

Titan Uranium Inc.
(a development stage company)

Unaudited Financial Statements
November 30, 2008 and 2007

Prepared by Management

Titan Uranium Inc.
(a development stage company)

UNAUDITED INTERIM FINANCIAL STATEMENTS

In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited financial statements for the period ended November 30, 2008.

Titan Uranium Inc.
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BALANCE SHEETS

	Nov 30 2008 (unaudited) \$	Aug 31 2008 (audited) \$
ASSETS		
Cash and cash equivalents	5,875,782	6,621,833
Accounts receivable	452,007	1,928,013
Prepaid expenses	313,103	404,489
Total current assets	6,640,892	8,954,335
Property and equipment	127,635	146,644
Resource properties [note 4]	24,524,810	24,308,439
Reclamation deposit	35,000	35,000
Total assets	31,328,337	33,444,418
LIABILITIES AND SHAREHOLDERS' EQUITY		
Accounts payable and accrued liabilities	498,158	2,153,844
Future income tax liabilities	4,112,000	4,112,000
Share capital [note 6]	57,681,550	57,681,550
Warrants	6,612,659	6,612,659
Contributed surplus	7,906,237	7,887,481
Deficit	(45,482,267)	(45,003,116)
Total shareholders' equity	26,718,179	27,178,574
Total liabilities and shareholders' equity	31,328,337	33,444,418

See accompanying notes

On behalf of the Board:

"David D'Onofrio"

David D'Onofrio
Director

"Philip Olson"

Philip Olson
Director

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STATEMENTS OF OPERATION AND DEFICIT

For the three months ended November 30

	2008 (unaudited) \$	2007 (unaudited) \$
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REVENUE		
Interest income	39,858	111,828
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EXPENSES		
Administration	277,486	173,330
Consulting & professional fees	107,117	38,519
Corporate development	92,944	201,878
Stock-based compensation [note 7]	18,755	77,195
Amortization	22,707	17,453
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Total expenses	519,009	508,375
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Loss and comprehensive income	(479,151)	(396,547)
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Loss per share – basic and diluted	(0.01)	(0.01)
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Weighted average number of common shares outstanding - basic and diluted	52,837,850	28,065,970
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See accompanying notes

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STATEMENTS OF SHAREHOLDERS' EQUITY

	Three months ended November 30, 2008 \$	Year ended August 31, 2008 \$
SHARE CAPITAL [NOTE 6]		
Balance, beginning of period	57,681,550	60,094,163
Warrants exercised	—	17,387
Renunciation of flow-through expenditures	—	(2,430,000)
Balance, end of period	57,681,550	57,681,550
WARRANTS		
Balance, beginning of period	6,612,659	7,490,167
Exercise of warrants	—	(6,828)
Expiry of warrants	—	(870,680)
Balance, end of period	6,612,659	6,612,659
CONTRIBUTED SURPLUS		
Balance, beginning of period	7,887,481	6,245,981
Stock based compensation	18,755	770,820
Expiry of warrants	—	870,680
Balance, end of year	7,906,236	7,887,481
DEFICIT		
Balance, beginning of year	(45,003,116)	(11,578,138)
Net loss	(479,151)	(33,424,978)
Balance, end of year	(45,482,267)	(45,003,116)

See accompanying notes

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STATEMENTS OF CASH FLOWS

For the three months ended November 30

	2008 (unaudited) \$	2007 (unaudited) \$
OPERATING ACTIVITIES		
Loss for the period	(479,151)	(396,547)
Adjustment for item not involving cash:		
Amortization	22,707	17,453
Stock based compensation	18,755	77,195
	(437,689)	(301,899)
Net change in non-cash working capital items:		
Accounts receivable	1,476,006	1,987,763
Prepaid expenses	91,386	(4,202)
Accounts payable and accrued liabilities	(1,655,686)	(220,231)
Cash provided by (used in) operating activities	(525,983)	1,461,431
FINANCING ACTIVITIES		
Proceeds from issuance of common shares, net of issuance costs	—	10,560
Cash provided by financing activities	—	10,560
INVESTING ACTIVITIES		
Investment in resource properties	(216,371)	(2,038,187)
Purchase of equipment	(3,697)	(14,164)
Cash used in investing activities	(220,068)	(2,052,351)
Decrease in cash and cash equivalents	(746,051)	(580,360)
Cash and cash equivalents, beginning of year	6,621,833	12,746,724
Cash and cash equivalents, end of year	5,875,782	12,166,364

See accompanying notes

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Notes to the Financial Statements
November 30, 2008 (unaudited)

1. NATURE OF BUSINESS

Titan Uranium Inc. (“the Company”) is engaged in the exploration for and development of uranium properties in Canada’s Athabasca and Thelon basins. To date, the Company has not earned significant revenue and is therefore considered to be a development stage company.

