

Financial Statements

Pacific Roder Energy Inc.

(A Development Stage Company)

November 30, 2006 and 2005

AUDITORS' REPORT

To the Shareholders of
Pacific Rodera Energy Inc.

We have audited the balance sheet of Pacific Rodera Energy Inc. as at November 30, 2006 and the statements of operations and deficit and cash flows for the year then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Company as at November 30, 2006 and the results of its operations and its cash flows for the year then ended in accordance with Canadian generally accepted accounting principles.

The financial statements as at November 30, 2005 and for the year then ended, prior to adjustment for the application of accounting policy for flow-through shares as described in Note 2, were audited by other auditors who expressed an opinion without reservation on those statements in their report dated March 1, 2006. We have audited the adjustments to the 2005 financial statements and in our opinion, such adjustments, in all material respects, are appropriate and have been properly applied.

Ernst & Young LLP

Vancouver, Canada,
March 14, 2007.

Chartered Accountants

Pacific Rodera Energy Inc.
(A Development Stage Company)

BALANCE SHEETS

As at November 30

	2006	2005
	\$	\$
		Restated [note 2]
ASSETS		
Current		
Cash and cash equivalents	874,508	4,923,755
Cash committed for oil and gas exploration	—	607,794
Amounts and interest receivable	36,651	3,236
Prepaid expenses and deposits	23,248	11,265
Deferred financing costs	57,500	—
Total current assets	991,907	5,546,050
Refundable deposits [notes 4 and 10a]	800,125	471,715
Equipment [note 5]	10,251	9,784
Oil and gas properties [note 6]	12,447,464	8,881,564
Total assets	14,249,747	14,909,113
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	3,844,400	2,535,781
Due to related parties [note 9]	—	7,498
Total current liabilities	3,844,400	2,543,279
Asset retirement obligation [note 7]	24,011	—
Future income taxes [note 11]	913,242	1,321,392
Total liabilities	4,781,653	3,864,671
Commitments and contingencies [notes 6 and 10]		
Subsequent events [note 12]		
Shareholders' equity		
Share capital [note 8]	28,153,471	28,002,434
Contributed surplus [note 8]	4,500,640	2,865,074
Deficit	(23,186,017)	(19,823,066)
Total shareholders' equity	9,468,094	11,044,442
Total liabilities and shareholders' equity	14,249,747	14,909,113

See accompanying notes

On behalf of the Board:

“C. Geoffrey Hampson”
Director

“William Shupe”
Director

Pacific Rodera Energy Inc.
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STATEMENTS OF OPERATIONS AND DEFICIT

Years ended November 30

	2006	2005
	\$	\$
		Restated [note 2]
REVENUE		
Petroleum and natural gas sales	423,347	—
Less: royalties	80,647	—
	<u>342,700</u>	<u>—</u>
EXPENSES		
Accretion	969	—
Amortization and depletion	210,524	2,227
Consulting fees [note 9]	111,518	108,995
Field operating costs	222,685	—
Impairment loss on oil and gas properties	2,112,109	439,506
Interest and bank charges	19,106	1,671
Office, rent and telephone [note 9]	107,690	101,748
Professional fees [note 9]	60,956	90,048
Stock-based compensation	1,649,524	2,619,862
Transfer agent, regulatory fees and shareholder relations	26,368	29,617
Travel and promotion	29,344	38,030
Less: interest income	(62,471)	(166,982)
	<u>4,488,322</u>	<u>3,264,722</u>
Loss for the year before income taxes	(4,145,622)	(3,264,722)
Future income tax recovery [note 11]	782,671	666,734
Net loss for the year	(3,362,951)	(2,597,988)
Deficit, beginning of year	(19,823,066)	(17,225,078)
Deficit, end of year	(23,186,017)	(19,823,066)
Net loss per share - basic and diluted	(0.07)	(0.06)
Weighted average number of shares outstanding	48,521,407	47,209,000

See accompanying notes

Pacific Rodera Energy Inc.
(A Development Stage Company)

