

E-ENERGY VENTURES INC.

**Unaudited Interim Consolidated Financial Statements
(Expressed in Canadian Dollars)**

December 31, 2010

E-ENERGY VENTURES INC.

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim consolidated financial statements of E-Energy Ventures Inc. have been prepared by and are the responsibility of the Company's management.

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

E-ENERGY VENTURES INC.
Interim Consolidated Balance Sheets
As at

	December 31, 2010 (Unaudited)	March 31, 2010 (Audited)
ASSET		
<i>Current</i>		
Cash	\$ 39,628	\$ 159,239
Short term investments – (Note 3)	959,045	1,004,585
GST/HST receivable	3,988	1,983
Other receivables – (Note 4)	150,000	75,000
Prepaid expenses	618	-
Marketable securities – (Note 12)	585,000	1,105,000
	1,738,279	2,345,807
Equipment – (Note 5)	386	499
Mineral properties and deferred exploration costs – (Note 6)	4,493,887	4,979,952
	\$ 6,232,552	\$ 7,326,258
LIABILITIES		
<i>Current</i>		
Accounts payable and accrued liabilities	\$ 1,211	\$ 684
	1,211	684
SHAREHOLDERS' EQUITY		
Share capital – (Note 8)	14,352,247	14,352,247
Contributed surplus – (Note 8)	989,062	989,062
Deficit	(9,109,968)	(8,015,735)
	6,231,341	7,325,574
	\$ 6,232,552	\$ 7,326,258

Nature of Operations and Going Concern (Note 1)

Approved by the Board:

“Simon Tam”, Director

“David Rankin”, Director

See accompanying notes to the consolidated financial statements

E-ENERGY VENTURES INC.**Interim Consolidated Statements of Operations, Comprehensive Income (Loss) and Deficit
Three and Nine Months Ended December 31, 2010 and 2009
(Unaudited)**

	Three Months Ended December 31,		Nine Months Ended December 31,	
	2010	2009	2010	2009
General and Administrative Expenses				
Amortization	\$ 37	\$ 53	\$ 112	\$ 159
Consulting fees (Note 7)	28,500	28,500	85,500	113,292
Investor relations	11,250	11,250	33,750	33,750
Professional fees (Note 7)	12,675	7,500	63,417	56,560
Rent and Office expenses (Note 7)	4,734	4,713	14,197	14,012
Shareholder information	-	-	3,640	3,416
Transfer agent and filing fees	1,954	2,021	9,869	9,892
	(59,150)	(54,037)	(210,485)	(231,081)
Other Items				
Royalty income	75,000	75,000	225,000	225,000
Interest income	3,066	11,044	4,583	27,337
Unrealized gain (loss) on marketable securities	(292,500)	292,500	(520,000)	2,500
Write-off mineral property (Note 6)	-	-	(593,331)	-
	(214,434)	378,544	(883,748)	254,837
Net Income (loss) and Comprehensive Income (loss) for the Period	\$ (273,584)	\$ 324,507	\$ (1,094,233)	\$ (23,756)
Deficit – Beginning of Period	(8,836,384)	(8,054,673)	(8,015,735)	(7,753,922)
Deficit – End of Period	\$ (9,109,968)	\$ (7,730,166)	\$ (9,109,968)	\$ (7,730,166)
Loss per Share – Basic and Diluted	\$ (0.01)	\$ 0.01	\$ (0.02)	\$ (0.01)
Weighted Average Number of Common Shares Outstanding	61,471,330	61,471,330	61,471,330	61,471,330

See accompanying notes to the consolidated financial statements

E-ENERGY VENTURES INC.
Interim Consolidated Statements of Cash Flows
Three and Nine Months Ended December 31, 2010 and 2009
(Unaudited)

