ASTORIUS RESOURCES LTD.

FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED

MARCH 31, 2008

(Unaudited)

Notice of No Auditor Review of Interim Financial Statements

The accompanying unaudited interim financial statements have been prepared by management and approved by the Audit Committee and the Board of Directors.

The Company’s independent auditors have not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity’s auditors.

ASTORIUS RESOURCES LTD.

BALANCE SHEETS

	March 31, 2008 (Unaudited)	October 10, 2007
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	$ 932,853	$ 187,500
Amounts receivable	2,554	530
	935,407	188,030
Deferred share issue costs	–	17,973
	$ 935,407	$ 206,003
LIABILITIES		
CURRENT LIABILITIES		
Accounts payable and accrued liabilities	$ 9,422	$ 19,792
SHAREHOLDERS' EQUITY		
Share capital (Note 3)	938,556	187,500
Contributed surplus (Note 4)	115,722	–
Deficit	(128,293)	(1,289)
	925,985	186,211
	$ 935,407	$ 206,003

Approved on behalf of the Board:

/s/ "Malcolm Powell" — Malcolm Powell, Director

/s/ "Carl Jonsson" — Carl Jonsson, Director

ASTORIUS RESOURCES LTD.

STATEMENTS OF OPERATIONS, COMPREHENSIVE LOSS AND DEFICIT

FOR THE SIX MONTHS ENDED MARCH 31, 2008

(Unaudited)

	Three months ended March 31, 2008	Six months ended March 31, 2008
Expenses		
Directors fees – Stock-based compensation	$ 70,823	$ 70,823
Legal fees	7,212	26,076
Accounting fees	2,500	9,000
Office and miscellaneous	2,450	3,668
Filing and transfer agent fees	–	28,011
Loss from operations	(82,985)	(137,578)
Other item		
Interest income	8,558	10,574
Net loss and comprehensive loss for the period	(74,427)	(127,004)
Deficit, beginning of period	(53,866)	(1,289)
Deficit, end of period	$ (128,293)	$ (128,293)
Net loss per share, basic and diluted	$ (0.02)	$ (0.02)
Weighted average number of shares outstanding	8,326,590	8,326,590

ASTORIUS RESOURCES LTD.

STATEMENT OF CASH FLOWS

FOR THE SIX MONTHS ENDED MARCH 31, 2008

(Unaudited)

CASH FROM (USED IN):

	Three months ended March 31, 2008	Six months ended March 31, 2008
Operating Activities		
Net loss for the period	$ (74,427)	$ (127,004)
Add item not involving cash:		
Stock-based compensation	70,823	115,722
	(3,604)	(11,282)
Changes in non-cash working capital items:		
Amounts receivable	(583)	(2,024)
Accounts payable and accrued liabilities	(15,329)	(10,370)
	(19,516)	(23,676)
Financing Activity		
Proceeds from shares issued	–	900,000
Share issue costs	–	(130,971)
	–	769,029
Increase (decrease) in cash during the period	(19,516)	745,353
Cash and cash equivalents, beginning of the period	952,369	187,500
Cash and cash equivalents, end of the period	$ 932,853	$ 932,853
Supplemental Cash Flow Information		
Interest paid	$ –	$ –
Income taxes paid	$ –	$ –

1. Nature of Operations

   Astorius Resources Ltd. (the "Company") was incorporated under the Business Corporations Act of British Columbia on May 4, 2007.

   The Company is in the process of identifying and evaluating business opportunities with the objective of completing a "qualifying transaction" under TSX rules. Under these rules, a qualifying transaction must be entered into within 24 months of listing.

   Future operations are dependent upon the Company's ability to acquire and finance future business ventures.

2. Summary of Significant Accounting Policies

   a) Basis of presentation

   The accompanying unaudited interim financial statements of the Company have been prepared in accordance with Canadian generally accepted accounting principles for interim financial statements and accordingly do not include all disclosures required for annual financial statements.

   These unaudited interim financial statements follow the same significant accounting policies and methods of application as the Company's financial statements for the period ended October 10, 2007. The interim financial statements should be read in conjunction with the annual financial statements.

   In the opinion of management, all adjustments considered necessary for fair presentation have been included. Operating results for the interim period are not necessarily indicative of the results that may be expected for the full fiscal year ending September 30, 2008.

   b) Adoption of new accounting standards

   Effective January 1, 2008, the Company has adopted the Canadian Institute of Chartered Accountants ("CICA") Handbook Section 1535 ("CICA 1535"), "Capital Disclosures", Section 3862 ("CICA 3862"), "Financial Instruments – Disclosure", and Section 3863 ("CICA 3863"), "Financial Instruments – Presentation. CICA 1535 establishes standards for disclosing information about an entity's capital and how it is managed. CICA 3862 and CICA 3863 increase the emphasis on recognition and management of the risks associated with recognized and unrecognized financial instruments. These sections relate to disclosure and presentation only and did not have any impact on the Company's financial results or position.

   c) Financial instruments

   The Company's financial instruments include cash and cash equivalents and accounts payable. In management's opinion, the Company is not exposed to significant interest rate, currency exchange rate, liquidity or credit risk arising from these financial instruments. The fair values of these financial instruments approximate their carrying values because of their current nature. The Company is not exposed to derivative financial instruments. Financial instruments that potentially subject the Company to concentration of credit risks consist principally of cash and cash equivalents. To minimize the credit risk the Company places these instruments with high credit quality financial institutions.