STATEMENTS OF CASH FLOWS

Years ended November 30

	2006 \$	2005 \$
		Restated [note 2]
OPERATING ACTIVITIES		
Net loss	(3,362,951)	(2,597,988)
Adjustments to reconcile net loss to net cash used in operating activities		
Accretion	969	—
Amortization and depletion	210,524	2,227
Stock-based compensation	1,649,524	2,619,862
Impairment loss on oil and gas properties	2,112,109	439,506
Future income tax recovery	(782,671)	(666,734)
Changes in operating assets and liabilities		
Amounts and interest receivable	(33,415)	8,334
Prepaid expenses and deposits	(11,983)	(6,766)
Accounts payable and accrued liabilities	1,308,619	2,400,195
Due to related parties	(7,498)	7,498
Net cash provided by operating activities	1,083,227	2,206,134
INVESTING ACTIVITIES		
Refundable deposits	(328,410)	—
Acquisition of equipment	(3,030)	—
Acquisition of and expenditures upon oil and gas properties	(5,885,970)	(6,212,893)
Asset retirement obligation	23,042	—
Net cash used in investing activities	(6,194,368)	(6,212,893)
FINANCING ACTIVITIES		
Proceeds from issuance of shares, net of issuance costs	511,600	799,830
Deferred financing costs	(57,500)	—
Net cash provided by financing activities	454,100	799,830
Decrease in cash and cash equivalents	(4,657,041)	(3,206,929)
Cash and cash equivalents, beginning of year	5,531,549	8,738,478
Cash and cash equivalents, end of year	874,508	5,531,549
Cash and cash equivalents consist of:		
Cash	874,508	4,923,755
Cash committed for oil and gas exploration	—	607,794
	874,508	5,531,549
Non-cash investing and financing activities		
Issuance of common shares for finders' fees	—	—
Supplemental disclosures		
Interest paid	—	—
Income taxes paid	—	—

See accompanying notes

Pacific Rodera Energy Inc.
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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

1. BASIS OF PRESENTATION

Pacific Rodera Energy Inc. (“the Company”) was formed by the amalgamation on March 1, 1999, in the Province of British Columbia, Canada, of two predecessor companies. The Company changed its name from Pacific Rodera Ventures Inc. to Pacific Rodera Energy Inc. on June 21, 2004 and trades on the TSX Venture Exchange under the symbol PRD.

The Company has not generated any significant revenue since its inception and is considered to be a development stage company as defined by CICA Accounting Guideline No. 11. The Company is devoting all of its efforts to raising capital and exploring for oil and gas on its Canadian oil and gas properties.

2. RESTATEMENT

The Company has restated its Balance Sheet as at November 30, 2005 to correct an error in applying its accounting policy related to flow-through shares, whereby a future income tax liability is recognized and shareholders’ equity is reduced when resource expenditures are renounced to investors and the Company has reasonable assurance that the expenditures will be completed.

The Company determined certain resource expenditures were renounced to investors and the Company had reasonable assurance that the expenditures would be completed, however the related future income tax liability was not recognized.

The effect of the adjustments are set out in the following condensed balance sheet as at November 30, 2005:

	2005		2005
	As Reported	Adjustments	As Restated
	\$	\$	\$
LIABILITIES			
Current	2,543,279	—	2,543,279
Future income tax liability	—	1,321,392	1,321,392
Total liabilities	2,543,279	1,321,392	3,864,671
SHAREHOLDERS’ EQUITY			
Share capital	29,990,560	(1,988,126)	28,002,434
Contributed surplus	2,865,074	—	2,865,074
Deficit	(20,489,800)	666,734	(19,823,066)
Total equity	12,365,834	(1,321,392)	11,044,442

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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

2. RESTATEMENT (cont'd.)

The Company also restated its Statement of Operations for the year ended November 30, 2005 to correctly present the effects of the recognition of the future income tax liability on its operations for the year. The effect of the adjustment is as set out in the following condensed statement of operations for the year ended November 30, 2005:

	2005		2005
	As Reported	Adjustments	As Restated
	\$	\$	\$
Revenue	—	—	—
Expenses	3,264,722	—	3,264,722
Loss before income taxes	(3,264,722)	—	(3,264,722)
Future income tax recovery	—	666,734	666,734
Net loss for the year	(3,264,722)	666,734	(2,597,988)

The correction of these errors on the Balance Sheet and Statement of Operations resulted in a correction to basic and diluted net loss per share from \$(0.07) to \$(0.06).

The Company also restated its Statement of Cash Flows for the year ended November 30, 2005 to correctly present the effects of the future income tax recovery on net cash provided by operating activities. The effect of the adjustments is as set out in the following condensed statement of cash flows for the year ended November 30, 2005:

	2005		2005
	As Reported	Adjustments	As Restated
	\$	\$	\$
OPERATING ACTIVITIES			
Net loss for the year	(3,264,722)	666,734	2,597,988
Adjustments to reconcile net loss to net cash used in operating activities			
Amortization	2,227	—	2,227
Stock-based compensation	2,619,862	—	2,619,862
Impairment loss on oil and gas properties	439,506	—	439,506
Future income tax recovery	—	(666,734)	(666,734)
Changes in assets and liabilities	2,409,261	—	2,409,261
Net cash provided by operating activities	2,206,134	—	2,206,134

Pacific Rodera Energy Inc.
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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

3. SIGNIFICANT ACCOUNTING POLICIES

Year end

The Company's year end is November 30.

