



FORUM URANIUM CORP.
(An Exploration Stage Company)

CONDENSED INTERIM FINANCIAL STATEMENTS
For the three-month periods ended February 29, 2012 and 2011

(Unaudited – Prepared by Management)

Canadian Funds

Forum Uranium Corp.

(An Exploration Stage Company)

Condensed Interim Statements of Financial Position

As at

Canadian Funds

(Unaudited)

Statement 1

	February 29, 2012	November 30, 2011 (Note 14)	December 1, 2010 (Note 14)
Assets			
Current			
Cash and cash equivalents	\$ 359,270	\$ 2,223,271	\$ 1,050,949
Short-term investments (Note 5)	2,000,000	988,092	-
Marketable securities (Note 6)	66,339	49,589	354,256
Receivables	86,947	165,753	142,108
Due from joint venture and option partners (Note 8)	134,147	83,863	130,297
Due from related parties (Note 10b)	-	8,800	-
Prepaid expenses and deposits	283,264	280,848	120,723
	<u>2,929,967</u>	<u>3,800,216</u>	<u>1,798,333</u>
Equipment (Note 7)	41,688	45,313	66,264
Exploration and evaluation assets (Note 9)	2,876,446	2,876,446	2,616,446
	<u>\$ 5,848,101</u>	<u>\$ 6,721,975</u>	<u>\$ 4,481,043</u>
LIABILITIES			
Current			
Accounts payable and accrued liabilities	\$ 471,284	\$ 583,180	\$ 131,237
Amounts due to related parties (Note 10a)	2,657	23,791	22,851
Deferred share premium liability	171,387	489,179	-
Due to joint venture and option partners (Note 8)	66,287	66,287	116,344
	<u>711,615</u>	<u>1,162,437</u>	<u>270,432</u>
SHAREHOLDERS' EQUITY			
Capital stock – Statement 5 - (Note 11)	32,378,172	32,378,172	27,058,534
Contributed surplus – Options – Statement 5 (Note 11)	3,703,857	3,687,967	3,350,422
Contributed surplus – Warrants – Statement 5 (Note 11)	1,915,674	1,915,674	1,888,116
Accumulated other comprehensive income – Statement 5	(47,284)	(64,034)	104,966
Deficit - Statement 5	(32,813,933)	(32,358,241)	(28,191,427)
	<u>5,136,486</u>	<u>5,559,538</u>	<u>4,210,611</u>
	<u>\$ 5,848,101</u>	<u>\$ 6,721,975</u>	<u>\$ 4,481,043</u>

Nature of Operations and Going Concern (Note 1)

Commitment (Notes 13)

Approved and authorized by the Board of Directors on May 28, 2012:

“Richard Mazur”
Richard Mazur
Director

“Anthony Balme”
Anthony Balme
Director

The accompanying notes are an integral part of these condensed interim financial statements

Forum Uranium Corp.*(An Exploration Stage Company)***Condensed Interim Statements of Comprehensive Loss****For the three-month period ended,***Canadian Funds**(Unaudited)**Statement 2*

		February, 29, 2012	February 28, 2011
Loss for the period	\$	455,692	\$ 720,002
Unrealized (gain) loss on available for sale securities		(16,750)	9,354
Comprehensive loss for the period	\$	438,942	\$ 729,356

The accompanying notes are an integral part of these condensed interim financial statements

Forum Uranium Corp.*(An Exploration Stage Company)***Condensed Interim Statements of Operations****For the three-month period ended,***Canadian Funds**(Unaudited)*

Statement 3

	February 29, 2012	February 28, 2011 <i>(Note 14)</i>
Expenses		
Amortization	\$ 3,625	\$ 934
Consulting fees	7,590	5,340
Directors fees	12,000	-
Exploration and evaluation <i>(Note 9)</i>	577,083	367,022
Investor relations and shareholder information	19,701	17,238
Management fees	41,250	32,500
Office and administration	37,610	62,220
Professional fees	45,847	50,799
Property investigation	-	11,319
Salaries and wages	22,103	22,003
Share-based compensation <i>(Note 11)</i>	15,890	210,969
Transfer agent and regulatory fees	23,945	12,583
Travel and promotion	6,980	7,831
	<u>813,624</u>	<u>800,758</u>
Other items		
Other income	(317,792)	-
Gain on settlement of debt	-	(39,333)
Interest income	(6,849)	(2,462)
Operator's Management fee	(33,291)	(38,961)
	<u>(357,932)</u>	<u>(80,756)</u>
Loss for the period	<u>\$ 455,692</u>	<u>\$ 720,002</u>
Loss per share		
- Basic and diluted	\$ 0.00	\$ 0.01
Weighted Average Number of Common Shares Outstanding	<u>159,785,471</u>	<u>124,420,321</u>

The accompanying notes are an integral part of these condensed interim financial statements

Forum Uranium Corp.*(An Exploration Stage Company)*

Statement 4

Condensed Interim Statements of Cash Flows

For the three-month period ended,

Canadian Funds

(Unaudited)

Cash Resources Provided By (Used In)	February 29, 2012	February 28, 2011 <i>(Note 14)</i>
Operating Activities		
Loss for the period	\$ (455,692)	\$ (720,002)
Items not affected by cash:		
Amortization	3,625	934
Other income	(317,792)	-
Share-based compensation	15,890	210,969
Shares received in exchange for debt settlement	-	(109,333)
Changes in non-cash working capital items <i>(Note 12)</i> :	(98,124)	386,983
Net cash used in operating activities	<u>(852,093)</u>	<u>(230,449)</u>
Financing Activities		
Proceeds from exercise of warrants	-	466,900
Proceeds from exercise of options	-	56,000
Net cash provided by financing activities	<u>-</u>	<u>522,900</u>
Investing Activities		
Contributions of joint venture and option partners received	-	135,911
Exploration and evaluation acquisition expenditures	-	(20,000)
Short-term investments	(1,011,908)	-
Net cash used by investing activities	<u>(1,011,908)</u>	<u>115,911</u>
Change in cash and cash equivalents	(1,864,001)	408,362
Cash and cash equivalents - beginning of period	<u>2,223,271</u>	<u>1,050,949</u>
Cash and Cash Equivalents - end of period	\$ 359,270	\$ 1,459,311

Supplemental Disclosure of Cash Flow Information *(Note 12)*

The accompanying notes are an integral part of these condensed interim financial statements

Forum Uranium Corp.*(An Exploration Stage Company)*

Statement 5

**Condensed Interim Statements of Changes In Equity
For the three-month period ended February 29, 2012***Canadian Funds**(Unaudited)*

	Share capital (Number of Shares)	Share capital (Amount) \$	Contributed Surplus – Warrants \$	Contributed Surplus – Options \$	Accumulated Other Comprehensive Income \$	Deficit \$	Total \$
November 30, 2010	122,124,471	27,058,534	1,888,116	3,350,422	104,966	(28,191,427)	4,210,611
Warrants exercised	3,317,500	466,900	-	-	-	-	466,900
Stock options exercised	370,000	56,000	-	-	-	-	56,000
Shares issued in exchange for exploration and evaluation assets	750,000	210,000	-	-	-	-	210,000
Share-based compensation	-	-	-	262,113	-	-	262,113
Fair value of options exercised	-	116,199	-	(116,199)	-	-	-
Fair value of warrants exercised	-	119,352	(119,352)	-	-	-	-
Other comprehensive income	-	-	-	-	(9,354)	-	(9,354)
Net loss for the period	-	-	-	-	-	(720,002)	(720,002)
February 28, 2011	126,561,971	28,026,985	1,768,764	3,496,336	95,612	(28,911,429)	4,476,268
Units issued for cash pursuant to private placements	33,223,500	4,983,525	-	-	-	-	4,983,525
Share-based compensation	-	-	-	191,631	-	-	191,631
Share issuance costs	-	(632,338)	146,910	-	-	-	(485,428)
Other comprehensive income	-	-	-	-	(159,646)	-	(159,646)
Net loss for the year	-	-	-	-	-	(3,446,812)	(3,446,812)
November 30, 2011	159,785,471	32,378,172	1,915,674	3,687,967	(64,034)	(32,358,241)	5,559,538
Share-based compensation	-	-	-	15,890	-	-	15,890
Other comprehensive income	-	-	-	-	16,750	-	16,750
Net loss for the period	-	-	-	-	-	(455,692)	(455,692)
February 29, 2012	159,785,471	32,378,172	1,915,674	3,703,857	(47,284)	(32,813,933)	5,136,486

The accompanying notes are an integral part of these condensed interim financial statements

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

1. Nature of Operations and Going Concern

Forum Uranium Corp. (“the Company”) is engaged in the acquisition, exploration and development of uranium and rare earth projects. The head office, registered address, and records office of the Company are located at Suite #910 – 475 Howe Street, Vancouver, British Columbia V6C 2B3.

The Company presently has no proven or probable reserves and on the basis of information to date, it has not yet determined whether its properties contain economically recoverable ore reserves. The Company has not generated any revenues from its operations to date and consequently is considered to be in the exploration stage. The amounts shown as mineral properties and deferred costs represent expenditures incurred to date, less amounts written off, and do not necessarily represent present or future values. The recoverability of the carrying amounts for mineral properties is dependent upon raising financing, the sale or joint venturing of the mineral properties, and/or the attainment of profitable operations.

These condensed interim financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. The Company continues to incur operating losses, has limited financial resources, no source of operating cash flow, and no assurances that sufficient funding, including adequate financing, will be available to conduct further exploration and development of its mineral property projects. The Company’s ability to continue as a going concern is dependent upon its ability to obtain the financing necessary to complete its mineral projects by the issuance of share capital or through joint ventures, and to realize future profitable production or proceeds from the disposition of its mineral interests. These material uncertainties may cast significant doubt about the Company’s ability to continue as a going concern. At February 29, 2012, the Company has working capital of \$2,218,352, incurred losses for the quarter of \$455,692 and has an accumulated deficit of \$32,813,933.

Management plans to continue to secure the necessary financing through a combination of the issue of new equity instruments and entering into joint venture arrangements. However, there is no assurance that the Company will be successful in these actions. These financial statements do not give effect to adjustments to the carrying values and classification of assets and liabilities that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. Basis of Preparation

Statement of compliance

These unaudited condensed interim financial statements, including comparatives have been prepared using accounting policies consistent with International Financial Reporting Standards (“IFRS”) and in accordance with International Accounting Standard (“IAS”) 34 Interim Financial Reporting and IFRS 1 – First-time Adoption of IFRS.

The preparation of these unaudited condensed interim financial statements resulted in changes to the accounting policies as compared with the most recent annual financial statements prepared under Canadian Generally Accepted Accounting Principles (“GAAP”). The accounting policies set out below have been applied consistently to all periods presented in these condensed interim financial statements. They also have been applied in preparing an opening IFRS statement of financial position at December 1, 2010 for the purposes of the transition to IFRS, as required by IFRS 1, First Time Adoption of International Financial Reporting Standards (IFRS 1). The impact of the transition from GAAP to IFRS is explained in Note 14.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

2. Basis of Preparation – continued

Basis of measurement

These unaudited condensed interim financial statements have been prepared under the historical cost convention, except for the revaluation of certain financial assets and financial liabilities to fair value. In addition, these unaudited condensed interim financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Critical accounting estimates

The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the period. Actual results could differ from these estimates.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

- i) The recoverability of receivables that are included in the statements of financial position based on historical collection of receivables.
 - ii) The carrying value and the recoverability of exploration and evaluation assets, which are included in the statements of financial position based on the planned exploration budgets and drill results of exploration programs.
 - iii) The inputs used in accounting for share-based compensation expense included in profit and loss calculated using the Black-Scholes option pricing model.
 - iv) The valuations of shares issued in non-cash transactions using the quoted share price as the fair value based measurement on the date the shares are issued for the transaction.
 - v) The recognition of deferred tax assets based on the change in unrecognized deductible temporary tax differences.
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Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

3. Significant Accounting Policies

a) Exploration and evaluation assets

Exploration and evaluation costs of mineral resource interests are expensed to the statement of operations and acquisition costs are capitalized to the statement of financial position. These acquisition costs will be amortized against revenue from future production or written off if the interest is deemed impaired, abandoned or sold.

The amounts shown for exploration and evaluation assets represent costs incurred to date, less recoveries, and do not necessarily reflect present or future values. The recoverability of amounts shown for mineral interests is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain financing to complete development of the projects as well as future profitable production or proceeds from the disposition thereof.

At the end of each reporting period, the Company's exploration and evaluation assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Ownership in exploration and evaluation assets involves certain inherent risks due to the difficulties of determining and obtaining clear title to the claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many exploration and evaluation assets.

b) Loss per share

Basic loss per share is calculated by dividing the loss attributable to common shareholders by the weighted average number of common shares outstanding in the period. For all periods presented, the loss attributable to common shareholders equals the reported loss attributable to owners of the Company. In calculating the diluted loss per share, the weighted average number of common shares outstanding assumes that the proceeds to be received on the exercise of dilutive share options and warrants are used to repurchase common shares at the average market price during the period. For the periods presented, this calculation proved to be anti-dilutive.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

3. Significant Accounting Policies - *continued*

c) Share-based compensation

The Company grants stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee. The fair value of stock options is measured on the date of grant, using the Black-Scholes option pricing model, and is recognized over the vesting period. A corresponding increase in contributed surplus is recorded when stock options are expensed. When stock options are exercised, capital stock is credited by the sum of the consideration paid and the related portion of stock-based compensation previously recorded in contributed surplus. Consideration paid for the shares on the exercise of stock options is credited to capital stock.

