

**STINA RESOURCES LTD.**

CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

# STINA RESOURCES LTD.

## CONSOLIDATED BALANCE SHEETS (Unaudited)

	June 30 2011 \$	September 30 2010 \$
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash	17,312	1,869,396
Short-term investments	2,375,000	750,000
Accounts receivable	25,170	33,905
Prepays	<u>100,000</u>	-
	2,517,482	2,653,301
<b>RECLAMATION BOND (Notes 2 and 3)</b>	21,768	21,768
<b>EQUIPMENT, net (Note 4)</b>	5,210	-
<b>MINERAL PROPERTY INTERESTS (Note 3)</b>	5,927,331	5,124,660
	<u>8,471,791</u>	<u>7,799,729</u>
<b>LIABILITIES</b>		
<b>CURRENT LIABILITIES</b>		
Accounts payable	24,130	198,039
Asset retirement obligation (Note 3)	21,768	21,768
Due to related parties (Note 6)	58,353	58,679
Part XII.6 taxes payable	<u>11,189</u>	<u>11,189</u>
	115,440	289,675
<b>SHAREHOLDERS' EQUITY</b>		
<b>SHARE CAPITAL (Notes 5 and 11)</b>	11,356,879	10,457,975
<b>CONTRIBUTED SURPLUS (Note 7)</b>	1,934,338	1,626,896
<b>DEFICIT</b>	<u>(4,934,866)</u>	<u>(4,574,817)</u>
	8,356,351	7,510,054
	<u>8,471,791</u>	<u>7,799,729</u>
<b>COMMITMENTS (NOTES 3 AND 10)</b>		
<b>APPROVED ON BEHALF OF THE BOARD</b>		
signed: <u>Jim Wall</u> Director		
signed: <u>Sidney Mann</u> Director		

- See Accompanying Notes -

# STINA RESOURCES LTD.

## CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS AND DEFICIT

THREE AND NINE MONTHS ENDED JUNE 30, 2011 AND 2010  
(Unaudited)

	Three months ended June 30, 2011 \$	Nine months ended June 30, 2011 \$	Three months ended June 30, 2010 \$	Nine months ended June 30, 2010 \$
<b>EXPENSES</b>				
Accounting, audit and legal	2,177	20,103	1,196	30,533
Amortization	288	312	-	-
Consulting fees	17,025	47,025	19,612	67,612
Exchange loss (gain)	(807)	(845)	834	502
Office and sundry	5,560	50,456	12,094	27,110
Regulatory fees and shareholder communications	782	14,243	100	11,291
Rent	3,000	9,000	3,000	10,000
Salaries and benefits	27,685	45,685	9,000	29,487
Stock based compensation (Note 5)	-	85,946	-	206,595
Transfer agent	1,804	8,498	1,685	6,476
Travel and promotion	32,928	71,945	6,825	29,099
Loss from continuing operations	(90,442)	(352,368)	(54,346)	(418,705)
<b>OTHER ITEMS</b>				
Interest income	2,929	4,521	528	2,873
Flowthrough interest expense	-	(10,800)	-	-
Write down property interest	-	(1,402)	-	-
<b>LOSS BEFORE INCOME TAX PROVISION</b>	(87,513)	(360,049)	(53,764)	(415,832)
Future income tax recovery (Note 2 q)	-	-	-	288,500
<b>NET LOSS AND COMPREHENSIVE LOSS</b>	87,513	360,049	53,764	127,332
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<b>DEFICIT</b> , beginning of period	4,847,353	4,574,817	3,987,022	3,913,454
<b>NET LOSS</b>	87,513	360,049	53,764	127,332
<b>DEFICIT</b> , end of period	4,934,866	4,934,866	4,040,786	4,040,786
<hr/>				
<b>LOSS PER SHARE</b>				
Continuing operations – basic and diluted	\$ (0.00)	\$ (0.01)	\$ (0.00)	\$ (0.01)
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<b>WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING</b>	25,537,499	25,385,231	20,764,797	20,619,046

- See Accompanying Notes -

# STINA RESOURCES LTD.

## CONSOLIDATED STATEMENTS OF CASH FLOWS

THREE AND NINE MONTHS ENDED JUNE 30, 2011 AND 2010  
(Unaudited)

	Three months ended June 30, 2011 \$	Nine months ended June 30, 2011 \$	Three months ended June 30, 2010 \$	Nine months ended June 30, 2010 \$
<b>CASH FLOWS FROM (USED FOR)</b>				
<b>OPERATING ACTIVITIES</b>				
Net loss for the period from continuing operations	(87,513)	(360,049)	(53,764)	(127,332)
Add non-cash items:				
Stock based compensation	-	85,946	-	206,595
Write down property interest	-	1,402	-	-
Amortization	288	312	-	-
Recovery of future income tax asset	-	-	-	(288,500)
	<u>(87,225)</u>	<u>(272,389)</u>	<u>(53,764)</u>	<u>(209,237)</u>
Net changes in other non-cash operating accounts				
Accounts receivable	54,397	8,735	5,422	(8,334)
Deposits and prepaid expenses	-	(100,000)	-	-
Part XII tax payable	-	-	-	-
Accounts payable	2,009	(173,909)	(903)	(39,163)
	<u>(30,819)</u>	<u>(537,563)</u>	<u>(49,245)</u>	<u>(256,734)</u>
Net cash flows used in continuing operations	<u>(30,819)</u>	<u>(537,563)</u>	<u>(49,245)</u>	<u>(256,734)</u>
<b>INVESTING ACTIVITIES</b>				
Short term investments redeemed (purchased)	350,000	(1,625,000)	175,000	275,000
Exploration of mineral interests	(329,333)	(606,073)	(176,891)	(311,048)
Purchase of fixed assets	(4,757)	(5,522)	-	-
	<u>15,910</u>	<u>(2,236,595)</u>	<u>(1,891)</u>	<u>(36,048)</u>
Net cash flows from (used in) investing activities	<u>15,910</u>	<u>(2,236,595)</u>	<u>(1,891)</u>	<u>(36,048)</u>
<b>FINANCING ACTIVITIES</b>				
Issuance of share capital	-	922,400	-	2,100
Due to(from) related parties	-	(326)	-	(3,000)
	<u>-</u>	<u>922,074</u>	<u>-</u>	<u>(900)</u>
Net cash flows from (used in) financing activities	<u>-</u>	<u>922,074</u>	<u>-</u>	<u>(900)</u>
<b>INCREASE (DECREASE) IN CASH</b>	<b>(14,909)</b>	<b>(1,852,084)</b>	<b>(51,136)</b>	<b>(293,682)</b>
<b>CASH, beginning of period</b>	<b>32,221</b>	<b>1,869,396</b>	<b>300,721</b>	<b>543,267</b>
<b>CASH, end of period</b>	<b><u>17,312</u></b>	<b><u>17,312</u></b>	<b><u>249,585</u></b>	<b><u>249,585</u></b>
<b>Supplementary cash flow information</b>				
Interest paid	-	-	-	-
Income taxes paid	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

- See Accompanying Notes -

# STINA RESOURCES LTD.

## NOTES TO FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 1. NATURE OF OPERATIONS

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The Company's primary operation is mineral exploration and development. The Company was also engaged in the health food and supplement products industry, but discontinued these operations at the end of September 2009. The Company's shares are traded on the TSX Venture Exchange (the "Exchange").

The Company is in the process of exploring and evaluating its mineral property interests in the Yukon Territory, Canada and Nevada, USA. The Company presently has no proven or probable reserves, and on the basis of information to date, has not yet determined whether these properties contain economically recoverable resources. The amounts recorded as mineral property interests represent costs incurred to date and do not necessarily represent present or future values. The recoverability of these amounts is dependent upon the existence of economically recoverable reserves, the ability of the Company to arrange appropriate financing to complete the development of its mineral property interests, and upon future profitable production or proceeds from disposition.

The Company has sustained operating losses since inception and has an operating deficit since inception totaling \$4,934,866. These financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize the carrying value of its assets and discharge its liabilities in the normal course of business for the foreseeable future. The ability of the Company to continue as a going concern is dependent upon the Company raising sufficient equity financing, issuing debt or securing related party advances to complete the evaluation and development of its mineral property interests, the discovery of economically recoverable reserves, and upon future profitable production or proceeds from disposition of its resource property interests. Management anticipates that the Company may need to seek out additional equity financing to continue with the exploration programs on its mineral properties during the 2011 fiscal period, as current cash reserves may not be sufficient to continue its property acquisitions, planned exploration programs and continue operations for the ensuing twelve months. Management is not able to assess the likelihood of timing for raising equity for future acquisitions, exploration or expenditures. This uncertainty represents a liquidity risk and may impact the Company's ability to continue as a going concern in the future.

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### 2. SIGNIFICANT ACCOUNTING POLICIES

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a) Consolidation and discontinued operations

These consolidated financial statements include the accounts and operations of the Company and the Company's wholly-owned subsidiary, Stina Resources Nevada Ltd. since inception on December 14, 2009.

The Company's former wholly-owned subsidiary Northern Seas Products Ltd. ("Northern Seas") was dissolved in September 2009. The Company discontinued its Northern Seas operations in fiscal 2009 and wrote off the remaining inventory, equipment and doubtful accounts.

All intercompany balances and transfers were eliminated upon consolidation up to the date of dissolution of Northern Seas.

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 2. SIGNIFICANT ACCOUNTING POLICIES - CONT'D

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b) Short-term investments

Short-term investments include money market based investments and guaranteed investment certificates where initial maturity is more than ninety days. These investments may be redeemed at the Company's option without significant penalty. These investments bear interest at the Bank of Montreal (BMO) Prime rate less 2.05% and BMO Prime rate less 1.95% respectively. The carrying value approximates the fair value of these investments.

c) Mineral property interests

Where specific exploration programs are planned and budgeted by management, mineral exploration costs are capitalized and carried at cost until the properties to which they relate are advanced to the development stage, placed into commercial production, sold, abandoned or determined by management to be impaired in value.

Management evaluates the carrying value of each mineral property interest for impairment on a reporting period basis, or as events and changes in circumstances warrant, and makes a determination based on exploration activity and results, estimated future cash flows, and availability of funding as to whether the carrying value has been impaired.

When future cash flows are not reasonably determinable, mineral interests are evaluated for impairment based on management's intentions and determination of the extent to which future exploration programs are warranted and likely to be funded.

Costs incurred for acquisition, including option payments under acquisition agreements, are capitalized until such time as the related interest is placed into production, sold, abandoned, or where management has determined that an impairment in value has occurred. For mineral property interests under option, the Company records only the costs incurred or committed in respect of work programs or amounts due in the reporting period for payment requirements necessary to maintain the options in good standing.

Proceeds of dispositions of partial mineral interest on properties are credited as a reduction of carrying costs. No profit is realized until all the related costs have been offset by disposition proceeds. If a property is placed into commercial production, accumulated costs to production will be amortized based on units of production.

d) Income taxes

The Company follows Canadian Institute of Chartered Accountants (CICA) Handbook Section 3465 in accounting for corporate income taxes. The guidance focuses on the amount of income taxes payable or receivable that will arise if an asset is realized or a liability is settled for its carrying amount. The resulting future income tax asset or liability is recorded based on substantially enacted income tax rates. In the case of unused tax losses, resource expenditure pools, income tax reductions and certain items that have a tax basis but cannot be identified with an asset or liability on the balance sheet, the recognition of future income tax assets is determined by reference to the likely realization of such benefits at the balance sheet date.

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 2. SIGNIFICANT ACCOUNTING POLICIES - CONT'D

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e) Foreign exchange

Balance sheet items denominated in U.S. dollars are translated into Canadian dollars at exchange rates prevailing at the balance sheet date for monetary items and at exchange rates in effect at the transaction date for non-monetary items. Income statement items are translated at actual rates or average rates prevailing during the year. Realized gains and losses from foreign currency transactions are included in operating results in the period in which they occur.

f) Administrative expenditures

Administrative expenditures are expensed in the period incurred.

g) Use of estimates

The preparation of financial statements in accordance with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Significant areas requiring the use of management estimates relate to the determination of impairment of assets, asset retirement obligations, allocations between exploration projects, assessments of qualifying exploration expenditures and the determination of the fair value of financial instruments and stock-based compensation. Financial results as determined by actual events could differ from those estimates.

h) Long-lived assets

The carrying values of long-lived assets with fixed or determinable lives are reviewed for impairment whenever events or changes in circumstances indicate the recoverable value may be less than the carrying amount. Recoverable value determinations are based on management's estimates of undiscounted future net cash flows expected to be recovered from specific assets or groups of assets through use or future disposition. Impairment charges are recorded in the period in which determination of impairment is made by management.

Assets with indefinite or indeterminable lives are not amortized and are reviewed for impairment on a reporting basis using fair value determinations by management's estimate of recoverable value. Assets held and available for sale or not in use are segregated and reported at the lower of cost and recoverable amount.

i) Equipment

Equipment is recorded at cost. Amortization is provided at the following annual rates:

Office equipment	25% Declining balance
Computer equipment	30% Declining balance

Amortization is recorded at 50% of the prescribed rate in the year of acquisition.

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 2. SIGNIFICANT ACCOUNTING POLICIES - CONT'D

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j) Basic and diluted loss per share

The Company follows CICA Handbook section 3500, in calculating earnings (loss) per share. The standard requires the use of the treasury stock method for computing diluted earnings (loss) per share, which assumes that proceeds obtained from the exercise of options or warrants, would be used to purchase common shares at the average market price during the period. Loss per share is calculated using the weighted average number of shares outstanding during the year.