Basis of presentation

These financial statements are prepared in conformity with Canadian generally accepted accounting principles and are presented in Canadian dollars.

Use of estimates

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Significant areas requiring the use of management estimates are the determination of impairment of oil and gas properties, stock-based compensation, future income tax valuation allowances and asset retirement obligation. Actual results could differ from those estimates.

Cash and cash equivalents

The Company considers all highly liquid instruments with a maturity of three months or less at the time of issuance to be cash equivalents.

Equipment

Long-lived assets and equipment are stated at cost and is being amortized on a 20% declining balance basis.

The Company reviews long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to estimated undiscounted future cash flows expected to be generated by the asset. If the carrying amount of an asset exceeds its estimated future cash flows, an impairment charge is recognized by the amount by which the carrying amount of the asset exceeds the fair value of the asset.

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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd.)

Oil and gas properties

The Company uses the full cost method of accounting for oil and gas properties whereby all costs of exploration for and development of oil and gas reserves are capitalized per cost centre. Costs include lease acquisition costs, geological and geophysical expenses, costs of drilling both successful and unsuccessful wells and overhead charges directly related to exploration activities. Proceeds from the sale of oil and gas properties will be applied against the capitalized costs, with no gain or loss recognized, unless such sale would significantly alter the rate of depletion and depreciation.

Depletion of exploration and development costs and depreciation of production equipment is provided upon commencement of commercial production using the unit-of-production method based upon estimated gross proved petroleum and natural gas reserves. Petroleum and natural gas reserves are converted to a common unit of measure on an energy equivalent basis of six mcf of gas to one barrel of oil.

Costs incurred in unproven properties and properties in the development stage are initially capitalized and then reviewed annually to determine whether an impairment has occurred. If impairment occurs, the costs are written down to estimated net realizable value.

Asset retirement obligations

Effective December 1, 2004, the Company adopted CICA Handbook Section 3110 "Asset Retirement Obligations", which established standards for asset retirement obligations and the associated retirement costs related to site reclamation and abandonment. The fair value of the liability for an asset retirement obligation is recorded when it is incurred and the corresponding increase to the asset is depreciated over the life of the asset. The liability is increased over time to reflect an accretion element considered in the initial measurement at fair value.

Ceiling test

The Company conducts a ceiling test at each balance sheet date whereby the carrying amount of capitalized costs is compared to the estimated undiscounted future cash flows. If the sum of the anticipated undiscounted cash flows from proved reserves, based on expected future escalating product prices and costs, exceed the carrying value of the assets the costs are considered recoverable. If the carrying value is not considered recoverable, an impairment loss is recognized to the extent that the carrying value exceeds the sum of the discounted cash flows expected from production of the proved and probable reserves.

NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd.)

Revenue recognition

Oil and natural gas sales are recognized when commodities are sold to an external party and title passes to the customer.

Measurement of uncertainty

The amount recorded for depletion of oil and natural gas properties, the provision for asset retirement obligations and the related accretion and the ceiling test calculation are based on estimates of proved and probable reserves, production rates, oil and natural gas prices, future costs and other assumptions. Accrual for revenues and costs are prepared based on estimates when actual amounts are not yet known. Stock-based compensation amounts are determined using certain assumptions. By their nature, these estimates are subject to measurement uncertainty and the effect on the financial statements of changes in such estimates in future periods could be significant.

Joint operations

Substantially all of the Company's exploration activities are conducted jointly with other oil and gas companies. Accordingly, the accounts reflect only the Company's interest in such activities.

Flow-through shares

The Company has adopted EIC-146, which is effective for all flow-through share transactions initiated after March 19, 2004. Canadian tax legislation permits a company to issue securities referred to as flow-through shares whereby the investor may claim the tax deductions arising from the related resource expenditures. When resource expenditures are renounced to the investors and the Company has reasonable assurance that the expenditures will be completed, a future income tax liability is recognized and shareholders' equity is reduced.

If the Company has sufficient unused tax loss carryforwards to offset all or part of this future income tax liability and no future income tax assets have been previously recognized for these tax loss carry forwards a portion of such unrecognized losses is recorded as income up to the amount of the future income tax liability that was previously recognized on the renounced expenditures.