Share based compensation arrangements in which the Company receives goods or services as consideration for its own equity instruments or stock options granted to non-employees are accounted for as equity settled share based payment transactions and measured at the fair value of goods and services received. If the fair value of the goods or services received cannot be estimated reliably, the share based compensation transaction is measured at the fair value of the equity instruments granted at the date the Company receives the goods or services.

d) Equipment

Equipment is recorded at cost less accumulated amortization.

Amortization is recorded on the declining balance at the following annual rates:

Computer equipment	45%
Exploration equipment	30%
Office equipment	20%

e) Cash and cash equivalents

Cash equivalents consist of highly liquid investments that are readily convertible into cash with maturities of three months or less when purchased. Cash raised for exploration activities through the issuance of flow-through shares is restricted and shown on the statement of financial position as cash and cash equivalents.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

3. Significant Accounting Policies - *continued*

f) Income taxes

Income tax on the profit or loss for the periods presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is recorded using the statement of financial position liability method, providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting or taxable loss; and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the reporting date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

g) Flow-through shares

Canadian Income Tax legislation permits an enterprise to issue securities referred to as flow-through shares, whereby the investor can claim the tax deductions arising from the renunciation of the related resource expenditures. A premium liability is recognized for the share price premium paid by investors when acquiring the flow-through shares. The premium liability is reduced and deferred taxes are recognized on the renounced tax deductions as eligible expenditures are incurred.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

3. Significant Accounting Policies – continued

h) Provision for environmental rehabilitation

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of exploration and evaluation assets and equipment, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future rehabilitation cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to the production assets along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value. The rehabilitation asset is depreciated on the same basis as mining assets.

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to mining assets with a corresponding entry to the rehabilitation provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates. Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, are charged to profit and loss for the period.

As at February 29, 2012, November 30, 2011, and December 1, 2010, the Company had no provisions for environmental rehabilitation.

i) Short-term investments

The Company classifies all its investments with maturities greater than three months to one year as short-term investments. All short-term investments have been classified as held-for-trading.

j) Financial instruments

Financial assets

The Company classifies its financial assets into one of the following categories, depending on the purpose for which the asset was acquired. The Company's accounting policy for each category is as follows:

Fair value through profit or loss - This category comprises derivatives, or assets acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of operations.

Loans and receivables - These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

3. Significant Accounting Policies - *continued*

j) Financial instruments - *continued*

Held-to-maturity investments - These assets are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of the investment, including impairment losses, are recognized in the statement of operations.

Available-for-sale - Non-derivative financial assets not included in the above categories are classified as available-for-sale. They are carried at fair value with changes in fair value recognized directly in equity. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment, the amount of the loss is removed from equity and recognized in the statement of comprehensive loss.

All financial assets except for those at fair value through profit or loss are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described above.

Financial liabilities

The Company classifies its financial liabilities into one of two categories, depending on the purpose for which the asset was acquired. The Company's accounting policy for each category is as follows:

Fair value through profit or loss - This category comprises derivatives, or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of operations.

Other financial liabilities: This category includes amounts due to related parties and accounts payables and accrued liabilities, all of which are recognized at amortized cost.

The Company has classified its cash and cash equivalents and short-term investments as fair value through profit and loss and marketable securities as available for sale. The Company's receivables, due from joint venture and option partners and due from related parties are classified as loans and receivables. The Company's accounts payable and accrued liabilities, due to joint venture and option partners and due to related parties are classified as other financial liabilities.

Forum Uranium Corp.

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Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

3. Significant Accounting Policies - *continued*

Fair value measurement disclosure includes classification of financial instrument fair values in a hierarchy comprising three levels reflecting the significance of the inputs used in making the measurements, described as follows:

- Level 1: Valuations based on quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Valuations based on directly or indirectly observable inputs in active markets for similar assets or liabilities, other than Level 1 prices such as quoted interest or currency exchange rates; and
- Level 3: Valuations based on significant inputs that are not derived from observable market data, such as discounted cash flow methodologies based on internal cash flow forecasts.

The fair values of the Company's cash and cash equivalents, short term investments and marketable securities constitutes a level 1 fair value measurement. The fair value of the Company's receivables, due to and from related parties, due to and from joint venture and option partners, and accounts payable and accrued liabilities approximate the carrying value due to their short-term nature.

See Note 5 for relevant disclosures.

New accounting standards not yet adopted

In November 2009, the IASB published IFRS 9, "Financial Instruments," which covers the classification and measurement of financial assets as part of its project to replace IAS 39, "Financial Instruments: Recognition and Measurement." In October 2010, the requirements for classifying and measuring financial liabilities were added to IFRS 9. Under this guidance, entities have the option to recognize financial liabilities at fair value through earnings. If this option is elected, entities would be required to reverse the portion of the fair value change due to own credit risk out of earnings and recognize the change in other comprehensive income. IFRS 9 is effective for the Company on January 1, 2013. Early adoption is permitted and the standard is required to be applied retrospectively. There will be no significant impact to the Company upon implementation of the issued standard.

IFRS 10, "Consolidated Financial Statements", requires an entity to consolidate an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Under existing IFRS, consolidation is required when an entity has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. IFRS 10 replaces SIC-12, "Consolidation - Special Purpose Entities", and parts of IAS 27, "Consolidated and Separate Financial Statements". The standard is effective for annual periods beginning on or after January 1, 2013. Entities early adopting this standard must also adopt the other standards included in the 'suite of five' standards on consolidation, joint arrangements and disclosures: IFRS 11, "Joint Arrangements", IFRS 12, "Disclosure of Interests in Other Entities", IAS 27 (2011), "Separate Financial Statements" and IAS 28 (2011), "Investments in Associates and Joint Ventures".

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

3. Significant Accounting Policies - continued

New accounting standards not yet adopted - continued

IFRS 11, "Joint Arrangements", requires a venturer to classify its interest in a joint arrangement as a joint venture or a joint operation. Joint ventures will be accounted for using the equity method of accounting whereas for a joint operation, the venturer will recognize its share of the assets, liabilities, revenue and expenses of the joint operation. Under existing IFRS, entities have the choice to proportionately consolidate or equity account for interests in joint ventures. IFRS 11 supersedes IAS 31, "Interests in Joint Ventures", and SIC-13, "Jointly Controlled Entities - Non-monetary Contributions by Venturers". The standard is effective for annual periods beginning on or after January 1, 2013. Entities early adopting this standard must also adopt the other standards included in the 'suite of five' standards on consolidation, joint arrangements and disclosures: IFRS 10, "Consolidated Financial Statements", IFRS 12, "Disclosure of Interests in Other Entities", IAS 27 (2011), "Separate Financial Statements" and IAS 28 (2011), "Investments in Associates and Joint Ventures".

IFRS 12, "Disclosure of Interests in Other Entities", establishes disclosure requirements for interests in other entities, such as joint arrangements, associates, special purpose vehicles and off balance sheet vehicles. The standard carries forward existing disclosures and also introduces significant additional disclosure requirements that address the nature of, and risks associated with, an entity's interests in other entities. The standard is effective for annual periods beginning on or after January 1, 2013. Entities early adopting this standard must also adopt the other standards included in the 'suite of five' standards on consolidation, joint arrangements and disclosures: IFRS 10, "Consolidated Financial Statements", IFRS 11, "Joint Arrangements", IAS 27 (2011), "Separate Financial Statements" and IAS 28 (2011), "Investments in Associates and Joint Ventures".

IFRS 13, "Fair Value Measurement", is a comprehensive standard for fair value measurement and disclosure requirements for use across all IFRS standards. The new standard clarifies that fair value is the price that would be received to sell an asset, or paid to transfer a liability in an orderly transaction between market participants, at the measurement date. It also establishes disclosures about fair value measurement. Under existing IFRS, guidance on measuring and disclosing fair value is dispersed among the specific standards requiring fair value measurements and in many cases does not reflect a clear measurement basis or consistent disclosures.

In June 2011, the IASB issued amendments to IAS 1, "Presentation of Financial Statements" to: (a) require companies to group together items within other comprehensive income ("OCI") that may be reclassified to the statement of operations; and (b) require tax associated with items presented before tax to be shown separately for each of the two groups of OCI items (without changing the option to present items of OCI either before tax or net of tax). The amendments also reaffirm existing requirements that items in OCI and income or loss should be presented as either a single statement or two separate statements. The amended standard is effective for annual periods beginning on or after July 1, 2012.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

4. Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its exploration and evaluation assets and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares. Further information relating to liquidity risk is disclosed in Note 5.

In the management of capital, the Company includes the components of shareholders' equity (through private placements) as well as cash and cash equivalents, receivables, marketable securities, and accounts payable balances.

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, enter into joint venture property arrangements, acquire or dispose of assets or adjust the amount of cash and cash equivalents and investments.

In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The annual and updated budgets are approved by the Board of Directors.

5. Management of Financial Risk

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

Interest rate risk

The Company has non-material exposure at February 29, 2012 to interest rate risk through its financial instruments.

Currency Risk

As at February 29, 2012, all of the Company's cash and cash equivalents were held in Canadian dollars, the Company's measurement currency. The Company has no operations in foreign jurisdictions at this time and as such has no currency risk associated with its operations.

Credit risk

The Company has cash and receivable balances. The Company has no significant concentrations of credit risk arising from its operations. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by Canadian financial institutions with which it keeps its bank accounts.

The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with maturities of one year or less from the original date of acquisition, selected based on the expected timing of expenditures for operations.

Accounts and other receivables consist of goods and services tax due from the Federal Government of Canada, amounts due from joint venture and option partners, and funds advanced for exploration. The Company does not anticipate any material exposure with collection or payment of these receivables.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements For the Three-Month Period Ended February 29, 2012

Canadian Funds
(Unaudited)

5. Management of Financial Risk - *continued*

Short-term Investments

As of February 29, 2012, the Company had \$2,000,000 (November 30, 2011 – \$988,092, December 1, 2010 - \$Nil) invested into Guaranteed Investment Certificates (“GICs”) with a Canadian financial institution. These GICs are yielding interest at rates of 1.2% and have original maturity dates of greater than three months but not more than one year.

Liquidity Risk

The Company manages liquidity risk by maintaining sufficient cash and cash equivalent balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short-term obligations. As at February 29, 2012, the Company had a cash balance of \$359,270 (November 30, 2011 - \$2,223,271, December 1, 2010 - \$1,050,949) and short-term investments of \$2,000,000 (November 30, 2011 - \$988,092, December 1, 2010 - \$Nil) to settle current liabilities of \$711,615 (November 30, 2011 - \$1,162,437, December 1, 2010 - \$270,432). Further information relating to liquidity risk is disclosed in Note 1.

Sensitivity analysis

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are "reasonably possible" over a year:

- Cash and cash equivalents and short-term investments, which are at variable interest rates. Sensitivity to a plus or minus 1% change in rates would affect net loss by \$23,593 annually.
 - The Company does not hold any balances in foreign currencies to give rise to exposure to foreign exchange risk.
-

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

6. Marketable Securities

Marketable securities consist of the following holdings:

Company	Shares	Market Value February 29, 2012
Mega Uranium Ltd. (T-MGA)	25,000	\$ 8,625
Standard Exploration Ltd. (V-SDE)	15,000	2,400
U308 Corp. (V-UWE)	3,105	1,863
Minera IRL Ltd. (L : MIRL)	2,380	2,784
Pitchblack Resources Inc. (V-PIT)	266,666	50,667
	312,151	\$ 66,339

Company	Shares	Market Value November 30, 2011
Mega Uranium Ltd. (T-MGA)	25,000	\$ 6,125
Standard Exploration Ltd. (V-SDE)	15,000	2,400
U308 Corp. (V-UWE)	3,105	994
Minera IRL Ltd. (L : MIRL)	2,380	2,737
Pitchblack Resources Inc. (V-PIT)*	266,666	37,333
	312,151	\$ 49,589

Company	Shares	Market Value December 1, 2010
Hathor Exploration (V-HAT)	100,000	\$ 312,000
Mega Uranium Ltd. (T-MGA)	25,000	30,000
Standard Exploration Ltd. (V-SDE)	15,000	6,000
U308 Corp. (V-UWE)	3,105	3,043
Minera IRL Ltd. (L:MIRL)	2,380	3,213
	145,485	\$ 354,256

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

6. Marketable Securities – continued

The shares owned by the Company represent minor ownership in all of the public companies in the above schedule.

During the year ended November 30, 2011, the Company sold 100,000 shares of Hathor for net proceeds of \$449,005 and recognized an overall gain on the sale of marketable securities of \$269,240.

* During the year ended November 30, 2011, the Company received 266,666 shares in Pitchblack Resources Inc. in exchange for a debt settlement of \$70,000. The Company recognized a gain on the settlement of the debt related to the fair value of the shares received in the amount of \$39,333. The Company also recognized an impairment loss of \$72,000 on these shares due to decline in share price.