Diluted loss per share is equal to basic loss per share for all periods presented as the effect of all stock options and warrants outstanding have been excluded as they are anti-dilutive.

k) Financial instruments

The Company follows CICA Handbook Section 3855, financial instruments. The Section prescribes when a financial instrument is to be recognized on the balance sheet and at what amount. Under the Section, financial instruments must be classified into one of five categories: held-for-trading, held-to-maturity, loans and receivables, available-for-sale financial assets, or other financial liabilities. All financial instruments are required to be measured at fair value on initial recognition, except for certain related party transactions. Measurement in subsequent periods depends on whether the financial instrument has been classified as held for trading, available for sale, held to maturity, loans and receivables, or other liabilities.

Financial assets and liabilities classified as held for trading are required to be measured at fair value, with gains and losses recognized in earnings.

Financial assets classified as held to maturity, loans and receivables and financial liabilities (other than those held for trading) are required to be measured at amortized cost using the effective interest method of amortization.

Available for sale financial assets are required to be measured at fair value, with unrealized gains and losses recognized in other comprehensive income. The Company did not have any assets classified as available for sale for the period.

The Company classifies its financial instruments as follows:

Cash and short-term investments are classified as held-for-trading. Cash is measured at its face value, representing fair value. Short-term investments are measured using BMO's posted GIC rates.

Accounts receivable, accounts payables and amounts due to the related parties are classified as loans and receivables and other financial liabilities, respectively. These financial instruments are recorded at amortized cost. The fair value of these instruments approximates their carrying value due to their implied short-term maturity.

Net smelter royalties, buy-out options and similar future entitlements or commitments are not considered to have measurable value until such time as the mineral property interests to which they relate have reached the development or mining feasibility stage.

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 2. SIGNIFICANT ACCOUNTING POLICIES - CONT'D

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l) Comprehensive income (loss)

The Company follows CICA Handbook Section 1530, comprehensive income. Comprehensive income (loss) is defined as the change in equity from transactions and other events from non-owner sources. Section 1530 establishes standards for reporting and presenting certain gains and losses not normally included in net income or loss, such as unrealized gains and losses related to available for sale securities and gains and losses resulting from the translation of self-sustaining foreign operations, in a statement of comprehensive income.

For the periods presented, the Company has no items required to be reported in comprehensive income. Accordingly, no separate statement reconciling comprehensive income (loss) has been presented

m) Asset retirement obligations

The Company follows CICA Handbook section 3110, relating to the recognition and disclosure of asset retirement obligations and associated asset retirement costs. Management reviews the anticipated obligations and retirement costs of long-lived assets for known obligations under contract, common practice, or laws and regulations. The Company is currently in the exploration stage on its Nevada and Yukon mineral property interests and has not determined to what extent significant site reclamation or environmental remediation costs will be required. The Company records liability for site reclamation, when determinable, on a systematic accrual basis in the period in which such costs, if any, can be reasonably determined.

During 2008, the Company posted a reclamation bond with the Nevada government for potential site remediation in relation to an exploration program. The Company has recorded an asset retirement obligation for the planned remediation following the exploration program which is expected to be completed in 2011.

n) Stock-based compensation

The Company follows the accounting guidelines of the CICA Handbook section 3870, Stock-based Compensation and Other Stock-Based Payments. Under the guidelines, all new or repriced stock-based awards are measured and recognized using the fair-value method. The standard also encourages the use of the fair-value method for all direct awards of stock, stock appreciation rights, and awards that call for settlement in cash or other assets. The fair value of options and other stock-based awards to employees or non-employees, issued or altered in the period, have been determined using the Black-Scholes option pricing model.

o) Non-monetary transactions

All non-monetary transactions are measured at the fair value of the asset surrendered or the asset or services received, whichever is more reliable, unless the transactions lacks commercial substance. The commercial substance requirement is met when the future cash flows are expected to change significantly as a result of the transaction.

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 2. SIGNIFICANT ACCOUNTING POLICIES - CONT'D

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p) Related party transactions

All monetary transactions occurring with related parties in the normal course of operations are measured at the exchange value which is determined by management to approximate fair value. Non-monetary transactions in the normal course of operations that have commercial substance and do not involve the exchange of property or product held for sale are also measured at the exchange value. All other related party transactions are valued at the carrying value.

q) Flow-through shares

Canadian tax legislation permits an enterprise to issue flow-through shares, whereby the tax deduction for qualified resource expenditures is claimed by the investor rather than the Company. Recording these expenditures for accounting purposes gives rise to certain taxable temporary differences on the tax basis and carrying amount of related capitalized expenditures.

Upon renunciation of qualifying expenditures and the filing of prescribed tax forms, CICA Emerging Issues Committee pronouncement EIC 146 requires that, to the extent that there are available tax loss carry forwards and other discretionary deductions available to offset the future tax liability, such offsetting amount is recorded as a future income tax recovery in the period of renunciation.

r) Newly adopted accounting policies

Section 3855, Financial Instruments – Recognition and Measurement

In July 2009, the Canadian Accounting Standard Board (AcSB) issued a typescript of amendments to Section 3855. In particular, entities that have classified financial assets as held-to-maturity investments are now required to assess those financial assets using the impairment requirements of Section 3025. The amendments allow more debt instruments to be classified as loans and receivables. In addition, these amendments require reversal of previously recognized impairment losses on available-for-sale financial assets in specified circumstances and require that loans and receivables that an entity intends to sell immediately or in the near term be classified as held for trading. These amendments apply to annual financial statements relating to fiscal years beginning on or after November 1, 2008. The adoption of this standard did not have a significant effect on the Company's financial position, results of operations or cash flows.

Section 3862, Financial Instruments – Disclosures

In June 2009, the CICA Handbook Section 3862 was amended to include additional disclosure requirements about fair value measurements of financial instruments and to enhance liquidity risk disclosure. The additional fair value measurements disclosures include classification of financial instrument fair values in a fair value hierarchy comprising three levels reflecting the significance of the inputs used in making the measurements, described as follows:

Level 1 – Quoted prices in active markets for identical assets or liabilities;

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 2. SIGNIFICANT ACCOUNTING POLICIES - CONT'D

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- r) Recent accounting pronouncements, not yet adopted

Section 3862, Financial Instruments – Disclosures – cont'd

Level 2 – Inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly such as quoted prices for similar assets or liabilities in active markets or indirectly such as quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions; or

Level 3 – Inputs that are not based on observable market data.

The Company has included the required disclosures in Note 8 to the financial statements.

Transition to International Financial Reporting Standards

In 2006, the AcSB ratified a strategic plan that will result in the convergence of Canadian GAAP, as used by public companies, with International Financial Reporting Standards (IFRS) over a transitional period. The AcSB has developed and published a detailed implementation plan, with a changeover date for fiscal years beginning on or after January 1, 2011. The Company has not assessed the impact of the initiative on its financial statements. The conversion is planned for the first quarter ending December 31, 2011.

Business Combinations, Non-controlling Interest and Consolidated Financial Statements

In January 2009, the CICA issued Handbook Sections 1582 Business Combinations, 1601 Consolidated Financial Statements and 1602 Non-controlling Interests which replace CICA Handbook Sections 1581 Business Combinations and 1600 Consolidated Financial Statements. Section 1582 establishes standards for the accounting for business combinations that is equivalent to the business combination accounting standard under IFRS. Section 1582 is applicable for the Company's business combinations with acquisition dates on or after January 1, 2011. Section 1601 together with Section 1602 establishes standards for the preparation of consolidated financial statements. Section 1601 is applicable for companies' interim and annual consolidated financial statements for fiscal years beginning on or after January 1, 2011. Early adoption of these Sections is permitted and all three Sections must be adopted concurrently. Management expects that the adoption of these sections will not have a significant impact on the financial statements.

Equity

In August 2009, as a result of issuing section 1602 Non-Controlling Interests, the CICA amended Section 3251 Equity requiring non-controlling interests to be recognized as a separate component of equity. These amendments apply only to entities that have adopted Section 1602. Management expects that the adoption of these sections will not have a significant impact on the financial statements.

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

### 3. MINERAL PROPERTY INTERESTS

	Nine months ended June 30, 2011 \$	Year ended September 30, 2010 \$
<b>Bisoni McKay Vanadium Property, Nevada, USA</b>		
Acquisition costs:		
Balance, beginning of period	2,859,526	2,846,585
Staking and claim costs	-	12,941
Balance, end of period	<u>2,859,526</u>	<u>2,859,526</u>
Exploration expenditures:		
Balance, beginning of period	719,190	695,568
Economic study	36,505	-
Geological consulting	19,101	17,323
Permits and bonds	-	-
Reclamation estimate	-	-
Storage	4,991	6,299
Balance, end of period	<u>779,787</u>	<u>719,190</u>
Total Bisoni McKay Vanadium Property	<u>3,639,313</u>	<u>3,578,716</u>

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# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

### 3. MINERAL PROPERTY INTERESTS - CONT'D

	Nine months ended June 30, 2011 \$	Year ended September 30, 2010 \$
<b>Kodiak Property, Yukon, Canada</b>		
Acquisition costs:		
Balance, beginning of period	334,675	184,675
Cash payment	100,000	50,000
200,000 shares at \$0.50	-	100,000
200,000 shares at \$0.39	<u>78,000</u>	<u>-</u>
Balance, end of period	<u>512,675</u>	<u>334,675</u>
Exploration expenditures:		
Balance, beginning of period	301,772	146,729
Assaying	12,835	47,821
Geological consulting	4,025	11,894
Geomagnetic	26,830	-
Helicopter rentals	8,704	25,248
Soil sampling	-	49,703
Trenching	<u>15,290</u>	<u>20,377</u>
Balance, end of period	<u>369,456</u>	<u>301,772</u>
Total Kodiak Property	<u>882,131</u>	<u>636,447</u>
<b>Dime Property, Yukon, Canada</b>		
Acquisition costs:		
Balance, beginning of period	428,000	-
Cash payment	100,000	250,000
200,000 shares at \$0.38	-	76,000
200,000 shares at \$0.51	-	102,000
300,000 shares at \$0.40	<u>120,000</u>	<u>-</u>
Balance, end of period	<u>648,000</u>	<u>428,000</u>
Exploration expenditures:		
Balance, beginning of period	480,095	91,901
Assaying	36,936	19,443
Drilling	4,410	80,925
Geological consulting	63,348	99,629
Geomagnetic	51,050	-
Helicopter rentals	36,904	82,223
Soil sampling	22,484	61,785
Trenching	<u>62,660</u>	<u>44,189</u>
Balance, end of period	<u>757,887</u>	<u>480,095</u>
Total Dime Property	<u>1,405,887</u>	<u>908,095</u>

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# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

### 3. MINERAL PROPERTY INTERESTS - CONT'D

	Nine months ended June 30, 2011 \$	Year ended September 30, 2010 \$
<b>Zeibright Property, California, USA</b>		
Acquisition costs:		
Balance, beginning of period	1,402	-
Staking and claim costs	-	1,402
Write down property	<u>(1,402)</u>	<u>-</u>
Balance, end of period	<u>-</u>	<u>1,402</u>
 Total mineral property interests	 <u>5,927,331</u>	 <u>5,124,660</u>

#### a) **Bisoni MacKay Property, Nevada**

On April 25, 2005, Company entered into a property option agreement with Vanadium International Co. ("Vanadium") to purchase a 50% undivided interest in 19 mining claims (the Bisoni MacKay Vanadium Property) covering 392.6 acres, located in Nye County, Nevada, USA. The optioned claims are subject to a 2.5% Net Smelter Royalty (NSR) payable to the vendor.

The Company earned its 50% interest, by making a series of cash payments totaling \$250,000 (\$175,000 of which was settled for 175,000 shares), issuing 1,250,000 shares to Vanadium, as well as funding \$700,000 of exploration activities.

During 2008, the Company exercised a purchase option, included in the original property option agreement, to acquire the remaining 50% interest in the mining claims, for a 100% total interest, subject to the 2.5% NSR. Consideration under the purchase option included a US\$2,000,000 payment to the vendor. The US\$2,000,000 option payment was satisfied in a share settlement through the issuance of 1,995,600 common shares at a stated value of \$0.9978 per share. These shares have been recorded at management's estimate of fair value of \$0.7982 per share, based on a 20% discount from the quoted market price at the time of the share issuance to factor in market conditions and a large block discount.

The Company has staked an additional 18 claims in the area which are contiguous with the existing claims.

During 2008, the Company posted a reclamation bond with the Nevada state government should the Company not complete any required site reclamation or environmental remediation. Effective October 1, 2008, the Company recorded an asset retirement obligation of \$21,768 relating to the Company's activities on the property.

#### b) **Kodiak Property, Yukon**

On June 18, 2009, the Company entered into an option agreement with Ryanwood Exploration Inc. ("REI") pursuant to which REI has agreed to grant the Company an option to purchase a 100% beneficial interest in 152 mining claims located in the Dawson Mining District, Yukon Territory, subject to REI retaining a 2% NSR.