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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd.)

Income taxes

The Company utilizes the liability method of accounting for income taxes. Under the liability method, future income taxes are recognized to reflect the expected future tax consequences arising from tax loss carryforwards and temporary differences between the carrying value and the tax bases of the Company's assets and liabilities. The amount of future income tax assets is not recognized until realization is more likely than not.

Leases

Leases which transfer substantially all of the benefits and risks of ownership of the underlying assets are accounted for as capital leases. All other leases are accounted for as operating leases.

Stock-based compensation

The Company applies the fair value method to stock-based payments to all awards that are direct awards of stock, that call for settlement in cash or other assets or are stock appreciation rights that call for settlement by the issuance of equity instruments. Compensation expense is recognized over the applicable vesting period with a corresponding increase in contributed surplus. When the options are exercised, the exercise price proceeds together with the amount initially recorded in contributed surplus are credited to share capital. Stock options granted to employees prior to December 1, 2004 are accounted for using the intrinsic value method. When these stock options are exercised, the proceeds are recorded as share capital.

Loss per share

Basic loss per share is computed using the weighted average number of common shares outstanding during the year. The treasury stock method is used for the calculation of diluted loss per share. Stock options and warrants are dilutive when the average market price of the common shares during the period exceeds the exercise price of the options and warrants.

As the Company has recorded a loss in each of the periods presented, basic and diluted loss per share are the same since the exercise of warrants or options would reduce the loss per share.

Pacific Rodera Energy Inc.
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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd.)

Financial instruments

i] Fair values

The carrying value of cash and cash equivalents, cash committed for oil and gas exploration, amounts and interest receivable, prepaid expenses and deposits, deferred financing costs, accounts payable and accrued liabilities, and due to related parties approximate fair market value because of the short-term maturity of these instruments.

ii] Credit risk

Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash and cash equivalents. The Company limits its exposure to credit loss by placing its cash and cash equivalents with high quality financial institutions.

Reclassifications

Certain of the prior year's figures have been reclassified to conform to the current year's presentation.

4. REFUNDABLE DEPOSITS

Bank deposits were made as securities on five irrevocable standby letters of credit given by the Company's bank to Canada Revenue Agency on behalf of the Company. The bank deposits represent the Company's shares of contribution to the successful bids to acquire the various prospects in the Northwest Territories [see note 6]. The deposits will be refundable on the basis of 25% of allowable expenditures.

5. EQUIPMENT

	Cost	Accumulated	Net book
	\$	amortization	value
		\$	\$
2006			
Equipment	31,383	21,132	10,251
2005			
Equipment	28,352	18,568	9,784

Pacific Rodera Energy Inc.
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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

6. OIL AND GAS PROPERTIES

Interests in Canadian oil and gas proven and unproven properties include the following acquisition and exploration and development costs:

	Northwest Territories Prospects [a] \$	Tulita Prospects [b] \$	Trutch Prospect [c] \$	Total \$
November 30, 2006				
Exploration and development costs, beginning of year	5,423,559	1,414,050	1,658,238	8,495,847
Exploration and development cost, during the year	1,393,709	2,325,108	2,167,153	5,885,970
Impairment loss	—	—	(2,112,109)	(2,112,109)
Exploration and development, end of year	6,817,268	3,739,158	1,713,282	12,269,708
Acquisition costs, beginning of year	—	—	385,717	385,717
Acquisition costs, during the year	—	—	—	—
Acquisition costs, end of year	—	—	385,717	385,717
	6,817,268	3,739,158	2,098,999	12,655,425
Less: accumulated depletion	—	—	(207,961)	(207,961)
Net carrying value	6,817,268	3,739,158	1,891,038	12,447,464
November 30, 2005				
Exploration and development costs, beginning of year	1,844,574	39,050	838,836	2,722,460
Exploration and development costs, during the year	3,937,416	1,375,000	900,477	6,212,893
Impairment loss	(358,431)	—	(81,075)	(439,506)
Exploration and development costs, end of year	5,423,559	1,414,050	1,658,238	8,495,847
Acquisition costs, beginning of year	—	—	385,717	385,717
Acquisition costs, during the year	—	—	—	—
Acquisition costs, end of year	—	—	385,717	385,717
Net carrying value	5,423,559	1,414,050	2,043,955	8,881,564

In determining the Company's depletion \$10,556,426 of unproven properties were excluded from the depletion calculation. Future development costs required to complete wells for which proved reserves of \$331,000 have been assigned were added to the Company's net book value in the depletion calculation.