7. Equipment

Net carrying costs at February 29, 2012, November 30, 2011 and December 1, 2010 are as follows:

	Computers	Office Equipment	Exploration Equipment	Total
Cost				
Balance as at December 1, 2010	\$ 44,279	\$ 5,315	\$ 220,916	\$ 270,510
Balance as November 30, 2011	44,279	5,315	220,916	270,510
Balance as at February 29, 2012	\$ 44,279	\$ 5,315	\$ 220,916	\$ 270,510
Accumulated amortization				
Balance as at December 1, 2010	\$ 37,236	\$ 2,488	\$ 164,522	\$ 204,246
Additions (Amortization)	3,169	565	17,217	20,951
Balance as at November 30, 2011	40,405	3,053	181,739	225,197
Additions (Amortization)	499	113	3,013	3,625
Balance as at February 29, 2012	\$ 40,904	\$ 3,166	\$ 184,752	\$ 228,822
Net book value				
At December 1, 2010	\$ 7,043	\$ 2,827	\$ 56,394	\$ 66,264
At November 30, 2011	\$ 3,874	\$ 2,262	\$ 39,177	\$ 45,313
At February 29, 2012	\$ 3,375	\$ 2,149	\$ 36,164	\$ 41,688

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

8. Due to (from) Joint Venture and Option Partners

	February 29, 2012		November 30, 2011		December 1, 2010
Due from joint venture and option partners					
Hathor Exploration Ltd. – Haultain River	\$ 3,316	\$	3,316	\$	60,227
Tanqueray Resources Ltd – North Thelon	-		-		70,000
Mega Uranium Ltd.	80,547		80,547		-
Virginia Energy Resources Inc. – Karpinka	50,284		-		70
	\$ 134,147	\$	83,863	\$	130,297
Joint venture exploration advances payable					
Hathor Exploration Ltd.	-	\$	-	\$	50,000
NVI Mining Ltd. – Costigan Lake	66,287		66,287		66,344
	\$ 66,287	\$	66,287	\$	116,344

9. Exploration and Evaluation Assets

The Company has investigated ownership of its mineral interests as at February 29, 2012 and, to the best of its knowledge, ownership of its interests is in good standing.

	Balance – December 1, 2010	Acquisition Costs – Cash	Acquisition Costs - Shares	Balance – November 30, 2011	Balance – February 29, 2012
North Thelon, (Nunavut)	\$ 921,171	\$ -	\$ -	\$ 921,171	\$ 921,171
Tanqueray, (Nunavut)	33,268	20,000	210,000	263,268	263,268
Agnico, (Nunavut)	807	-	-	807	807
Henday Lake, (Sask.)	1,476,300	-	-	1,476,300	1,476,300
Key Lake Road, (Sask.)	44,516	-	-	44,516	44,516
Highrock Lake, (Sask.)	47,104	-	-	47,104	47,104
NW Athabasca, (Sask.)	-	30,000	-	30,000	30,000
Maurice Point, (Sask.)	18,155	-	-	18,155	18,155
NTI, (Nunavut)	75,125	-	-	75,125	75,125
Totals	\$ 2,616,446	\$ 50,000	\$ 210,000	\$ 2,876,446	\$ 2,876,446

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

9. Exploration and Evaluation Assets— continued

	November 30, 2011 Total \$	Acquisition Cost \$	Exploration \$	JV Partner Recovery \$	Write- Down \$	February 29, 2012 Total \$
North Thelon	4,504,479	-	59,664	-	-	4,564,143
Tanqueray Option	1,721,306	-	-	-	-	1,721,306
Agnico Eagle Option	1,304,415	-	25,343	-	-	1,329,758
Henday Lake	2,678,277	-	2,182	(675)	-	2,679,784
Key Lake Road	3,107,278	-	24,040	-	-	3,131,318
Highrock Lake	372,989	-	786	-	-	373,775
North West Athabasca	467,611	-	758,063	(376,026)	-	849,648
Maurice Point	1,611,727	-	1,492	-	-	1,613,219
Ukaliq (BL 21)	673,288	-	21,479	-	-	694,767
Karpinka JV	76,414	-	92,517	(46,259)	-	122,672
Kipawa West	91,772	-	17,311	-	-	109,083
Other properties	169,562	-	188	-	(134)	169,616
Total resource properties	16,779,118	-	1,003,065	(422,960)	(134)	17,359,089

	November 30, 2010 Total \$	Acquisition Cost \$	Exploration \$	JV Partner Recovery \$	Write- Down \$	November 30, 2011 Total \$
North Thelon	2,925,166	79,510	1,499,803	-	-	4,504,479
Tanqueray Option	1,488,177	230,000	3,129	-	-	1,721,306
Agnico Eagle Option	637,061	-	667,354	-	-	1,304,415
Henday Lake	2,723,829	-	1,105,650	(1,151,202)	-	2,678,277
Key Lake Road	5,005,953	-	172,844	-	(2,071,519)	3,107,278
Highrock Lake	394,051	-	(21,062)	-	-	372,989
North West Athabasca	-	30,000	843,565	(405,954)	-	467,611
Maurice Point	1,446,201	-	26,331	139,195	-	1,611,727
Costigan Lake JV	320,681	-	118	(44)	(320,755)	-
Orchid Lake	113,050	-	-	-	(113,050)	-
Ukaliq (BL 21)	295,542	-	544,535	-	(166,789)	673,288
Karpinka JV	62,026	-	19,547	(5,159)	-	76,414
Kipawa West	-	-	91,772	-	-	91,772
Other properties	162,670	-	7,540	-	(648)	169,562
Total resource properties	15,574,407	339,510	4,961,126	(1,423,164)	(2,672,761)	16,779,118

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

9. Exploration and Evaluation Assets— *continued*

a) North Thelon

On July 8, 2008, the Company entered into an agreement with Northern Superior Resources Inc. whereby it acquired a 100% interest in the exploration and evaluation assets by issuing 2,700,000 shares at \$0.34 per share, granting Northern a 5% net profits royalty and assuming certain other obligations.

b) Tanqueray Option

On October 20, 2010, the Company entered into an agreement with Tanqueray Resources Ltd (“Tanqueray”), whereby Tanqueray sold to the Company a 100% interest in certain mineral claims selected as having uranium exploration potential in the Baker Lake Project located in Nunavut for the following considerations:

- The Company made a \$20,000 cash payment to Tanqueray;
- The Company issued 750,000 common shares, valued at \$210,000, of Forum to Tanqueray;
- The Company forgave Tanqueray’s indebtedness to Forum of \$52,658;
- The Company acquired Tanqueray’s camp to conduct its exploration activities, and;
- The Company will offer Tanqueray the right and option to acquire a 50% interest in any exploration program on the acquired claims for the purpose of assessing gold as a primary deposit. Tanqueray must elect to exercise their option by paying 50% of the cost of the proposed exploration program and a joint venture will be formed with the Company as Operator.

c) Agnico Eagle Option

On February 29, 2008 and amended June 1, 2010, the Company entered into an option agreement with Agnico-Eagle Mines Limited (“Agnico”) whereby the company can earn a 51% interest in certain mineral claims around the Thelon Basin in the Nunavut Territory for incurring and funding in the aggregate of \$3,000,000 in exploration expenditures by December 31, 2012.

d) Henday Lake

The Company signed an agreement on May 16, 2007 with Uranium Holdings Corporation (UHC”) to acquire of all of the rights, title and interest in and to a exploration and evaluation assets in Northern Saskatchewan known as the Henday Lake Property. As consideration, the Company issued 3,515,000 common shares of the Company valued at \$0.42 and spent \$500,000 (incurred) of exploration expenditures on the Property. UHC retains a 2% net smelter royalty on the Property (the “NSR”). The Company has the right to purchase 1% of the NSR for US\$800,000 or CDN\$1,000,000. The Company entered into an Option Agreement on its 100% owned Henday Lake project in the Athabasca Basin, Northern Saskatchewan with Hathor Exploration Limited (“Hathor”) on February 27, 2009 whereby Hathor can earn up to 70% of the project. Hathor has incurred the required \$3,500,000 in exploration expenditures under the terms of the agreement and earned their 60% interest in the property.

e) Key Lake Road

The Company acquired through permits and claim staking, a 100% interest in exploration permits during 2004, 2005, and 2007 covering the Key Lake Road Project in Northern Saskatchewan. During the year-ended November 30, 2011, the Company wrote off \$2,071,519 due to the disposal of certain mineral claims.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements For the Three-Month Period Ended February 29, 2012

Canadian Funds
(Unaudited)

9. Exploration and Evaluation Assets— *continued*

f) Highrock Lake

On July 24, 2008, the Company purchased from Seagrove Capital Corporation (“Seagrove”) a 100% interest in the Highrock Lake Claim located in northern Saskatchewan by issuing 100,000 common shares valued at \$0.33 per share (issued) and a cash deficiency payment to Saskatchewan Industry and Resources totalling \$37,404 (paid). Seagrove retains a 1% NSR and Forum has the option to buy-back 0.5% of the NSR for \$1 million.

g) Maurice Point

By agreements dated September 30, 2007 and January 13, 2009, the Company entered into an agreement with Mega Uranium Ltd. (“Mega”) which allows Mega to earn up to a 70% interest in the Maurice Point uranium project located in the Athabasca Basin in Saskatchewan. On March 31, 2011, Mega, after completing all the terms of the agreement until 2010, elected to terminate the agreement. As a consequence, the Company retains a 100% interest in the project.

h) Costigan Lake

On February 15, 2006, the Company purchased a 65% interest in the Costigan Lake Uranium Property located in Saskatchewan for a cash payment of \$22,975. The Company acts as the operator. NVI Mining Ltd., a wholly-owned subsidiary of Breakwater Resources Ltd, holds the other 35% interest in the property. The property is subject to a 10% Net Profits Interest royalty. The Company wrote off this property during the year ended November 30, 2011.

i) Orchid Lake

The Company has a 100% interest in one mineral claim staked during 2005, located southwest of the Key Lake Mine/Mill complex in Saskatchewan. The Company wrote off this property during the year ended November 30, 2011.

j) Ukaliq (formerly BL-21)- Nunavut

The Company entered into agreements with Nunavut Tunngavik Incorporated (“NTI”) on December 2, 2008, March 4, 2009 and June 13, 2010 which details the Company’s right to earn a 100% interest in all uranium and other minerals located on certain Inuit Owned Lands. The terms of the agreement are as follows:

- i. Forum will pay \$0.50 per hectare as an annual rental fee for the first year, complete an initial exploration program of compilation of historical data, geological mapping and an airborne geophysical survey to a minimum of \$4.00 per hectare in the first year (completed) and issue 1 million shares of the Company within six months (issued).

Forum Uranium Corp.

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Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

9. Exploration and Evaluation Assets— continued

- ii. Forum will pay annual rental fees and minimum annual exploration work requirements during the term of this agreement as follows:

Year	Annual Fees – 27,344 hectares (\$/hectare/year)	Due Date	Minimum Annual Exploration Work Requirements (\$/ha/year)
1	\$0.50 (paid)	Signing of agreement	\$4.00 (completed)
2	\$2.00 (paid)	1 st anniversary	\$4.00 (completed)
3-5	\$2.25 (paid Year 3)	2 nd to 4 th anniversary	\$10.00 (Year 3 completed)
6-10	\$3.00	5 th to 9 th anniversary	\$20.00
11-15	\$4.00	10 th to 14 th anniversary	\$30.00
16-20	\$4.00	15 th to 19 th anniversary	\$40.00

- iii. Forum will conduct additional exploration of prospecting, mapping ground geophysics and 2,500 metres of diamond drilling within 5 years. Forum will charge a 10% Operators Fee to the project account (5% on contracts over \$100,000).
- iv. Upon completion of a National Instrument 43-101 measured resource of 10 million pounds U3O8 or 100 million pounds U3O8, Forum will pay a \$1 million and \$5 million cash bonus respectively. Upon completion of a National Instrument 43-101 measured resource of 0.5 million ounces of gold or 5 million ounces of gold, Forum will pay a \$1 million and \$5 million cash bonus respectively. Within 30 days of production, Forum will pay a \$1 million cash bonus. Advance royalty payments of \$50,000 annually will be payable upon meeting these milestones.
- v. Forum shall grant a 2% Net Smelter Return (NSR) Royalty to NTI on Forum's 100%-owned Tarzan and Nutaaq properties (both part of North Thelon, Note 8a). Forum has the right to purchase 1% of this NSR Royalty from each of these properties for \$1 million each.
- vi. NTI will receive a 12% Net profits Royalty, limited to 75% of gross revenues. The value of any uranium component of the gross revenues shall be 130% of the actual value of uranium.
- vii. Upon completion of a Feasibility Study that recommends production, NTI will have the election to either form a joint venture and hold a 20% participating interest or, be granted a 7.5% Net Profits Royalty that will be calculated in the same manner as the 12 % Net Profits Royalty with the exception that gross revenues shall include the actual value received from any uranium component.

During the year-ended November 30, 2011, the Company wrote off \$166,789 due to the disposal of certain mineral claims.

Forum Uranium Corp.

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Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

9. Exploration and Evaluation Assets— continued

k) Karpinka Joint Venture

The Company entered into a 50/50 Joint Venture Agreement with Virginia Energy Resources Inc. on May 1, 2009 for land near the Key Lake mine-site in the area of Forum's Key Lake Road project. The Company is the operator of this joint venture. The initial partner contribution of \$20,872 represents the cost of staking and recording fees. The agreement has standard double dilution provisions for non-contributing parties and if any parties interest falls below 20%, their interest will automatically convert to 2% Net Smelter Return with 1% purchase-able at any time before commercial production commences for \$1 million.

l) North West Athabasca

On March 7, 2011, the Company entered into an option agreement with Cameco Corporation ("Cameco") whereby the Company and Mega Uranium Ltd. ("Mega") may jointly earn a 60% interest in the North West Athabasca project located in the Western Athabasca Basin in Saskatchewan. Cameco currently owns an 87.5% participating interest and Areva a 12.5% participating interest in the project.