These financial statements are prepared on the assumption that the Company will continue as a going concern and realize its assets and discharge its liabilities in the normal course of business. The Company is in the process of exploring its mineral properties and has not yet determined whether the properties contain economically recoverable mineral reserves. The recoverability of amounts shown for resource properties is dependent upon the discovery of economically recoverable mineral reserves and the ability of the Company to obtain the financing necessary to complete exploration and development and the success of future operations.

2. SIGNIFICANT ACCOUNTING POLICIES

These unaudited financial statements have been prepared in accordance with Canadian generally accepted accounting principles and follow the same accounting principles and methods of application as the most recent annual audited consolidated financial statements. These consolidated financial statements should be read in conjunction with the Company’s annual audited consolidated financial statements filed on SEDAR.

3. CHANGE IN ACCOUNTING POLICIES

On September 1, 2008 the Company adopted CICA handbook sections 3862 and 3863 relating to financial instrument presentation and disclosure. These sections are intended to enhance the users’ ability to evaluate the significance of financial instruments to an entity, related exposures and the management of these risks. The disclosure is made in Note 10 to these interim financial statements.

On September 1, 2008 the Company adopted CICA handbook section 1535 relating to Capital Disclosures. This section requires the Company to disclose objectives, policies and processes for managing capital and whether the Company has complied with externally imposed capital requirements. The disclosure is made in Note 5 to these interim financial statements.

4. NEW ACCOUNTING PRONOUNCEMENTS

In February 2008, the CICA issued handbook section 3064 relating to Goodwill and Intangible Assets. This section establishes standards for the recognition, measurement, presentation and disclosure of goodwill subsequent to its initial recognition and of intangible assets by profit-oriented enterprises. This section is effective for years beginning on or after October 1, 2008. The Company has not yet assessed the impact of this section on its financial statements.

5. CAPITAL DISCLOSURES

The Company’s objectives when managing capital are to safeguard the Company’s ability to continue as a going concern, so that shareholders may benefit from its operations.

The Company manages its capital structure, which consists of the shareholders' equity section of the balance sheet, by changing shareholders' equity in response to exploration results, economic conditions and their effect on the Company's assets. In order to adjust the Company's capital structure, new shares may be issued, assets may be acquired or disposed of and other means of financing may be sought.

In order to maximize the Company's exploration activities, the Company does not pay dividends. The Company's investment policy is to invest its cash in highly rated, highly liquid short-term interest-bearing investments, with an initial term to maturity of twelve months or less.

The Company is not subject to externally imposed capital requirements.

6. RESOURCE PROPERTIES

	Acquisition Costs \$	Deferred Exploration \$	Write-down of resource properties \$	Total \$
November 30, 2008				
Thelon, Nunavut	86,059	2,859,521	—	2,945,580
Athabasca, Saskatchewan	11,411,884	10,167,346	—	21,579,230
	11,497,943	13,026,867	—	24,524,810
August 31, 2008				
Thelon, Nunavut	86,059	2,756,101	—	2,842,160
Athabasca, Saskatchewan	52,104,845	14,061,455	(44,700,021)	21,466,279
	52,190,904	16,817,556	(44,700,021)	24,308,439

On May 23, 2008 the Company signed an agreement with Japan Oil, Gas and metals National Corporation (JOGMEC) whereby JOGMEC can acquire an undivided 50% working interest in the Company's Virgin Trend project in the Athabasca basin by funding \$9,000,000 of exploration over three years.

As at November 30, 2008 \$1,603,977 had been spent pursuant to the agreement.

On April 11, 2008 the Company signed an agreement with Vale Exploration Canada, a wholly-owned subsidiary of Companhia Vale do Rio Doce (Vale) whereby Vale can acquire an undivided 60% working interest in the Company's Sand hill project in the Athabasca basin by funding \$12,000,000 of exploration over five years.

As at November 30, 2008 \$1,774,082 had been spent pursuant to the agreement.

