and are amortized over the estimated useful lives of the corresponding mineral properties.

Income taxes

The Company follows the CICA Handbook Section 3465 in accounting for income taxes. Future income taxes are recorded using the asset and liability method whereby future tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of assets and liabilities and their respective tax bases. Future tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on future tax assets and liabilities of a change in tax rates is recognized in income in the period in which substantive enactment or enactment occurs. To the extent that the Company does not consider it more likely than not that a future tax asset will be recovered, it provides a valuation allowance against the excess.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED APRIL 30, 2011 (UNAUDITED)

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial instruments

The Company has made the following designations of its financial instruments: receivables as loan and receivables, accounts payable and due to related parties as other financial liabilities.

CICA Handbook Section 3862 "Financial Instruments – Disclosure" requires an entity to classify fair value measurements in accordance with an established hierarchy that prioritizes the inputs in valuation techniques used to measure fair value. The levels and inputs which may be used to measure fair value are as follows:

1. Level 1 – fair values are based on quoted prices (unadjusted) in active markets for identical assets and liabilities;
2. Level 2 – fair values are based on inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); or
3. Level 3 – applies to assets and liabilities for inputs that are not based on observable market data, which are unobservable inputs.

Stock-based compensation

The Company follows the accounting standards issued by the CICA, "Stock-Based Compensation and Other Stock-Based Payments", which requires a fair-value based method for measuring compensation costs. The Company determines the fair value of the stock-based compensation using the Black-Scholes option pricing model. Any consideration paid on the exercise of stock options is credited to share capital.

Loss per share

The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method, the dilutive effect on loss per share is recognized on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period.

Basic and diluted loss per common share is calculated using the weighted-average number of common shares outstanding during the period. For the years presented, dilutive loss per share is equal to basic loss per share as the effect of dilution is anti-dilutive.

Government assistance

Government assistance is recorded as either a reduction of the cost of the applicable asset or expenditure or credited in the statement of operations as determined by the terms and conditions of the agreement under which the assistance is provided to the Company. Claims for assistance are accrued upon the Company attaining reasonable assurance of collections from the Government Agency.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED APRIL 30, 2011 (UNAUDITED)

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

Flow-through shares

The Company provides certain share subscribers with a flow-through component for tax incentives available on qualifying Canadian exploration expenditures. The Company renounces the qualifying expenditures upon the issuance of the respective flow-through common shares and accordingly is not entitled to the related taxable income deductions from such expenditures.

The Company has adopted the recommendation of the Emerging Issues Committee ("EIC") of the CICA relating to the recording of flow-through shares. EIC 146 stipulates that future income tax liabilities resulting from the renunciation of qualified resource expenditures by the Company from the issuance of flow-through shares are recorded as a reduction of share capital. Any corresponding realization of future income tax benefits resulting in the utilization of prior year losses available to the Company not previously recorded, whereby the Company did not previously meet the criteria for recognition, are reflected as part of the Company's operating results in the period the Company files the appropriate tax documents with the Canadian tax authorities

RECENT ACCOUNTING PRONOUNCEMENTS, NOT YET ADOPTED

International Financial Reporting Standards

In 2006, Canada's Accounting Standards Board (AcSB) ratified a strategic plan that will result in the convergence of Canadian GAAP, as used by public companies, with International Financial Reporting Standards ("IFRS") over a transitional period. The AcSB has developed and published a detailed implementation plan, with a changeover date for fiscal years beginning on or after January 1, 2011. The adoption of IFRS will require the Company to prepare its comparative figures for the year ended October 31, 2011 in accordance with IFRS. The Company continues to monitor and assess the impact of Canadian GAAP and IFRS.