The Company and Mega may jointly earn a 60% interest in the property by committing to the following:

March 7, 2011	\$60,000 upon signing of the agreement (paid)	-
March 7, 2012	Option payment - \$80,000 (paid subsequent)	-
March 7, 2013	Option payment - \$110,000	Incur \$250,000 in exploration
June 7, 2013 (15 months from date of agreement)	-	Incur \$750,000 in exploration
On or before the 4 th anniversary	-	Incur \$3,000,000 in exploration

m) Kipawa West

On July 11, 2011, the Company entered into an option agreement with Aurizon Mines to earn up to a 65% interest in Aurizon's Rare Earth property in south-western Quebec, located 95 km northeast of North Bay, Ontario. The Company can earn a 50% interest by completing the following:

July 11, 2012	Incur \$200,000 in exploration
July 11, 2013	Incur \$150,000 (including a minimum 1,000 metres of drilling)

The Company has the option to earn a further 15% interest, totalling a 65% interest in the project by establishing a NI 43-101 resource estimate on the property within four years of the agreement date. The Company will be the operator during the earn-in period. Upon completion of its earn-in, the Company and Aurizon will form a joint venture with the Company as operator.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

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Canadian Funds

(Unaudited)

10. Related Party Transactions

- a) At February 29, 2012, the Company owed \$2,657 (November 30, 2011 - \$23,791) to companies with directors and officers in common. These are non-interest bearing and are paid under the same terms as normal accounts payable.
- b) At February 29, 2012, White Label Corporate Services Inc, a management services company with officers in common, has been advanced \$44,000 (November 30, 2011 - \$44,000, December 1, 2010 -\$Nil) relating to a security deposit for services. This amount is recorded in prepaid expenses. A company with directors in common also owed the Company \$8,800 for services paid on their behalf. These related party transactions were in the normal course of operations and are non-interest bearing and are paid under the same terms as normal accounts payable. (Note 13)
- c) The following related party transactions were in the normal course of operations:

	February 29, 2012	February 28, 2011
White Label Corporate Services Inc. – Officers in common – administrative services	\$ 59,250	\$ 66,000
Mirador Management – Officer in common - management services	41,250	37,500
Ken Wheatley – Officer in common - geological and management services	41,250	37,500
McMillan LLP- Director in common - legal services	398	1,306
Total	\$ 142,148	\$ 142,306

Compensation of key management personnel

	February 29, 2012	February 28, 2011
Management fees, directors and audit committee fees	\$ 12,000	\$ Nil
Share-based compensation	\$ Nil	\$ Nil
	\$ 12,000	\$ Nil

11. Capital Stock and Contributed Surplus

Authorized share capital: Unlimited Common shares without par value

Share issuances:

- a) During year ended November 30, 2011, the Company had 3,317,500 warrants exercised for total proceeds of \$466,900. In addition, 4,799,000 warrants expired without exercise.
- b) During the year ended November 30, 2011, the Company had 370,000 stock options exercised for total proceeds of \$56,000. In addition, 40,000 stock options were forfeited due to the resignation of an employee.

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Notes to the Condensed Interim Financial Statements

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Canadian Funds

(Unaudited)

11. Capital Stock and Contributed Surplus - *continued*

- c) During the year ended November 30, 2011, the Company issued 750,000 shares pursuant to the amended exploration and evaluation assets agreement with Tanqueray. (Note 9b)
- d) On May 4, 2011, the Company closed a brokered private placement and raised \$5,750,219 through the issuance of 7,667,050 units and 25,556,450 flow-through common shares. The flow-through shares were sold at a price of \$0.18 per share. The units were sold at a price of \$0.15 per unit and are comprised of one common share and one-half of one share purchase warrant of the Company. Each whole warrant entitles the holder to purchase one additional common share at a price of \$0.25 per common share at any time prior to May 4, 2014.

The broker received a cash commission of \$368,041 and 2,085,102 agents' warrants entitling them to acquire up to 2,085,102 common shares at a price of \$0.15 per common share until May 4, 2013. The agent warrants have been valued at \$146,910 using the Black Scholes pricing model using the following assumptions: Expected life of warrant – 2 years, Volatility – 98%, Risk Free Rate – 1.67%, and Dividend Yield of 0.00%. All securities issued pursuant to this financing are subject to a four month hold period expiring September 5, 2011.

Warrants

A summary of the Company's warrants is as follows:

	Number of Warrants	Weighted Average Exercise Price
Balance - November 30, 2009	11,891,225	\$0.29
Granted	210,000	\$0.20
Exercised	(793,650)	\$0.10
Expired	(3,191,075)	\$0.64
Balance – November 30, 2010	8,116,500	\$0.17
Issued	5,918,627	\$0.21
Exercised	(3,317,500)	\$0.14
Expired	(4,799,000)	\$0.20
Balance – November 30, 2011 and February 29, 2012	5,918,627	\$0.21

Of the warrants outstanding at February 29, 2012, the following are stock warrants:

- a) 3,833,525 warrants are exercisable at \$0.25 per share up to May 4, 2014.
- b) 2,085,102 broker warrants are exercisable at \$0.15 per share up to May 4, 2013.

Forum Uranium Corp.

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Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

11. Capital Stock and Contributed Surplus - *continued*

Stock Options

The Company has a stock option plan (the "Plan") to be administered by the Board of Directors, which has the discretion to grant options for up to a maximum of 10% of the issued and outstanding share capital amount. Options granted must be exercised no later than five years from 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 Exchange on the last trading day preceding the grant date. Options vest immediately for directors, officers, employees and consultants except for investor relations, which vest in equal quarterly intervals over a term of 12 months. A summary of the Company's stock option transactions is as follows:

	Number of options	Weighted Average Exercise Price
Balance - November 30, 2009	5,810,000	\$0.14
Granted	3,000,000	\$0.17
Exercised	(843,150)	\$0.10
Expired	(860,000)	\$0.15
Forfeited	(356,850)	\$0.15
Balance - November 30, 2010	6,750,000	\$0.15
Granted	3,900,000	\$0.19
Exercised	(370,000)	\$0.15
Forfeited/Cancelled	(1,850,000)	\$0.23
Balance - November 30, 2011 and February 29, 2012	8,430,000	\$0.16

As February 29, 2012, the following stock options are outstanding:

Number	Price per share	Expiry date	Options exercisable
520,000	\$0.15	March 12, 2012	520,000*
550,000	\$0.15	April 9, 2012	550,000*
430,000	\$0.15	July 20, 2012	430,000
485,000	\$0.15	August 14, 2012	485,000
545,000	\$0.15	March 4, 2013	545,000
50,000	\$0.15	July 8, 2013	50,000
80,000	\$0.15	May 7, 2014	80,000
250,000	\$0.15	October 27, 2014	250,000
500,000	\$0.15	December 3, 2014	500,000
885,000	\$0.20	February 10, 2015	885,000
475,000	\$0.15	June 30, 2015	475,000
885,000	\$0.15	November 4, 2015	885,000
250,000	\$0.15	May 31, 2016	187,500
1,025,000	\$0.15	July 4, 2016	1,025,000
1,500,000	\$0.15	July 29, 2016	1,500,000
8,430,000			8,367,500

* These options expired subsequent to the three-month period ended February 29, 2012.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

11. Capital Stock and Contributed Surplus - *continued*

- a) On February 2, 2011, the Company granted to certain of its directors, officers and consultants incentive stock options to purchase up to an aggregate of 1,025,000 common shares exercisable on or before February 2, 2011 at a price of \$0.30 per share. These options were cancelled during the year ended November 30, 2011.
- b) On May 31, 2011, the Company granted to an investor relations consultant incentive stock options to purchase up to an aggregate of 250,000 common shares exercisable on or before May 31, 2016 at a price of \$0.15 per share. The portion of share-based compensation recorded during the year ended November 30, 2011 and the three-month period ended February 29, 2012, is based on the vesting schedule of the options.
- c) On July 4, 2011, the Company granted to certain of its directors, officers and consultants incentive stock options to purchase up to an aggregate of 1,025,000 common shares exercisable on or before July 4, 2016 at a price of \$0.15 per share.
- d) On July 29, 2011, the Company granted to certain of its directors, officers and consultants incentive stock options to purchase up to an aggregate of 1,600,000 common shares exercisable on or before July 29, 2016 at a price of \$0.15 per share. During the year ended February 29, 2012, 100,000 of these options were cancelled.

During the year-ended November 30, 2011, the total fair value of the stock options granted was \$474,771 and allocated between share-based compensation and exploration and evaluation expense.

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, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options. The estimated fair value of the stock options granted during the year was determined using a Black-Scholes option pricing model with the following assumptions:

	<u>2012</u>	<u>2011</u>
Expected dividend yield	-	0%
Expected stock price volatility	-	121-124%
Risk free rate	-	1.94-2.35%
Expected life of options	-	5 years

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

12. Supplemental Disclosure of Cash Flow Information

Changes in non-cash working capital:	February 29, 2012		February 28, 2011	
(Increase) decrease in:				
Receivables	\$	78,806	\$	(35,487)
Due from related parties		(12,334)		(18,204)
Contributions of joint venture and option partners		(50,284)		-
Prepaid expenses		(2,416)		36,612
Accounts payable and accrued liabilities		(111,896)		404,062
	\$	(98,124)	\$	386,983

Cash and cash equivalents consist of the following:

	February 29, 2012		November 30, 2011		December 1, 2010	
Cash	\$	359,270	\$	711,364	\$	1,050,949
Restricted cash		-		1,511,907		-
	\$	359,270	\$	2,223,271	\$	1,050,949

Supplemental Disclosure of Non-Cash Financing and Investing Activities include:	February 29, 2012		February 28, 2011	
Accounts payable which are included in exploration and evaluation assets expenditures	\$	-	\$	467,279
Amortization included in exploration and evaluation assets	\$	-	\$	4,305
Shares issued pursuant to exploration and evaluation assets agreements	\$	-	\$	210,000
Share-based compensation included in exploration and evaluation assets	\$	-	\$	51,144
Unrealized (gain) loss marketable securities	\$	(16,750)	\$	9,354

13. Commitments

The Company entered into a services agreement with White Label Corporate Services Inc. ("WLM") on November 1, 2010 and has agreed to pay a monthly corporate administration fee of \$19,750 that includes office rent, administration, accounting, corporate secretarial, chief financial officer, executive assistant, IT computer maintenance and other related services. The agreement can be terminated by either party prior to expiration with 60 days written notice. The Company shares two officers in common with WLM.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

14. First Time Adoption of IFRS

The accounting policies in Note 3 have been applied in preparing the condensed interim financial statements for the three-month periods ended February 29, 2012 and 2011, and the condensed financial statements for the year ended November 30, 2011 and the opening IFRS statement of financial position on December 1, 2010, the transition date. In preparing these IFRS financial statements for the period ended February 29, 2012, the Company has adjusted amounts reported previously in financial statements that were prepared in accordance with GAAP. An explanation of how the transition from GAAP to IFRS has affected the Company's financial position, financial performance and cash flows is set out in the following tables. The guidance for the first time adoption of IFRS is set out in IFRS 1. IFRS 1 provides for certain mandatory exceptions and optional exemptions for first time adopters of IFRS.

The Company elected to take the following IFRS 1 optional exemptions:

Share-based payment transactions

IFRS 1 encourages, but does not require, first-time adopters to apply IFRS 2 Share-based Payment to equity instruments that were granted subsequent to November 7, 2002 and vested before the date of transition to IFRS. As all options had fully vested, the Company has elected not to apply IFRS 2 to awards that vested prior to December 1, 2010.

Business Combinations

IFRS 1 indicates that a first-time adopter may elect not to apply IFRS 3 Business Combinations retrospectively to business combinations that occurred before the date of transition to IFRS. The Company has taken advantage of this election and has applied IFRS 3 to business combinations that occurred on or after December 1, 2010.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

14. First Time Adoption of IFRS - continued

The reconciliation between GAAP and IFRS consolidated statement of financial position as at December 1, 2010 (date of transition to IFRS) is provided below:

	December 1, 2010			
	Note	GAAP	Effect of transition to IFRS	IFRS
Assets				
Current				
Cash		1,050,949	-	1,050,949
Receivables		142,108	-	142,108
Marketable securities		354,256	-	354,256
Due from joint venture option partner		130,297	-	130,297
Prepays and deposits		120,723	-	120,723
		1,798,333	-	1,798,333
Exploration and evaluation assets	(a)	15,574,407	(12,957,961)	2,616,446
Equipment		66,264	-	66,264
Total assets		17,439,004	(12,957,961)	4,481,043
Liabilities				
Current				
Accounts payable and accrued liabilities		131,237	-	131,237
Due to related parties		22,851	-	22,851
Joint venture exploration advances payable		116,344	-	116,344
		270,432	-	270,432
Shareholders' equity				
Share capital		27,058,534	-	27,058,534
Contributed surplus		5,238,538	-	5,238,538
Other comprehensive income		104,966	-	104,966
Deficit		(15,233,466)	(12,957,961)	(28,191,427)
		17,168,572	(12,957,961)	4,210,611
Total shareholders' equity and liabilities		17,439,004	(12,957,961)	4,481,043

- a) During the three-month period ended February 29, 2012, the Company elected to change their exploration and evaluation asset policy of capitalizing all expenditures related to exploration properties to the statement of financial position to expensing exploration costs to the statement of operations. The Company will continue to capitalize all acquisition costs associated with the exploration asset.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

14. First Time Adoption of IFRS - continued

The reconciliation between GAAP and IFRS consolidated statement of financial position as at November 30, 2011 is provided below:

		November 30, 2011		
	Note	GAAP	Effect of transition to IFRS	IFRS
Assets				
Current				
Cash		2,223,271	-	2,223,271
Short-term investments		988,092	-	988,092
Receivables		165,753	-	165,753
Marketable securities		49,589	-	49,589
Due from related party		8,800	-	8,800
Due from joint venture option partner		83,863	-	83,863
Prepays and deposits		280,848	-	280,848
		<u>3,800,216</u>	-	<u>3,800,216</u>
Exploration and evaluation assets	(a)	16,779,118	(13,902,672)	2,876,446
Equipment		<u>45,313</u>	-	<u>45,313</u>
Total assets		<u>20,624,647</u>	<u>(13,902,672)</u>	<u>6,721,975</u>
Liabilities				
Current				
Accounts payable and accrued liabilities		583,180	-	583,180
Due to related parties		23,791	-	23,791
Deferred share premium liability		-	489,179	489,179
Due to joint venture and option partners		66,287	-	66,287
		<u>673,258</u>	<u>489,179</u>	<u>1,162,437</u>
Shareholders' equity				
Share capital	(b)	32,527,803	(149,631)	32,378,172
Contributed surplus	(b)	6,095,716	(492,075)	5,603,641
Other comprehensive income		(64,034)	-	(64,034)
Deficit	(a & b)	<u>(18,608,096)</u>	<u>(13,750,145)</u>	<u>(32,358,241)</u>
Total shareholders' equity and liabilities		<u>20,624,647</u>	<u>(13,902,672)</u>	<u>6,721,975</u>

- a) During the three-month period ended February 29, 2012, the Company elected to change their exploration and evaluation asset policy of capitalizing all expenditures related to exploration properties to the statement of financial position to expensing exploration costs to the statement of operations. The Company will continue to capitalize all acquisition costs associated with the exploration asset.