On November 12, 2008 the Company signed a second agreement with JOGMEC whereby JOGMEC can acquire an undivided 50% working interest in the Company's Border Block project in the Athabasca basin by funding \$6,000,000 of exploration over four years.

As at November 30, 2008 \$169,335 had been spent pursuant to the agreement.

7. RELATED PARTIES

The Company has entered into the following transactions with parties not at arm's length to the Company. These transactions have been recorded at the exchange amount which is the amount agreed to by the transacting parties. The amounts are comparable to amounts agreed to by arm's length parties for comparable services:

The Company paid or accrued consulting and director fees totaling \$45,500 [2007 - \$46,500] to directors and officers of the Company or companies controlled by directors and officers of the Company for the period ended November 30, 2008.

8. SHARE CAPITAL

[a] Authorized: Unlimited number of common shares without par value

[b] Issued and fully paid – common shares:

	Shares #	Amount \$
Balance, August 31, 2008 and November 30, 2008	52,837,850	57,681,550

9. STOCK OPTIONS AND WARRANTS

Stock Options

The Company has established a share option plan whereby options may be granted to directors, officers, key employees and consultants up to an aggregate of 10% of the issued and outstanding shares of the Company. Options granted have an exercise price of not less than the Market Price on the date of grant less the applicable discount, if any, permitted by the policies of the Exchanges and approved by the Board.

There were no options granted or exercised in the period ended November 30, 2008.

Stock-based compensation of \$18,755 was recorded during the period ended November 30, 2008 for previously issued options that vested during the period.

The number of options outstanding and their weighted average exercise price at November 30, 2008 are as follows:

	Number of Options	Weighted Average Price
Balance – August 31, 2008 and November 30, 2008	3,898,925	0.77

The options expire at various times between February 2009 and August 2013.

Warrants

The Company has the following warrants outstanding which were granted in conjunction with a private placement and with the acquisition of resource properties. The warrants are not publicly traded.

	Number of Warrants	Weighted Average Price
Balance - August 31, 2008 and November 30, 2008	4,648,375	2.44

These warrants expire at various times between December 2008 and March 2009.

10. FINANCIAL INSTRUMENTS

Financial instruments presentation and disclosure

- i) Financial assets - The Company has designated its cash and cash equivalents as held-for-trading, which are measured at fair value. Accounts receivable are classified as loans and receivables, which are measured at amortized cost. Due to the short-term maturity of accounts receivable, the carrying amount approximates fair value. The Company has not entered into any hedging relationships and does not hold any other available-for-sale securities that would result in the recognition of other comprehensive income or loss.
- ii) Financial liabilities - Accounts payable and accrued liabilities are classified as other financial liabilities, which are measured at amortized cost. Due to the short term nature of accounts payable and accrued liabilities, carrying amounts approximate fair value.
- iii) Derivatives – Derivatives may be embedded in other financial instruments or within non-financial contracts. Under the new standards, certain embedded derivatives may require separate recognition at fair value. The Company has not identified any material embedded derivatives which require separate recognition and measurement.
- iv) Management of financial risk - The Company's financial instruments are exposed to certain financial risks, including credit risk and liquidity risk. The Company manages credit risk by assessing the credit worthiness of parties granted credit and manages liquidity risk with its budgeting process. Financial instruments consist of cash on deposit and bankers acceptances with a major financial institution.

Credit risk is the risk of an unexpected loss by the Company if a customer or third-party to a financial instrument fails to meet its contractual obligations.

A significant portion of the Company's receivables relate to amounts receivable from participants of the Company's exploration option agreements. Management minimizes the credit risk associated with this concentration of receivables by ensuring that amounts receivable are current and involving partners in the budgeting process.

The carrying amount of the Company's receivables, \$452,007, represents the Company's maximum credit risk exposure.

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach is to ensure that it will have

sufficient liquidity to meet its obligations when due. Accounts payable and accrued liabilities are due within the current operating period. The Company uses a budgeting process to project cash flow and to ensure that sufficient resources are available to meet those cash flow requirements. As at November 30, 2008, the Company had working capital of \$6,142,734. The Company expects that its current capital resources will be sufficient to carry out its exploration plans for the calendar year ending December 31, 2009. The Company does not currently operate any producing properties and as such, is dependent upon issuance of new equity to advance its exploration properties. If equity financing is required, failure to obtain financing on a timely basis may cause the Company to postpone exploration plans, reduce or terminate its operations.