E-ENERGY VENTURES INC.

INTERIM FINANCIAL STATEMENTS

Uuaudited – see notice to reader

December 31, 2008

Notice to Reader

The accompanying unaudited interim financial statements of E-Energy Ventures Inc. for the nine months ended December 31, 2008 have been prepared by management. These statements have not been reviewed by the Company's external auditor.

E-ENERGY VENTURES INC.
Balance Sheet
(Unaudited – Prepared by Management)

	December 31, 2008	March 31, 2008
ASSETS		
Current		
Cash and cash equivalents	$ 65,802	$ 12,819
Short term investments – (Note 3)	3,245,554	4,702,084
GST receivable	16,364	2,135
Marketable securities – (Note 12)	560,000	-
Prepaid and deposit	150,000	-
	4,037,720	4,717,038
Equipment – (Note 5)	789	1,018
Advances – (Note 4)	-	25,000
Mineral property and deferred exploration costs (Note 6)	3,356,786	2,635,024
	$ 7,395,295	$ 7,378,080
LIABILITIES		
Current		
Accounts payable and accrued liabilities	$ 736	$ 824
SHAREHOLDERS' EQUITY		
Capital stock - (Note 8)	14,352,247	14,299,961
Contribution surplus – (Notes 8 and 9)	989,062	989,062
Deficit	(7,946,750)	(7,911,767)
	7,394,559	7,377,256
	$ 7,395,295	$ 7,378,080

Approved by the Board:

"Simon Tam" Director

"David Rankin" Director

See accompanying notes to the financial statements

E-ENERGY VENTURES INC.
Statement of Operations
(Unaudited – Prepared by Management)

	Three months Ended December 31 2008	Three months Ended December 31 2007	Nine months Ended December 31 2008	Nine months Ended December 31 2007
General and Administrative Expenses				
Administration fees	$ -	$ 1,500	$ -	$ 4,500
Amortization	76	109	229	327
Consulting fees	44,500	36,750	126,250	84,250
Filing fees	1,000	-	3,622	32,596
Interest and bank charges	112	129	144	307
Investor relations	11,250	-	33,750	-
Office and miscellaneous	447	460	1,700	2,364
Professional fees	16,463	23,314	60,662	152,555
Rent	4,500	3,000	12,500	9,000
Shareholder information	-	-	3,018	4,989
Transfer agent fees	2,256	2,129	6,822	8,514
Travel and promotion	4,204	11,455	6,605	60,631
Loss before other item	(84,808)	(78,846)	(255,302)	(360,033)
Other items				
Interest Income	95,002	66,841	185,319	84,713
Unrealized gain on marketable securities	35,000	-	35,000	-
Income (loss) for the period	45,194	(12,005)	(34,983)	(275,320)
Deficit, beginning of period	(7,991,944)	(7,307,461)	(7,911,767)	(7,044,146)
Deficit, end of period	$ (7,946,750)	$ (7,319,466)	$ (7,946,750)	$ (7,319,466)
Basic and diluted loss per common share	$ 0.00	$ (0.00)	$ (0.00)	$ (0.01)
Weighted average number of common shares outstanding	61,471,330	61,005,616	61,417,362	59,002,838

See accompanying notes to the financial statements

E-ENERGY VENTURES INC.
Statement of cash flows
(Unaudited – Prepared by Management)

	Three months Ended December 31 2008	Three months Ended December 31 2007	Nine months Ended December 31 2008	Nine months Ended December 31 2007
Operating activities				
Loss for the period	$ (45,194)	$ (12,005)	$ (34,983)	$ (275,320)
Items not affecting cash:				
Amortization	76	109	229	327
	(45,270)	(11,896)	(34,754)	(274,993)
Changes in non-cash working capital items:				
(Increase) in prepaid and deposit	(150,000)	(19,126)	(150,000)	(13,537)
(Increase) decrease in accounts receivable	1,869	25,125	(14,229)	19,982
Increase (decrease) in accounts payable	(188,607)	(858)	(88)	(19,066)
	(291,468)	(6,754)	199,071	(287,613)
Investing activities				
Short term investments	1,135,056	-	1,456,530	-
Marketable securities	(560,000)	-	(560,000)	-
Advances	25,000	-	25,000	-
Mineral property and deferred exploration costs	(345,126)	(35,001)	(721,762)	(456,712)
	254,930	(35,001)	(199,768)	(456,712)
Financing activities				
Proceeds from issuance	-	-	52,286	5,329,227
Issuance costs	-	-	-	(445,763)
	-	-	52,286	4,883,464
Increase (decrease) in cash for the period	36,538	(41,755)	52,983	4,139,139
Cash and cash equivalents, beginning of period	102,340	4,823,779	12,819	642,885
Cash and cash equivalents, end of period	$ 65,802	$ 4,782,024	$ 65,802	$ 4,782,024

See accompanying notes to the financial statements

1. Nature of Operations and going concern

The Company was incorporated under the laws of the Province 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.

The company is in the process of exploring and developing its mineral properties and has not yet determined whether the properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for mineral properties and related deferred exploration costs are dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development of those reserves and upon future profitable production.

These financial statements have been prepared assuming the Company will continue on going-concern basis. The Company has incurred losses since inception and the ability of the Company to continue as a going-concern depends upon it ability to develop profitable operations and to continue to raise adequate financing. Management is actively targeting sources of additional financing through alliances with financial, exploration and mining entities, or other business and financial transactions which would assure continuation of the Company's operations and exploration programs. In order for the Company to meet its liabilities as they come due and to continue its operations, the Company is solely dependent upon its ability to generate such financing.

There can be no assurance that the Company will be able to continue to raise funds, in which case the Company may be unable to meet its obligations. Should the Company be unable to realize its assets and discharge its liabilities in the normal course of business, the net realizable value of its assets may be materially less than the amounts recorded on the balance sheets. As at December 31, 2008 the Company had a net working capital of $4,036,984.

2. Significant Accounting Policies

Basis of presentation

These interim financial statements have been prepared in accordance with Canadian generally accepted accounting principles for interim financials statements using the same accounting policies and methods consistent with those used in the most recent annual financial statements except as noted below. These interim financial statements do not contain all disclosure required by Canadian GAAP for annual financial statements and therefore, should be read in conjunction with the audited financial statements for the year ended March 31, 2008.

Changes in accounting policies

Effective April 1, 2008, the Company adopted the following Canadian Institute of Chartered Accountants ("CICA") Handbook standards:

Section 1400 – Going-concern
In June 2007, the CICA amended Handbook Section 1400, "General Standards of Financial Statement Presentation", which requires management to make an assessment of a company's ability to continue as a going-concern. When financial statements are not prepared on a going-concern basis, that fact shall be disclosed together with the basis on which the financial statements are prepared and the reason why the Company is not considered a going-concern.

2. Significant Accounting Policies - cont'd

Section 1535: Capital Disclosures
This Section establishes standards for disclosing information that enables users of its financial statements to evaluate the entity's objectives, policies and processes for managing capital. (See note 15)

Section 3031 - Inventories
This Section prescribes the accounting treatment for inventories and provides guidance on the determination of costs and its subsequent recognition as an expense, including any write-down to net realizable value. It also provides guidance on the cost formulas that are used to assign costs to inventories.

Section 3862 Financial Instruments - Disclosures and 3863: Financial Instruments - Presentation.
These new sections place increased emphasis on disclosures about the nature and extent of risks arising from financial statements and how the Company manages those risks. (See note 14)

There was no material impact on the Company's financial position or results of operations as a result of adopting new standards.

Future accounting changes:

In February 2008, the CICA published Handbook Section 3064, Goodwill and Intangible Assets. This new standard establishes standards for the recognition, measurement, presentation and disclosure of goodwill and intangible assets. The requirements will be effective for interim and annual financial statements relating to fiscal years beginning on or after October 1, 2008. The Company is currently assessing the impact that this accounting pronouncement will have on its financial statements.

Convergence to International Financial Reporting Standards ("IFRS")

In 2006, the Canadian Accounting Standards Board ("AcSB") published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian generally accepted accounting principles with IFRS over an expected five year transitional period. In February 2008, the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada's own generally accepted accounting principles. The date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date of January 1, 2011 will require the restatement for comparative purposes of amounts reported by the Company for the year ended December 31, 2010. While the Company has begun assessing the adoption of IFRS for 2011, the financial reporting impact of the transition to IFRS cannot be reasonably estimated at this time.

3. Short-term Investments

	December 31, 2008	March 31, 2008
a) Short-term investments		
Guaranteed Investment Certificates (GIC)	$ 3,245,554	$ 4,702,084

GIC's have maturities in excess of 90 days to a term of 1 year with interest rates varying from 1.85% to 2.10%.

4. Advances

The Company advanced $- (March 31, 2008 - $25,000) for exploration work on its Rivard property.

5. Equipment

	Dec 31, 2008			March 31, 2008		
	Cost	Accumulated Amortization	Net Book Value	Cost	Accumulated Amortization	Net Book Value
Computer equipment	$ 2,681	$ 1,892	$ 789	$ 2,681	$ 1,663	$ 1,018

In the year of acquisition, amortization is taken at half the normal rates.

The carrying value of equipment is reviewed whenever events or changes in circumstance indicate the recoverable value may be less than the carrying amount. Recoverable value is based on management's estimates of undiscounted future net cash flows expected to be recovered from specific asset or groups of assets through use or future disposition. Where impairment is indicated, impairment charges are recorded in the reporting period in which impairment is determined by management.

6. Mineral Property 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.

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 "Property"). The 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. 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. During nine months ended December 31, the Company paid $7,158 staking cost to keep the property in good standing.

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 such 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.

6. Mineral Property and Deferred Exploration Costs – cont'd

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 is 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.

	Stormy Mountain	Rivard Gold Property	Uchi Lake Property	Total
Balance, March 31, 2008	$ 292,419	$ 1,929,536	$ 413,069	$ 2,635,024
Acquisition costs				
Cash payments	-	70,002	100,000	170,002
Shares to Vendors	-	-	-	-
Staking	7,158	-	-	7,158
	7,158	70,002	100,000	177,160
Deferred exploration costs				
Assays	-	7,126	-	7,126
Camp, field supplies & transport		149,992	-	149,992
Drilling	-	292,284	-	292,284
Geological & geophysical	-	64,938	30,262	95,200
	-	514,340	30,262	544,602
Balance, December 31, 2008	**$ 299,577**	**$ 2,513,878**	**$ 543,331**	**$ 3,356,786**

7. Related Party Transactions

The Company entered into the following transactions with related parties:

a) Paid or accrued $45,000 (2007-$45,000) for consulting fees to a company controlled by a director of the Company.

b) Paid or accrued to a management company related to a director of the Company the following:

	2008	2007
Accounting	$ 22,500	$ 12,000
Rent	12,500	9,000
Administration fees	-	4,500
	$ 35,000	$ 25,500

The amounts charged to the Company for the services provided have been determined by negotiation among the parties and in certain cases, by signed agreements. These transactions were in the normal course of operations and were measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

8. Capital Stock and Contributed Surplus

	Number of Shares	Amount	Contributed Surplus
Balance, March 31, 2007	41,274,559	$ 9,405,895	$ 475,070
Stock-based compensation			520,994
Fair value of stock options exercised		7,002	(7,002)
Issued for cash			
Private placement (i)	7,250,000	1,305,000	
Private placement (ii)	8,962,500	3,585,000	
Exercise of stock options (iii)	150,000	20,000	
Exercise of warrants (iv)	3,398,557	422,827	
Share issue costs		(445,763)	
Balance, March 31, 2008	61,035,616	$ 14,299,961	$ 989,062
Issued for cash			
Exercise of warrants (v)	435,714	52,286	
Balance, December 31, 2008	61,471,330	$ 14,352,247	$ 989,062

Transactions during the year ended March 31, 2008:

i) The Company closed a non-brokered private placement of 7,250,000 units at a price of $0.18 per unit for a total of $1,305,000. Each unit will consist of 1 common share and 1 nontransferable share purchase warrant for the purchase of 1 further common share at the exercise price of $0.25 per share in the first year and $0.30 per share in the second year. The Company paid a finder's fee of $94,763 in cash.

ii) The Company closed a non-brokered private placement of 8,962,500 common share units at $0.40 per unit for gross proceeds of $3,585,000. Each unit consists of one common share and one-half of a transferable common share purchase warrant entitling the holder to acquire one additional share at $0.55 per share until December 25, 2008. The Company paid a finder's fee of $351,000 in cash.

iii) 150,000 stock options were exercised at prices ranging from $0.12 to $0.14 per share.

iv) 3,398,557 share purchase warrants were exercised at prices ranging from $0.12 to $0.22 per share.

Transactions during the nine months ended December 31, 2008:

v) 435,714 share purchase warrants were exercised at a price of $0.12 per share.

8. Capital Stock and Contributed Surplus – cont'd

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 stock. Under the policy, the exercise price of each option equals the market price of the Company's stock as calculated on the date of grant. The options can be granted for a maximum term of 5 years.

	Number of Shares	Weighted Average Exercise Price $	Weighted Average Life Remaining in years
Balance, March 31, 2007	2,000,000	0.17	3.7
Granted	1,500,000	0.33	4.1
Granted	50,000	0.50	2.2
Granted	450,000	0.25	4.5
Exercised	(100,000)	0.14	-
Exercised	(150,000)	0.12	-
Balance, March 31, 2008	3,850,000	0.25	3.5
Granted	-	-	-
Exercised	-	-	-
Balance, December 31, 2008	3,850,000	0.25	3.3

The following stock options were outstanding at December 31, 2008:

Number	Price	Expiring
750,000	0.14	May 20/2010
450,000	0.12	Apr 17/2009
100,000	0.27	Jul 17/2009
150,000	0.27	Sep 21/2009
400,000	0.25	Mar 21/2012
1,500,000	0.33	Apr 17/2012
50,000	0.50	May 23/2010
450,000	0.25	Sep 12/2012
3,850,000		

8. Capital Stock and Contributed Surplus – cont'd

Share Purchase Warrants

	Number of Shares	Weighted Average Exercise Price $	Weighted Average Life Remaining in years
Balance, March 31, 2007	12,230,013	0.24	1.3
Granted	7,250,000	0.25/0.30	1.1
Granted	4,481,250	0.55	1.8
Balance, March 31, 2008	23,961,263	0.29	1.1
Exercised	(435,714)	0.12	-
Expired	(8,155,729)	0.12	-
Expired	(2,550,000)	0.22	-
Expired	(4,481,250)	0.55	-
Expired	(1,088,570)	0.75	-
Balance, December 31, 2008	7,250,000	0.43	0.25

The following warrants were outstanding at December 31, 2008:

Number	Price	Expiring
7,250,000	0.30 Yr. 2	Apr 12/2009
7,250,000		

9. Stock Based Compensation

The Company, in accordance with the policies of the TSX Venture Exchange, is authorized to grant options to directors, officers, and employees to acquire up to 10% of the issued and outstanding common shares. The fair value of each option granted is estimated on the grant date using the Black-Scholes Option-Pricing model.

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. During the nine months ended December 31, the Company had not granted stock options and no stock based compensation was recorded.

10. Segmented Information

The Company primarily operates in one reportable operating segment, being the acquisition and development of mineral properties in Canada.

11. Supplemental Disclosure with Respect to Cash Flows

	2008	2007
Cash paid during the year for income taxes	$ -	$ -
Cash paid during the year for interest	$ -	$ -

The significant non-cash transaction for the nine months ended December 31, 2008 and 2007.

	2008	2007
Share issued for mineral properties	$ -	$ -
Fair value of stock options exercised	$ -	$ -

12. Marketable Securities

The Company's marketable securities which are classified as held-for-trading have been valued at their market prices.

			December 31, 2008
	Number of Shares	Book Value	Market Value
Rochester Resources Inc.	3,500,000	$525,000	$560,000

As part of the Joint Venture Agreement for the acquisition of the undivided 10% interest in the capital stock of Mina Real Mexico S.A. de C.V., the Company acquired 3,500,000 common shares of Rochester Resources Inc. a company listed on the TSX Venture Exchange ("TSXV") for a price of $0.15 per share. The fair market value of the shares as at December 31, 2008 was $560,000.

13. Commitments

The Company has certain commitments described under Note 6 relating to its mineral properties.

14. Financial Instruments and risk management

The Company's financial instruments consist of cash and cash equivalents, receivables and accounts payable and accrued liabilities. The fair value of these financial instruments approximates their carrying values due to the short term nature of these instruments.

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

Credit Risk
Credit Risk is the risk of a financial loss to the Company if a counter-party to a financial instrument fails to meet its contractual obligations. The Company's cash and cash equivalents are held in a major bank. The Company does not have any asset-backed commercial paper. The Company's receivables consist mainly of GST receivable.

14. Financial Instruments and risk management – cont'd

Interest Rate risk
Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. There is a very limited interest rate risk as the Company holds no interest bearing obligations or assets.

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company's ability to continue as a going concern is dependent on management's ability to raised required funding through future equity issuances. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the board of Directors are actively involved in the review, planning an approval of significant expenditures and commitments.

Price risk
The Company is exposed to price risk with respect to commodity prices. The Company monitors commodity prices to determine the appropriate course of action to be taken by the Company.

15. Capital Management

As the Company is in the exploration stage, its principal source of capital is from the issuance of common shares. The Company's capital management objective is to raise sufficient equity funds to maintain its exploration projects and to manage the equity funds raised which best optimizes its exploration programs and the interests of its equity shareholders at an acceptable risk. To meet the objectives, management monitors the Company's ongoing capital requirements against restricted net working capital and assesses additional capital requirements on specific exploration properties on a case by case basis. During the nine months ended December 31, 2008, the Company is not subject to externally imposed capital requirements. Management is of the opinion that the amounts and changes in the company's capital are readily determinable in these financial statements.

16. Comparative figures

Certain comparative figures have been reclassified to conform to the financial statement presentation adopted in the current period.

17. Subsequent Events

On November 20, 2008, the Company entered into a Joint Venture Agreement with Rochester Resources Ltd. ("Rochester") to acquire an undivided 10% equity interest in the capital stock of Mina Real Mexico S.A. de C.V.("Mina Real"), a private company incorporated in Mexico which is 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. In consideration, the Company is required to make payments of $1,475,000 and subscribing for 3,500,000 common shares of Rochester at a deemed price of $0.15 per share equaling $525,000.

17. Subsequent Events – cont'd

Upon the exercise of the Option all Net Profit received by Rochester from the Properties shall be divided on a 90% / 10% basis, between Rochester and the Company. The Company will also be subject to a "Gross Overriding Advance Royalty" of $25,000 per month paid free and clear of any and all cost or expense incurred in connection with the operation of the Mina Real Property payable by Rochester to the Company. Furthermore, upon exercise of the Option, the Company shall be deemed to have granted Rochester a Back-In-Option, to re-acquire in whole and not in part the Equity Interest in Mina Real Mexico S.A. de C.V. The Back-In Option shall have a term of 3 years wherein:

- During year 1 the Back-In Option shall not be exercisable;
- During year 2 the Back-In Option shall be exercisable by a cash payment of $2,075,000; and
- During year 3 the Back-In Option shall be exercisable by a cash payment of $2,000,000.

Subsequent to the period end, the Company received acceptance from the Exchange for the transaction and made the required payments.