
STARFIRE MINERALS INC.

CONSOLIDATED FINANCIAL STATEMENTS

October 31, 2011

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Starfire Minerals Inc.,

We have audited the accompanying consolidated financial statements of Starfire Minerals Inc. which comprises of the consolidated balance sheets as at October 31, 2011 and 2010, and the consolidated statements of loss and comprehensive loss, deficit, and cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with Canadian generally accepted accounting principles, and for such internal control as management determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimate made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence that we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of Starfire Minerals Inc. as at October 31, 2011 and 2010 and the results of its operations, and its cash flow for the years then ended, in accordance with Canadian generally accepted accounting principles.

Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 1 in the consolidated financial statements which described matters and conditions that indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED ACCOUNTANTS

Vancouver, Canada
February 8, 2011

STARFIRE MINERALS INC.
CONSOLIDATED BALANCE SHEETS
OCTOBER 31, 2011 and 2010

ASSETS	2011	2010
CURRENT		
Cash and cash equivalents	\$ 1,351	\$ -
Receivables	16,086	33,980
	<u>17,437</u>	<u>33,980</u>
MINERAL PROPERTIES (Note 3)	5,155,083	4,582,297
	<u>\$ 5,172,520</u>	<u>\$ 4,616,277</u>
LIABILITIES and SHAREHOLDERS' EQUITY		
CURRENT		
Accounts payable and accrued liabilities	\$ 223,284	\$ 213,716
Due to related parties (Note 4)	1,447,142	810,337
Short term loans (Note 5)	638,479	
	<u>2,308,905</u>	<u>1,024,053</u>
SHAREHOLDERS' EQUITY		
Share capital (Note 5)	14,716,670	14,716,670
Contributed surplus (Note 5)	1,025,723	1,025,723
Deficit	(12,878,778)	(12,150,169)
	<u>2,863,615</u>	<u>3,592,224</u>
	<u>\$ 5,172,520</u>	<u>\$ 4,616,277</u>

CONTINGENCY (Note 1)

SUBSEQUENT EVENTS (Note 10)

ON BEHALF OF THE BOARD:

"Dan Mosher"

Director

"Basil Pantages"

Director

See accompanying summary of significant accounting policies and notes to the consolidated financial statements.

STARFIRE MINERALS INC.
CONSOLIDATED STATEMENT OF LOSS AND COMPREHENSIVE LOSS
YEARS ENDED OCTOBER 31, 2011 and 2010

	2011		2010
EXPENSES			
Bank Charges and Interest	\$ 518	\$	368
Consulting (Note 4)	247,790		259,110
Interest (Note 4 and 5)	136,906		-
Investor Relations	(5,497)		2,500
Office and Miscellaneous (Note 4)	180,004		167,101
Professional Fees (Note 4)	121,245		122,811
Rent (Note 4)	46,200		97,200
LOSS BEFORE OTHER ITEMS	\$ (727,166)	\$	(649,090)
OTHER ITEMS			
Interest income	45		2
Other Income	8,313		15,606
Mineral properties written off	(9,801)		(113,074)
	\$ (1,443)	\$	(97,466)
LOSS BEFORE INCOME TAXES	\$ (728,609)	\$	(746,556)
LOSS PER SHARE – BASIC AND DILUTED	\$ (0.34)	\$	(0.35)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING – BASIC AND DILUTED	2,143,427		2,121,674

See accompanying summary of significant accounting policies and notes to the consolidated financial statements.

STARFIRE MINERALS INC.
CONSOLIDATED STATEMENTS OF DEFICIT
YEARS ENDED OCTOBER 31, 2011 and 2010

	<u>2011</u>	<u>2010</u>
DEFICIT, BEGINNING OF YEAR	(12,150,169)	(11,403,613)
NET LOSS	<u>(728,609)</u>	<u>(746,556)</u>
DEFICIT, END OF YEAR	\$ <u>(12,878,778)</u>	\$ <u>(12,150,169)</u>

See accompanying summary of significant accounting policies and notes to the consolidated financial statements.

STARFIRE MINERALS INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED OCTOBER 31, 2011 and 2010

	2011	2010
CASH FLOW FROM OPERATING ACTIVITIES		
Net Loss	\$ (728,609)	\$ (746,556)
Items not involving cash:		
Mineral properties written off	9,801	113,074
Interest accrued on loans	108,989	-
Changes in non-cash operating working capital:		
Receivables	17,894	(16,142)
Accounts payable and accrued liabilities	9,568	(34,406)
Due to related parties	118,894	357,763
Net cash used in operating activities	<u>(463,464)</u>	<u>(326,267)</u>
Cash Flow from investing activities		
Mineral property expenditure	(582,587)	(13,086)
Net cash used in investing activities	<u>(582,587)</u>	<u>(13,086)</u>
CASH FLOW FROM FINANCING ACTIVITIES		
Due to related parties	442,402	302,500
Proceeds from loans	605,000	-
Net cash provided by financing activities	<u>1,047,402</u>	<u>302,500</u>
NET CHANGE IN CASH	(1,315)	(36,853)
CASH AND CASH EQUIVALENT – BEGINNING	<u>-</u>	<u>36,853</u>
CASH AND CASH EQUIVALENT – ENDING	<u>\$ 1,351</u>	<u>\$ -</u>
Supplementary Cash Flow Information:		
Cash Paid for:		
Income Taxes	-	-
Interest	-	-
Non Cash Transactions		
Shares Issued for acquisition of mineral properties	<u>-</u>	<u>28,000</u>

See accompanying summary of significant accounting policies and notes to the consolidated financial statements.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
OCTOBER 31, 2011 and 2010

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 October 31, 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 October 31, 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 existing cash on hand and loans from directors and or private placement of common stock. As at October 31, 2011 the Company had a working capital deficiency of \$2,291,468 and has accumulated a deficit of \$12,878,778 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
OCTOBER 31, 2011 and 2010

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.

Financial instruments

The Company follows the CICA Handbook Section 3855, Financial Instruments. Section 3855 prescribes when a financial instrument is to be recognized on the balance sheet and at what amount. Under Section 3855, financial instruments must be classified into one of 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 at the balance sheet date at fair value except for loans and receivables, held-to-maturity investments, and other financial liabilities which are measured at amortized cost.

The Company's financial instruments consist of cash and cash equivalent, receivables, accounts payable, and amounts due to and from related parties. Cash and cash equivalent is measured at fair value and is classified as held-for-trading. Receivables are measured at amortized cost, and are classified as loans and receivables. Accounts payable and due to and from related parties are measured at amortized cost and are classified as other financial assets and liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. The fair values of these financial instruments approximate their carrying values, unless otherwise noted. The Company has determined that it does not have derivatives or embedded derivatives.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
OCTOBER 31, 2011 and 2010

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

Comprehensive income (loss)

The Company follows CICA Handbook Section 1530, "Comprehensive Income." Comprehensive income (loss) is defined as the change in equity from transactions and other events from non-owner sources. Section 1530 establishes standards for reporting and presenting certain gains and losses not normally included in net income or loss, such as unrealized gains and losses related to available for sale securities, and gains and losses resulting from the translation of self-sustaining foreign operations, in a statement of comprehensive income. For the period ended **October 31, 2011**, the Company has no items that are required to be reported in comprehensive income (loss). Accordingly, net loss equals comprehensive loss.

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.

Stock-based compensation

The Company follows the accounting standards issued by the CICA, "Stock-Based Compensation and Other Stock-Based Payments", which recommends the 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.

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

NEWLY ADOPTED STANDARDS

General standards of financial statement presentation

The CICA accounting standards board amended section 1400 to include requirements for management to assess and disclose an entity's ability to continue as a going concern. This section applies to interim and annual financial statements relating to fiscal years beginning on or after January 1, 2008. The Company has included disclosures recommended by the new Handbook sections in Note 1 to these financial statements.

Mining exploration costs

In March, 2009, the CICA approved EIC 174, Mining Exploration Costs. The guidance clarified that an enterprise that has initially capitalized exploration costs has an obligation in the current and subsequent accounting periods to test such costs for recoverability whenever events or changes in circumstances indicate that its carrying amount may not be recoverable. The guidance is applicable to financial statements released on or after March 27, 2009.