   The Company classified its cash and cash equivalents as held-for-trading and its accounts payable as other financial liabilities.

3. Share Capital

Authorized:

Unlimited number of voting common shares without par value

Issued and Outstanding:

	Number		Amount
Balance, October 10, 2007	2,500,000	$	187,500
Issued for cash at $0.15 per share	6,000,000		900,000
Share issue costs	–		(148,944)
Balance, March 31, 2008	8,500,000	$	938,556

On October 15, 2007, pursuant to an initial public offering, the Company issued 6,000,000 common shares at $0.15 per share for gross proceeds of $900,000. In connection with the offering, the Company paid commission of $90,000, a finance fee of $8,000 and granted 600,000 non-transferable options with a fair value of $44,899 to the agent for the offering. The Company also incurred other share issue costs of $6,045.

Escrowed Shares:

At March 31, 2008, 2,500,000 shares were held in escrow. Under the escrow agreement, 10% of the shares will be released on the issuance of the Final Exchange Bulletin (the TSX's acceptance of the Qualifying Transaction) and an additional 15% will be released on each of the dates which are 6 months, 12 months, 18 months 24 months, 30 months and 36 months following the initial release.

Agent Options:

The Company uses the Black-Scholes option valuation model to value the agent options granted during the period. The Black-Scholes model was developed for use in estimating the fair value of traded options that have no vesting restrictions and are fully transferable. The model requires management to make estimates which are subjective and may not be representative of actual results. Changes in assumptions can materially affect estimates of fair values.

The fair value of agent options granted and vested during the period ended December 31, 2007 has been estimated using the Black-Scholes model to be $44,899, which has been recorded as share issuance costs and included in contributed surplus. For purposes of the calculation, the following weighted average assumptions were used under the Black-Scholes option pricing model:

Risk free interest rate	4.36%
Expected dividend yield	0%
Expected stock price volatility	90%
Expected life of options	2 years

The weighted average fair value of stock options granted during the period ended March 31, 2008 was $0.07 per option.

4. Contributed Surplus

Balance – beginning of period	$	–
Fair value of agent options granted		44,899
Fair value of stock options granted		70,823
Balance - end of period	$	115,722

5. Stock Option Plan and Stock-based Compensation

The Company has established a stock option plan for directors, employees, and consultants. The following table summarizes the stock options outstanding and exercisable at March 31, 2008:

Price	Number Outstanding	Number Exercisable	Expiry Date
$0.15	850,000	850,000	February 5, 2013

At March 31, 2008, these options had a weighted average remaining contractual life of 4.9 years.

Under the Company's stock option plan, the exercise price of each option is determined by the Board, subject to the pricing policies of the TSX Venture Exchange. Options vest immediately when granted and expire five years from the date of the grant, unless the Board establishes more restrictive terms.

The aggregate number of shares issuable pursuant to options granted under the plan is limited to 10% of the Company's issued shares at the time the options are granted. The aggregate number of options granted to any one optionee in a 12-month period is limited to 5% of the issued shares of the corporation.

A summary of the changes in the Company's stock options for the period ended March 31, 2008 is presented below:

	Number		**Weighted Average Exercise Price**
Outstanding, beginning of period	**–**		
Granted	**850,000**	**$**	**0.15**
Outstanding, end of period	**850,000**	**$**	**0.15**

The Company uses the Black-Scholes option pricing model to value stock options granted. The Black-Scholes model was developed for use in estimating the fair value of traded options that have no vesting restrictions and are fully transferable. The model requires management to make estimates, which are subjective and may not be representative of actual results. Changes in assumptions can materially affect estimates of fair values. For purposes of the calculation, the following assumptions were used:

5. Stock Option Plan and Stock-based Compensation (continued)

	Six months ended March 31, 2008
Risk free interest rate	3.56%
Expected dividend yield	0%
Expected stock price volatility	100%
Expected life	5 years
Per share fair value of options granted during the period	$0.08

Total stock-based compensation expense in respect of stock options granted for the six months ended March 31, 2008 was $70,823.

6. Related Party Transactions

During the period, the Company incurred legal fees of $26,076 from a law firm of which a director of the Company is a principal and paid $2,400 to a Company, of which the President is also the President, for office services, facilities and rent.

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

7. Management of Capital

The Company's objectives when managing capital are to pursue and complete the identification and evaluation of assets, properties or businesses with a view to acquisition or participation in a qualifying transaction. The Company does not have any externally imposed capital requirements to which it is subject.

As at March 31, 2008, the Company had capital resources consisting of cash and cash equivalents. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares or adjust the amount of cash and cash equivalents.

The Company's investment policy is to invest its cash in investment instruments in high credit quality financial institutions with terms to maturity selected with regards to the expected time of expenditures from continuing operations.

The Company expects its current capital resources will be sufficient to carry its process of identifying and completion of a qualifying transaction.