Business Combinations – Section 1582

In January, 2009, the CICA issued Handbook Section 1582 "Business Combinations", which will provide the Canadian equivalent to International Financial Reporting Standard IFRS 3, "Business Combinations", and replace the existing Handbook Section 1581, "Business Combinations". The new standard will apply prospectively to business combinations for which the acquisition date is on or after January 1, 2011. Earlier adoption is permitted as of the beginning of a fiscal year, in which case an entity would also early adopt Handbook Section 1601, "Consolidated Financial Statements" and Handbook Section 1602, "Non-controlling Interests". The Company is reviewing the impact of the adoption of this standard.

Consolidated Financial Statements – Section 1601

In January, 2009, the CICA issued Handbook Section 1601, "Consolidated Financial Statements", which establishes standards for the preparation of consolidated financial statements and will replace the existing Handbook Section 1600, "Consolidated Financial Statements". The new standard is effective for interim and annual consolidated financial statements relating to fiscal years beginning on or after January 1, 2011. Earlier adoption is permitted as of the beginning of a fiscal year, in which case an entity would also early adopt Handbook Section 1582, "Business Combinations", and Handbook Section 1602, "Non-Controlling Interests". The Company is reviewing the impact of the adoption of this standard.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED APRIL 30, 2011 (UNAUDITED)

2. SIGNIFICANT ACCOUNTING POLICIES (continued)

RECENT ACCOUNTING PRONOUNCEMENTS, NOT YET ADOPTED

Non-Controlling Interests – Section 1602

In January, 2009, the CICA issued Handbook Section 1602, “non-Controlling Interests”, which establishes standards for accounting for a non-controlling interest in a subsidiary in consolidated financial statements subsequent to business combination. It is equivalent to the corresponding provisions of International Financial Reporting Standard IAS 27, Consolidated and Separate Financial Statements. The new standard is effective for interim and annual consolidated financial statements relating to fiscal years beginning on or after January 1, 2011. Earlier adoption is permitted as of the beginning of a fiscal year, in which case an entity would also early adopt Section 1582, “Business Combinations”, and Section 1601, “Consolidated Financial Statements”. The Company is reviewing the impact of the adoption of this standard.

Other accounting pronouncements issued by the CICA with future effective dates have been reviewed by management and determined to be either not applicable or are not expected to be significant to the financial statements of the company.

3. MINERAL PROPERTIES

	April 30, 2011	Year ended October 31, 2010
Acquisition and staking costs	\$ 375,000	\$ 28,000
Deferred exploration expenditures	2,400	13,086
Total cost incurred during the quarter	377,400	41,086
Mineral properties written off / written down	-	(113,074)
	377,400	(71,988)
Balance, beginning of year	4,582,297	4,654,285
Balance, end of year	\$ 4,959,697	\$ 4,582,297

Allocated to resources properties as follows:

	Note	2011	2010
Black Township Property, Ontario	3(a)	\$ -	-
Carman Township Property, Ontario	3(b)	9,802	9,802
Eldorado Township Property, Ontario	3 (c)	23,715	21,915
Langmuir South Property, Ontario	3(d)	901,082	901,802
Porphyry Pearl Property, Ontario	3(h)	4,025,096	3,649,496
Shaw Township Property, Ontario	3(k)	1	1
Lordeau Property, Quebec	3(m)	1	1
		\$ 4,959,697	\$ 4,582,297

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED APRIL 30, 2011 (UNAUDITED)

3. MINERAL PROPERTIES (continued)

a) Carman Township Property, Ontario:

During the year ended October 31, 1999, the Company entered into an option agreement to acquire a 50% interest in mineral claims in the Carman Township within the Porcupine Mining Division, Ontario. To earn this interest, the Company paid \$100,000. During the year ended October 31, 2000, the Company entered into an option agreement to acquire the additional 50% interest in these mineral claims for \$75,000, subject to 3% net smelter return ("NSR") in favour of the Optionors, 1% of which may be purchased by the Company for a cash payment of \$1,000,000 at any time prior to production. During the year ended October 31, 2005, the Company wrote down the property to \$1. During the year ended October 31, 2006, the Company spent \$9,801 reviewing the property for potential exploration work.

b) Eldorado Township, Ontario:

During the year ended October 31, 2001, the Company entered into an option agreement to acquire a 100% interest in a mineral claim in the Eldorado Township within the Porcupine Mining Division, Ontario. To earn this interest, the Company issued 75,000 shares with a fair value of \$7,500 plus cash, subject to a 2% NSR in favour of the Optionors, 1% of which may be purchased by the Company for a cash payment of \$1,000,000. The Company wrote down the property to \$1. During the year ended October 31, 2010, the Company spent \$2,200 (2009 - \$19,714) reviewing the project for potential exploration work.

c) Langmuir South, Ontario:

During the year ended October 31, 2001, the Company entered into an option agreement to acquire 4 claims in the Timmins Division, Ontario. To earn this interest, the Company issued 160,000 shares with a fair value of \$16,000 and paid \$5,000, subject to a 2% NSR royalty in favour of the Optionors, 1% of which may be purchased by the Company for a cash payment of \$1,000,000. Subsequent to October 31, 2001, the Company wrote down the Property to \$1. During the year-ended October 31, 2006, the Company commenced an exploration program, which is ongoing as at January 31, 2011.

d) Black Township, Ontario:

During the year ended October 31, 1998, the Company entered into an option agreement to acquire a 50% interest in certain mineral claims in the Black Township, Ontario. To earn this interest, the Company paid \$100,000. Subsequent to October 31, 1998 the Company acquired the remaining 50%. During the year ended October, 2003, the Company wrote down the property to \$50,000 with a further \$25,000 write down during the year ended October 31, 2004 and during the year ended October 31, 2005, the Company wrote down the property to \$1. During the year ended October 31, 2006, the Company staked further claims in the area at a cost of \$1,400. During the year ended October 31, 2008, the Company performed preliminary exploratory work on the property. During the year ended October 31, 2009 the Company decided not to pursue further exploration of this property and wrote off the capitalized cost of \$21,476.

e) Capri Uranium Property, Quebec:

On May 12, 2005, the Company signed a mineral property option agreement to acquire 100% interest in 25 claims called the Capri Property located in western Quebec, this contract was amended on March 13, 2006, August 10, 2007 and again on May 30, 2008. To earn this interest, the Company was to make cash payments totaling \$250,000, issue 2,100,000 shares and incur \$1,225,000 exploration expenditures.

Subsequent to October 31, 2009, the Company decided not to pursue further exploration of this property. Consequently, capitalized cost of \$975,159 was written off during the year ended October 31, 2009.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED APRIL 30, 2011 (UNAUDITED)

3. MINERAL PROPERTIES (continued)

f) Cross Structure Property, Quebec:

On March 4, 2005, the Company signed a mineral property option agreement to acquire 100% interest in 37 claims called the Cross Structure Property located in east-central Quebec. This agreement was amended May 30, 2009. To earn this interest, the Company was to make cash payments totaling \$90,000, issue 700,000 shares and incur \$600,000 in exploration expenditures.

Subsequent to October 31, 2009, the Company decided not to pursue further exploration of this property. Consequently, capitalized cost of \$345,363 was written off during the year ended October 31, 2009.

g) Stobie Lake Property, Ontario:

On February 25, 2005, the Company signed a mineral property option agreement to acquire 100% interest in 32 claims located in Stobie Lake Property in Grigg and Stobie Townships, situated northeast of Sudbury, Ontario. The Property is subject to 1% NSR which can be purchased for a purchase price of \$1,000,000. To earn this interest, the Company issued a total of 400,000 shares.

Subsequent to October 31, 2009, the Company decided not to pursue further exploration of this property. Consequently, capitalized cost of \$268,940 was written off during the year ended October 31, 2009.

h) Montreal River Property, Ontario:

On March 30, 2006, the Company signed a mineral property option agreement to acquire 100% interest in 14 claims located in the Peever, Smilsky and Slater Townships of Ontario. To earn this interest, the Company made cash payment totaling \$10,000., and was required to issue 700,000 shares and incur \$500,000 in exploration expenditures.

During the year ending October 31, 2008, the Company decided not to pursue further exploration of this property. Consequently, capitalized cost of \$251,287 was written off during the year ended October 31, 2008. On May 27, 2009, the Company settled certain claims with the owners of the Montreal River and Montreal River North properties pursuant to which the Company issued an aggregate of 3,000,000 common shares with a fair value of \$105,000 and paid an aggregate of \$30,000 cash to the owners.

i) Montreal North / Suganaqueb, Ontario:

On August 22, 2006, the Company signed a mineral property option agreement to acquire a 100% interest in 16 claims located in the Suganaqueb Township of Ontario. To earn this interest, the Company was required to make \$25,600, issue 600,000 shares and incur \$285,000 in exploration expenditures.

During the year ending October 31, 2008, the Company decided not to pursue further exploration of this property. Consequently, capitalized cost of \$102,208 was written off during the year ended October 3, 2008. On May 27, 2009, the Company settled certain claims with the owners of the Montreal River and Montreal River North properties pursuant to which the Company issued an aggregate of 3,000,000 common shares with a fair value of \$105,000 and paid an aggregate of \$30,000 cash to the owners.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED APRIL 30, 2011 (UNAUDITED)

3. MINERAL PROPERTIES (continued)

i) Porphyry Pearl Property, BC:

On February 21, 2006, as amended on August 15, 2006, July 30th, 2009 and November 16, 2010, the Company entered into a Mining Option Agreement to acquire a 100% interest in 10 mineral claims located in the Omineca Mining Division, BC called the Porphyry Pearl Claims ("Pearl Claims") (Note 9). Under the terms of the Agreement, the Company would acquire a 100% undivided interest in the Pearl Claims in consideration of cash payment of \$730,000, issue 3,600,000 shares and incur \$4,750,000 of exploration expenditure as follows:

Option Exercise Schedule	Issue Shares	Cash	Exploration Expenditure	3 rd Party Payments
On Agreement execution date		\$ 15,000 (1)		\$ 2,500(1)
Within 10 days of TSX approval	400,000(1)			
On or before August 24, 2006				2,500(1)
On or before January 12, 2007	800,000(1)			
First anniversary of the Agreement			400,000(1)	2,500(1)
On or before August 24, 2007				2,500(1)
On or before October 15, 2007		50,000(1)		
On or before January 12, 2008	800,000(1)			
Second anniversary of the Agreement		65,000(1)	750,000(1)	2,500(1)
On or before October 15, 2008		150,000(1)		
On or before January 12, 2009	800,000(1)			
Third anniversary of the Agreement			1,000,000(1)	
On or before October 15, 2009		75,000(1)		
On or before January 12, 2010	800,000(1)			
On or before October 15, 2010		250,000(1)		
Fourth anniversary of the Agreement			882,021(1)	
On or before October 15, 2011		125,000(1)		
Fifth anniversary of the Agreement			1,717,979	
Total	3,600,000	\$ 730,000	\$ 4,750,000	\$ 12,500

(1) Shares have been delivered and payments made and exploration expenditures incurred.

The Property is subject to 3% NSR of which 1.5% can be purchased within 30 days of the Property being placed into commercial production for the sum of \$3,000,000. Two claims units comprising part of the Pearl Claims are subject to cash payments to a third party. The Company would make a \$12,500 payment to the third party for fulfillment of the cash payment requirement. The two claims are also subject to 2% NSR which can be purchased up to a 50% aggregate for a sum of \$3,000,000. During the year ended October 31, 2010, the Company issued 800,000 shares with a fair value of \$0.035 per share.

On October 22, 2010, the Company entered into a Memorandum of Understanding ("MOU") with Liaoning Eden Venture Investment Inc. ("Liaoning"), a Canadian resource company. The Company and Liaoning agreed to establish a new joint venture company to facilitate the exploration of the Porphyry Pearl Property. Liaoning will be able to earn up to 51% of the shares in the new joint venture company through investment of \$9,000,000 over a period of 36 months, which funds will be used exclusively on the exploration and development of the Porphyry Pearl property.

In relation to the MOU, the Company entered into a Finder's Fee Agreement with Eden Investments Ltd. ("Eden"), a company incorporated in British Columbia, Canada as Eden introduced Liaoning to the Company. The Company agreed to issue 5,000,000 shares to Eden on a prorated basis as funds are invested in the joint venture.

As at audit report date, the Company has not reached a definitive agreement with Liaoning and Liaoning has not advanced any funds to the Company for the exploration and development of the Porphyry Pearl property.

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3. MINERAL PROPERTIES (continued)

k) Shaw Township, Ontario:

On March 22, 2006, the Company signed a mineral property option agreement to acquire 100% interest in 2 claims located in the Shaw Township of Ontario. To earn this interest, the Company is to issue a total of 200,000 shares, made a cash payment of \$10,000 and is to incur \$25,000 in exploration expenditures as follows:

Option Exercise Schedule	Issue Shares	Cash	Exploration Expenditures
Within 10 days of TSX approval	100,000(1)	\$ 10,000(1)	
On or before May 30, 2006			25,000(1)
On or before March 22, 2007 (1 st Anniversary)	100,000(1)		
	200,000	\$ 10,000	\$ 25,000

(1) Shares have been delivered, payment made and exploration expenditures incurred.

The Property is subject to 2% NSR which 1.5% can be purchased for a purchase price of \$1,500,000.

At October 31, 2010, the Company had no immediate plans to further explore this property. Consequently, capitalized cost of \$113,074 was written off during the year ended October 31, 2010.

l) Otish Mountain Property, Quebec:

On February 19, 2007, the Company entered into an option agreement to acquire a 100% interest in two claims in the Otish Mountain region of Quebec. To earn this interest, the Company was required to make cash payments totaling \$92,000, issue 600,000 shares and incur \$150,000 in exploration expenditures.

During the year ended October 31, 2009, the Company decided not to pursue further exploration of this property. Consequently, capitalized cost of \$71,130 was written off during the year ended October 31, 2009.

m) Lordeau Property, Quebec:

During the year ended October 31, 2008 the Company entered into an option agreement with Santos Resources Inc. ("Santos"), a company with a common director. Santos can earn a 75% interest in the mineral claims in the Lordeau property for \$10,000 (received) cash payment, issuance of 75,000 Santo shares, and \$50,000 of expenditures (\$25,000 on or before September 30, 2008 and \$25,000 before July 25, 2009). If Santos does not incur the exploration expenditures, a cash payment in the same amount, would be due to the Company. No value was attributed to the 75,000 shares as their fair value could not be reasonably determined. Santos made a payment of \$25,000 to the Company for the \$25,000 expenditures that were not incurred before September 30, 2008. The expenditure of \$25,000 required by July 25, 2009 was amended to \$10,260 on or before May 11, 2009 and \$14,470 on or before April 1, 2010. The payment of \$14,470 due April 1, 2010 was amended with due date extended to April 1, 2011. Payment of \$10,260 was received during the year ended October 31, 2009. The Company retains a 3.0% NSR of which up to two-thirds (2.0% of the 3.0% NSR) (the "Re-purchasable NSR") can be purchased by Santos on the basis of \$100,000 for each one-tenth percent of the initial half of the Re-purchasable NSR (\$100,000 per 0.1% NSR up to 1.0% of the of the 3.0% NSR) and thereafter at \$150,000 for each one-tenth percent of the balance of the Re-purchasable NSR (\$150,000 per 0.1% NSR from 1.1% to 2.0% of the 3.0% NSR).

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4. RELATED PARTY TRANSACTIONS

Amounts due to and from related parties are due to and from directors and a company with common directors. The amounts due to and from consist of amounts due and prepaid for operation and exploration expenditures. The amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

The Company had the following transactions with parties related to the Company:

	April 30, 2011	October 31, 2010
Mineral properties	\$ -	\$ 41,098
Consulting fees	64,950	262,150
Office and miscellaneous	21,822	87,288
Professional fees	18,900	75,600
Rent	9,000	97,200
	\$ 114,672	\$ 563,336

Related party transactions are measured at the exchange amount agreed to by the related parties.

Other payments are made as reimbursement to officers or directors in the normal course of business.

5. SHARE CAPITAL

- (a) **Authorized – unlimited common shares without par value**
(b) **Issued and outstanding:**

	Number	Amount
Balance, October 31, 2008	77,537,100	14,606,470
Issued for Porphyry Pearl Property	800,000	24,000
Issued for Settlement on Mineral Properties	3,000,000	105,000
Flow Through Tax Benefit Renounced		(226,800)
Balance, October 31, 2009	81,337,100	14,508,670
Private Placement @ \$0.05	3,600,000	180,000
Issued for Porphyry Pearl Property	800,000	28,000
Balance, April 30, 2011	85,737,100	14,716,670

During the year ended October 31, 2010, the Company completed a non-brokered private placement of 3,600,000 units at \$0.05 per unit for total proceeds of \$180,000. This was received during the year ended October 31, 2009. Each unit consists of one common share of the Company and one share purchase warrant. Each share purchase warrant entitles the holder to purchase an additional common share of the Company at \$0.10 for a period of two years. The warrants contain an acceleration clause whereby if the Company's shares trade on the TSX-V at a price of \$0.15 or higher for any 20 consecutive trading days, then the Company may provide written notice to the warrant holder requiring the warrant holder to exercise the warrants held by the warrant holder within 30 calendar days of receiving the notice, failing which the warrants will be cancelled.

STARFIRE MINERALS INC.
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5. SHARE CAPITAL (Continued)

(c) Stock options outstanding

Under the Company stock option plan ("Plan"), stock options to purchase shares are granted by the Company's board of directors in accordance with the policies of the TSX-V. The maximum number of common shares issuable for all purposes under the Plan cannot exceed 10% of the issued shares of the Company at the time of granting and may not exceed 5% to any individual. Options granted must be exercised no later than five years from the date of grant or such lesser period as determined by the Company's Board of directors. The exercise price of an option cannot be less than the closing price on the TSX-V on the last trading day preceding the grant date or the minimum price as per TSX-V. Options are fully vested on the date of grant.

Expiry	Price (\$)	Outstanding Oct 31, 2010	Granted	Exercised	Cancelled/ Expired	Outstanding April 30, 2011	Exercisable April 30, 2011
May 4, 2011	0.10	820,000	-	-	820,000	-	-
November 23, 2011	0.10	1,175,000	-	-	-	1,175,000	1,175,000
March 13, 2012	0.10	100,000	-	-	-	100,000	100,000
August 20, 2012	0.10	1,550,000	-	-	-	1,550,000	1,550,000
December 4, 2013	0.10	2,555,000	-	-	-	2,555,000	2,555,000
		6,200,000	-	-	-	5,380,000	5,380,000

The outstanding options have a weighted average price of \$0.10 and a weighted average life of 1.10 years at April 30, 2011.

(c) Stock options outstanding (Continued)

During the year ended October 31, 2009, the Company granted a total of 2,555,000 options. The Company recognized the associated stock-based compensation expense of \$47,498 for fiscal 2009 in connection with the granting of these options. The fair value of the options granted was estimated at the date of granting using the Black-Scholes option pricing model with the following assumptions: average risk free interest rate of 1.69%, dividend yield of 0%, average volatility factor of 107% with an expected life of five years.

During the year ended October 31, 2009, the Company reduced the exercise price of 3,645,000 options to \$0.10 per share. The fair value of stock based compensation in relation to the re-pricing was \$16,585 and it was estimated at the date of re-pricing using the Black-Scholes options pricing model with the following assumptions: average risk free interest rate of 1.84%, dividend yield of 0%, average volatility factor of 103% with an expected life of three years.

(d) Flow-through shares:

During the year ended October 31, 2010, the Company renounced exploration expenditures of \$Nil (2009 - \$810,000) which resulted in future tax recovery of \$Nil (2009 - \$226,800) with a corresponding charge against share capital. Part 12.6 taxes of \$Nil (2009 - \$630) for unspent flow-through expenditures were recorded during the year ended October 31, 2010.

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5. SHARE CAPITAL – (Continued)

(e) Share purchase warrants:

Outstanding share purchase warrants at January 31, 2011 were as follows:

Expiry	Price (\$)	Outstanding October 31, 2010	Cancelled/Expired / Granted	Exercised	Outstanding April 30, 2011
January 13, 2012	.10	3,600,000	-	-	3,600,000
		3,600,000	-	-	3,600,000

Certain warrants contain acceleration clauses whereby if the Company's shares trade above a specified price the warrants will expire at an earlier date.

The weighted average price of the warrants outstanding is \$0.10 and the weighted average life is 0.9 year.

f) Contributed Surplus:

	2011	2010
Balance, beginning	1,025,723	1,025,723
Stock Options Granted	-	-
Stock Options Re-priced	-	-
Balance, January 31, 2011	\$ 1,025,723	\$ 1,025,723

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6. RISK MANAGEMENT

The Company is exposed in varying degrees to a variety of financial instrument related risks, as follows:

Interest Risks

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to interest rate risk relates to its ability to earn interest income on cash balances at variable rates. The fair value of the Company's cash accounts affected by changes in short term interest rates will be minimal.

Credit Risks

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's primary exposure to credit risk is on its cash accounts and receivable. This risk in cash accounts is managed through the use of a major financial institution which has high credit quality as determined by the rating agencies. The Company's receivables are mainly due from the Government of Canada and therefore, the credit risk exposure is low.

Foreign Exchange Risk

Foreign exchange risk is the risk that the Company will be subject to foreign currency fluctuations in satisfying obligations related to its foreign activities. The Company operates primarily in Canada and therefore is not exposed to foreign exchange risk arising from transactions denominated in a foreign currency.

Liquidity Risk

Liquidity Risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company requires funds to finance its business development activities. In addition, the Company, from time to time, needs to raise equity financing to carry out its exploration programs. There is no assurance that financing will be available or, if available, that such financings will be on reasonable terms.

7. CAPITAL MANAGEMENT

The Company identifies capital as cash and share capital. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The properties in which the Company currently has interests are in the exploration stage; as such the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed. The Company will continue to assess new properties and seek to acquire interests in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the period ended April 30, 2011. The Company is not subject to externally imposed capital requirements.

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8. SUBSEQUENT EVENTS

- (a) Subsequent to the year ended October 31, 2010, the Company entered into a revised agreement with the optionor of the Porphyry Pearl property to provide a one year extension to February 21, 2012 to incur the required expenditures and to shorten the due date of the last hash installment from October 15, 2011 to March 31, 2011 (Note 3(i)).
- (b) Subsequent to the year ended October 31, 2010, the Company entered into a revised agreement with Santos to extend the due date of the last cash payment to April 1, 2011 (Note 3(m)).
- (c) Subsequent to the year ended October 31, 2010, the Company entered into a security agreement with a lender for a credit facility of \$500,000. In terms of the security agreement the Company granted the lender a security interest in all of the Company's assets. The terms of the credit facility has not been finalized. Subsequent to the year ended October 31, 2010, the Company was advanced \$300,000 by the lender.