Forum Uranium Corp.

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Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

14. First Time Adoption of IFRS - continued

- b) Canadian GAAP – Flow-through shares were recorded at their face value, net of related issuance costs. On the date the tax credits were renounced, a future tax liability was recognized as a cost of issuing the shares. IFRS – Flow-through shares are recognized based on the quoted price of the existing shares on the date of the issue. The difference, if any, between the amounts recognized in common shares and the amount the investor pays for the shares is recognized as a premium which is reversed into earnings as eligible expenditures are incurred. The deferred tax impact is recorded as eligible expenditures are incurred, provided the Company has the intention to renounce the related tax benefits.

The Company also re-classed \$492,075 to share capital related to the fair value of warrants granted during the prior year. Under Canadian GAAP the Company used the Black-Scholes method to calculate the fair value and under IFRS the residual value method is used resulting in a nominal value being assigned to the warrants.

The reconciliation between GAAP and IFRS total comprehensive income for the three-months ended February 28, 2011 is provided below.

		Three-Months ended February 28, 2011		
	Note	GAAP	Effect of transition to IFRS	IFRS
Expenses				
Amortization		934	-	934
Consulting fees		5,340	-	5,340
Exploration expenditures	(a)	-	367,022	367,022
Investor and shareholder relations		17,238	-	17,238
Management fees		32,500	-	32,500
Office and administration		62,220	-	62,220
Professional fees		50,799	-	50,799
Property investigations		11,319	-	11,319
Salaries and wages		22,003	-	22,003
Share-based compensation		210,969	-	210,969
Transfer agent and filing fees		12,583	-	12,583
Travel and promotion		7,831	-	7,831
		433,736	367,022	800,758
Other Item				
Gain on debt settlement of marketable securities		(39,333)	-	(39,333)
Interest income		(2,462)	-	(2,462)
Management fee recoveries		(38,961)	-	(38,961)
Loss and comprehensive loss for the year		352,980	367,022	720,002

- a) During the three-month period ended February 29, 2012, the Company elected to change their exploration and evaluation asset policy of capitalizing all expenditures related to exploration properties to the statement of financial position to expensing exploration costs to the statement of operations. The Company will continue to capitalize all acquisition costs associated with the exploration asset.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

14. First Time Adoption of IFRS - continued

The reconciliation between GAAP and IFRS total comprehensive income for the year ended November 30, 2011 is provided below.

		Year Ended November 30, 2011		
	Note	GAAP	Effect of transition to IFRS	IFRS
Expenses				
Amortization		3,735	-	3,735
Consulting fees		26,390	-	26,390
Directors fees		27,931	-	27,931
Exploration expenditures	(a)	-	944,710	944,710
Investor and shareholder relations		107,474	-	107,474
Management fees		141,250	-	141,250
Office and administration		229,905	-	229,905
Professional fees		225,554	-	225,554
Property investigations		45,803	-	45,803
Salaries and wages		77,713	-	77,713
Stock-based compensation		338,791	-	338,791
Transfer agent and filing fees		33,469	-	33,469
Travel and promotion		27,781	-	27,781
		1,285,796	944,710	2,230,506
Other Item				
Interest income		(31,757)	-	(31,757)
Exploration and evaluation asset write-downs		2,672,761	-	2,672,761
Loss on sale of exploration equipment		5,435	-	5,435
Gain on debt settlement of marketable securities		(39,333)	-	(39,333)
Gain on sale of marketable securities		(269,240)	-	(269,240)
Insurance proceeds received on Heday fire		(73,296)	-	(73,296)
Management fee recoveries		(122,748)	-	(122,748)
Permanent write-down on marketable securities		72,000	-	72,000
Other income		-	(277,515)	(277,515)
Loss before income taxes		3,499,618	(277,515)	4,166,813
Future income tax recovery	(b)	(124,988)	124,988	-
Loss and comprehensive loss for the year		3,374,630	792,183	4,166,813

- (a) During the three-month period ended February 29, 2012, the Company elected to change their exploration and evaluation asset policy of capitalizing all expenditures related to exploration properties to the statement of financial position to expensing exploration costs to the statement of operations. The Company will continue to capitalize all acquisition costs associated with the exploration asset.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to the Condensed Interim Financial Statements

For the Three-Month Period Ended February 29, 2012

Canadian Funds

(Unaudited)

14. First Time Adoption of IFRS - *continued*

- (b) Canadian GAAP – Flow-through shares were recorded at their face value, net of related issuance costs. On the date the tax credits were renounced, a future tax liability was recognized as a cost of issuing the shares.

IFRS – Flow-through shares are recognized based on the quoted price of the existing shares on the date of the issue. The difference, if any, between the amounts recognized in common shares and the amount the investor pays for the shares is recognized as a premium which is reversed into earnings as eligible expenditures are incurred. The deferred tax impact is recorded as eligible expenditures are incurred, provided the Company has the intention to renounce the related tax benefits.

There are no significant differences between IFRS and Canadian GAAP in connection with the Company's statements of cash flows for the period ended February 28, 2011 or the year ended November 30, 2011.



**MANAGEMENT DISCUSSION AND
ANALYSIS**

**For the Three-Month Period Ended
February 29, 2012**

As at May 28, 2012

Introduction

The following interim management's discussion and analysis (MD&A) of the Company has been prepared as of May 28, 2012. This MD&A should be read in conjunction with the unaudited condensed interim financial statements of Forum Uranium Corp. and the notes thereto for the three-month period ended February 29, 2012, which have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") and in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting as issued by the International Standards Board. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

Management is responsible for the preparation and integrity of the financial statements, including the maintenance of appropriate information systems, procedures and internal controls. Management is also responsible for ensuring that information disclosed externally, including the financial statements and Management Discussion and Analysis ("MD&A"), is complete and reliable.

Addition information related to the company is available on SEDAR at www.sedar.com.

Description of Business

Forum Uranium Corp. (the "Company") was incorporated under the provisions of the Company Act (British Columbia) on June 16, 1987. The Company is listed on the TSX Venture Exchange (the "Exchange") as a Tier 2 mining issuer under the trading symbol - **FDC**. The Company is in the business of acquiring, exploring and developing uranium and rare earth projects. There has been no determination whether these properties contain reserves which are economically recoverable.

The Company's head office is located in Vancouver, British Columbia, Canada. The recoverability of values assigned to these uranium properties is dependent upon the discovery of economically recoverable reserves, the ability to obtain necessary financing to complete development, and future profitable production or proceeds from disposition.

Highlights subsequent to the three-month period ended February 29, 2012

There were no reportable events subsequent to the three-month period ended February 29, 2012.

Results of Operations

Three-month period ended February 29, 2012

The Company's loss for the three-month period ended February 29, 2012 (the "Current Period") was \$455,692 or \$0.00 loss per share as compared with a loss of \$720,002 or \$0.01 per share for the three-month period ended February 28, 2011 (the "Comparative Period"). General and administrative expenses were \$12,866 higher in the Current Period at \$813,624 compared with \$800,758 in the Comparative Period. This increase was mainly due to increases in exploration expenditures (\$577,083 versus \$367,022) due to the Company's change in accounting policy of expensing exploration costs versus capitalizing the costs to the statement of financial position. The statement of loss has been restated to reflect this change in the policy for the Comparative Period and resulted in recognition of exploration expenditures on the statement of operations. The Company also had increases in directors fees (\$12,000 versus \$Nil) due to reinstatement of payments to directors and increases in transfer agent fees (\$12,995 versus \$3,983) due to service fees related to the Company's shareholder mailouts, transfer and agency fees. These increases were partially offset by lower share based compensation costs (\$15,890 versus \$210,969) due to no options granted during the period and only vesting of stock option grants to consultants, decreased property investigation costs (\$Nil versus \$11,319) due to less examinations of potential mineral property acquisitions and decreased office and administration (\$37,610 versus \$62,220) due to general overhead reduction.

The Company also recovered lower operator's management fees (\$33,291 versus \$38,961) due to reduced joint venture exploration activity.

The Company realized interest and other income in the Current Period of \$6,849 compared with \$2,462 in the Comparative Period due to higher cash balances on hand during the period. The Company also recognized deferred flow through share premium income of \$317,792 related to the premium share price paid on flow through shares on the Company's May 2011 private placement.

The gross spending (before joint venture recoveries) for mineral properties was \$1,003,065. Joint venture partner recoveries were \$422,960. The \$1,003,065 in gross resource expenditures on exploration included \$24,040 on Key Lake, \$758,063 on NW Athabasca, \$59,664 on North Thelon, \$25,343 on Agnico, \$92,517 on Karpinka, \$17,311 on Kipawa, and \$21,479 on Ukaliq. The balance of \$4,648 were spent on the Company's remaining mineral properties. The net exploration expenses after recoveries from Joint Venturers was \$580,105.

Summary of Quarterly results (unaudited)

The table below present's selected financial data for the Company's eight most recently completed quarters.

	February 29, 2012 (IFRS)	November 30, 2011 (IFRS)	August 31, 2011 (IFRS)	May 31, 2011 (IFRS)	February 28, 2011 (IFRS)	November 30, 2010 (GAAP)	August 31, 2010 (GAAP)	May 31, 2010 (GAAP)
<i>In thousands \$</i>								
Financial results								
Net loss (income) for period	456	1,071	1,787	534	775	(158)	494	137
Basic and diluted loss per share	0.00	0.02	0.01	0.00	0.00	0.01	0.00	0.00
Exploration expenditures on resource properties	577	945	1,389	459	652	249	369	79
Balance sheet data								
Cash and short term deposits	2,359	3,211	4,833	5,346	1,459	1,051	1,441	1,442
Resource properties	2,876	2,876	2,955	2,955	2,846	15,574	15,325	14,956
Total assets	5,848	6,722	8,569	9,872	5,175	17,439	17,370	17,398
Shareholders' equity	5,136	5,560	7,677	9,113	4,421	17,169	17,184	16,939

Resource Properties

The Company has investigated ownership of its mineral interests as at February 29, 2012 and, to the best of its knowledge, ownership of its interests is in good standing.

PROJECT	INTEREST	COMMODITY	LOCATION	AREA (Hectares)
North Thelon	100%	Uranium	Nunavut	102,634
Tanqueray	100%	Uranium	Nunavut	33,318
Agnico-Eagle Option *	51%	Uranium	Nunavut	21,497
Ukaliq Agreement *	100%	Uranium	Nunavut	36,480
NW Athabasca*	30%	Uranium	Saskatchewan	9,865
Key Lake Road	100%	Uranium	Saskatchewan	72,420
Maurice Point	100%	Uranium	Saskatchewan	33,777
Henday Lake	40%	Uranium	Saskatchewan	7,204
Orchid Lake	100%	Uranium	Saskatchewan	7,229
Costigan Lake JV	65%	Uranium	Saskatchewan	743
Haultain River	100%	Uranium	Saskatchewan	28,274
Highrock Lake	100%	Uranium	Saskatchewan	3,117
Karpinka JV	50%	Uranium	Saskatchewan	8,151
Kipawa West*	65%	Rare Earth	Quebec	6,960

* The Company has to earn their interest in the properties by fulfilling the terms of the option agreements. See individual resource property descriptions for earn in terms.

Resource Properties - continued

Richard Mazur, P.Geo., President & CEO of the Company, is the Qualified Person who prepared this information that forms the basis for the scientific and technical information contained in this MD&A.

North Thelon Project (Includes North Thelon, Agnico-Eagle Option and Ukaliq Exploration Agreement with Nunavut Tunngavik Inc. (“NTI”))

The North Thelon project is a large property (over 100,000 hectares) that surrounds Areva’s Kiggavik deposits (127 million lbs U₃O₈ @ 0.55%) on the north, east and south sides. The only other company actively exploring in the Kiggavik area is Cameco Corp. which has made three important discoveries to the west of the Kiggavik deposits. Areva has submitted a project description and an Environmental Assessment Study to the Nunavut Impact Review Board for the development of a uranium mine with a plan to produce approximately 8 million pounds of uranium per year over a 17 year mine life.

A number of historical and new showings with grades of up to 8.75% U₃O₈ have been discovered by Forum on the North Thelon Project since exploration of the Property commencing in 2006. The program successfully identified further gravity targets (zones of alteration) refined the geology and structural knowledge and collected soil samples for geochemistry from high priority areas on the Property.