Pacific Rodera Energy Inc.
(A Development Stage Company)

NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

6. OIL AND GAS PROPERTIES (cont'd.)

An impairment test calculation was performed on the carrying amounts of the Company's oil and gas properties at November 30, 2006 under which the estimated undiscounted future net cash flows exceeded the carrying amount of the Company's petroleum and natural gas properties. The impairment was calculated using a credit - adjusted risk free discount rate of 10%.

The following table outlines prices used in the impairment test at November 30, 2006:

	Total Oil Equiv. Production	Gas (\$Mcf)
	\$/boe	
2006	34.66	5.35
2007	46.39	7.56
2008	48.95	8.11
2009	48.22	8.06
2010	45.57	7.62
2011	44.45	7.39
2012	45.44	7.56
2013	46.43	7.72
2014	47.42	7.89
2015	48.69	8.11
2016	49.99	8.33
2017	50.97	8.49

a] Northwest Territories Prospects

EL 397

In fiscal 2000, the Company, along with its partners, were successful in bidding for Parcel 1, designated as EL 397, for a work program bid of \$16,580,000 in the Central Mackenzie Valley area of the Northwest Territories. The consortium has committed to spend \$16,580,000 on EL 397 and has posted a gross work deposit of \$4,145,000, which represents 25% of the commitment to future exploration on this block. The Company has a working interest of 6.625%.

Pacific Rodera Energy Inc.
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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

6. OIL AND GAS PROPERTIES (cont'd.)

EL 416

A consortium of companies including the Company were successful in bidding for Parcel 6, designated EL 416, in the Central Mackenzie Valley area of the Northwest Territories. The consortium successful bid was for a work commitment of \$1,526,430. Pursuant to a Farmout Agreement dated September 11, 2003, the Company's working interest was reduced to 4.66%. During November 30, 2005, the Company forfeited its interest in this prospect as it decided not to participate in the lease renewal in order to allocate its resources to other prospects and has written off \$25,625 in deferred exploration costs.

EL 401

In connection with the sale and purchase agreement dated August 28, 2000 relating to the sale of a 2.8393% interest in EL 391 to another company, the Company was granted an option to participate in an exploration program on Parcel No. 5, designated EL 401. The Company exercised the option on October 27, 2000. The Company is committed to pay 2.83% of \$12,760,000 to earn a 1.89% interest in EL 401. During November 30, 2005, deferred exploration costs of \$332,806 representing the costs of an abandoned well on the property.

EL 423

A consortium of companies including the Company was successful in a bid to acquire the oil and gas exploration rights to Parcel CMV-1, designated EL 423, in the Central Mackenzie Valley of the NWT. The consortium's successful bid was for a work commitment of \$24,800,000. The Company has a working interest of 6.625%.

EL 441

A consortium of companies including the Company was successful in a bid to acquire the oil and gas exploration rights to Parcel CMV-6, designated EL 441, in the Central Mackenzie Valley of the NWT. The consortium's successful bid was for a work commitment of \$10,500,000. The Company has a working interest of 12.5%.

b] Tulita Prospects, Northwest Territories

Pursuant to a lease agreement dated July 16, 1998, the Company can earn a 40% interest in a lease that covers nine individual parcels of land in the Fort Norman area of the Northwest Territories. The Company was required to pay its 50% share of lease costs estimated to be \$550,000 and a \$1,000,000 seismic program. The properties are subject to a 15% Gross Overriding Royalty ("G.O.R."), a 1% G.O.R. to the Lessor and a 5% Net Profits Interest.

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NOTES TO FINANCIAL STATEMENTS

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6. OIL AND GAS PROPERTIES (cont'd.)

The Lessor, as agent for, and on behalf of the Company entered into a seismic option agreement with another company. As a result, the Company's interest was reduced to 20% for the nine parcels (TDL acreage) upon payment for its 17.5% share of costs amounting to \$271,250.

Further to a letter of agreement between the Company and its partners, Anadarko agreed to participate in two \$1,000,000 seismic programs. After the first \$700,000 of the first seismic program, the Company will pay 13.25% of the costs. The Company shall be reimbursed 32.5% of certain expenditures, which were previously incurred. The working interest of the Company was reduced to 13.25%.

Pursuant to the sale and purchase agreement, and the financing and joint venture agreement, the Company's interest in the TDL acreage has been reduced to 6.625%.

c] Trutch Prospect, British Columbia

On December 12, 2002, the Company entered into a farm-in and participation agreement with a company. This company is the holder of a 25% working interest in the P&NG Leases and Licenses located in the Trutch area in British Columbia, Canada. Under the terms of the agreement, the Company has agreed to farm-in in the drilling and completion of a test well to earn an 8% working interest. Total drilling and completion costs for the well were approximately \$6,900,000. In fiscal 2004, the Company fulfilled its obligations under the farm-in and now has an 8% working interest in this prospect. The Company also acquired an 8% working interest in two sets of equalization lands both directly offsetting the test well. During the year ended November 30, 2005, deferred exploration costs of \$81,075 representing the costs of an abandoned well on the property were written off. During the year ended November 30, 2006, \$2,112,109 [2005 - \$81,075] was recorded as an impairment loss on the property.

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7. ASSET RETIREMENT OBLIGATION

The following table presents the reconciliation of the beginning and ending aggregate carrying amount of the obligation associated with the retirement of oil and gas properties:

	2006	2005
	\$	\$
Asset retirement obligation, beginning of year	—	—
Liabilities incurred	23,042	—
Accretion expense	969	—
Asset retirement obligation, end of year	24,011	—

The undiscounted amount of cash flows, required over the estimated reserve life of the underlying assets, to settle the obligation, adjusted for inflation, is estimated at \$36,244 [2005 - \$nil]. The obligation was calculated using a credit - adjusted risk free discount rate of 10% and an inflation rate of 2%. It is expected that this obligation will be funded from general Company resources at the time the costs are incurred with the majority of costs expected to occur between 2017 and 2018.

8. SHARE CAPITAL

a] Authorized, issued and outstanding

200,000,000 shares without par value

The following table summarizes the continuity of the Company's issued and outstanding shares:

	Number of shares	Amount \$
		Restated [note 2]
Balance November 30, 2004	45,564,384	29,057,157
Exercise of stock options	581,400	281,430
Value of stock options exercised from contributed surplus	—	133,573
Exercise of share purchase warrants	1,528,999	518,400
Less: tax benefit renounced to subscribers	—	(1,988,126)
Balance November 30, 2005	47,674,783	28,002,434
Exercise of stock options	199,400	23,928
Value of stock options exercised from contributed surplus	—	13,958
Exercise of share purchase warrants	1,083,715	487,672
Less: tax benefit renounced to subscribers	—	(374,521)
Balance November 30, 2006	48,957,898	28,153,471

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8. SHARE CAPITAL (cont'd.)

b] Share purchase warrants

The following table summarizes the continuity of the Company's warrants:

	Number of warrants	Weighted average exercise price \$
Balance, November 30, 2004	2,715,714	0.43
Exercised	(1,528,999)	0.49
Expired	(103,000)	1.50
Balance, November 30, 2005	1,083,715	0.45
Exercised	(1,083,715)	0.45
Balance, November 30, 2006	—	—

As at November 30, 2006, the Company had no outstanding share purchase warrants.

c] Stock options

The Company has a stock option plan whereby the Company may grant share purchase options to its directors, senior officers, employees, and consultants. Under the plan 9,617,800 common shares (representing less than 20% of the Company's issued and outstanding common shares at the date of approval of the plan) are reserved for issuance. Under the terms of the plan, the exercise price of each option is equal to the market price of the Company's shares at the date of grant. Stock options granted under the plan vest in 20% increments on the grant date and then at nine, twelve, fifteen and eighteen months after the grant date.

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8. SHARE CAPITAL (cont'd.)

The following table summarizes the continuity of the Company's stock options:

	Number of options	Weighted average exercise price \$
Outstanding, November 30, 2004	5,116,800	0.71
Granted	3,200,000	1.35
Exercised	(581,400)	0.48
Cancelled/expired	(1,354,000)	0.70
Outstanding, November 30, 2005	6,381,400	1.05
Granted	3,975,000	0.57
Exercised	(199,400)	0.12
Cancelled/expired	(6,850,800)	1.12
Outstanding, November 30, 2006	3,306,200	0.39

Additional information regarding options outstanding as at November 30, 2006 is as follows:

Exercise prices \$	Outstanding			Exercisable	
	Number of options	Weighted average remaining contractual life (years)	Weighted average exercise price \$	Number of options	Weighted average exercise price \$
0.24	81,200	1.9	0.24	81,200	0.24
0.39	3,225,000	5.0	0.39	645,000	0.39
	3,306,200	4.9	0.39	726,200	0.37

The weighted average grant date fair value of options granted during 2006 was \$0.70 [2005 - \$0.79]. The fair value of vested stock options granted during 2006 of \$1,649,524 [2005 - 1,252,376] was charged to operations.

During fiscal 2005, the Company amortized \$1,367,486 (net of \$362,576 for cancelled stock options) of deferred compensation which was the remaining amount of the intrinsic value of stock options granted in fiscal 2004 which vested during the year.

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8. SHARE CAPITAL (cont'd.)

The fair value for stock options granted was estimated using the Black-Scholes option pricing model assuming no expected dividends and the following weighted average assumptions:

	2006	2005
Interest rate	3.81%	3.17%
Expected life (in years)	4.5	2.3
Expected volatility	126%	76%

Pro forma information regarding net loss and loss per share had the Company accounted for its employee stock options under the fair value method are as follows:

	2005
	\$
	Restated <i>[note 2]</i>
Net loss - as reported	(2,597,988)
Add: stock-based compensation included in net loss as reported	2,619,862
Deduct: stock-based compensation determined under fair value method	(4,278,291)
Net loss - proforma	(4,256,417)
Net loss per share, basic and diluted - as reported	(0.06)
Net loss per share, basic and diluted - proforma	(0.09)

d] Contributed surplus

The following table summarizes the continuity of the Company's contributed surplus:

	Amount
	\$
Balance, November 30, 2004	2,108,847
Grant of stock options	1,252,376
Exercise of stock options	(133,573)
Cancellation of stock options	(362,576)
Balance, November 30, 2005	2,865,074
Grant of stock options	1,649,524
Exercise of stock options	(13,958)
Balance, November 30, 2006	4,500,640

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NOTES TO FINANCIAL STATEMENTS

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9. RELATED PARTY TRANSACTIONS

During the years ended November 30, 2006 and 2005, the Company was involved in the following related party transactions. All transaction with related parties are recorded at the exchange amount.

- [a] The Company paid consulting fees of \$nil [2005 - \$4,000] to a company controlled by the former Chairman, Chief Executive Officer and director of the Company.
- [b] The Company paid consulting fees of \$102,000 [2005 - \$95,500] to a company controlled by the President, Chief Executive Officer and director of the Company.
- [c] The Company paid accounting fees of \$12,000 [2005 - \$12,000] to a company controlled by the Secretary of the Company.
- [d] The amount of \$nil [2005 - \$7,498] is due to a company owned 50% by the spouse of the President, Chief Executive Officer and director of the Company. The amount is non-interest bearing and due on demand.
- [e] The Company paid secretarial fees of \$12,590 [2005 - \$nil] to the spouse of the President, Chief Executive Officer and director of the Company.

The above noted transactions have been in the normal course of operations and, in management's opinion, undertaken with the same terms and conditions as transactions with unrelated parties.

10. COMMITMENTS AND CONTINGENCIES

- [a] There is a contingent liability in respect of five irrevocable standby letters of credit for \$800,125 [2005 - \$471,715], given by the Company's bank to Canada Revenue Agency, on behalf of the Company, for its share of refundable work deposits on various prospects in the Northwest Territories [see note 6]. The letters of credit are secured by an assignment of cash of equal amounts. The Company is contingently liable under the letters of credit for any portion of the work commitment not fulfilled.
- [b] On January 1, 2005, the Company entered into a consulting services agreement with a company controlled by the President, Chief Executive Officer and director of the Company. The Company is obligated to pay \$8,500 per month until December 31, 2006. Twelve months' notice is required for termination by the Company without cause.

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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

10. COMMITMENTS AND CONTINGENCIES (cont'd.)

[c] The Company and its consortium have an outstanding take or pay contract with Keyera Energy Partnership for a period of 5 years commencing July 1, 2006. The consortium has an obligation to deliver over the term of the contract the following:

Contract Year	Nomination e3m3/day
1	141.0
2	112.7
3	90.1
4	72.1
5	57.7

In the event the consortium does not meet its entire obligation the Company will be charged the following for its portion:

	\$
June 2007	63,543
June 2008	50,869
June 2009	40,666
June 2010	32,541
June 2011	26,044

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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

11. INCOME TAXES

Income tax expense differs from the amount that would result from applying Canadian federal and provincial income tax rates to earnings before taxes. These differences result from the following items:

	2006	2005
	\$	\$
		Restated [note 2]
Net loss before income taxes	(4,145,622)	(3,264,722)
Statutory income tax rate	34.12%	35.0%
Income tax expense at the statutory rate	(1,414,486)	(1,142,653)
Permanent differences	579,925	940,163
Valuation allowance	12,257	(586,583)
Income tax rate change	39,633	122,339
	782,671	666,734

Future income tax assets and liabilities are calculated at the substantively enacted tax rate of 32%. The tax effect of the significant temporary differences which comprise future tax assets and liabilities are as follows:

	2006	2005
	\$	\$
		Restated [note 2]
Future income tax assets:		
Non-capital loss carry forwards	749,000	850,000
Other	298,000	121,000
Gross future income tax assets	1,047,000	971,000
Valuation allowance	(235,000)	(420,000)
Net future income tax assets	812,000	551,000
Future income tax liability	1,725,242	1,872,392
Net future income tax liability	913,242	1,321,392

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NOTES TO FINANCIAL STATEMENTS

November 30, 2006 and 2005

11. INCOME TAXES (cont'd.)

At November 30, 2006, the Company has non-capital losses carried forward of approximately \$2,340,000, which are available to offset taxable income earned in Canada. These non-capital loss carryforwards expire as follows:

	\$
2007	355,000
2008	380,000
2009	332,000
2010	237,000
2014	492,000
2015	280,000
2026	264,000
	<hr/> 2,340,000

The Company also has resource tax pools with the following amounts that are deductible against future years' taxable income at the following rates:

	\$	Rates
Canadian exploration expenses	3,826,000	100%
Canadian development expenses	1,689,000	30%
Canadian oil and gas property expenses	1,095,000	10%
Foreign exploration and development expenses	446,000	10%

12. SUBSEQUENT EVENTS

- [a] On December 6, 2006, the Company renewed its operating lease agreement for its office premises. The lease is for a period of 2 years and 4 months commencing on December 1, 2006 and expiring on March 31, 2009. Under the terms of the lease, the Company is committed to payments of \$21,775 per annum plus operating expenses and property taxes.
- [b] On December 1, 2006, the Company completed a non-brokered private placement of 7,700,000 flow-through units and 131,250 non flow-through units at a price of \$0.32 per unit for gross proceeds of \$2,506,000. Each unit consisted of one common share and one-half of one non-transferable share purchase warrant. Each whole warrant entitles the holder upon exercise to purchase an additional non flow-through common share at \$0.40 on or before December 1, 2008.

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NOTES TO FINANCIAL STATEMENTS

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12. SUBSEQUENT EVENTS (cont'd.)

- [c] On December 5, 2006, the Company completed a non-brokered private placement of 468,750 non flow-through units at a price of \$0.32 per unit for gross proceeds of \$150,000. Each unit consisted of one common share and one-half of one non-transferable share purchase warrant. Each whole warrant entitles the holder upon exercise, to purchase an additional non flow-through common share at \$0.40 on or before December 5, 2008.
- [d] On January 4, 2007, the Company completed a non-brokered private placement of 3,300,000 flow-through units at a price of \$0.32 per unit for gross proceeds of \$1,056,000. Each unit consisted of one common share and one-half of one non-transferable share purchase warrant. Each whole warrant entitles the holder upon exercise, to purchase an additional non flow-through common share at \$0.40 on or before January 4, 2009.
- [e] On March 5, 2007, the Company completed the private placement sale of 42,620,082 units at a price of \$0.60 per unit for gross proceeds of \$25,572,049. The Company paid an agency fee of \$1,068,816 and 183,160 common shares. The offering was announced on Feb 8, 2007 when the Company entered into an agreement with Canaccord Capital Corporation under which Canaccord agreed to offer for sale 41,667,000 Units. On March 1, 2007, the Company announced that it had granted Canaccord an option to offer for sale up to an additional 3,333,000 units at a price of \$0.60 per unit at any time up to 30 days after the closing of the initial private placement. After giving effect to the sale, up to 2,379,918 units may be offered for sale if Canaccord elects to exercise the option in full. Each unit will consist of one common share and one half of one non-transferable common share purchase warrant. Each whole warrant entitles the holder upon exercise, to purchase an additional common share at a price of \$0.70 per share. The Warrants will expire two years after closing of the private placement unless (i) during the period commencing on the date that is four months following the closing date and ending on the second anniversary of the closing date, the daily volume weighted average trading price of the share on the TSX Venture Exchange exceeds \$1.00 for each a day of a period of 20 consecutive trading days, and (ii) the Company gives the holders of the warrants written notice of such occurrence within 30 days of such occurrence, in which case the warrants will expire on the 30th day following the giving of such notice. On March 14, 2007, the Company announced that it had completed the private placement sale of 2,379,918 units at a price of \$0.60 per unit for gross proceeds of approximately \$1.4 million. Canaccord has now exercised the over-allotment option in full.