Credit risk and the fair value of financial assets and financial liabilities

In January, 2009, the CICA approved EIC 173, Credit Risk and the Fair Value of Financial Assets and Liabilities. This guidance clarified that an entity's own credit risk and the credit risk of the counterparty should be taken into account in determining the fair value of financial assets and financial liabilities including derivative instruments. This guidance is applicable to fiscal periods ending on or after January 12, 2009.

RECENT ACCOUNTING PRONOUNCEMENTS, NOT YET ADOPTED

International Financial Reporting Standards ("IFRS")

In 2006, the Accounting Standards Board of Canada ("ACSB") ratified a strategic plan that will result in the convergence of Canadian GAAP, as used by publicly accountable entities, with International Financial Reporting Standards ("IFRS") over a transitional period. The ACSB has developed and published a detailed implementation plan, with changeover required for fiscal years beginning on or after January 1, 2011. The Company is in the process of reviewing the impact of this initiative on its financial statements.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
OCTOBER 31, 2011 and 2010

3 MINERAL PROPERTIES

	October 31, 2011	October 31, 2010
Acquisition and staking costs	\$ 575,000	\$ 28,000
Exploration expenditures	(4,326)	13,086
Total cost incurred during the year	570,674	41,086
Mineral properties written off/written down	-	(113,074)
	\$ 570,674	\$ (71,988)
Balance, beginning of year	4,582,297	4,654,285
Balance, end of year	\$ 5,152,971	\$ 4,582,297

Allocated to resources properties as follows

	Note	October 31, 2011	October 31, 2010
Carman Township Property, Ontario	3(a)	9,802	9,802
Eldorado Township Property, Ontario	3(b)	23,715	21,915
Langmuir South Property, Ontario	3(c)	901,082	901,082
Porphyry Pearl Property, British Columbia	3(d)	4,226,683	3,649,496
Shaw Township Property, Ontario	3(e)	1	1
Lordeau Property, Quebec	3(f)	(8,312)	1
		\$ 5,152,971	\$ 4,582,297

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 issued 76,000 shares, at a deemed value of \$7,500 plus cash, 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 2006, the Company spent \$9,801.

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, at a deemed 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 \$1,800 reviewing the project for potential exploration work.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
OCTOBER 31, 2011 and 2010

3 MINERAL PROPERTIES (continued)

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, at a deemed 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, and is presently in review and subject to raising sufficient capital will consider further exploration.

d) **Porphyry Pearl Property, BC:**

On February 21, 2006, as amended on August 15, 2006 and on July 30th, 2009, the Company entered into a Mining Option Agreement to acquire a 100% interest in 14 mineral claims located in the Omineca Mining Division, BC called the Porphyry Pearl Claims ("Pearl Claims"). 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	Make Payment	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 30, 2009	-	\$75,000(1)	-	-
On or before January 12, 2010	800,000(1)	-	-	-
On or before October 15, 2010	-	\$250,000(1)	-	-
Fifth anniversary of the Agreement	-	-	\$1,100,000	-
On or before October 15, 2011	-	\$125,000(1)	-	-
Sixth anniversary of the Agreement	-	-	\$1,500,000	-
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 made 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 first quarter of 2010, the Company issued 800,000 shares with a fair value of \$0.24 per share. The Company, during fiscal year, completed cash payments of \$250,000 and \$125,000. The Company also completed arrangements to exercise option to acquire 100% interest in 14 claims by way of payment of \$200,000 cash in lieu of any further exploration expenditure requirements. The claims ownership is now registered in name of Starfire Minerals Inc.

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
OCTOBER 31, 2011 and 2010

3 MINERAL PROPERTIES (continued)

e) 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 cash payment of \$10,000 and is to incur \$25,000 in exploration expenditures as follows:

Option Exercise Schedule	Issue Shares	Make Payment	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)	-	-
Total	200,000	\$ 10,000	\$ 25,000

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

It has been agreed that within the area of interest of 10 miles radius be added to the property when any additional properties are staked or acquired by the Company. The Property is subject to 2% NSR which 1.5% can be purchased for a purchase price of \$1,500,000.

f) Lordeau Property, Quebec:

During the year ended October 31, 2008 the Company acquired 18 mineral property claims through staking in the Opinaca Area of Northern Quebec at a cost of \$2,976.

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 Santos 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 14,740 on or before April 10, 2010. 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 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). While no exploration work was performed for the Company's fiscal year 2011, with completion of payments 75% Santos Resources and 25% Starfire Minerals Inc. to Quebec Directors of Titles the Lordeau property titles have been extended to expiration date July, 13, 2013. (See Note 4)

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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4 RELATED PARTY TRANSACTIONS

- a) Amounts due to related parties are to directors, shareholder Sanja Mosher and a company with common directors. The amounts due consist of amounts for operation and acquisition and exploration expenditures for various properties. The amounts are listed below with various terms and rates of interest:

Name	Amount	Details
Sanja Mosher	\$55,984	Unsecured, interest based on Bank of Montreal prime plus 1% term - 2 years
Estate of Phil Rush	\$25,921	Unsecured, non-interest bearing no fixed term of repayment
Integrated Minerals Management Inc.	\$514,824	Interest based on Bank of Montreal prime plus 1% term - 2 years
Sanja Mosher	744,902	Partially secured \$200,000 interest rate Bank of Montreal prime plus 1%

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

	October 31, 2011	October 31, 2010
Mineral properties	\$ 28,510	\$ 2,330
Consulting fees	285,721	245,720
Office and miscellaneous	90,088	87,288
Professional fees	75,600	75,600
Rent	46,200	97,200
	\$ 526,119	\$ 563,336

During the year ended October 31, 2008, the Company entered into a mineral property option agreement with Santos, a Company with a common director (See Note 3(f)).

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

- b) Due to Others

Name	Amount	Details
Admiralt Investments Inc.	\$305,000	Unsecured interest rate 8% Initial term
Bank Sal Oppenheim	\$300,000	With arrangements to grant a general security interest rate of interest Bank of Montreal prime plus 1% initial period 2 years

STARFIRE MINERALS INC.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
OCTOBER 31, 2011 and 2010

5 SHARE CAPITAL

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

	Note	Number	Amount
Balance, October 31, 2007		68,237,100	\$ 13,991,493
Exercise of Options at \$0.18		250,000	45,000
Issued for Porphyry Pearl Property		800,000	192,000
Stock Option Exercised – Reallocated From Contributed Surplus		-	45,472
Flow Through Tax Benefit Renounced		-	(438,872)
Private Placement @ \$0.10	Note 5(b)(i)	8,100,000	810,000
Finders Fees	Note 5(b)(i)	150,000	(22,500)
Finders Warrants	Note 5(b)(i)	-	(16,123)
Balance, October 31, 2008		77,537,100	\$ 14,606,470
Issued for Porphyry Pearl Property		800,000	192,000
Issued for Settlement on Mineral properties		3,000,000	105,000
Flow Through Tax Benefit Renounced		-	(202,500)
Balance, October 31, 2009		81,337,100	14,700,970
Private Placement @ \$0.05		3,600,000	180,000
Issued for Porphyry Pearl Property		800,000	28,000
Balance, October 31, 2010		85,737,100	14,716,670
Balance, October 31, 2011		85,737,100	14,716,670

- i. During the year ended October 31, 2008, the Company completed a non-brokered private placement of 8,100,000 flow-through units at \$0.10 per unit for total proceeds of \$810,000. Each Flow-through unit consists of one common share of the Company and one-half of one non-flow-through half share warrant. Each full share purchase warrant entitles the holder to purchase an additional common share of the Company at \$0.20 for the first year and \$0.30 for the second year. The warrants contain an acceleration clause whereby if the Company's shares trade on the TSX-V at a price of \$0.35 or higher for a period of 20 consecutive trading days during the first year or at least \$0.45 per share for any 20 consecutive trading days during the second year, then the Company may provide written notice (The "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. In connection with this private placement, the Company agreed to finder's fees of 150,000 non-flow-through shares and 750,000 warrants of the Company and paid \$22,500 cash. The fair value of the 750,000 warrants is \$16,123 and was recorded in share issuance cost.

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 is not 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. The outstanding options have a weighted average price of \$0.10 and a weighted average life of 2.02 years.

Expiry	Price (\$)	Outstanding October 31, 2010	Granted	Exercised	Cancelled/ Expired	Outstanding October 31, 2011	Exercisable October 31, 2011
May 4, 2011	0.10	895,000	-	-	(895,000)	-	-
November 23, 2011	0.10	1,250,000	-	-	(1,255,000)	-	-
March 13, 2012	0.10	100,000	-	-	-	100,000	100,000
August 20, 2012	0.10	1,600,000	-	-	(50,000)	1,550,000	1,550,000
December 4, 2013	0.10	2,555,000	-	-	-	2,555,000	2,555,000
		6,400,000	-	-	(2,195,000)	4,205,000	4,205,000

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 1.692%, dividend yield of 0%, average volatility factor of 107% with a life of five years. Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate.

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 this re-pricing was \$16,585 (2008 - \$Nil).

(d) Flow-through shares:

During the year ended October 31, 2009, the Company renounced exploration expenditures of \$810,000 (2008 - \$1,567,377) which resulted in future tax recovery of \$202,500 (\$494,066) with a corresponding charge against share capital. Part 12.6 taxes of \$630 (2008 - \$59,854) for unspent flow through expenditures were recorded in renunciation tax during the year ended October 31, 2009.

During the year ended October 31, 2008, the Company issued 8,100,000 shares on a flow-through basis whereby the Company is committed to spend \$810,000 on Canadian exploration expenditures ("CEE") on mineral exploration. The Company spent \$472,193 during the year ended October 31, 2008 and expended the remaining \$337,807 during the year ended October 31, 2009.

STARFIRE MINERALS INC.
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5 SHARE CAPITAL (continued)

(e) Share purchase warrants:

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

Expiry	Price (\$)	Outstanding October 31, 2010	Cancelled/Expired/ Granted	Exercised	Outstanding October 31, 2011
January 14, 2011	0.30	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 \$0.30 and the weighted average life is 0.3 years.

(f) Contributed Surplus:

	2011	2010
Balance, October 31, 2010	1,025,723	1,025,723
Stock Options exercised	-	-
Stock Options Granted	-	-
Stock Options Re-priced	-	-
Finders Warrants	-	-
Balance, October 31, 2011	1,025,723	1,025,723

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6. INCOME TAXES

The actual income tax provisions differ from the expected amounts calculated by applying the Canadian combined federal and provincial corporate income tax rates to the company's loss before income taxes. The components of these differences are as follows:

	2011	2010
Loss before income taxes	\$ 584,986	\$ 746,556
Statutory tax rate	30%	32%
Expected tax recovery		(238,898)
Increase (decrease) resulting from:	-	
Non-deductible expenses	-	-
Change in valuation allowance	-	(24,923)
Impact of tax rate changes	-	221,582
Other	-	42,239
Future income tax recovery	-	\$ -

The Company's future income tax assets are as follows:

	2011	2010
Mineral Properties	-	\$ 141,156
Non-capital losses	-	1,483,538
Unamortized share issue costs	-	16,962
Less: valuation allowance	-	(1,641,646)
Net future income tax asset		-

7. FINANCIAL INSTRUMENTS

Risk

The Company is engaged primarily in the mineral exploration business and manages related industry risk directly. The Company is potentially at risk for environmental reclamation and fluctuations in commodity-based market prices associated with mineral property interest. Management is of the opinion that the Company addresses environmental risk and compliance in accordance with industry standards and specific project environmental requirements. There is no certainty that all environmental risks and contingencies have been addressed.

STARFIRE MINERALS INC.
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8. FINANCIAL INSTRUMENTS (continued)

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 account 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 in its cash accounts and accounts 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.

Currency Risk

The Company mainly operated in Canada and is therefore not exposed to significant foreign exchange risk arising from transaction 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.

9. CAPITAL MANAGEMENT

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 **October 31, 2011**. The Company is not subject to externally imposed capital requirements.

10. SUBSEQUENT EVENTS

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 wishes to grant 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.