A 2,036 metre drill program, gravity surveys and soil sampling were completed in 2011. Several targets were investigated by the drill program which focused on gravity targets along the major structures on strike from Areva’s Kiggavik deposits and Cameco’s new uranium discoveries. Intense alteration and anomalous geochemistry were intersected on three of nine targets drilled- Tarzan, on 100% owned Forum ground, BL-32, located in the middle of the Cameco ground on NTI lands, and Judge on the Agnico-Eagle Option.

Anomalous geochemistry at BL-32 includes 13ppm uranium over 49 metres, 406ppm vanadium over 30 metres and 1186ppm boron over 250 metres, including up to 2.69% boron over 10 metres. Anomalous geochemical results at Tarzan includes 20ppm uranium over 79.5 metres, 326ppm boron over 156 metres and 53ppm lead over 131 metres. Geochemistry at Judge returned uranium values of 20ppm over 12.5 metres, 512ppm boron over 102 metres and 115ppm nickel over 54 metres in JD-01, and 16ppm uranium over 10 metres, 362ppm boron over 161 metres and 115ppm nickel over 54 metres in JD-02.

These geochemical results are highly encouraging indications of a substantial uranium mineralizing system. Forum moved its camp closer to these three targets during this past summer for drilling in 2012.

Nutaaq, a newly discovered rare earth element (REE) showing was prospected in 2010 and 2011, with up to 7.5% total REE being returned from assays. The Nutaaq area hosts a 10 km x 8 km intrusive alkali syenite complex that is enriched in REE. REE concentrations were identified in one area of Nutaaq East.

The North Thelon Project area covers a large area of promising but underexplored ground with numerous drill targets already developed during the extensive 2007 to 2010 field programs. It is Forum’s vision to make discoveries and develop new deposits on its property to add to the existing 127 million pounds of contained uranium in the Kiggavik Deposits. The Uranium Policy adopted by NTI in 2007 was re-affirmed by NTI and the Government of Nunavut is evaluating the consultation process that was undertaken in the Territory in 2011.

Resource Properties - *continued*

Key Lake Road Project

(includes Key Lake Road, Haultain River, Highrock Lake, Orchid Lake, Karpinka JV, and Costigan Lake JV)

During the 2011 winter season, a gravity survey with over 2,000 gravity station readings was conducted on the Romulus target area along the Key Lake Road Shear Zone. Anomalous targets have been identified. A gravity survey on the Karpinka joint venture property with Virginia Energy was completed in the winter of 2012.

The Company was notified by the Province of Saskatchewan that the English River First Nation (“ERFN”) had requested Crown mineral rights under the terms of the Treaty Land Entitlement Agreement with the Province over portions of the Romulus target area. Subsequently, ERFN requested land rights only for reserve creation over a small portion of ground that Forum has mineral rights. Forum and the English River First Nation have until May 2012 to negotiate a land access that is acceptable to Forum in order to conduct its mineral exploration and development activities. In this regard, the Government of Saskatchewan, in consultation with Forum has submitted a land access agreement to ERFN and the Government of Canada for their review.

Henday Property

Rio Tinto plc acquired the 60% interest in the Henday joint venture after its acquisition of Hathor Exploration Ltd. in January 2012. Rio Tinto is the operator of the joint venture and are reviewing the technical data on the project after their acquisition of the asset.

A total of 17 holes for 3,774 metres were drilled on the Mallen Zone (13 holes), the King target (3 holes) and the Jen target (1 hole) during the past 2011 winter drill season. The 2011 drill program has extended the zone of intense alteration and elevated radioactivity over an area of 350 metres by 150 metres in a northwest-southeast direction. The 500m by 600m resistivity anomaly that outlines a large zone of alteration remains to be tested by wide spaced drilling to the west and south, as the alteration remains open in these directions. Anomalous radioactivity was noted in most of the drill holes within the basement lithologies. The results remain encouraging for the presence of uranium mineralization and further drilling is recommended. The unconformity in the Mallen Lake area is shallow at 110m, easily reached by open pit methods. Several drill-holes intersected uranium mineralization in 2010 within basement lithologies (up to 0.16% uranium) and the clean geochemistry suggests that the uranium model is similar to Rio Tinto’s Roughrider zone.

Two other targets were tested as part of the program: the King target and the Jen target. The Jen target lies at the intersection of an east-northeast structure and a major north-east trending fault. Bleaching within the sandstone lithologies from the top of the hole down to the unconformity at 216m, along with localized tectonics and quartz dissolution were encountered, as well as graphite (at 240m) and a sooty pyrite fracture at 252m with elevated radiometrics (652cps on downhole gamma probe). This type of alteration and associated radioactivity is common around unconformity deposits in the Athabasca Basin. Further drilling is recommended on the Jen and other targets for the 2012 drill season. No further drilling is recommended for the King target.

Resource Properties - *continued*

Maurice Point Property

No work was conducted on the Maurice Point project. The property has enough assessment work incurred to keep the claims in good standing for three years. The acquisition by Forum of an option from Cameco on the nearby Maurice Bay deposit enhances the potential of the Maurice Point property. Forum plans a summer prospecting and mapping program on the project in 2012.

NW Athabasca Option

The Company has entered into an option agreement with Cameco Corporation whereby the Company and Mega Uranium Ltd. may jointly earn a 60% interest in the 98 square kilometer North West Athabasca project, including the historical 1.5 million pound Maurice Bay uranium deposit in the Western Athabasca Basin. The Maurice Bay deposit contains a historical resource of 1.5 million pounds uranium grading 0.6% U_3O_8 to a depth of 50 metres (Saskatchewan Industry and Resources, Miscellaneous Report 2003-7). This is an historical estimate and does not conform to NI 43-101 standards and therefore, cannot be relied upon. Limited drilling at Zone 2A, with grades of up to 5.68% over 8.5 metres, demonstrates the potential for further high grade, basement-hosted deposits. Numerous shallow targets for basement and sandstone-hosted unconformity style mineralization are under-explored or untested and are amenable to open pit mining.

Most of the work on the NW Athabasca project was done in the late 70's and early 80's. Historic work concentrated exploration on mineralization with a surface expression. Forum focused exploration on the highly prospective basement-hosted targets like Cameco's Millennium and Rio Tinto's Roughrider deposit. Gravity surveys were completed by Forum and Mega during the winter of 2011 in five high priority areas totalling approximately 2,500 gravity stations. A total of 22 holes for 3,011 metres were completed on 5 targets: Opie, Zone 2A and three gravity targets was completed in the winter of 2012.

Seven out of nine holes drilled on the Opie zone encountered varying grades of uranium mineralization at shallow depths (45 to 100 metres true depth) within a zone of strong red (hematite) hydrothermal alteration (2 to 30m true width) in basement rocks (Figure 1). Interpretation of drill intercepts indicate that the mineralized zone strikes approximately east-west and dips 60° to the south. It remains open to the east, west and down dip and lies within a much larger white (clay) alteration zone which is spatially coincident with the gravity anomaly.

Resource Properties - continued

Table 1: Significant assay results from the Opie Drill holes.

(Assays by ICP-MS at the Saskatchewan Research Council)

<u>Hole Number</u>	<u>From</u> (Metres)	<u>To</u> (Metres)	<u>Width**</u> (Metres)	<u>Grade</u> (% U ₃ O ₈)
NWA-23	53.5	69.4	15.9	0.013%
NWA-24	71.9	79.5	7.6	0.142%
includes	73.3	74.0	0.7	0.458%
NWA-25	96.0	99.0	3.0	0.040%
NWA-26	75.0	81.5	6.5	0.046%
Includes	80.7	81.0	0.3	0.250%

**** Downhole width**

Three other holes- NWA 27, 28 and 29 also intersected mineralization in the Opie zone, but with lower grade intercepts (0.5m @ 0.183% U₃O₈, 0.2m @ 0.047% U₃O₈ and 0.4m @ 0.013% U₃O₈ respectively). Further drilling is required within this gravity anomaly to determine the true extent of the mineralization.

Zone 2A was investigated by two drill holes which returned weak mineralization, and the area north of Zone 2A was covered by eight drill holes which consistently intersected zones of bleaching, hydrothermal hematite and faulting. Further work is required to determine the controls on the high grade mineralization intersected by historical drilling.

Two gravity anomalies, Barney and Maurice Bay South were tested with one hole each that returned positive results with intense bleaching, alteration, extensive fault zones and breccias up to 45m in downhole thickness.

A ground gravity survey that was started in 2011 was continued in 2012. The coverage of the northern two thirds of the project is now complete and fifteen gravity anomalies remain untested by any drilling.

As part of the exploration strategy, the targets are amenable to open pit mining methods since the NW Athabasca project is located at the edge of the Athabasca Basin.

The project is located in the western Athabasca Basin where other significant uranium deposits have been discovered and mined. UEX Corporation is continuing exploration of its Shea Creek deposit with a current indicated resource of 1,872,600 tonnes grading 1.54% U₃O₈ for 63,572,000 pounds uranium and an inferred resource of 1,068,900 tonnes grading 1.041% U₃O₈ for 24,525,000 pounds uranium (Source: UEX Corporation Website). The decommissioned Cluff Lake uranium mine produced 62.5 million pounds of uranium during its mine life (Source: Cameco Website). The Western Athabasca has not seen the same intensity of exploration as the Eastern Athabasca. It is regarded as underexplored with high quality basement and unconformity targets at relatively shallow depths.

Resource Properties - *continued*

Cameco owns an 87.5% participating interest and Areva a 12.5% participating interest in the NW Athabasca project. The Company and Mega may jointly earn a 60% interest in Cameco's interest in the property by committing to \$750,000 in exploration within 15 months of the closing date, and incurring additional optional expenditures of \$250,000 by the second anniversary of the agreement and a further \$3 million on or before the fourth anniversary of the agreement for a total expenditure of \$4 million. In addition, Forum and Mega must make option payments of \$60,000 upon closing (paid), \$80,000 by the first anniversary (paid), \$110,000 by the second anniversary and \$150,000 by the third anniversary for a total of \$400,000 in cash option payments.

The Company and Mega have entered into a 50/50 Joint Venture Agreement to manage the exploration program during the earn-in period with Forum as initial Operator.

Kipawa West

The Company entered into an option agreement for Forum to earn up to a 65% interest in Aurizon Mines Ltd.'s Rare Earth property in southwestern Quebec, located 95 km northeast of North Bay, Ontario. The property adjoins Matamec Exploration's Zeus project in association with the Kipawa Alkaline Complex. Aurizon's prospecting activities along the Kipawa Alkaline Complex have identified areas of rare earth mineralization similar to Matamec's Kipawa deposit.

The property is underlain by part of the Kipawa Alkaline Complex, a sheet of peralkaline syenite and granite and comprises three blocks of claims that have been optioned from Aurizon. The West, Central and East Blocks cover 120 claims for 6,960 hectares.

In its exploration work in 2010 along the south part of the West Block, Aurizon discovered many boulders containing anomalous rare earth elements ranging from 1.34% to 16.77% Total Rare Earth Oxides (TREO). Heavy Rare Earth Oxide (HREO) to TREO ratio ranges from 0.8% to 57% in an area covered by thin glacial till. To the north of this boulder field, a grab sample from an outcrop reported 3.12% TREO and a 34% HREO to TREO ratio. Other areas evaluated by Aurizon have identified rare earth targets for further follow-up. Forum completed a program of prospecting, mapping and soil sampling this September to identify the source of these boulders, followed by a drill program.

Forum's prospecting, rock geochemical and soil geochemical program in September, 2011 confirmed the high heavy rare earths values previously reported on the Property and isolated a target area of 1 km by 1 km for further investigation. The Company is currently conducting mineralogical studies of the prospecting samples and is making applications for permitting of a summer surface exploration and drilling program. Forum can earn a 50% interest by completing \$200,000 in exploration as a firm commitment within 12 months and a further \$150,000 in exploration, including a minimum of 1,000 metres of drilling, within 24 months of the date of the agreement.

The Company has the option to earn a further 15% interest, totaling a 65% interest in the project by establishing an NI 43-101 resource estimate on the property within four years of the agreement date. The Company is Operator during the earn-in period. Jim Allan, P.Eng. is on Forum's Rare Earth Advisory Board and Daniel Beauchamp, P.Geol. is the Qualified Person managing exploration of the project.

Resource Properties - *continued*

Matamec (Source: Company Website) reports an NI 43-101 compliant resource of 15,161,000 indicated tonnes grading 0.434% TREO and 3,843,000 inferred tonnes grading 0.403% TREO at a cut-off of \$72.24 per tonne. The Kipawa deposit is a good source of heavy rare earth oxide through the production of a mixed TREO concentrate grading 1.11% TREO. Matamec reported on a positive Preliminary Economic Assessment in a news release dated January 30, 2012.

Liquidity and Capital Resources

As of February 29, 2012, the Company had \$2.36 million in cash and short-term investments. The Company does not have any cash flow from operations due to the fact that it is an exploration stage company therefore financings have been the sole source of funds.

At February 29, 2012, the Company had working capital of \$2.22 million. In the opinion of management this working capital is sufficient to support the Company's general administrative and corporate operating requirements on an ongoing basis for the next 6 months and should the Company wish to continue fieldwork on its exploration projects, further financing will be required and the Company will likely have to go to the market to achieve this.

Given volatility in equity markets, global uncertainty in economic conditions, cost pressures and results of exploration activities, management constantly reviews expenditures and exploration programs and equity markets such that the company has sufficient liquidity to support its growth strategy.

Liquidity Outlook

The Company's cash position is highly dependent on the ability to raise cash through financings and the expenditures on its exploration programs. Capital expenditures are not expected to have any material impact on liquidity.