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 3. MINERAL PROPERTY INTEREST - CONT'D

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#### b) Kodiak Property, Yukon – cont'd

To exercise its option, the Company must make the following payments, share issuances and expenditures:

##### Cash payments:

- \$75,000 within five days of Exchange approval (paid)
- \$50,000 on or before June 15, 2010 (paid)
- \$100,000 on or before June 15, 2011 (paid)
- \$75,000 on or before June 15, 2012
- \$75,000 on or before June 15, 2013

##### Shares:

- 250,000 common shares of the Company within five days of Exchange approval (issued)
- 200,000 common shares of the Company on or before June 15, 2010 (issued)
- 200,000 common shares of the Company on or before June 15, 2011 (issued)
- 200,000 common shares of the Company on or before June 15, 2012
- 250,000 common shares of the Company on or before June 15, 2013

##### Exploration Expenditures:

- \$100,000 on or before November 18, 2009 (incurred)
- \$200,000 on or before November 15, 2010 (incurred)
- \$300,000 on or before November 15, 2011 (incurred)
- \$500,000 on or before November 15, 2012

#### c) Dime Property, Yukon

On July 23, 2009, the Company entered into a property option agreement with REI to earn a 100% interest in 128 claims in the Dawson Mining District, Yukon Territory, subject to a 2% NSR in favor of the optionor. To exercise its option, the Company must make the following payments and expenditures:

##### Cash payments:

- \$125,000 within fifteen days of Exchange approval (paid)
- \$125,000 on or before June 26, 2010 (paid)
- \$100,000 on or before June 26, 2011 (paid)
- \$100,000 on or before June 26, 2012
- \$150,000 on or before June 26, 2013

##### Shares:

- 200,000 common shares of the Company within five days of Exchange approval (issued)
- 200,000 common shares of the Company on or before June 26, 2010 (issued)
- 300,000 common shares of the Company on or before June 26, 2011 (issued)
- 300,000 common shares of the Company on or before June 26, 2012
- 250,000 common shares of the Company on or before June 26, 2013

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 3. MINERAL PROPERTY INTEREST - CONT'D

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#### c) Dime Property, Yukon – cont'd

##### Exploration Expenditures:

- in the amount of \$100,000 on or before November 15, 2009 (incurred)
- an additional amount of \$250,000 on or before November 15, 2010 (incurred)
- an additional amount of \$500,000 on or before November 15, 2011
- an additional amount of \$750,000 on or before November 15, 2012

The Company has the option to purchase one half of the NSR for a payment of two million dollars.

#### d) Zeibright Mine, California, USA

On February 19, 2009, the Company entered into an option agreement with Steephollow Resources Inc. ("SRI"), pursuant to which SRI has agreed to grant the Company an option to purchase a 100% beneficial interest in certain mining claims located in Nevada County, California, United States. The claims are subject to a 2% NSR.

To exercise the option, the Company must: (i) incur and finance exploration expenditures on the property of not less than \$100,000, on or before the second anniversary of the approval date of the option agreement by the Exchange (approved March 18, 2009); and (ii) allot and issue one million shares in the capital stock of the Company to SRI upon the completion of such exploration expenditures.

The Company entered into a suboption agreement (the "Suboption Agreement") with Gordon Lee (the "Optionee") who has the right to earn 70% of the Zeibright Gold Property (the "Property") from the Company by conducting US\$2 million of exploration work on the property over four years. The Company has an option to earn 100% of the Zeibright Property from SRI in consideration for exploration expenditures of \$100,000 within two years and the payment of 1 million common shares. Both the Company and SRI have agreed to transfer 70% of the Company's interest to the Optionee under the Suboption Agreement in consideration that the exploration expenditures under the Suboption Agreement will be applied to the Company's obligation. The Company is still required to issue the shares to SRI.

The Optionee was required to expend amounts according to the following schedule:

- \$200,000 by July 18, 2010
- \$300,000 by April 18, 2011
- \$500,000 by April 18, 2012
- \$1,000,000 by April 18, 2013

The Company also maintains the right to buy back a 20% interest in the Property for the payment of \$500,000 within ninety (90) days after the Optionee has exercised its option.

The Company did not receive confirmation of the expenditures required by July 18, 2010 and the option agreement has been terminated with the Optionee with no ongoing obligations for the Company.

During the period the Company decided not to proceed with the option and has written down staking and claim costs of \$1,402.

## STINA RESOURCES LTD.

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

#### 3. MINERAL PROPERTY INTEREST - CONT'D

Management completed its review for indicators of impairment and determined that there have been no significant indications of impairment to the carrying value of the Company's mineral property interests as at June 30, 2011 and September 30, 2010. Management believes that the properties still have future benefit and economic potential. However, this assessment could change in the future if financial and commodity markets weaken for a sustained period or if there are onerous changes in environmental requirements.

#### 4. EQUIPMENT

	June 30, 2011			September 30, 2010
	Cost	Accumulated Amortization	Net	Net
Office equipment	765	75	690	-
Computer equipment	4,757	237	4,520	-
	5,522	312	5,210	-

#### 5. SHARE CAPITAL

a) Authorized: Unlimited common shares without par value

b) Issued

	Nine months ended June 30, 2011		Year ended September 30, 2010	
	Number of Shares	Amount \$	Number of Shares	Amount \$
Balance, beginning of period	24,078,928	10,457,975	20,458,643	9,112,410
Issued during the period:				
Cash, stock option at \$0.21	-	-	10,000	2,100
Cash, private placement				
- at \$0.70	i) 1,458,571	1,021,000	-	-
- at \$0.63	ii) -	-	400,000	252,000
- at \$0.70	iii) -	-	2,610,285	1,827,200
Share issue costs		(98,600)		(281,322)
Mineral Property:				
- at \$0.38	iv) -	-	200,000	76,000
- at \$0.39	v) 200,000	78,000	-	-
- at \$0.40	(vi) 300,000	120,000	-	-
- at \$0.50	(vii) -	-	200,000	100,000
- at \$0.51	(viii) -	-	200,000	102,000
Transfer from contributed surplus	(ix) -	-	-	2,850
Renunciation of future income tax benefit	(x) -	-	-	(250,000)
Warrants reallocated (Notes 7 and 11)	-	(221,496)	-	(485,263)
Balance, end of period	26,037,499	11,356,879	24,078,928	10,457,975

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 5. SHARE CAPITAL – CONT'D

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b) Issued – cont'd

- i) On October 19, 2010, the Company completed a non-brokered private placement of 1,458,571 share units at \$0.70 per unit. Each unit consists of one common share and one-half of one share purchase warrant. Each full warrant entitles the holder to acquire one additional common share at \$0.85 per share until October 19, 2012. The warrant component of the share unit has an estimated fair value of \$221,496 using the Black-Scholes Option Pricing Model under the following assumptions: expected life 2 years; volatility 96.55%; risk free rate of return 1.45%; dividend yield 0%. The fair value of the warrant component has been reallocated to contributed surplus. The share units are subject to a four month plus one day hold period expiring February 20, 2011. Finders fees of \$96,800 in cash were paid in connection with this private placement
- ii) On September 24, 2010, the Company completed a non-brokered private placement of 400,000 share units at \$0.63 per unit. Each unit consists of one common share and one-half of one share purchase warrant. Each full warrant entitles the holder to acquire one additional common share at \$0.73 per share until September 24, 2012. The warrant component of the share unit has an estimated fair value of \$58,786 using the Black-Scholes Option Pricing Model under the following assumptions: expected life 2 years; volatility 120.89%; risk free rate of return 1.69%; dividend yield 0%. The fair value of the warrant component has been reallocated to contributed surplus.
- iii) On September 28, 2010, the Company completed a non-brokered private placement of 2,610,285 share units at \$0.70 per unit. Each unit consists of one common share and one-half of one share purchase warrant. Each full warrant entitles the holder to acquire one additional common share at \$0.85 per share until September 28, 2012. The warrant component of the share unit has an estimated fair value of \$426,477 using the Black-Scholes Option Pricing Model under the following assumptions: expected life 2 years; volatility 121.41%; risk free rate of return 1.69%; dividend yield 0%. The fair value of the warrant component has been reallocated to contributed surplus.

Finders' fees of \$179,570 in cash were paid in connection with the above private placement, and a total of 256,529 agents warrants exercisable at \$0.85 per share were issued. The agents warrants have an estimated fair value of \$101,753 using the Black-Scholes Option Pricing Model under the following assumptions: expected life 2 years; volatility 92.7%; risk free rate of return 1.74%; dividend yield 0%. The fair value of the agents warrants has been recorded to contributed surplus.

- iv) On June 15, 2011, the Company issued 200,000 common shares, at an estimated fair value of \$0.39 per share as part of a property acquisition. Fair value was determined using the quoted price at the time of the transaction.
- v) On June 24, 2011, the Company issued 300,000 common shares, at an estimated fair value of \$0.40 per share as part of a property acquisition. Fair value was determined using the quoted price at the time of the transaction.
- vi) On February 2, 2010, the Company issued 200,000 common shares, at an estimated fair value of \$0.38 per share as part of a property acquisition. Fair value was determined using the quoted price at the time of the transaction.
- vii) On June 15, 2010, the Company issued 200,000 common shares, at an estimated fair value of \$0.50 per share as part of a property acquisition. Fair value was determined using the quoted price at the time of the transaction.

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

### 5. SHARE CAPITAL – CONT'D

b) Issued – cont'd

viii) On June 23, 2010, the Company issued 200,000 common shares, at an estimated fair value of \$0.51 per share as part of a property acquisition. Fair value was determined using the quoted price at the time of the transaction.

ix) The Company records the grant date fair value of vested stock options as a credit to contributed surplus. These amounts are transferred to share capital upon exercise of the underlying stock options. During the period, \$2,850 was transferred to share capital for options exercised.

x) In July 2009, the Company raised \$1,000,000 under flow-through arrangements with subscribers. Under Canadian Tax legislation the Company renounces qualifying expenditures in favour of the share subscribers and must incur such qualifying expenditures within a one year period from renunciation. Accordingly, the Company is committed to incur \$1,000,000 of qualifying expenditures before December 31, 2010. The tax benefit of the qualifying expenditures was renounced to the subscribers on January 12, 2010. The tax value of the qualifying expenditures of \$250,000 has been reduced from share capital. To the extent that the Company has available loss carryforwards or other unused tax deductions to offset the renounced benefit, a future income tax recovery has been recognized.

c) Shares in escrow

There are no shares held in escrow at June 30, 2011.

d) Share purchase warrants

The following share purchase warrants are outstanding at June 30, 2011:

	<u>Number of shares</u>	<u>Weighted average exercise price - \$ -</u>	<u>Weighted average life remaining (years)</u>
Balance at September 30, 2009	961,538	1.00	1.77
Issued	<u>1,761,672</u>	<u>0.84</u>	—
Balance at September 30, 2010	<u>2,723,210</u>	<u>0.98</u>	<u>1.57</u>
Issued	<u>729,286</u>	<u>0.85</u>	—
Balance at June 30, 2011	<u>3,452,496</u>	<u>0.95</u>	<u>0.92</u>

## STINA RESOURCES LTD.

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

#### 5. SHARE CAPITAL – CONT'D

d) Share purchase warrants – cont'd

At June 30, 2011, the following share purchase warrants are outstanding:

<u>Number of Shares</u>	<u>Exercise Price - \$ -</u>	<u>Expiry Date</u>
961,538	1.25	July 10, 2011
200,000	0.73	September 24, 2012
1,561,672	0.85	September 28, 2012
<u>729,286</u>	0.85	October 19, 2012
<u><u>3,452,496</u></u>		

e) Stock options

Under the Company's Incentive Share Option Plan, the Company may grant options to employees, consultants and directors when the number of shares reserved does not exceed 10% of the number of common shares issued and outstanding at the date of grant. The exercise price of the options granted will be no less than the discounted market price of the Company's shares and the maximum term of the options will be 5 years.

The following stock options are fully vested and exercisable:

	<u>Number of shares</u>	<u>Weighted average exercise price - \$ -</u>	<u>Weighted average Life remaining (years)</u>
Balance at September 30, 2009	887,475	0.21	0.63
Granted	1,500,000	0.38	
Expired	(877,475)	0.21	
Exercised	<u>(10,000)</u>	<u>0.21</u>	—
Balance at September 30, 2010	1,500,000	0.39	4.51
Granted	<u>250,000</u>	<u>0.33</u>	—
Balance at June 30, 2011	<u><u>1,750,000</u></u>	<u><u>0.38</u></u>	<u><u>3.90</u></u>

At June 30, 2011 the following stock options were outstanding:

<u>Number of shares</u>	<u>Exercise Price - \$ -</u>	<u>Expiry Date</u>
675,000	0.30	November 3, 2014
825,000	0.46	August 5, 2015
<u>250,000</u>	0.33	March 17, 2016
<u><u>1,750,000</u></u>		

## STINA RESOURCES LTD.

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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#### 6. RELATED PARTY TRANSACTIONS

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The Company entered into the following transactions with related parties:

- a) The Company incurred consulting fees in the amount of \$46,500 (2010 - \$45,000) with a company owned by a director for consulting services.
- b) The Company incurred salaries in the amount of \$16,500 (2010 - \$nil) with a senior officer and director.
- c) The Company incurred salaries in the amount of \$10,000 (2010 - \$9,000) with a director.
- d) At June 30, 2011, prior advances totalling \$59,516 (September 30, 2010 - \$59,842) were due to a company controlled by a director. The advances are unsecured, non-interest bearing, and have no specific terms of repayment.
- e) At June 30, 2011, advances totalling \$1,163 (September 30, 2010 - \$1,163) were due from a director. The advances are unsecured, non-interest bearing, and have no specific terms of repayment.

Transactions with related parties have been recorded at their exchange amount, which is the amount agreed upon between the related parties.

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#### 7. CONTRIBUTED SURPLUS

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Changes to the contributed surplus account are as follows:

	<b>June 30, 2011 \$</b>	<b>September 30, 2010 \$</b>
Balance, beginning of period	1,626,896	476,031
Fair value of warrants of private placement units issued	221,496	485,262
Fair value of options granted – directors and consultants	85,946	566,700
Fair value of agents warrants	-	101,753
Transfer to share capital on exercise of options	-	(2,850)
Balance, end of period	<u>1,934,338</u>	<u>1,626,896</u>

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

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The Company's financial instruments include cash, short-term investments and accounts receivable. The carrying value of these financial instruments approximates their fair value due to their short-term nature. The fair value of cash and short-term investments are measured based on level 1 input of the fair value hierarchy.

The Company is engaged primarily in the mineral exploration field and manages related industry risk issues directly. The Company is potentially at risk for environmental issues and fluctuations in commodity based market prices associated with resource property interests. Management is of the opinion that the Company addresses environmental risk and compliance in accordance with industry standards and specific project environmental requirements.