	Three Months Ended December 31,		Nine Months Ended December 31,	
	2010	2009	2010	2009
Cash Flows Provided by (used in) Operating Activities				
Loss for the period	\$ (273,584)	\$ 324,507	\$ (1,094,233)	\$ 23,756
Items not involving cash:				
Amortization	37	53	112	159
Unrealized loss (gain) on investments	292,500	(292,500)	520,000	(2,500)
Write-off of mineral property	-	-	593,331	-
Changes in non-cash working capital items:				
Accrued interest	(1,896)	18,083	(3,405)	16,156
Receivables	(58,577)	27,022	(77,005)	(54,896)
Prepaid expenses	1,855	-	(618)	-
Accounts payable and accrued liabilities	(581)	(12)	(527)	(4,877)
	(40,246)	77,153	(62,345)	(22,202)
Investing Activities				
Marketable securities	-	-	-	(625,000)
Short term investments	50,000	(29,122)	50,000	795,878
Mineral properties	(28,500)	(35,001)	(107,266)	(122,522)
	21,500	(64,123)	(57,266)	48,356
Financing Activities				
	-	-	-	-
Net Increase (decrease) in Cash	\$ (18,746)	\$ 13,030	\$ (119,611)	\$ 26,154
Cash – Beginning of Period	58,374	90,394	159,239	77,270
Cash – End of Period	\$ 39,628	\$ 103,424	\$ 39,628	\$ 103,424
Supplemental cash flow information				
Interest paid	\$ -	\$ -	\$ -	\$ -
Income taxes paid	\$ -	\$ -	\$ -	\$ -

See accompanying notes to the consolidated financial statements

E-ENERGY VENTURES INC.

Notes to the Interim Consolidated Financial Statements

Three and Nine Months Ended December 31, 2010, Page 1

(Unaudited)

1. Nature of Operations and Going Concern

The Company was incorporated under the laws of British Columbia and is in the business of exploration and development of mineral properties. To date, the Company has not earned significant revenues and is considered to be in the exploration stage.

These consolidated financial statements have been prepared on a going concern basis which assumes that the Company will continue to realize its assets and discharge of liabilities in the normal course of business. As at December 31, 2010, the Company had an accumulated deficit of \$9,109,968. The Company's ability to continue as a going concern is dependent upon achieving profitable operations and upon obtaining additional financing. The outcome of these matters cannot be determined at this time. These consolidated financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern. As at December 31, 2010, the Company had a working capital of \$1,737,068. Management believes that the Company has sufficient capital to fund operations for the upcoming fiscal year.

2. Significant Accounting Policies

(a) Basis of Presentation

These interim consolidated financial statements include the accounts of E-Energy Ventures Inc., its wholly-owned subsidiary E-Energy Ventures International (Barbados) Corp., which in turns owns 100% of E-Energy Ventures Holdings (Barbados) Corp. All intercompany transactions and balances have been eliminated upon consolidation.

These unaudited interim consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("Canadian GAAP") for interim financial information and following the same accounting policies and methods of application as the most recent audited consolidated financial statements of the Company for the year ended March 31, 2010. These interim consolidated financial statements do not include all the information and note disclosures required by Canadian GAAP for annual financial statements and therefore should be read in conjunction with the Company's audited consolidated financial statements and the notes thereto for the year ended March 31, 2010. In management's opinion, all adjustments considered necessary for fair presentation have been included in these consolidated financial statements. Interim results are not necessarily indicative of the results expected for the fiscal year.

Certain comparative figures have been reclassified to conform to the current period presentation.

(b) New Accounting Pronouncements

i) Business Combinations/Consolidated Financial Statements/Non-Controlling Interests – Sections 1582, 1601 and 1602

In January 2009, the Canadian Institute of Chartered Accountants issued Sections 1582 "*Business Combinations*", 1601 "*Consolidated Financial Statements*", and 1602 "*Non-Controlling Interests*" which superseded current Sections 1581 "*Business Combinations*" and 1600 "*Consolidated Financial Statements*". These new standards will apply prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011. Earlier adoption is permitted as of the beginning of a fiscal year, in which case an entity would also early adopt Section 1601 "*Consolidated Financial Statements*" and Section 1602 "*Non-controlling Interests*". The Company is currently assessing the impact prior to implementation.

E-ENERGY VENTURES INC.**Notes to the Interim Consolidated Financial Statements****Three and Nine Months Ended December 31, 2010, Page 2****(Unaudited)**

2. Significant Accounting Policies - cont'd*(b) New Accounting Pronouncements – cont'd**ii) International Financial Reporting Standards (“IFRS”)*

In February 2008, the Canadian Accounting Standards Board announced that publicly accountable enterprises are required to adopt IFRS for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011.