Management believes that even with the recent financing in May of 2011, the Company will likely need external financings for the following year in order to fund further exploration. As results of exploration programs are determined and other opportunities become available to the Company, management may complete an external financing as required. The outlook is based on the Company's current financial position and is subject to change if opportunities become available based on current exploration program results and/or external opportunities. At present, the Company's operations do not generate cash inflows and its financial success is dependent on management's ability to discover economically viable mineral deposits. The mineral exploration process can take many years and is subject to factors that are beyond the Company's control.

In order to finance the Company's future exploration programs and to cover administrative and overhead expenses, the Company raises money through equity sales, from the exercise of convertible securities and from optioning its resource properties. Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and calibre of its management. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activities. Management believes it will be able to raise equity capital as required in the long term, but recognizes that there will be risks involved which may be beyond its control.

Going Concern

These financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. Several adverse conditions cast significant doubt on the validity of this assumption. The Company continues to incur operating losses, has limited financial resources, no source of operating cash flow, and no assurances that sufficient funding will be available to conduct further exploration and development of its mineral property projects.

The Company's ability to continue as a going concern is dependent upon its ability to obtain the financing necessary to complete its mineral projects by issuance of share capital and/or through joint ventures, and to realize future profitable production or proceeds from the disposition of its mineral interests. As at February 29, 2012, the Company has an accumulated a deficit of \$32,813,933 and has a working capital of \$2,218,352.

If the going concern assumption was not appropriate for these financial statements, adjustments would be necessary in the carrying values of assets, liabilities, reported income and expenses and the balance sheet classifications used. Such adjustments could be material.

Related Party Transactions

- a) At February 29, 2012, the Company owed \$2,657 (November 30, 2011 - \$23,791) to companies with directors and officers in common. These are non-interest bearing and are paid under the same terms as normal accounts payable.
- b) At February 29, 2012, White Label Corporate Services Inc, a management services company with officers in common, has been advanced \$44,000 (November 30, 2011 - \$44,000, December 1, 2010 - \$Nil) relating to a security deposit for services. This amount has been classified within prepaid expenses. A company with directors in common also owed the Company \$8,800 (November 30, 2011 - \$Nil, December 1, 2012 - \$Nil) for services paid on their behalf. These related party transactions were in the normal course of operations and are non-interest bearing and are paid under the same terms as normal accounts payable. (*See commitments*)

Related Party Transactions – continued

- c) The following related party transactions were in the normal course of operations and are measured at fair value being their exchange amounts:

	February 29, 2012	February 28, 2011
White Label Corporate Services Inc. – Officers in common – administrative services	\$ 59,250	\$ 66,000
Mirador Management – Officer in common - management services	41,250	37,500
Ken Wheatley – Officer in common - geological and management services	41,250	37,500
McMillan LLP- Director in common - legal services	398	1,306
Total	\$ 142,148	\$ 142,306

Compensation of key management personnel

	February 29, 2012	February 28, 2011
Management fees, directors and audit committee fees	\$ 12,000	\$ Nil
Share-based compensation	\$ Nil	\$ Nil
	\$ 12,000	\$ Nil

Commitments

The Company entered into a services agreement with White Label Corporate Services Inc. (“WLM”) on November 1, 2010 and has agreed to pay a monthly corporate administration fee of \$19,750 that includes office rent, administration, accounting, corporate secretarial, chief financial officer, executive assistant, IT computer maintenance and other related services. The agreement can be terminated by either party prior to expiration with 60 days written notice. The Company shares two officers in common with WLM.

Share Capital Information

The table below presents the Company's common share data as of May 28, 2012.

	Price	Expiry date	Number of common shares
Common shares, issued and outstanding			159,785,471
Securities convertible into common shares			
Stock Warrants	\$0.25	May 4, 2014	3,833,525
Broker Warrants	\$0.15	May 4, 2013	2,085,102
Stock Options			
	\$0.15	July 20, 2012	430,000
	\$0.15	August 14, 2012	485,000
	\$0.15	March 4, 2013	545,000
	\$0.15	July 8, 2013	50,000
	\$0.15	May 7, 2014	80,000
	\$0.15	October 27, 2014	250,000
	\$0.15	December 3, 2014	500,000
	\$0.15	February 10, 2015	885,000
	\$0.15	June 30, 2015	475,000
	\$0.15	November 4, 2015	885,000
	\$0.15	May 31, 2016	250,000
	\$0.15	July 4, 2016	1,025,000
	\$0.15	July 29, 2016	1,500,000
			173,064,098

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Changes in Accounting Policies including Initial Adoption of IFRS

The Company adopted IFRS in accordance with IFRS 1, First-time Adoption of International Financial Reporting Standards (“IFRS 1”) for the quarter ended February 29, 2012. The first date at which IFRS was applied was December 1, 2010 (“Transition Date”). IFRS 1 provides for certain mandatory exceptions and optional exemptions for first time adopters of IFRS.

IFRS 1 requires that the same policies are applied for all periods presented in the first IFRS financial statements and that those policies comply with IFRSs in effect as at the end of the first IFRS annual reporting period. Accordingly, the opening IFRS statement of financial position, 2010 comparatives and current period financial statements have been prepared using the same policies. The previously presented 2010 GAAP financial information has been reconciled to the IFRS information as part of the transition note in accordance with the requirements of IFRS 1. Further, the policies applied have been done on a retrospective basis unless alternative treatment is permitted or required by an IFRS 1 election or exception.

Elections upon first time adoption of IFRS

IFRS employs a conceptual framework that is similar to Canadian GAAP. However, significant differences exist in certain matters of recognition, measurement and disclosure. The adoption of IFRS has not changed the Company’s actual cash flows, or resulted in any significant changes to the Company’s reported financial position and results of operations.

The following IFRS 1 mandatory exceptions and optional exemptions apply to the Company.

- ❖ *Share-based payment transactions* - IFRS 1 encourages, but does not require, first-time adopters to apply IFRS 2 Share-based Payment to equity instruments that were granted subsequent to November 7, 2002 and vested before the date of transition to IFRS. As all options had fully vested, the Company has elected not to apply IFRS 2 to awards that vested prior to December 1, 2010.
- ❖ *Business Combinations* - IFRS 1 indicates that a first-time adopter may elect not to apply IFRS 3 Business Combinations retrospectively to business combinations that occurred before the date of transition to IFRS. The Company has taken advantage of this election and has applied IFRS 3 to business combinations that occurred on or after December 1, 2010.

Changes in Accounting Policies including Initial Adoption of IFRS - *continued*

Initial Adoption of IFRS - Significant Areas

- ❖ *Estimates* - In accordance with IFRS 1, an entity's estimates under IFRS at the date of transition must be consistent with estimates made for the same date under previous GAAP, unless there is objective evidence that those estimates were in error. The Company's IFRS estimates for its opening statement of financial position dated December 1, 2010 are consistent with its Canadian GAAP estimates for the same date.
- ❖ *Share Based Payments* – Under IFRS, each tranche of a grant with different vesting dates is considered a separate grant for the calculation of fair value and the resulting fair value is amortized over the vesting period of the respective tranches. Also, forfeiture estimates are recognized in the period they are estimated, and are revised for actual forfeitures in subsequent periods. Under Canadian GAAP, the fair value of share based payments with graded vesting was calculated as one grant and the resulting fair value was recognized on an accelerated (graded) or straight-line basis over the vesting period. Also, forfeitures of awards were recognized as they occurred.
- ❖ *Exploration and Evaluation Assets* - Upon adoption of IFRS, the Company has determined the accounting policy for exploration and evaluation (E&E) assets, which are exploration expenses incurred subsequent to obtaining the right to explore a resource property, are to be expensed rather than the prior Canadian GAAP accounting policy of capitalizing the costs to the statement of financial position. The Company has elected to expense all exploration expenditures, with the exception of acquisition costs, which will continue to be capitalized, to the statement of operations.
- ❖ *Asset Impairment* - Canadian GAAP generally uses a two-step approach to impairment testing: first comparing asset carrying values with undiscounted future cash flows to determine whether impairment exists, and then measuring any impairment by comparing asset carrying values with discounted cash flows. International Accounting Standard 36 (“IAS 36”), “*Impairment of Assets*”, uses a one-step approach for both testing and measurement of impairment, with asset carrying values compared directly to the higher of fair value less costs to sell and value in use (which uses discounted future cash flows). In future periods, this IFRS difference may potentially result in write downs in cases where the carrying value of assets would have previously been supported under Canadian GAAP on an undiscounted cash flow basis, but could not be supported under IFRS on a discounted cash flow basis.
- ❖ *Property, Plant and Equipment* - Under IFRS, Property, Plant and Equipment (“PP&E”) can be measured at fair value or at cost, while under Canadian GAAP, the Company carried PP&E on a cost basis and revaluation was prohibited. The Company has elected to use the cost model under IFRS. Currently, the amounts capitalized as equipment are not significant, and as a result, there has been no significant impact on the Company's financial statements upon the adoption of IFRS.

Changes in Accounting Policies including Initial Adoption of IFRS - *continued*

Initial Adoption of IFRS - Significant Areas - continued

- ❖ *Income Taxes* - Like Canadian GAAP, deferred taxes under IFRS are determined using the liability method for temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the statement of financial position date, and by generally applying tax rates applicable to the Company to such temporary differences. IFRS prohibits recognition where deferred taxes arise from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither accounting nor taxable net earnings. To-date, there has been no impact on the financial statements upon implementation of IAS 12, “*Income Taxes*”.
- ❖ *Flow-through Shares* - Canadian GAAP has specific guidance for the treatment of flow-through shares, which are an equity instrument unique to Canada, and therefore there is no specific equivalent guidance under IFRS. Under the IFRS framework, the Company accounts for flow-through shares whereby the premium paid for the flow-through shares in excess of the market value of the shares without flow-through features at the time of issue is credited to other liabilities and then included in income at the time the qualifying expenditures are made. Further, when a future tax liability arises as a result of flow through funds spent on mineral projects being capitalized, the corresponding entry is to future tax expense under IFRS as opposed to share capital under Canadian GAAP.
- ❖ *Information System, Internal Controls and Reporting Procedures* - Based on management’s assessment of the information system currently used by the Company, all information required to be reported under IFRS has been available with minimal system changes. In addition, the adoption of IFRS has not had a significant impact on internal controls and reporting procedures. The Company does not have any debt covenants, capital requirements, compensation arrangements, or material contracts that have been affected by the conversion to IFRS.
- ❖ *Financial Statement Presentation and Disclosure* - One of the more significant impacts identified to date of adopting IFRS is the expanded presentation and disclosure requirements. Disclosure requirements under IFRS generally contain more breadth and depth than those required under Canadian GAAP and, therefore, have resulted in more extensive note references.

New Standards Not Yet Adopted

In November 2009, the IASB published IFRS 9, “Financial Instruments, “which covers the classification and measurement of financial assets as part of its project to replace IAS 39, “Financial Instruments: Recognition and Measurement.” In October 2010, the requirements for classifying and measuring financial liabilities were added to IFRS 9. Under this guidance, entities have the option to recognize financial liabilities at fair value through earnings. If this option is elected, entities would be required to reverse the portion of the fair value change due to own credit risk out of earnings and recognize the change in other comprehensive income. IFRS 9 is effective for the Company on January 1, 2013. Early adoption is permitted and the standard is required to be applied retrospectively. There will be no significant impact the Company upon implementation of the issued standard.

New Standards Not Yet Adopted - *continued*

IFRS 10, “Consolidated Financial Statements”, requires an entity to consolidate an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Under existing IFRS, consolidation is required when an entity has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. IFRS 10 replaces SIC-12, “Consolidation - Special Purpose Entities”, and parts of IAS 27, “Consolidated and Separate Financial Statements”. The standard is effective for annual periods beginning on or after January 1, 2013. Entities early adopting this standard must also adopt the other standards included in the 'suite of five' standards on consolidation, joint arrangements and disclosures: IFRS 11, “Joint Arrangements”, IFRS 12, “Disclosure of Interests in Other Entities”, IAS 27 (2011), “Separate Financial Statements” and IAS 28 (2011), “Investments in Associates and Joint Ventures”.

IFRS 11, “Joint Arrangements”, requires a venturer to classify its interest in a joint arrangement as a joint venture or a joint operation. Joint ventures will be accounted for using the equity method of accounting whereas for a joint operation, the venturer will recognize its share of the assets, liabilities, revenue and expenses of the joint operation. Under existing IFRS, entities have the choice to proportionately consolidate or equity account for interests in joint ventures. IFRS 11 supersedes IAS 31, “Interests in Joint Ventures”, and SIC-13, “Jointly Controlled Entities - Non-monetary Contributions by Venturers”. The standard is effective for annual periods beginning on or after January 1, 2013. Entities early adopting this standard must also adopt the other standards included in the 'suite of five' standards on consolidation, joint arrangements and disclosures: IFRS 10, “Consolidated Financial Statements”, IFRS 12, “Disclosure of Interests in Other Entities”, IAS 27 (2011), “Separate Financial Statements” and IAS 28 (2011), “Investments in Associates and Joint Ventures”.

IFRS 12, “Disclosure of Interests in Other Entities”, establishes disclosure requirements for interests in other entities, such as joint arrangements, associates, special purpose vehicles and off balance sheet vehicles. The standard carries forward existing disclosures and also introduces significant additional disclosure requirements that address the nature of, and risks associated with, an entity’s interests in other entities. The standard is effective for annual periods beginning on or after January 1, 2013. Entities early adopting this standard must also adopt the other standards included in the 'suite of five' standards on consolidation, joint arrangements and disclosures: IFRS 10, “Consolidated Financial Statements”, IFRS 11, “Joint Arrangements”, IAS 27 (2011), “Separate Financial Statements” and IAS 28 (2011), “Investments in Associates and Joint Ventures”.