#### Financial Risk Management:

The Company is exposed in varying degrees to a variety of financial instrument related risks.

#### Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is in its cash accounts, short-term investments and accounts receivables. Cash accounts and short-term investments are held with a major bank in Canada. This risk is managed through the use of major banks which are high credit quality financial institutions as determined by rating agencies. The Company's secondary exposure to credit risk is in its receivables. This risk is minimal as receivables consist primarily of refundable government sales taxes.

#### Currency Risk

The Company's functional currency is the Canadian dollar. There is moderate foreign exchange risk to the Company as some mineral property interests are located in the United States. Management monitors its foreign currency balances and makes adjustments based on anticipated need for currencies. The Company does not engage in any hedging activities to reduce its foreign currency risk.

#### Interest Rate Risk

The Company's exposure to interest rate risk relates to its ability to earn interest income on cash balances and short-term investments at variable rates. The fair value of the Company's cash accounts is relatively unaffected by changes in short term interest rates. The income earned on certain bank accounts is subject to the movements in interest rates.

#### Liquidity Risk

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements at any point in time. The Company achieves this by maintaining sufficient cash balances and/or short-term investments that are readily available.

# STINA RESOURCES LTD.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NINE MONTHS ENDED JUNE 30, 2011 AND 2010

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### 9. CAPITAL MANAGEMENT

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The Company manages its cash, common shares, stock options and warrants as capital. The Company currently manages its capital structure and makes adjustments to it, based on cash resources expected to be available to the Company, in order to support the planned exploration and development of mineral property interests. Management has not established a quantitative capital structure, but will review on a regular basis the capital structure of the Company relative to the stage of development of the business entity and mineral property interest.

The Company currently is dependent on externally provided equity financing to fund its exploration and development activities. In order to carry out planned exploration and development and fund administrative costs, the Company will allocate its existing capital and plans to raise additional amounts as needed through equity and related party advances, if available. Management reviews the capital management approach on an ongoing basis and believes that this approach is reasonable for the current state of the markets and exploration industry.

There were no changes in the Company's approach to capital management for the nine months ended June 30, 2011 compared to the year ended September 30, 2010. The Company is not subject to externally imposed capital requirements.

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### 10. COMMITMENT

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During the year ended September 30, 2009, the Company issued 1,923,076 flow-through shares for proceeds of \$1,000,000. The proceeds from these issues must be used for qualifying exploration expenditures which were renounced by the Company in favor of the investors purchasing such shares and expenditures are not available to the Company for income tax purposes. The qualifying exploration expenditures must be fully incurred by December 31, 2010 of which \$781,867 were expended through September 30, 2010.

The Company completed the qualifying expenditures of \$1,000,000 during the period ended December 31, 2010.

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### 11. SUBSEQUENT EVENTS

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On July 10, 2011, a total of 961,538 share purchase warrants exercisable at \$1.25 expired unexercised.

On July 28, 2011, the Company granted 150,000 incentive stock options exercisable at \$0.40 per share for a period of five years.

# **Stina Resources Ltd.**

## **Management Discussion & Analysis for the 3rd Quarter Ended June 30, 2011**

**Ste 717 – 165 LaRose Ave.  
Etobicoke, ON M9P 3S9  
Tel (416) 368-2271 / Fax: (416) 368-2635**

**STINA RESOURCES LTD.**

**FORM 51-102F1**

**Management’s Discussion & Analysis  
for the 3rd Quarter Ended June 30, 2011  
(and containing information as of August 26, 2011)**

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**STINA RESOURCES LTD.**

**FORM 51-102F1**

**Management's Discussion & Analysis  
for the 3rd Quarter Ended June 30, 2011  
(and containing information as of August 26, 2011)**

**Item 1: INTERIM MD&A**

**Forward-looking Information**

This Management Discussion and Analysis ("MD&A") contains certain forward-looking statements and information relating to Stina Resources Ltd. (the "Company") that are based on the beliefs of its management as well as assumptions made by and information currently available to the Company. When used in this document, the words "anticipate", "believe", "estimate", "expect" and similar expressions, as they relate to the Company or its management, are intended to identify forward-looking statements. This MD&A contains forward-looking statements relating to, among other things, regulatory compliance, the sufficiency of current working capital, the estimated cost and availability of funding for the continued exploration and development of Company exploration properties. Such statements reflect the current views of the Company with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements. Aside from factors identified in the annual MD&A, additional important factors, if any, are identified here.

**NATURE OF BUSINESS:**

Stina Resources Ltd. (the "Company") is incorporated under the laws of British Columbia and is primarily engaged in the acquisition, exploration and development of resource properties. The Company's primary activity is the exploration of the Dime and Kodiak Gold properties in the Dawson region of the Yukon, Canada, in addition to the Bisoni McKay Vanadium Property in northern Nevada.

The Company's shares are traded on the TSX Venture Exchange under the symbol SQA.

**1.1 DATE**

The following discussion and analysis was approved by the Directors of the Company and should be read in conjunction with the audited financial statements for year ended September 30, 2010, and unaudited financial statements for the quarters ending March 31, 2011, December 31, 2010, June 30, 2010, March 31, 2010, and the related notes thereto. All figures are in Canadian dollars unless otherwise noted.

**1.2 OPERATIONS DETAIL AND FINANCIAL CONDITIONS:**

- (a) Acquisitions & Dispositions:

**See Note 3 of Financial Statements – Mineral Property Interest**

1) **Bisoni McKay Vanadium Property in Nevada**

In 2005 the company entered into an option agreement with Vanadium International Corp. (VIC) to acquire 50% of the rights to 19 mining claims covering 392.6 acres, located in Nye County, Nevada, USA, called the Bisoni McKay Vanadium Property. In earning its interest, the Company made cash payments totaling \$250,000, issued 1,250,000 shares to Vanadium, and funded \$700,000 of exploration activities.

On July 3, 2008 the Company issued an additional 800,000 common shares to VIC in a shares for debt arrangement to complete the initial 50% acquisition, then issued an additional 1,995,600 shares at a deemed price of \$1 (Canadian) per share to Vanadium as payment of the \$2-million (U.S.) purchase price (based on a deemed exchange rate of \$1 (Canadian):\$1.0022 (U.S.)) to VIC as option payment for the remaining 50% of the property. Stina now holds 100% of the rights to 37 mineral claims on the property.

2) **Zeibright Gold Property in California**

On February 19, 2009, the Company entered into an option agreement with Steephollow Resources Inc. (“SRI”), pursuant to which SRI has agreed to grant the Company an option to purchase a 100% beneficial interest in certain mining claims located in Nevada County, California, United States. The claims are subject to a 2% NSR.

To exercise the option, the Company must: (i) incur and finance exploration expenditures on the property of not less than \$100,000, on or before the second anniversary of the approval date of the option agreement by the Exchange (approved March 18, 2009); and (ii) allot and issue one million shares in the capital stock of the Company to SRI upon the completion of such exploration expenditures.

The Company entered into a suboption agreement (the “Suboption Agreement”) with Gordon Lee (the “Optionee”) who has the right to earn 70% of the Zeibright Gold Property (the “Property”) from the Company by conducting US\$2 million of exploration work on the property over four years. The Company has an option to earn 100% of the Zeibright Property from SRI in consideration for exploration expenditures of \$100,000 within two years and the payment of 1 million common shares. Both the Company and SRI have agreed to transfer 70% of the Company’s interest to the Optionee under the Suboption Agreement in consideration that the exploration expenditures under the Suboption Agreement will be applied to the Company’s obligation. The Company is still required to issue the shares to SRI.

The Optionee was required to expend amounts according to the following schedule:

- \$200,000 by July 18, 2010
- \$300,000 by April 18, 2011
- \$500,000 by April 18, 2012
- \$1,000,000 by April 18, 2013

The Company also maintains the right to buy back a 20% interest in the Property for the payment of \$500,000 within ninety (90) days after the Optionee has exercised its option.

The Company did not receive confirmation of the expenditures required by July 18, 2010 and the option agreement has been terminated with the Optionee with no ongoing obligations for the Company.

The Company decided not to proceed with the option on February 18, 2011 and has written down staking and claim costs of \$1,402.

3) **Kodiak Gold Property in the Yukon**

On June 19, 2009 the Company entered into an option agreement with Ryanwood Exploration Inc. (“REI”) to purchase a 100-per-cent beneficial interest in 152 mining claims located in the Dawson mining district, Yukon Territory, generally known and described as the Kodiak Property, subject to a 2-per-cent net smelter interest in favour of REI.

Pursuant to the option agreement, to exercise the option the Company must:

Pay to REI:

- \$75,000 within five days after the approval date of the option agreement by the TSX-V (**Paid**);
- \$50,000 on or before June 15, 2010; (**Paid**)
- \$100,000 on or before June 15, 2011; (**Paid**)
- \$75,000 on or before June 15, 2012;
- \$75,000 on or before June 15, 2013.

Issue and deliver to REI:

- 250,000 common shares of the company within five days after the approval date of the option agreement by the TSX V (**Issued**);
- 200,000 common shares of the company on or before June 15, 2010; (**Issued**)
- 200,000 common shares of the company on or before June 15, 2011; (**Issued**)
- 200,000 common shares of the company on or before June 15, 2012;
- 250,000 common shares of the company on or before June 15, 2013.

Incur expenditures:

- In the amount of \$100,000 on or before Nov. 18, 2009; (**Incurred**)
- In the additional amount of \$200,000 on or before Nov. 15, 2010; (**Incurred**)
- In the additional amount of \$300,000 on or before Nov. 15, 2011;
- In the additional amount of \$500,000 on or before Nov. 15, 2012.

The Kodiak property claim block consists of 152 claims covering 30 square kilometers or 6400 acres and ties on to the southern side of Underworld white gold property. The Kodiak claim block also straddles Thistle creek which was the richest placer gold-producing creek in the area given up more than 63,000 ounces of placer gold since the turn of the century.

REI is the property vendor for Kinross' (formerly Underworld's) White Property and has re-evaluated the Geological Survey of Canada database for similar positive indicators for white-style mineralization. The GSC airborne magnetic data indicate the Kodiak claims are sitting on the same regional north - south magnetic high anomaly that Underworld's white gold property is now covering. The GSC silt survey of the Thistle area indicates a 90-per-cent percentile gold anomaly, a 98-per-cent percentile arsenic anomaly and up to 99-per-cent percentile silver anomaly all draining from the Kodiak property. Again, all positive indicator elements in white-gold-style mineralization. The third piece of data that increases the Kodiak potential is the GSC geology map. The GSC geology map has noted a northwest and northeast trending regional structure and the same geological units were mapped by the GSC on both the white and Kodiak properties which consist of DMA amphibolites, DMogt orthogneiss, and DMps quartz mica schist.

Jean Pautler of Whitehorse, YT prepared an NI-43-101 geo-technical report on the Kodiak Property.

Results from the 2010 soil survey have extended the main 2009 northwest-trending soil anomaly (Main Northwest trend) to a strike length of four km and defined a second parallel four km long anomaly, with values up to 856.8 ppb gold (No. 2 Northwest trend), approximately one km to the southwest. The location that had a 856.8 ppb gold could not be trenched due to steep topography. Infill sampling on the Zipper trend in 2010 has outlined a gold anomalous zone at the junction of the northerly Zipper trend with the Main Northwest trend.

A total of 383 metres of trenching was completed in three trenches based on soil geochemical anomalies obtained in 2009. The maximum gold value in the 2009 survey was 308.2 ppb (parts per billion) from a northwesterly trending anomaly (Main Northwest trend), with a less pronounced northerly trend (Zipper trend) also evident in the survey. The Kodiak trenches intersected quartz-sericite altered augen gneiss with some quartz veining, limonite and minor cubic pyrite, similar to the rocks encountered at the White Gold deposit and Kaminak Gold's Coffee property.

The updated geo map can be viewed at [www.stinaresources.com/pdf/KodiakNew-1.pdf](http://www.stinaresources.com/pdf/KodiakNew-1.pdf).

The 2011 exploration program details and budget will be released soon.

#### 4) Dime Gold Property in the Yukon

On July 23, 2009 the Company entered into an option agreement with Ryanwood Exploration Inc. (“REI”) to acquire a 100 per-cent beneficial interest in 128 mining claims located in the Dawson mining district, Yukon Territory, generally known and described as the Dime Property, subject to a 2-per-cent net smelter interest in favour of REI (the Company has the option to purchase one-half of the net smelter return royalty for a payment of \$2-million).

Pursuant to the option agreement, to exercise the option the Company must:

Pay to REI:

- \$125,000 within 15 days after the approval date of the option agreement by the TSX Venture Exchange; **(Paid)**
- \$125,000 on or before June 26, 2010; **(Paid)**
- \$100,000 on or before June 26, 2011; **(Paid)**
- \$100,000 on or before June 26, 2012;
- \$150,000 on or before June 26, 2013.

Issue and deliver to REI:

- 200,000 common shares of the company within five days after the approval date of the option agreement the TSX Venture Exchange; **(Issued)**
- 200,000 common shares of the company on or before June 26, 2010; **(Issued)**
- 300,000 common shares of the company on or before June 26, 2011; **(Issued)**
- 300,000 common shares of the company on or before June 26, 2012;
- 250,000 common shares of the company on or before June 26, 2013.

Incur expenditures:

- In the amount of \$100,000 on or before Nov. 15, 2009; **(Incurred)**
- In the additional amount of \$250,000 on or before Nov. 15, 2010; **(Incurred)**
- In the additional amount of \$500,000 on or before Nov. 15, 2011;
- In the additional amount of \$750,000 on or before Nov. 15, 2012.

The Dime property is located 42 kilometers northwest of the Kinross (formerly Underworld’s) White Gold project and covers a well-known placer gold creek called Ten Mile. Ten Mile creek has produced coarse placer gold since the turn of the century and the placer deposits are believed to be locally derived. In 1998 Teck Corp. staked the ground surrounding two placer gold districts in the Dawson area. One was the area now covered by Underworld’s White Gold property and the second one was a claim package in the Ten Mile Creek area. Teck worked on both properties for two or three seasons and successfully identified several promising targets; however, the company changed its focus in 2000 and dropped all their gold exploration efforts in the Dawson area.

**Shawn Ryan**, a local prospector from Dawson City, Yukon, and the principal of REI, understood the significance of Teck regional exploration work and staked the Dime claims to cover a large co-incident gold and arsenic soil anomaly that was never followed up. Teck's data show that there is a broad anomalous zone up to 750 metres wide that and 1,200 metres in length and the anomaly appears to be open along strike within the Dime claims.

During the property examination it was determined that the location of the claim posts for the adjoining mineral claims in the Ten Grid area are incorrectly located on the Yukon Department of Mines claim maps. Based on precedents in the Yukon Territory concerning overlapping claim boundary issues it is anticipated that the actual position of the claim posts in the field will be used to determine the boundary of the Dime Property and that the Dime Property will be reduced. Based on the assumption that the south western boundary of the present Dime Property will be adjusted to reflect the actual location of the adjoining mineral claims the southwestern boundary of the Dime Property currently shown on the Yukon Department of Mines website will be moved approximately 135 meters to the northeast. The Company has not considered this shift of the Dime property to be impairment to the property.

The option agreement was approved by the TSX Venture Exchange on February 2, 2010

In early 2010, the Company announced results of 2009 exploration consisting of a 191-soil-sample program, collected on a grid covering about 37 hectares on the Dime property. The gold values in the survey reached as high as 6,082 parts per billion or six grams per ton gold and defined an easterly trend.

The 2010 soil survey collected a total of 3401 soil samples covering a total of 13.2 square kilometers, or (1,322 hectares) or 3268 acres (5.1 square miles) which represent 21% of the property sample so far. Three new gold soil anomalies were discovered. The soil anomalies were named as geographic locations relative to each other hence the names are, West anomaly, Central anomaly, and East anomaly. The three gold soil anomalies appear to be structurally controlled with the West soil anomaly running in an east west direction (following a slight east west magnetic anomaly), the Central Anomaly is center on a north south magnetic low structure and the Eastern soil anomaly appears to be related to separate north south magnetic low structure. Follow-up trenching (1,125 m in nine trenches) confirmed the soil results from anomalies with better results.

A five hole drilling program included 5 core drill holes totaling 657 meters from three separate drill pads. Two pads (2 holes each) were located on the western anomaly near the high soil sample, and one pad on the eastern anomaly. The program was successful in hitting mineralization in every hole, including 0.71 g/t over 32 m, and 4.15 g/t over 1.5m on holes 4 and 3 respectively. The Dime gold property is a significant new discovery in the White gold district and Stina is pleased with the results of the 2010 program.

**See Section 1.3 (2) below for recent exploration information**

#### **Disposal of Northern Seas Division**

The Company elected to dispose of the Northern Seas health food division as of September 30, 2009. The business was voluntarily shut down at that time, recoverable assets transferred to the Company and non-recoverable assets written off. The Company has assumed any Northern Seas liabilities as of that date.

**Selected Financial Information:**

The following table sets forth selected audited financial information of the Company for the last 3 completed financial years.

	<b>FISCAL YEARS ENDED</b>		
	<b>September 30, 2010*</b>	<b>September 30, 2009*</b>	<b>September 30, 2008</b>
<b>Total Revenue</b>	\$ -	\$ 60,625*	\$ 65,437
<b>Gross Profit</b>	\$ -	\$ 45,321*	\$ 44,426
<b>Operating Expenses</b>	\$ 906,418	\$ 332,709*	\$ 265,911
<b>Net Income (Loss)</b>	\$ (661,363)	\$ (323,955)	\$ (221,485)
<b>Loss Per Share</b>	\$ (0.03)	\$ (0.02)	\$ (0.02)
<b>Total Assets</b>	\$ 7,799,729	\$ 5,833,188	\$ 3,563,114

\* Total Revenue, Gross Profit and certain Operating Expenses have been detailed in Note 7 – Discontinued Operations of the audited Financial Statements for September 30, 2009.

**Summary of Quarterly Results**

The following table sets forth selected (unaudited) quarterly financial information for each of the last eight most recently completed quarters:

	<b>QUARTERS ENDED</b>			
	<b>June 30, 2011</b>	<b>Mar. 31, 2011</b>	<b>Dec. 31, 2010</b>	<b>Sept. 30, 2010</b>
<b>Total Revenue</b>	\$ -	\$ -	\$ -	\$ -
<b>Gross Profit</b>	\$ -	\$ -	\$ -	\$ -
<b>Oper. Expenses</b>	\$ 90,442	\$ (185,544)	\$ 76,382	\$ 487,713
<b>Net Income (Loss)</b>	\$ (87,513)	\$ (184,603)	\$ (87,933)	\$ (534,031)
<b>Income (Loss) Per Share</b>	\$ (0.00)	\$ (0.01)	\$ (0.00)	\$ (0.03)
<b>Total Assets</b>	\$ 8,471,791	\$ 8,359,295	\$ 8,612,224	\$ 7,799,729
<b>Total Liabilities</b>	\$ 115,440	\$ 113,431	\$ 267,703	\$ 289,675

	<b>QUARTERS ENDED</b>			
	<b>June 30, 2010*</b>	<b>Mar. 31, 2010*</b>	<b>Dec. 31, 2009*</b>	<b>Sept. 30, 2009*</b>
<b>Total Revenue</b>	\$ -	\$ -	\$ -	\$ 10,321
<b>Gross Profit</b>	\$ -	\$ -	\$ -	\$ 7,272
<b>Oper. Expenses</b>	\$ 54,346	\$ 98,523	\$ 265,836	\$ 102,895
<b>Net Income (Loss)</b>	\$ (53,764)	\$ 192,268	\$ (265,836)	\$ (132,154)
<b>(Loss) Per Share</b>	\$ (0.00)	\$ 0.01	\$ (0.01)	\$ (0.02)
<b>Total Assets</b>	\$ 5,880,889	\$ 5,733,555	\$ 5,777,771	\$ 5,833,188
<b>Total Liabilities</b>	\$ 116,039	\$ 116,941	\$ 159,925	\$ 158,201

\* Total Revenue, Gross Profit and certain Operating Expenses have been detailed in Note 7 – Discontinued Operations of the audited Financial Statements for September 30, 2009.

**Expenditure Comparison and Variances – Stina Administration Division:**

**Increases:** \$6,534 office and sundry; \$18,685 in Salaries and Benefits; \$26,103 in Travel & Promotion;

**Decreases:** (\$2,587) in Consulting fees.

**Expenditure Comparison and Variances – Mineral Exploration Division:**

During the period between October 1, 2010 and June 30, 2011 Mineral Exploration Division expenditures totaling \$804,073 were classified as Mineral Property Interests in the Company assets, for a total of \$5,927,331 as of June 30, 2011. Of this amount, \$398,000 was classified as acquisition costs. In addition, during the period \$1,402 of expenses previously classified as Mineral Property Interests were written off.

**-See Note 3 of Financial Statements**

Comparative mineral property exploration expenditures were incurred as follows:

Comparative mineral property exploration

	Period Ended June.30, 2010	Year Ended Sept. 30, 2009
<b>Bisoni McKay Vanadium Property, Nevada, USA</b>		
<b>Acquisition costs</b>		
<b>Balance, beginning of period</b>	\$ 2,859,526	\$ 2,846,585
<i>Incurring during the period:</i>		
Staking and claim costs	-	12,941
<b>Balance, end of period</b>	<u>2,859,526</u>	<u>2,859,526</u>
<b>Exploration expenditures</b>		
<b>Balance, beginning of period</b>	\$ 719,190	\$ 695,568
Economic Study	36,505	-
Geological consulting	19,101	17,323
Storage	4,991	6,299
<b>Balance, end of period</b>	<u>779,787</u>	<u>719,190</u>
<b>Total Bisoni McKay Property</b>	<b>\$ 3,639,313</b>	<b>\$ 3,578,716</b>
<b>Kodiak Property, Yukon Territory, Canada</b>		
<b>Acquisition costs</b>		
<b>Balance, beginning of period</b>	\$ 334,675	\$ 184,675
<i>Incurring during the period:</i>		
Cash payment	100,000	50,000
200,000 shares at \$0.50	-	100,000
200,000 shares at \$0.39	78,000	-
<b>Balance, end of period</b>	<u>512,675</u>	<u>334,675</u>
<b>Exploration expenditures</b>		
<b>Balance, beginning of period</b>	\$ 301,772	\$ 146,729
Assaying	12,835	47,821
Geological consulting	4,025	11,894
Geomagnetic	26,830	-
Helicopters	8,704	25,248
Soil sampling	-	49,703
Trenching	15,290	20,377
<b>Balance, end of period</b>	<u>369,456</u>	<u>301,772</u>
<b>Total Kodiak Property</b>	<b>\$ 882,131</b>	<b>\$ 636,447</b>

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**Dime Property, Yukon Territory, Canada**
**Acquisition costs**

Balance, beginning of period	\$ 428,000	\$ -
Cash Payment	100,000	250,000
200,000 shares at \$ 0.38	-	76,000
200,000 shares at \$0.51	-	102,000
300,000 shares at \$0.40	<u>120,000</u>	<u>-</u>
	<b>\$ 648,000</b>	<b>\$ 428,000</b>

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**Exploration expenditures:**

Balance, beginning of period	\$ 480,095	\$ 91,901
Assaying	36,936	19,443
Drilling	4,410	80,925
Geological consulting	63,348	99,629
Geomagnetic	51,050	-
Helicopters	36,904	82,223
Soil Sampling	22,484	61,785
Trenching	62,660	44,189
<b>Balance, end of period</b>	<b><u>757,887</u></b>	<b><u>480,095</u></b>

<b>Total Dime Property</b>	<b>\$ 1,405,887</b>	<b>\$ 908,095</b>
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**Zeibright Property, CA, USA**

## Acquisition costs:

Balance, beginning of period	\$1,402	\$ -
Staking and claim costs	-	1,402
Write down property	<u>(1,402)</u>	<u>-</u>
<b>Balance, end of period</b>	<b>\$ -</b>	<b>\$ 1,402</b>

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**Cumulative Mineral Interest**

<b>Expenditures</b>	<b>\$ 5,927,331</b>	<b>\$ 5,124,660</b>
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***Bisoni McKay Phase I and II Expenditures:***

Total expenditures for the Phase I program were originally estimated at US \$224,000 (approximately CAD \$278,000), plus approximately US \$30,000 (approximately CAD \$37,200) for metallurgical testing. A 9% contingency rate had been established in these budgeted expenditures. Total Phase I expenditures were \$80,721 (29%) over-budget. This budgetary overrun is primarily as a result of decisions made on-site to drill additional diamond core holes, increased drill rig and mobilization costs, and unforeseen requirements for additional engineers on-site, and additional fieldwork.

A total of \$62,983 has been spent on drilling 12 additional reverse circulation holes on Northern Section A. Additionally \$96,191 has been spent on geological consulting (\$43,200 in 2008), \$22,790 on assaying and transport, and \$33,461 on metallurgical testing, \$10,478 on Permitting and Bonds. The revised Phase II budget was set at CAD \$700,000 as an estimated total cost. (revised)

***Yukon Exploration Budget***

**A budget of \$1,550,000 has been set for the Dime and Kodiak properties in 2011. (See Section 1.3 below)**

## **Liquidity and Solvency**

The company's liquidity will depend upon its ability to raise financing for the continued development of the Bisoni McKay property, the Kodiak property and the Dime property.

During the period ended June 30, 2011 cash resources (including short-term investments) decreased \$227,084 from September 30, 2010

As of June 30, 2011 the Company had working capital of \$2,402,042 (September 30, 2010 – \$2,363,626).

## **Capital Resources**

The Company's liquidity depends upon its ability to raise additional financing to meet exploration requirements and working capital obligations. The Company raised an additional \$3.1 million in September and October 2010 through non-brokered private placements. The Company has cash for the outlined 2011 exploration budgets, and working capital, and will have to explore further financing options beyond that period.

### **1.3 EXPLORATION, NEWS RELEASES & MATERIAL CHANGE REPORTS**

#### **1) Kodiak Gold Property in the Yukon Territory**

In August 2009 the Company initiated a work program on the Kodiak property in the Dawson Mining District of the Yukon Territory. The Kodiak property claim block consists of 152 claims covering 30 square kilometers or 6400 acres and ties on to the southern side of Underworld White Gold Property. The Kodiak claim block also straddles Thistle creek which was the richest placer gold-producing creek in the area given up more than 63,000 ounces of placer gold since the turn of the century.

Shawn Ryan of Ryanwood Exploration Inc ("REI") was contracted by the Company to establish a grid 6 kilometers long by 2 kilometers wide for acquiring approximately 1,925 soil samples along the anomaly at 50 metre intervals, along north-south lines 100 metres apart. On November 12, 2009 Stina released news outlining the results of this program. (see news release dated November 10, 1009) The soil survey results identified two anomalous areas of interest on the grid.

With background gold of 2.5 parts per billion (ppb) over the sample grid, a large contiguous area on the western side of the grid carries greater than four parts per billion gold with accompanying elevated values of arsenic and antimony. This anomalous area is 2,000 metres long and from 100 metres to 750 metres wide. Within this broad area, a cluster of higher gold grades range from 14 ppb to 99 ppb with arsenic from 40 to 676 parts per million and antimony from one part per million to 6.9 ppm. Another cluster of samples located just outside of the elevated gold area carries gold values ranging from 140 ppb to 308 ppb. This anomaly is unique in that there are no elevated arsenic values. Each of these higher-grade clusters covers an area of 250 by 250 metres.

On the eastern side of the grid there is a group of more isolated pockets of elevated gold values also with accompanying arsenic and antimony. Elevated nickel values in soil also occur either with or in the proximity of the anomalous gold zones indicating underlying mafic or ultramafic rocks. Airborne and ground magnetic surveys also support the presence of these rocks on the Kodiak property as well as their existence about 15 kilometres north on the Underworld (Kinross) White gold property.

In addition to the gold anomalies found, the soil survey results are significant for the element associations, the pattern of their distribution and for revealing geologic similarities on the Kodiak property with the Underworld (Kinross) White gold deposits located about 15 km north.

#### **These include the following:**

- Arsenic and antimony are common associated elements with gold mineralization.
- The anomalies form three northwest linear trends suggesting a structure control of mineralization on the Kodiak claims.

- On the Underworld's (Kinross) Arc gold deposit, gold is accompanied by arsenic. Underworld's (Kinross) Golden Saddle deposit contains no arsenic. The contrasting arsenic contents are also evident in the anomalies on the Kodiak grid.
- The Kodiak anomalies are at the end of a high magnetic trend that extends from the Underworld (Kinross) White property.
- The soil anomalies at Kodiak are on or between magnetic anomalies that are interpreted as mafic rocks. The elevated nickel values also support this. Similarly, the higher-grade gold mineralization at Underworld's (Kinross) Golden Saddle deposit sets next to ultramafic units with strong magnetic signatures.
- The potential for gold mineralization on the Kodiak block is further supported by historical placer gold production on Thistle Creek that bounds the north side of the claim block, and the anomalous silt (stream) sediment values on Kodiak from GSC surveys.

Thus far the positive geochemical results of the soil survey on the Kodiak property fit very well into the anticipated Underworld (Kinross) White model for mineralization potential. Exploration on the Kodiak block is underway, and plans will include backhoe trenching and prospecting over the soil anomalies in developing a potential drilling target. Additionally, accompanying lithology mapping, an expansion of the soil survey to cover other parts of the property and close interval sampling on selected anomalies found in this survey will also be conducted.

#### 2010 Work Program

The 2010 Kodiak soil sample program included 2,037 samples for a total of 3,923 samples, covering approximately 60 per cent of the property. Results from the 2010 soil survey have extended the main 2009 northwest-trending soil anomaly (Main NW trend) to a strike length of four km and defined a second parallel 4 km long anomaly, with values up to 856.8 ppb gold (No. 2 Northwest trend), approximately 1 km to the southwest. Infill sampling on the Zipper trend in 2010 has outlined a gold anomalous zone at the junction of the northerly Zipper trend with the Main Northwest trend. A total of 383 m of trenching was completed in 3 trenches based on soil geochemical anomalies obtained in 2009. An NI-43-101 compliant geo report was conducted by Jean Pautler in 2010 and is available on the Company's website.

#### 2011 Work Program

The 2011 exploration program is estimated at approximately \$219,263 and will include a geophysical aero-magnetic fly-over in June, trenching and soil sampling in August/ September, and possibly core drilling at the end of the season.

## **2) Dime Gold Property**

On July 23, 2009 the Company entered into an option agreement with Ryanwood Explorations Inc. to acquire a 100% interest in 152 claims referred to as the Dime Property.

The Company paid to RAM Explorations of Vancouver, BC \$91,901 to evaluate the property and prepare an NI-43-101 compliant report outlining a work program, and to prepare the property for future exploration. The report and transaction was approved on January 29, 2010 by the TSX-Venture Exchange.

On February 8, 2010 the Company announced results of 2009 exploration consisting of a 191-soil-sample program, collected on a grid covering about 37 hectares on the Dime property. The gold values in the survey reached as high as 6,082 parts per billion or six grams per tonne gold and defined an easterly trend.

The confirmation sampling program conducted in the fall of 2009 consisted of 191 soil samples (plus 10 duplicates) collected on a grid covering about 37 hectares. The confirmation grid is located over the central portion of the original Tech and Fjordland soil anomaly near the southwest boundary of the Dime claim block. The north-south sample lines are 100 metres apart and were sampled at 25-metre intervals. All samples underwent ICP-MS multielement analysis. The present grid includes only a small portion of the Dime claim block, most of which has yet to be evaluated. Earlier scattered recon soil sampling has revealed additional strong anomalies to the east and northeast of the current grid that have yet to be evaluated.

The soil sample results delineated a prominent east-west belt of very high gold values with most samples ranging from 25 parts per billion to 256 ppb across the 700-metre grid length. The width of this anomalous belt ranges from 100 to 150 metres. The belt widens at the west edge of the grid with a contiguous line of low anomalous gold values from 15 to 25 ppb extending to the north limit of the grid. The east and west ends, and parts of the north and southwest grid limits of the anomaly belt, remain open for further expansion of the anomaly. Additionally, south of the east-west anomaly another cluster of contiguous samples carrying a span of elevated gold values exceeding 15 ppb to 6,082 ppb, the highest value detected on the grid. This area is 300 metres wide and up to 300 metres long in the north-south direction. The west, east and south sides of this anomalous area are also open.

Arsenic values in the soil typically rise and fall with gold values indicating that they belong to the gold mineralization event in the underlying bedrock. In the long stretches of background (1 to 15 ppb) gold values along any sample line, arsenic values usually remain below 30 parts per million. However, in samples exceeding 15 ppb gold, the levels of arsenic quickly rise to hundreds of parts per million. These increased arsenic levels indicate that even lower values of gold from 15 to 25 ppb are related to mineralization and should be considered anomalous for exploration purposes. The highest arsenic value of 765 ppm occurs with the highest gold value of 6,082 ppb. Several other elements such as copper, zinc, lead antimony, molybdenum and cobalt have weaker positive correlations with gold.

The gold values in the survey range from one part per billion to 6,082 ppb, or six ppm. The percentages of the various ranges of gold values in the total sample population are as follows.

- Gold values of one to 15 ppb -- 41 per cent of the population, background values;
- Values of more than 15 to 25 ppb -- 24 per cent of the population, low anomalous values;
- Values of more than 25 to 50 ppb -- 18 per cent of the population, moderately anomalous;
- Values of more than 50 to 100 ppb -- 9 per cent of the population, good anomaly;
- Values of more than 100 ppb -- 3 per cent of the population, very good anomaly.

The soil collected on the grid is indigenous to the bedrock and is not from weathered, transported glacial till or outwash. Therefore, the gold in the soil is relatively close to its bedrock mineralization source. The east-west belt of gold appears to be largely independent of topographic influence and likely reflects a mineralized trend in the bedrock. Outcrops are sparse on the Dime claims, and Stina's tentative plans include trenching to bedrock, ground geophysics and further soil sampling for the next field season directed toward drilling. Sampling will detail and expand the present grid and continue further exploration in areas of interest elsewhere on the claim block.

The geology of the Ten Mile Creek area, with its numerous gold anomalies and placer occurrences, comprises Jurassic or Cretaceous intrusive and volcanic rocks within Paleozoic metamorphic rocks. This lithologic series is known as the Tintina belt, that extends for hundreds of miles across the Yukon and Alaska, and contains numerous gold occurrences, including the Pogo deposit. Much of the gold mineralization appears to be directly or indirectly related to the presence of Mesozoic acid to intermediate intrusive-volcanic rocks. The Tintina belt is currently one of the most important gold exploration areas in North America, and the Dime claim block, with its promising gold anomalies, is part of it.

### 2010 Exploration

A two-phase work program at an estimated cost of \$609,710 was suggested in the report, outlined above in Dime Property Phase I & II Estimated Budget. The Company is discussing a revision of the proposed budget from \$609,710 to \$700,000.

On August 4, 2010 the Company announced that it had staked an additional 180 claims at the Dime property, to the east, north and west of the existing 128 claims, bringing the total Dime claims to 308, and increasing the property size from 6,400 acres (25 square kilometers) to 15,400 acres (61 square kilometers).

The 2010 soil survey collected a total of 3,401 soil samples covering a total of 13.2 square kilometers, or (1,322 hectares) or 3,268 acres (5.1 square miles) which represent 21% of the property sample so far. Three new gold soil anomalies were discovered. The soil anomalies were named as geographic locations relative to each other hence the names are, West anomaly, Central anomaly, and East anomaly. The three gold soil anomalies appear to be structurally controlled with the

West soil anomaly running in an east west direction (following a slight east west magnetic anomaly), the Central Anomaly is center on a north south magnetic low structure and the Eastern soil anomaly appears to be related to separate north south magnetic low structure. Follow-up trenching (1,125 m in nine trenches) confirmed the soil results from anomalies with better results.

Western anomaly: First reported by Teck Corp., measures approximately 1.3 km long by 750 metres wide, has a general east-west trend and includes values up to 578 parts per million arsenic and 6,092 parts per billion gold;

Central anomaly: 1.6 km long by 350 m wide area of anomalous gold (up to 147 ppb Au), arsenic (values up to 1,975 ppm As) and weaker lead in soil values (up to 49 ppm Pb). This anomaly is offset to the north from the western and eastern anomalies;

Eastern anomaly: This anomaly measures 1.8 km long by up to 900 m wide and consists of an Au (values up to 894 ppb Au), As (values up to 1,070 ppm As) and Pb (values up to 167 ppm Pb) geochemical signature.

Results from continuous five-metre chip samples on the western zone anomaly have also been received and a 30 m zone of silicified metasedimentary rocks in Trench 2 returned 0.168 gm/t Au between five and 35 m. Additional trenching and sampling is underway over fractured and silicified granite on the eastern anomaly, and drilling targets are being established for August, 2010. For further information please call 1-800-545-9940.

A five hole drilling program included 5 core drill holes totaling 657 metres from three separate drill pads. Two pads (2 holes each) were located on the western anomaly near the high soil sample, and one pad on the eastern anomaly. The program was successful in hitting mineralization in every hole, including 0.71 g/t over 32 m, and 4.15 g/t over 1.5m on holes 4 and 3 respectively. The Dime gold property is a significant new discovery in the White gold district and Stina is pleased with the results of the 2010 program.

The 2011 Exploration program initiated in June 2011 at an estimated budget of \$1.34M

A helicopter-borne magnetic and radiometric survey over the Dime claim block was flown in July with 650 line kilometers to be flown property wide on 100-metre line spacings. This aids greatly in the interpretation of the local geology and magnetic structures.

A 3,000 soil program was initiated on the Dime property in June (1,000 completed before June 30, 2011 and awaiting assays), along with a trenching program of up to 5,000 meters. (see News Release dated August 3, 2011)

A core drill program of 15 to 20 holes (2,000 to 3,000 meters) was initiated in August 2011)

Jean Pautler has been hired to conduct a property-wide geological map, and VP of Exploration and Company director, Al Doherty will run the trenching and drilling program.

Based on the results from the 2010 exploration program and what is planned for 2011, Stina Resources is very excited to work with such a high-quality exploration team and looks forward to getting the 2011 exploration season under way. The Dime and Kodiak properties were optioned from Shawn Ryan (Ryanwood Exploration Inc.), who has been nominated for Canadian Prospector of the Year 2010.

*There has been insufficient exploration to define a mineral resource on the Dime or Kodiak properties, and it is uncertain as to whether or not further exploration will result in the discovery of a mineral resource on the property. Al Doherty of Dawson, Yukon, is a designated qualified person for the company and was responsible in part for the preparation, amendments and review of this news release.*

### 2011 Exploration to Date

See news releases dated August 3, 2011 and August 23, 2011

The final date of an airborne magnetic survey and total count radiometric survey were received in early August from Precision Geosurveys Inc. The total field magnetic data clearly show two parallel and very strong linear seven-kilometre-long northwest-southeast-trending magnetic low anomalies that are both offset a distance of one km along a left lateral zone trending 070 degrees. Stina is still waiting to receive uranium (U), potassium (K) and thorium (Th) maps from Precision. Total count radiometric has been provided, and those data also reflect the prominent northwest-southeast

structures obvious in the magnetic data. The significance of this structural trend northwest-southeast, along with second and third order structures east-west and northeast-southwest, are important in the South Klondike/White Gold district. All major soil anomalies are located proximal to the 070 degrees offset of the northwest-southeast-trending magnetic lows. The West, Central and Eastern soil anomalies are all located adjacent to the left lateral offset and are within magnetic highs adjacent to the left lateral offset, and are part of a 4.5 km soil system identified in 2010.

On August 23, 2011 the Company announced (See news release dated Aug. 23, 2011) that it had drilled three holes on the western anomaly for a total of 560 meters. The holes were drilled from, or stepped out from, the same pad as 2010 holes DDH 2010-03 and DDH 2010-04, which saw mineralization of 32 0.71 g/t over 32 meters and 4.15 g/t over 1.5 m. These holes intersected the same lithology as holes DDH-10-03 and 10-04, including silicified and pyritized vein breccias and strongly silicified and pyrite- and arsenopyrite-bearing silicified zones. Drill core is now being processed for assaying at ACME Labs in Vancouver.

### **3) Bisoni McKay Vanadium Property in Nevada**

In 2005 the Company entered into an option agreement with Vanadium International Corp. (VIC) for 50% of the Bisoni McKay property rights. The Company had previously issued 625,000 common shares of stock under an escrow agreement and had made cash payments of \$75,000 CAD to VIC.

Pursuant to the option exercise agreement, the company further agreed to purchase the remaining 50-per-cent interest in the property for a purchase price of \$2-million (U.S.). The company issued 1,995,600 shares at a deemed price of \$1 per share to Vanadium as payment of the \$2-million (U.S.) purchase price (based on a deemed exchange rate of \$1 (Canadian) to \$1.0022 (U.S.)). These shares are subject to a four-month hold period. These shares were recorded at \$0.80 per share, being their estimate fair value, based on a 20% discount from the quoted market price of \$1.00 per share at the time of issuance to factor in a large block discount.

Stina now has a 100 % interest in the Bisoni McKay property subject to a 2.5-%NSR interest in favor of Dennis La Prairie.

#### Exploration Events During Prior Periods

In September 2005 the Company contracted Kettle Drilling of Coeur d'Alene, Idaho and drilled 1,024 feet of diamond core drilling on the Bisoni McKay property. Included was a fence of three holes on the north end of the property, immediately adjacent to Vanadium International's second reverse circulation hole drilled in 2004, as well as adjacent to Hecla RC holes BMK 17, 18 and 19 respectively, each of which showed strong grades of V2O5 at various intervals. Holes were drilled at angles of 45 degrees, 57.5 degrees and 66 degrees to the northwest.

A second fence of two diamond core holes was drilled on the southern end of the property adjacent to Vanadium International's first reverse circulation hole, and also to Hecla's RC holes BMK 6, 7 and 8 respectively. All four of these RC holes showed reasonable V2O5 grade at various intervals. This was the first diamond drilling ever conducted on the property.

Results of this diamond drilling showed very encouraging results from the northern fence, including grads much higher than from any other drilling on the property. (see news release dated October 18, 2005) The results from the southern fence of diamond drilling were less encouraging. The Company encountered technical difficulties in drilling these two holes and eventually had to abandon the second hole of this fence. The angle of the holes was reduced to 35 degrees from the planned 57.5 degrees to attempt to overcome these difficulties. As a result, the Company believes that it may have overshot the zone of mineralization encountered the year before by Vanadium International in its reverse circulation drilling. At this time the Company released the results of further trench sampling at surface.

In November 2005, the Company contracted O'Keefe Drilling of Butte, MT to drill 10 RC holes at 45 degrees angles to the northwest at step out intervals of 210 feet from the two diamond drill fences; 3 holes to the north of the northern fence, 3 to the south of the northern fence, and three holes drilled to the north of the southern diamond drill fence. One RC hole was drilled vertically in Trench ASC50. Results from the three RC holes stepping out south of the northern diamond drill fence were

released on November 29, 2005, and which were very encouraging to the Company.

On January 11, 2006, the Company announced further drilling results from the northern section of the Bisoni McKay property. These results were from three reverse circulation holes drilled at 210 foot step outs from the diamond drill fence drilled on the northern section in September 2005. Results from these three holes were very encouraging to the Company. The Company has now drilled into the main mineralization zone at the northern end of the claim block over a strike length of approximately 1,300 feet.

In March 2006 the Company received an updated Technical report from JA Mine, updating a previously updated report from February 2006, with recommendations to proceed to Phase II of the exploration of the Bisoni McKay vanadium property in Nevada at a revised budget of approximately \$700,000.

In April 2006 the Company contracted Hazen research of Colorado for the metallurgical and leach testing of vanadium from core and reverse circulation drilling on the Bisoni McKay property in the fall of 2005. Hazen carried out mineralogical characterization to determine the mode of occurrence of vanadium, followed by two sets of tests on samples from three zones: the oxidized zone (mudstone), the transition zone (mudstone to carbonaceous shale) and the unoxidized zone (carbonaceous shale).

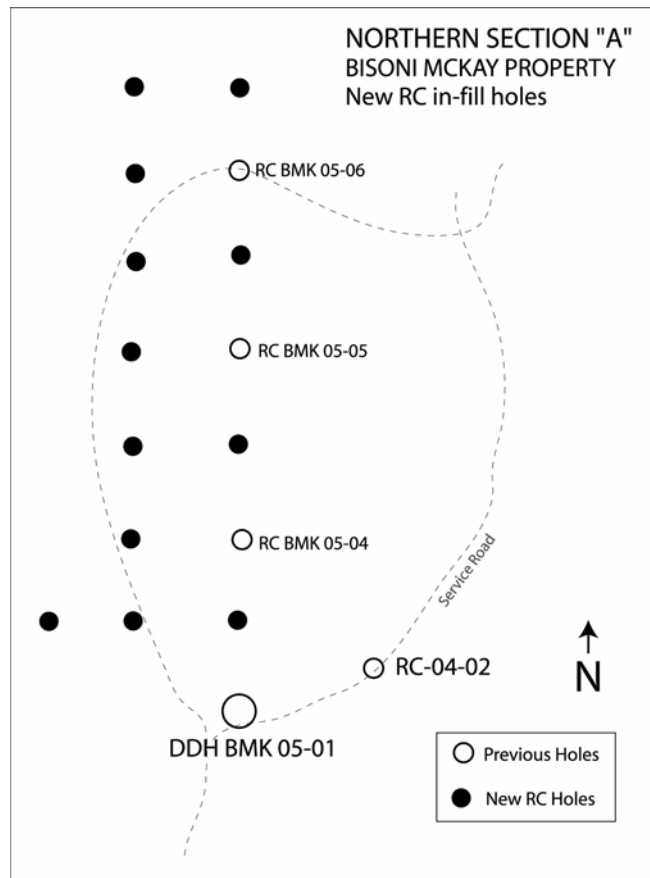
The tests comprised of:

- (i) direct acid leaching with sulfuric acid, at two grinds and at two temperatures, for a total of 12 experiments; and
- (ii) roasting experiments, with at least four roasting conditions for samples from each zone, followed by appropriate leaching, either alkaline or acidic, i.e., a minimum of 12 roasting/leaching experiments.

The tests were designed to define the steps and conditions needed to obtain reasonable vanadium extraction and examine the reagent consumptions in leaching and roasting, and thus develop the first stages of a process flowsheet. The Company received final test results in January 2007, and a report on recovery of oxidized vanadium pentoxide using an acid pug/ leach recovery method, including some results as high as 95%. Test results on transition and carbonaceous material showed recovery as high as 70% and 75% of vanadium pentoxide using a roast/ leach recovery method. Hazen Research also recommended further metallurgical test work to continue the refinement of these processes, as well as explore other recovery options. (see news release dated February 6, 2007)

In May 2007, the Company contracted O'Keefe Drilling of Boise, ID to conduct reverse circulation (RC) drilling on Northern Section "A" of the Bisoni McKay property, with respect to target drill sites outlined in the technical report by JA Mine, revised in November 2006. A total of 12 RC holes were drilled according to schedule, for a total of 5,130 feet.

This drilling campaign was comprised of step-out holes at 100 foot intervals directly north for 700 feet along strike length from core hole fence DDH-05-1/2/3. Additionally, drilling was conducted parallel to the immediate west by 100 feet and north by 700 feet. The result of this campaign is a section approximately 700 feet long by 100 feet wide, with 100 foot intervals, immediately to the north of core hole fence DDH-05 and inclusive of RC holes BMK-05-04, BMK-05-05 and BMK-05-06 drilled by the Company in 2005. (see map below)



In the fall of 2007 the Company contracted Edward Ullmer, P. Geo, to produce an updated geological technical report based on the report presented to Stina by JA Mine in 2005, and updated in 2006. The report includes exploration developments since that time, as well as updated recommendations. The report also includes a resource estimate on a sub-section of Northern Section "A" which extends 700 feet long by 100 feet wide, directly north of BMK DDH – 2005, and with 100 foot interval RC drilling. The Company contracted Maptek Co. of Lakewood, CO to conduct the resource estimate.

In February 2008 the Company received a further updated geological technical report from Ed Ullmer, P. Geo, which updated all geological aspects of the property with respect to the previous report issued by John James, P.Eng in 2005 (later revised in 2006) Additionally, the report included a resources estimate, the first ever conducted on the Bisoni McKay property, and which was conducted by Maptek of Lakewood, CO. (*see news release dated 2/27/08*)

The NI 43-101-compliant mineral resource study, completed in November, 2007, by Maptek using the Vulcan program, determined indicated resources in the north half of Area A totaling 8.07 million short tons averaging 0.43 per cent V2O5 at the 0.3 per cent grade cut-off zone and 10.6 million short tons averaging 0.39 per cent V2O5 at the 0.2 per cent cut-off.

The indicated resources calculations table separates reduced and oxide mineralization. About 130 feet to 150 feet of oxidized shale overlies the carbonaceous mineralization, the result of deep weathering of the carbonaceous-shale host rock. The transition from oxidized to reduced zone is typically abrupt, and in some holes there is supergene vanadium enrichment of vanadium from five feet to 35 feet below the redox horizon with grades that can be 50 per cent to 150 per cent higher than grades in the reduced shale below. Because of geological evidence and good grade and mineralization continuity in Area A-North, an inferred resource estimate was calculated Area A-South using data from three 2005 RC holes, BMK 05-1, 2 and 3 at intervals slightly more than 200 feet apart. The results are presented in the attached inferred resources calculations table. Also included is a small increment of inferred resources on the north half of Area A.

**Indicated Resource Calculations for Area A-North**

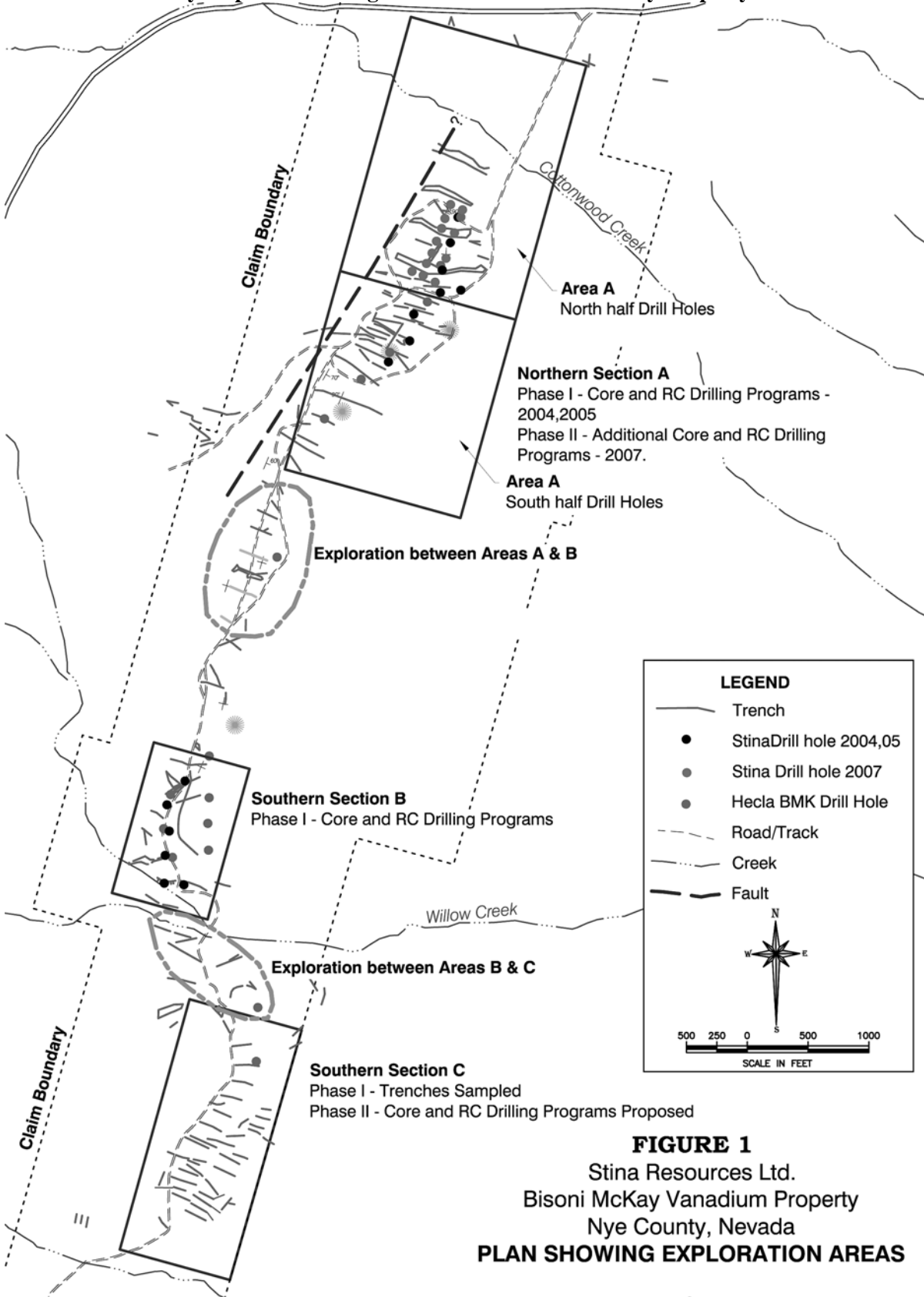
Lithology	IdIf	Distance to Measured Samples	0.1% V <sub>2</sub> O <sub>5</sub> Cutoff Tonnage	0.2% V <sub>2</sub> O <sub>5</sub> Cutoff Tonnage	0.3% V <sub>2</sub> O <sub>5</sub> Cutoff Tonnage	Average grade for 0.1% V <sub>2</sub> O <sub>5</sub> Cutoff	Average grade for 0.2% V <sub>2</sub> O <sub>5</sub> Cutoff	Average grade for 0.3% V <sub>2</sub> O <sub>5</sub> Cutoff
Oxide Total	Indicated	0-200 ft	5,386,090	4,617,674	3,546,154	0.33	0.36	0.39
Reduced Total	Indicated	0-200 ft	8,069,182	6,009,170	4,527,690	0.35	0.42	0.47
<b>Grand Total</b>			<b>13,455,272</b>	<b>10,626,844</b>	<b>8,073,844</b>	<b>0.34</b>	<b>0.39</b>	<b>0.43</b>

**Table 17: Inferred Resource Calculations for Area A-South and North**

Lithology	IdIf	Distance to Measured Samples	0.1% V <sub>2</sub> O <sub>5</sub> Cutoff Tonnage	0.2% V <sub>2</sub> O <sub>5</sub> Cutoff Tonnage	0.3% V <sub>2</sub> O <sub>5</sub> Cutoff Tonnage	Average grade for 0.1% V <sub>2</sub> O <sub>5</sub> Cutoff	Average grade for 0.2% V <sub>2</sub> O <sub>5</sub> Cutoff	Average grade for 0.3% V <sub>2</sub> O <sub>5</sub> Cutoff
<b>South Half</b>								
Oxide	Inferred	All	3,363,818	2,227,622	1,257,334	0.26	0.32	0.37
Reduced	Inferred	All	4,851,884	4,260,328	3,486,880	0.44	0.47	0.52
<b>Total</b>			<b>8,215,702</b>	<b>6,487,950</b>	<b>4,744,214</b>			<b>0.48</b>
<b>North Half</b>								
Oxide & Reduced	Inferred	200+	1,064,786	893,328	746,142	0.34	0.39	0.45
<b>Grand Total</b>			<b>9,280,488</b>	<b>7,381,278</b>	<b>5,490,356</b>	<b>0.36</b>	<b>0.42</b>	<b>0.48</b>

The detailed drilling on the north half of Area A reveals a thick section of vanadiferous carbonaceous shale capped with mineralized weathered, oxidized shale. Vanadium-bearing rock begins essentially on or within a few feet of the surface and continues down-dip below 450 feet, the current depth limit of drilling into vanadium-bearing strata. From Area A-North, the vanadium trend continues south over 6,000 feet to Area B. The character of the mineralization in Area B appears similar to that drilled in Area A, but parts of the trend appear to have been narrowed and thinned by faulting, especially between Area A and Area B. Evidence that the vanadiferous trend continues south of Area B comes from two historic borings and trenching by Hecla Mining Company. The southernmost area of the projected strike of the vanadiferous trend in Area C and beyond is still unexplored.

Below is a summary map of all drilling to date on the Bisoni McKay Property



#### Proposed 2011 Exploration

The Company has contracted Lyntek Corp., of Lakewood, CO to conduct a Preliminary Economic Study of the Bisoni McKay to better assess the potential economic viability of the property, the vanadium pentoxide and ferrovandium markets, and how the property fits into the world vanadium industry. The report will be a management directed report only, not NI 43-101 compliant and is expected in the very near future. The Company also plans to continue further metallurgical and bulk sampling testing. On June 30, 2011, the Company announced that further metallurgical work was required to complete the Preliminary Economic Study, and that it intended to do so. (see news release dated June 30, 2011)

#### **4) Zeibrigh Property, California, USA**

See 1.2 (2) above.

On February 18, 2011 the Company decided not to proceed with the option and has written down staking/ claim costs of \$1,402.

#### **Recent News Releases**

May 5, 2011 – Stina Launches You Tube Channel

May 19, 2011 - Stina Re-samples 2010 Drill Core with Metallic Screen Assays

June 1, 2011 – Stina to Start Exploration on Dime, Kodiak in June

June 30, 2011 – Stina Continues Assessment at Bisoni McKay

July 28, 2011 – Stina to Start Drilling at Dime Next Week

August 12, 2011 – Stina Updates Exploration and Completes Magnetic Survey

August 23, 2011 – Stina Updates Exploration and Announces Dime Trenching Assays

#### **1.4 OFF-BALANCE SHEET ARRANGEMENTS**

The Company has no off-Balance Sheet Arrangements

#### **1.5 TRANSACTIONS WITH RELATED PARTIES**

The Company entered into the following transactions with and had balances due to and from related parties as at June 30, 2011 and for the period then ended as follows (with comparative figures as at June 30, 2010)

The Company entered into the following transactions with related parties:

- a) The Company incurred consulting fees in the amount of \$46,500 (2010 -\$45,000) payable to a company owned by an officer for consulting services.
- b) The Company incurred salaries in the amount of \$16,500 (2010 – NIL) with a senior officer/ director
- c) At June 30, 2011, prior advances totaling \$59,516 (2010 - \$59,842) were due to a company controlled by a director. The advances are unsecured, non-interest bearing, and have no specific terms of repayment.
- d) At June 30, 2011, advances totalling \$1,163 (2010 - \$1,163) were due from a director. The advances are

unsecured, non-interest bearing, and have no specific terms of repayment.

## 1.6 PROPOSED TRANSACTIONS/COMMITMENTS

During the year ended September 30, 2009, the Company issued 1,923,076 flow-through shares for proceeds of \$1,000,000. The proceeds from these issues must be used for qualifying exploration expenditures which were renounced by the Company in favor of the investors purchasing such shares and expenditures are not available to the Company for income tax purposes. The qualifying exploration expenditures must be fully incurred by December 31, 2010 of which \$781,867 were expended through September 30, 2010.

The Company completed the qualifying expenditures of \$1,000,000 prior to December 31, 2010.

The Company has engaged in no other proposed transactions or commitments outside of what has been outlined in this report at this time.

## 1.7 CRITICAL ACCOUNTING ESTIMATES

### Use of Estimates:

The company's financial statements have been prepared in conformity with Canadian generally accepted accounting principles and form the basis for discussion and analysis of critical accounting policies and estimates. Management is required to make estimates and assumptions that affect the report amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the period. Significant financial statement areas requiring the use of management estimates relate to the determination of impairment of assets and resource property interests, and their useful lives for amortization, allocations between exploration projects, the fair value of investments and share-based compensation, asset retirement obligations and the recoverability of future income tax assets. Financial results as determined by actual events could differ from those estimates.

### Risk Management:

The Company is engaged primarily in the mineral exploration field and manages related industry risk issues directly. Observed potential risks include those for environmental reclamation and fluctuations in commodity based market prices associated with resource property interests. Management is of the opinion that the Company addresses environmental risk and compliance in accordance with industry standards and specific project environmental requirements. Company management acknowledges that there is no certainty that all environmental risks and contingencies have been addressed.

#### *Financial Risk Management:*

The Company is exposed in varying degrees to a variety of financial instrument related risks.

#### *Credit Risk:*

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is in its cash accounts and accounts receivables. Cash accounts are held with a major bank in Canada. This risk is managed through the use of major banks which are high credit quality financial institutions as determined by rating agencies.

#### *Currency Risk:*

The Company's functional currency is the Canadian dollar. There is moderate foreign exchange risk to the Company as some of its natural health food customers and suppliers and its resource property interest are located in the United States. Management monitors its foreign currency balances and makes adjustments based on anticipated need for currencies. The Company does not engage in any hedging activities to reduce its foreign currency risk.

#### *Interest Rate Risk:*

The Company's exposure to interest rate risk relates to its ability to earn interest income on cash balances at variable rates. The fair value of the Company's cash accounts is relatively unaffected by changes in short term interest rates. The income earned on certain bank accounts is subject to the movements in interest rates.

*Liquidity and Funding Risk:*

Liquidity risk arises through the excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available capital in order to meet its liquidity requirements.

The Company is not utilizing any other financial instruments other than cash at this time.

Funding Risk is the risk that market conditions will impact the Company's ability to raise capital through equity markets under acceptable market terms and conditions.

Under current market conditions both liquidity and funding risks have been assessed as medium to high.

**Stock-based compensation:**

The Company follows the guidelines of the CICA Handbook Section 3870, relating to stock-based compensation and other stock-based Payments. The Company follows a fair-value method for all stock-based compensation and similar stock based awards to directors, employees and consultants. Where the Company has issued options that vest over a period of expected service, the fair value of the options at the date of grant is estimated and charged to income over the respective vesting periods.

**1.8 CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION**

During the year ended September 30, 2009, the Company adopted the following relevant new accounting pronouncements:

Handbook section 3064 – Goodwill and Intangible assets

Handbook section 3031 – Inventories

Emerging issues committee – EIC-174 Mining Exploration Costs

The adoption of these new accounting policies did not have a material impact on the financial statements in the current year

Company Directors and Officers have discussed with a consultant the existing Company accounting policies, including the required policy changes which will take effect at the conclusion of the year ending September 30, 2011 and transition plans into International Financial Reporting Standards. These discussions are intended to assist management with a scoping analysis of the Company's transitional options and the development of a transition time-line that will allow management to meet their required filing deadlines. The first set of IFRS issued statements will be for the first quarter ending December 31, 2011

Recent accounting pronouncements, not yet adopted

Business Combinations, Non-controlling Interest and Consolidated Financial Statements

In January 2009, the CICA issued Handbook Sections 1582 Business Combinations, 1601 Consolidated Financial Statements and 1602 Non-controlling Interests which replace CICA Handbook Sections 1581 Business Combinations and 1600 Consolidated Financial Statements. Section 1582 establishes standards for the accounting for business combinations that is equivalent to the business combination accounting standard under IFRS. Section 1582 is applicable for the Company's business combinations with acquisition dates on or after January 1, 2011. Section 1601 together with Section 1602 establishes standards for the preparation of consolidated financial statements. Section 1601 is applicable for companies' interim and

annual consolidated financial statements for fiscal years beginning on or after January 1, 2011. Early adoption of these Sections is permitted and all three Sections must be adopted concurrently. Management expects that the adoption of these sections will not have a significant impact on the financial statements.

## 1.9 FINANCIAL AND OTHER INSTRUMENTS

The Company's financial instruments consist of cash, short term investments, accounts receivables, amounts due to and from related parties, and accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency risks arising from financial instruments. The fair value of these financial instruments approximates their carrying value due to their short-term maturity or capacity of prompt liquidation.

## 1.10 OTHER MD&A REQUIREMENTS

Additional information relating to the Company's operations and activities can be found by visiting the Company's website [www.stinaresources.com](http://www.stinaresources.com) as well as numerous news releases and 43-101 reports filed on SEDAR at [www.sedar.com](http://www.sedar.com)

### A. Authorized and Issued Share Capital as at June 30, 2011

**Authorized:** Unlimited common shares without par value

**Issued and outstanding:** 26,037,499 common shares

*See Note 5 – Share Capital of the Financial Statements*

### B. Options, Warrants & Convertible Securities Outstanding as at June 30, 2011:

#### Stock options

Under the Company's Incentive Share Option Plan, the Company may grant options to employees, consultants and directors when the number of shares reserved does not exceed 10% of the issued and outstanding share capital at the date of grant. The exercise price of the options granted will be no less than the discounted market price of the Company's shares and the maximum term of the options will be 5 years.

The following employee stock options are vested and exercisable:

<u>Number of shares</u>	<u>Exercise price - \$ -</u>	<u>Expiry Date</u>
675,000	0.30	November 3, 2014
825,000	0.46	August 5, 2015
<u>250,000</u>	0.33	March 16, 2016
1,750,000		

**Escrow shares**

As of June 30, 2011 no shares were held in escrow

**Share purchase warrants****As of June 30, 2011 the following share purchase warrants were outstanding:**

<u>No. of warrants</u>	<u>Exercise price</u>	<u>Expiry Date</u>
961,538	\$1.25	July 10, 2011 (expired)
200,000	\$0.73	September 24, 2012
1,561,672	\$0.85	September 28, 2012
<u>729,286</u>	<u>\$0.85</u>	<u>September 28, 2012</u>
<u>3,452,496</u>		

**C. Subsequent Events**

On July 10, 2011, a total of 961,538 share purchase warrants exercisable at \$1.25 expired unexercised.

On July 28, 2011, the Company granted 150,000 incentive stock options exercisable at \$0.40 per share for a period of five years.

**D. Evaluation of Disclosure Controls and Procedures**

Based on our evaluation for the quarter ended June 30, 2011, and up to the date of this Management Discussion and Analysis, we have concluded that our disclosure controls and procedures are sufficiently effective to provide reasonable assurance that material information required to be disclosed in the Company's interim and annual filings and other reports filed or submitted under Canadian securities laws are recorded, processed, summarized and reported within the time periods specified by those laws and that the material information is accumulated and communicated to Management of the Company, including the President and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

**E. Corporate Governance Disclosure**

The company has submitted to its members and shareholders details in the Information Circular dated May 21, 2011 Corporate Governance Disclosure guidelines that have been presented to the Board of Directors for periodic review. Some of these guidelines are: Outlining the Company's business and implementation of appropriate systems to manage any associated risks, communications with investors and the financial community and the integrity of the Company's internal control and management information systems. The Management of the Company periodically updates directors with regulatory policy changes. Management encourages and promotes a culture of ethical business conduct. The Board has found that the fiduciary duties placed on individual directors by the Company's governing corporate legislation and the common law and the restrictions placed by applicable corporate legislation on an individual director's participation in decisions of the Board in which the director has an interest have been sufficient to ensure that the Board operates independently of management and in the best interests of the Company.

# STINA RESOURCES LTD.

## CORPORATE DATA

### **Head Office**

Ste 717 – 165 LaRose Avenue  
Etobicoke, ON M9P 3S9  
Tel: (416) 368-2271 Fax: (416) 368-2635  
E-Mail: info@stinaresources.com  
Website: www.stinaresources.com

### **Directors and Officers**

James Corrigan – President/ Director  
Jim Wall, CEO, Secretary/ Director  
Al Doherty, VP Exploration/ Director  
Edward Gresko, VP Finance/ Director  
Sidney Mann, Treasurer /Director

### **Registrar and Transfer Agent**

Olympia Trust Company  
1003 – 750 West Pender Street  
Vancouver, BC V6C 2T8

### **Solicitors**

Fang & Associates  
3<sup>rd</sup> Floor, 576 Seymour Street  
Vancouver, B.C. V6B 3K1

### **Auditors**

Dale, Matheson, Carr-Hilton, LaBonte LLP,  
Chartered Accountants  
#1700 – 1140 W. Pender Street  
Vancouver, B.C. V6E 4G1

### **Listing**

TSX Venture Exchange  
Symbol: SQA