The Company will convert to IFRS effective April 1, 2011. The Company is currently working on its conversion plan and is in the process of identifying and analyzing the impacts of differences between Canadian GAAP and IFRS relevant to the Company, and any required changes to the system and business processes. The financial reporting impact of the transition to IFRS cannot be reasonably estimated at this time. The Company continues to monitor and assess the impact of the conversion of Canadian GAAP to IFRS.

3. Short-term Investments

	December 31, 2010	March 31, 2010
Short-term investments		
Guaranteed Investment Certificates (GIC)	\$ 959,045	\$ 1,004,585

GIC's have maturities in excess of 90 days to a term of 1 year with annual interest rate of approximately 1%.

4. Other Receivables

Other receivables consist of royalty payments receivable. See Note 6.

5. Equipment

	Cost	Accumulated Amortization	December 31, 2010 Net Book Value	March 31, 2010 Net Book Value
Computer equipment	\$ 2,682	\$ 2,296	\$ 386	\$ 499

6. Mineral Properties and Deferred Exploration Costs

Title to mining properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mining properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties are in good standing.

E-ENERGY VENTURES INC.

Notes to the Interim Consolidated Financial Statements

Three and Nine Months Ended December 31, 2010, Page 3

(Unaudited)

6. Mineral Properties and Deferred Exploration Costs - cont'd

Stormy Mountain Molybdenum Property, Yukon Territories

Pursuant to a Purchase Agreement dated February 21, 2006, the Company acquired a 100% interest in certain mining claim units located in the Watson Lake Mining District of the Yukon Territories, referred to as the Stormy Mountain Molybdenum Property (the "Stormy Property"). In consideration, the Company paid \$75,000 in cash and issued 2,000,000 common shares. The Company paid a finder's fee of 293,750 common shares in connection with the acquisition of the property. The Stormy Property is subject to a 2% Net Smelter Royalty ("NSR") with the Company having the right to purchase 1% of the NSR for \$1,000,000 from the vendors.

Rivard Gold Property, Ontario

Pursuant to an Assignment Agreement dated August 8, 2006, the Company acquired an option to earn a 100% interest in the Rivard gold property mineral lease at the west end of the Red Lake gold mining camp in northwest Ontario. To exercise the option, the Company is required to make cash payment of \$500,000 over 4 years and to issue 2,500,000 common shares. The property is subject to a 3% net smelter return royalty. At December 31, 2010, the Company has paid \$383,900 and issued 2,500,000 common shares.

Uchi Lake Gold Property, Ontario

Pursuant to an Option Agreement dated November 15, 2006, the Company acquired an option to earn a 100% interest in the Uchi Lake gold property, located east of Red Lake, Ontario. To exercise such option, the Company was required to make cash payment of \$200,000 over 30 months, issue 2,000,000 common shares and incur \$500,000 in exploration expenditures over a three-year period. The property is subject to a 2% net smelter return royalty which the Company can buy down to a 1% NSR at a cost of \$1,000,000. The Company had paid \$200,000 and issued 2,000,000 common shares. During the period ended December 31, 2010, management decided to abandon the property and wrote off total deferred costs of \$593,331.

Mina Real and Santa Fe Properties, Mexico

Pursuant to an Agreement dated November 20, 2008 and an Amendment Agreement dated January 16, 2009, the Company entered into a Joint Venture Agreement with Rochester Resources Ltd. ("Rochester") and paid \$1,475,000 cash and acquired 3,500,000 common shares of Rochester at a fair value of \$0.15 per share to acquire an undivided 10% equity interest in Mina Real Mexico S.A. de C.V. ("Mina Real"), a private company incorporated in Mexico which was wholly owned by Rochester. Mina Real currently holds certain mining concessions and claims covering 20,662.42 hectares (the "Mina Real Property") located in Tepic, Mexico. In addition, Mina Real holds a 70% equity interest in Compania Minera Santa Fe S.A. de C. V. ("Santa Fe") which holds certain mining concessions and claims (the "Santa Fe Property") located in Tepic, Mexico.

Pursuant to the Joint Venture Agreement, the Company is entitled to a gross overriding advance royalty payment of \$25,000 per month, free and clear of any and all cost or expense of every kind and nature; whatsoever, incurred in connection with the operation of the Mina Real Property. The gross overriding advance royalty payment may be credited against the Company's 10% share of the net profit of the Mina Real Property and Santa Fe Property. However, the payment is not dependent on the profitability of the properties and shall be payable even if the properties do not generate any profit.

E-ENERGY VENTURES INC.**Notes to the Interim Consolidated Financial Statements****Three and Nine Months Ended December 31, 2010, Page 4****(Unaudited)**

6. Mineral Properties and Deferred Exploration Costs - cont'd*Mina Real and Santa Fe Properties, Mexico - cont'd*

Under the Joint Venture Agreement, Rochester has an option to re-acquire the 10% interest in Mina Real from the Company (the "Back-In Option"). The Back-In Option has a term of three years commencing on December 22, 2008 and may be exercised by Rochester as follows:

- (i) If exercised during the second year of the term, by payment of \$2,075,000 cash to the Company; and,
- (ii) If exercised during the third year of the term, by payment of \$2,000,000 in cash to the Company.

The Back-In Option shall not be exercised during the first year of the term.

The Company and Rochester are related by way of certain common directors.

The following is a summary of the Company's deferred acquisition and exploration costs:

	Stormy Mountain	Rivard Gold Property	Uchi Lake Gold Property	Mina Real and Santa Fe	Total
Balance, March 31, 2010	\$ 302,097	\$ 2,583,880	\$ 593,331	\$ 1,500,644	\$ 4,979,952
Acquisition costs					
Cash payments	-	103,900	-	-	103,900
	-	103,900	-	-	103,900
Deferred exploration costs					
Assays camp and general	3,366	-	-	-	3,366
Total expenditures	3,366	103,900	-	-	107,266
Write-off of mineral property	-	-	(593,331)	-	(593,331)
Balance, December 31, 2010	\$ 305,463	\$ 2,687,780	\$ -	\$ 1,500,644	\$ 4,493,887

E-ENERGY VENTURES INC.
Notes to the Interim Consolidated Financial Statements
Three and Nine Months Ended December 31, 2010, Page 5
(Unaudited)

7. Related Party Transactions

The Company entered into the following transactions with related parties:

- a) Paid \$45,000 (2009 - \$45,000) for consulting fees to a company controlled by a director of the Company.
- b) Paid to a company related to a director of the Company for the following:

	<u>2010</u>	<u>2009</u>
Accounting fees (included in professional fees)	\$ 27,000	\$ 22,500
Rent	<u>13,500</u>	<u>13,500</u>
	<u>\$ 40,500</u>	<u>\$ 36,000</u>

These transactions with related parties were in the normal course of operations and were measured at the exchange amount which represented the amount of consideration established and agreed to by the related parties.

8. Share Capital and Contributed Surplus

Authorized

Unlimited number of commons shares without par value

Issued and Outstanding

	Number of Shares	Amount	Contributed Surplus
Balance, March 31, 2009	<u>61,471,330</u>	<u>\$ 14,352,247</u>	<u>\$ 989,062</u>
Issued	<u>-</u>	<u>-</u>	<u>-</u>
Balance, March 31, 2010 and December 31, 2010	<u>61,471,330</u>	<u>\$ 14,352,247</u>	<u>\$ 989,062</u>

There were no share transactions during the year ended March 31, 2010 and the period ended December 31, 2010.

Stock Options

The Company has a stock option plan whereby it is authorized to grant options to directors and employees to acquire up to 10% of issued and outstanding common shares. Under the plan, the exercise price of each option equals the market price of the Company's stock adjusted on the date of grant. The options can be granted for a maximum term of 5 years.

E-ENERGY VENTURES INC.**Notes to the Interim Consolidated Financial Statements****Three and Nine Months Ended December 31, 2010, Page 6****(Unaudited)****8. Share Capital and Contributed Surplus – cont'd***Stock Options - cont'd*

	Number of Options	Weighted Average Exercise Price	Weighted Average Life Remaining in years
Balance, March 31, 2009	3,750,000	\$ 0.25	2.6
Expired	(950,000)	-	-
Balance, March 31, 2010	2,800,000		
Expired	(800,000)	0.16	-
Balance, December 31, 2010	2,000,000	\$ 0.31	1.30

The following stock options were outstanding at December 31, 2010:

Number of Options	Exercise Price	Expiring
400,000	\$ 0.25	Mar 21/2012
1,500,000	\$ 0.33	Apr 17/2012
100,000	\$ 0.25	Sep 12/2012
<u>2,000,000</u>		

There was no stock option granted during the year ended March 31, 2010 and the period ended December 31, 2010.

The Company used the Black-Scholes option pricing model to determine the fair value of the stock options. 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 and warrants.

Share Purchase Warrants

	Number of Warrants	Weighted Average Exercise Price	Weighted Average Life Remaining in years
Balance, March 31, 2009	7,250,000	\$ 0.30	1.1
Expired	(7,250,000)	0.30	-
Balance, March 31, 2010 and December 31, 2010	-	\$ -	-

There were no warrants outstanding as at December 31, 2010 and March 31, 2010.

E-ENERGY VENTURES INC.

Notes to the Interim Consolidated Financial Statements

Three and Nine Months Ended December 31, 2010, Page 7

(Unaudited)

9. Segmented Information

The Company operates in a single segment being the acquisition, exploration and development of mineral properties. Assets by geographic locations are as follows:

	December 31, 2010	March 31, 2010
Canada	\$ 4,731,288	\$ 5,825,614
Mexico	1,501,264	1,500,644
Total	<u>\$ 6,232,552</u>	<u>\$ 7,326,258</u>

10. Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern; to maintain optimal capital structure while ensuring the Company's strategic objectives are met and to provide an appropriate return to shareholders relative to the risk of the Company's underlying assets.

The capital structure of the Company consists of equity attributable to common shareholders, comprised of issued capital, stock options, contributed surplus and deficit.

The Company maintains and adjusts its capital structure based on changes in economic conditions and the Company's planned requirements. The Company may adjust its capital structure by issuing new equity, selling and/or acquiring assets, and controlling its capital expenditures programs.

The Company is in the business of exploring and developing mineral properties. As such, the Company is dependent on external financing to fund its activities. In order to pay for its operating expenses, the Company will spend its existing working capital and raise additional capital as needed and if available.

Management reviews its capital management approach on an ongoing basis. There was no change in the Company's approach to capital management during the period ended December 31, 2010.

The Company is not subject to externally imposed capital requirements.

11. Financial Instruments and Risk Management

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

E-ENERGY VENTURES INC.

Notes to the Interim Consolidated Financial Statements

Three and Nine Months Ended December 31, 2010, Page 8

(Unaudited)

11. Financial Instruments and Risk Management - cont'd

The Company's financial instruments include cash, short-term investments, receivables, marketable securities and accounts payable and accrued liabilities. The fair values of cash, short-term investments, receivables, accounts payable and accrued liabilities, approximate their carrying values due to the short-term nature of these instruments. The fair values of cash, short-term investments and marketable securities are measured based on level 1 input of the fair value hierarchy.

The Company's risk exposures and impact on the Company's financial instruments are summarized as follows:

Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's credit risk is primarily attributable to its bank accounts and receivables. Bank accounts are with major Canadian banks which are considered with high creditability. Management believes that the credit risk with respect to receivables is remote.

Liquidity Risk

Liquidity risk is the risk that the Company may be unable to meet its financial obligations as they fall due or that it will be required to discharge them at excessive cost. The Company reviews its working capital position regularly to ensure there is sufficient capital in order to meet business requirements, after taking into account the Company's holdings of cash. At December 31, 2010, the Company had a working capital of \$1,737,668. Accordingly, the Company is able to meet its current obligations and has minimal liquidity risk. All of the Company's financial liabilities have contractual maturities of 30 days or due on demand and are subject to normal trade terms.

Interest Rate Risk

Interest rate risk is the risk that the value of financial instruments will change due to movements in market interest rates. As at December 31, 2010, the Company had no interest-bearing debt with long term maturities and therefore does not believe that interest rate risk is significant. The Company does not use derivative instruments to reduce its interest rate risk as the Company's management believes that the likely financial impact of interest rate changes does not justify using derivatives.

Environmental Risk

Currently the Company is not subject to significant environmental risks associated with its operations as it is in the exploration stage.

12. Marketable Securities

The Company's marketable securities, which are classified as held-for-trading have been valued at their listed trading prices as at December 31, 2010 and March 31, 2010.

	December 31, 2010		March 31, 2010
Cost	Fair Value	Cost	Fair value
\$1,150,000	\$ 585,000	\$1,395,000	\$ 1,105,000