IFRS 13, “Fair Value Measurement”, is a comprehensive standard for fair value measurement and disclosure requirements for use across all IFRS standards. The new standard clarifies that fair value is the price that would be received to sell an asset, or paid to transfer a liability in an orderly transaction between market participants, at the measurement date. It also establishes disclosures about fair value measurement. Under existing IFRS, guidance on measuring and disclosing fair value is dispersed among the specific standards requiring fair value measurements and in many cases does not reflect a clear measurement basis or consistent disclosures.

New Standards Not Yet Adopted - *continued*

In June 2011, the IASB issued amendments to IAS 1, “Presentation of Financial Statements” to: (a) require companies to group together items within other comprehensive income (“OCI”) that may be reclassified to the statement of operations; and (b) require tax associated with items presented before tax to be shown separately for each of the two groups of OCI items (without changing the option to present items of OCI either before tax or net of tax). The amendments also reaffirm existing requirements that items in OCI and income or loss should be presented as either a single statement or two separate statements. The amended standard is effective for annual periods beginning on or after July 1, 2012.

Amendments to Other Standards

In addition, there have been amendments to existing standards, including IAS 27, Separate Financial Statements, and IAS 28, Investments in Associates and Joint Ventures. IAS 27 addresses accounting for subsidiaries, jointly controlled entities and associates in non-consolidated financial statements. IAS 28 has been amended to include joint ventures in its scope and to address the changes in IFRS 10, 11, 12 and 13.

Transitional Financial Impact

Control Activities

For all changes to policies and procedures that have been identified, the effectiveness of internal controls over financial reporting and disclosure controls and procedures has been assessed and any changes have been implemented. In addition, controls over the IFRS changeover process have been implemented, as necessary. The Company has identified and implemented the required accounting process changes that resulted from the application of IFRS accounting policies and these changes were not significant. The Company has completed the design, implementation and documentation of internal controls over the accounting process changes resulting from the application of IFRS accounting policies and applied its existing control framework to the IFRS changeover process. All accounting policy changes and transitional financial position impacts were subject to review by senior management and the Audit Committee of the Board of Directors.

Business Activities and Key Performance Measures

The Company has assessed the impact of the IFRS transition project on its key ratios. The transition did not significantly impact its key ratios.

Information Technology and Systems

The IFRS transition project did not have a significant impact on its information systems for the convergence periods. The Company also does not expect significant changes in the post-convergence periods.

Post-Implementation

The post-implementation phase will involve continuous monitoring of changes in IFRS in future periods. The Company has noted that the standard-setting bodies that determine IFRS have significant ongoing projects that could impact the IFRS accounting policies that the Company has selected. In particular, the Company expects that there may be additional new or revised IFRSs or IFRICs in relation to consolidation, joint ventures, financial instruments, hedge accounting, discontinued operations, leases, employee benefits, revenue recognition and stripping costs in the production phase of a surface mine. The Company has also noted that the IASB is currently working on an extractive industries project, which could significantly impact the Company's financial statements primarily in the areas of capitalization of exploration and evaluation costs and disclosures. The Company has processes in place to ensure that the potential changes are monitored and evaluated. The impact of any new IFRSs and IFRIC Interpretations will be evaluated as they are drafted and published.

Financial and Other Instruments

Financial assets

The Company classifies its financial assets into one of the following categories, depending on the purpose for which the asset was acquired. The Company's accounting policy for each category is as follows:

Fair value through profit or loss - This category comprises derivatives, or assets acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the statement of loss.

Loans and receivables - These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.

Held-to-maturity investments - These assets are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Company's management has the positive intention and ability to hold to maturity. These assets are measured at amortized cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings and other relevant indicators, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of the investment, including impairment losses, are recognized in the statement of loss.

Available-for-sale - Non-derivative financial assets not included in the above categories are classified as available-for-sale. They are carried at fair value with changes in fair value recognized directly in equity. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment, the amount of the loss is removed from equity and recognized in the statement of loss.

All financial assets except for those at fair value through profit or loss are subject to review for impairment at least at each reporting date. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described above.

Financial liabilities

The Company classifies its financial liabilities into one of two categories, depending on the purpose for which the liability was incurred. The Company's accounting policy for each category is as follows:

Fair value through profit or loss - This category comprises derivatives, or liabilities acquired or incurred principally for the purpose of selling or repurchasing it in the near term. They are carried in the statement of financial position at fair value with changes in fair value recognized in the income statement.

Financial and Other Instruments - continued

Other financial liabilities: This category includes amounts due to related parties and accounts payables and accrued liabilities, all of which are recognized at amortized cost.

The Company has classified its cash and cash equivalents and short-term investments as fair value through profit and loss and marketable securities as available for sale. The Company's receivables, due from joint venture and option partners and due from related parties are classified as loans and receivables. The Company's accounts payable and accrued liabilities, due to joint venture and option partners and due to related parties are classified as other financial liabilities.

Fair value hierarchy

Fair value measurement disclosure includes classification of financial instrument fair values in a hierarchy comprising three levels reflecting the significance of the inputs used in making the measurements, described as follows:

- Level 1: Valuations based on quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Valuations based on directly or indirectly observable inputs in active markets for similar assets or liabilities, other than Level 1 prices such as quoted interest or currency exchange rates; and
- Level 3: Valuations based on significant inputs that are not derived from observable market data, such as discounted cash flow methodologies based on internal cash flow forecasts.

The fair values of the Company's cash and cash equivalents, short term investments and marketable securities constitutes a level 1 fair value measurement. The fair value of the Company's receivables, due to and from related parties, due to and from joint venture and option partners, and accounts payable and accrued liabilities approximate the carrying value due to their short-term nature.

Management of Financial Risk

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

Interest rate risk

The Company has non-material exposure at February 29, 2012 to interest rate risk through its financial instruments.

Currency Risk

As at February 29, 2012, all of the Company's cash and cash equivalents were held in Canadian dollars, the Company's measurement currency. The Company has no operations in foreign jurisdictions at this time and as such has no currency risk associated with its operations.

Management of Financial Risk - *continued*

Credit risk

The Company has cash and receivable balances. The Company has no significant concentrations of credit risk arising from its operations. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by Canadian financial institutions with which it keeps its bank accounts.

The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with maturities of one year or less from the original date of acquisition, selected based on the expected timing of expenditures for operations.

Accounts and other receivables consist of goods and services tax due from the Federal Government of Canada, amounts due from joint venture and option partners, and funds advanced for exploration. The Company does not anticipate any material exposure with collection or payment of these receivables.

Short-term Investments

As of February 29, 2012, the Company had \$2,000,000 (November 30, 2011 – \$988,092, December 1, 2010 - \$Nil) invested into Guaranteed Investment Certificates ("GICs") with a Canadian Financial Institution. These GICs are yielding interest at rates 1.2% and have original maturity dates of greater than three months but not more than one year.

Liquidity Risk

The Company manages liquidity risk by maintaining sufficient cash and cash equivalent balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short-term obligations. As at February 29, 2012, the Company had a cash balance of \$359,270 (November 30, 2011 - \$2,223,271, December 1, 2010 - \$1,050,949) and short-term investments of \$2,000,000 (November 30, 2011 - \$988,092, December 1, 2010 - \$Nil) to settle current liabilities of \$711,615 (November 30, 2011 - \$1,162,437, December 1, 2010 - \$270,432). Further information relating to liquidity risk is disclosed in Note 1 to the interim condensed financial statements.

Sensitivity analysis

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are "reasonably possible" over a year:

- Cash and cash equivalents include deposits, which are at variable interest rates. Sensitivity to a plus or minus 1% change in rates would affect net loss by \$23,593 annually.
- The Company does not hold any balances in foreign currencies to give rise to exposure to foreign exchange risk.

Critical Accounting Estimates

The preparation of financial statements requires the Company to select from possible alternative accounting principles, and to make estimates and assumptions that determine the reported amounts of assets and liabilities at the balance sheet date and reported costs and expenditures during the reporting period. Estimates and assumptions may be revised as new information is obtained, and are subject to change. The Company's accounting policies and estimates used in the preparation of the Financial Statements are considered appropriate in the circumstances, but are subject to judgments and uncertainties inherent in the financial reporting process. Property acquisition costs and related direct exploration costs may be deferred until the properties are placed into production, sold, abandoned, or written down, where appropriate. The Company's accounting policy is to capitalize exploration costs consistent with Canadian GAAP and applicable guidelines for exploration stage companies.

The policy is consistent with other junior exploration companies which have not established mineral reserves objectively. An alternative policy would be to expense these costs until sufficient work has been done to determine that there is a probability a mineral reserve can be established; or alternatively, to expense such costs until a mineral reserve has been objectively established. Management is of the view that its current policy is appropriate for the Company at this time. Based on annual impairment reviews made by management, or earlier if circumstances warrant, in the event that the long-term expectation is that the net carrying amount of these capitalized exploration costs will not be recovered, then the carrying amount is written down accordingly and the write-down charged to operations. A write-down may be warranted in situations where a property is to be sold or abandoned; or exploration activity ceases on a property due to unsatisfactory results or insufficient available funding.

Risks and Uncertainties

The Company has no history of profitable operations and its present business is at an early stage. As such, the Company is subject to many risks common to such enterprises, including under-capitalization, cash shortages and limitations with respect to personnel, financial and other resources and the lack of revenues. There is no assurance that the Company will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of its early stage of operations.

The Company has no source of operating cash flow and no assurance that additional funding will be available to it for further exploration and development of its projects when required. Although the Company has been successful in the past in obtaining financing through the sale of equity securities or joint ventures, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favorable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and development of its properties. The Company's property interests are located in remote, undeveloped areas and the availability of infrastructure such as surface access, skilled labour, fuel and power at an economic cost, cannot be assured. These are integral requirements for exploration, development and production facilities on mineral properties. Power may need to be generated on site.

Risks and Uncertainties - *continued*

Resource acquisition, exploration, development, and operation is a highly speculative business that involves significant risks, which even a combination of careful evaluation, experience and knowledge may not eliminate. While the discovery of precious metals and other minerals may result in substantial rewards, few properties that are explored are ultimately developed into producing mines. Major expenses may be required to locate and establish economically viable mineral deposits, to develop metallurgical processes and to construct mining and processing facilities at a particular site. It is impossible to ensure that the acquisition, exploration or development programs planned by the Company will result in a profitable commercial mining operation. The potential for any project to eventually become an economically viable operation depends on numerous factors including: the quantity and quality of the minerals discovered if any, the proximity to infrastructure, metal and mineral prices (which vary considerably over time) and government regulations. The exact effect these factors can have on any given exploration property cannot accurately be predicted but the effect can be materially adverse.

The mineral industry is intensely competitive in all its phases. The Company competes with many other mineral exploration companies who have greater financial resources and technical capacity. The market price of precious metals and other minerals is volatile and cannot be controlled.

The Company is very dependent upon the personal efforts and commitment of its existing management. To the extent that management's services would be unavailable for any reason, a disruption to the operations of the Company could result, and other persons would be required to manage and operate the Company.

The Company's directors and officers serve as directors or officers, or may be associated with other reporting companies or have significant shareholdings in other public companies. To the extent that such other companies may participate in business or asset acquisitions, dispositions, or ventures in which the Company may participate, the directors and officers of the Company may have a conflict of interest in negotiating and concluding terms respecting the transaction.

Management's Responsibility for Financial Statements

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the accompanying financial statements.

In contrast to the certificate required under National Instrument 52-109 Certificate of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109, in particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

- i. controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and
- ii. a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP.

The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in this certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Additional Disclosure for Venture Issuers without Significant Revenue

Additional disclosure concerning Alto's general and administrative expenses and mineral property costs is provided in the company's interim condensed statement of loss contained in its interim condensed financial statements for the three-month period ended February 29, 2012. These statements are available on Forum's website at www.forumuranium.com or on its SEDAR Page Site accessed through www.sedar.com.

Dividends

Forum has no earnings or dividend record and is unlikely to pay any dividends in the foreseeable future as it intends to employ available funds for mineral exploration and development. Any future determination to pay dividends will be at the discretion of the Board of Directors of Forum and will depend on Forum's financial condition, results of operations, capital requirements and such other factors as the Board of Directors of Forum deem relevant.

Nature of the Securities

The purchase of the Company's securities involves a high degree of risk and should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks. The Company's securities should not be purchased by persons who cannot afford the possibility of the loss of their entire investment. Furthermore, an investment in the Company's securities should not constitute a major portion of an investor's portfolio.

Proposed Transactions

At the present time, there are no proposed transactions that are required to be disclosed.

Approval

The Board of Directors oversees management's responsibility for financial reporting and internal control systems through an Audit Committee. This Committee meets periodically with management and annually with the independent auditors to review the scope and results of the annual audit and to review the financial statements and related financial reporting and internal control matters before the financial statements are approved by the Board of Directors and submitted to the shareholders of the Company. The Board of Directors of Forum has approved the interim condensed financial statements and the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.

Additional Information

Additional information is available on the Company's website at www.forumuranium.com or on SEDAR at www.sedar.com.

Forward Looking Information

Forward-looking statements relate to future events or future performance and reflect management's expectations or beliefs regarding future events and include, but are not limited to, statements with respect to the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, capital expenditures, success of mining operations, environmental risks, permitting risks, unanticipated reclamation expenses, title disputes or claims and limitations on insurance coverage. In certain cases, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved" or the negative of these terms or comparable terminology. By their very nature forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, risks related to actual results of current exploration activities; changes in project parameters as plans continue to be refined; future prices of resources; possible variations in ore reserves, grade or recovery rates; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of development or construction activities; as well as those factors detailed from time to time in the Company's interim and annual financial statements which are filed and available for review on SEDAR at www.sedar.com. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements