COLIBRI RESOURCE CORPORATION

51A Commercial Street, P.O. Box 714
Nanaimo, BC V9R 5M2

Telephone: (250) 755-7871

UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited interim consolidated financial statements for the period ended May 31, 2009.

The accompanying unaudited interim consolidated financial statements of Colibri Resource Corporation have been prepared by and are the responsibility of the Company's management.

COLIBRI RESOURCE CORPORATION

CONSOLIDATED STATEMENTS OF OPERATIONS, COMPREHENSIVE INCOME AND DEFICIT

FOR THE THREE MONTHS ENDED MAY 31, 2009 AND 2008

(Unaudited – Prepared by Management)

	Three Months Ended May 31,		Six Months Ended May 31,	
	2009	**2008**	**2009**	**2008**
EXPENSES, ADMINISTRATIVE AND GENERAL				
Accounting and audit fees	$ 10,467	$ 23,008	$ 15,900	$ 29,943
Advertising and promotion	634	8,934	774	11,442
Amortization (recovery)	(4,997)	4,634	5,144	9,269
Foreign exchange	5,358	8,623	9,113	9,547
Legal	2,034	8,929	2,974	10,876
Management fees	22,500	22,500	45,000	45,000
Office and miscellaneous	3,681	8,514	8,363	14,252
Rent	4,310	5,528	9,782	12,505
Telephone	359	1,355	820	1,679
Transfer agent and filing fees	4,865	4,421	6,687	6,385
Travel and related costs	5,021	11,864	10,367	27,781
LOSS BEFORE OTHER ITEM	(54,232)	(108,310)	(114,924)	(178,679)
OTHER ITEM				
Interest	1,016	15,540	2,962	43,700
NET LOSS FOR THE PERIOD	(53,216)	(92,770)	(111,962)	(134,979)
OTHER COMPREHENSIVE INCOME (Note 2)	-	-	-	-
DEFICIT, beginning of period	(1,500,745)	(1,208,613)	(1,441,999)	(1,166,404)
DEFICIT, end of period	$(1,553,961)	$(1,301,383)	$(1,553,961)	$(1,301,383)
BASIC AND DILUTED LOSS PER SHARE	$ (0.01)	$ (0.01)	$ (0.01)	$ (0.01)
Weighted average number of shares outstanding	34,311,010	34,311,010	34,111,010	34,111,010

The accompanying notes are an integral part of these consolidated financial statements.

COLIBRI RESOURCE CORPORATION

CONSOLIDATED BALANCE SHEETS

MAY 31, 2009

(Unaudited – Prepared by Management)

	May 31, 2009 (Unaudited)	November 30, 2008 (Audited)
ASSETS		
CURRENT		
Cash	$1,299,156	$1,648,539
Accounts receivable	803	1,864
GST receivable	7,748	14,293
Prepaid expenses	15,666	26,199
	1,323,373	1,690,895
EQUIPMENT (Note 5)	32,750	37,894
MINERAL PROPERTIES (Note 6)	5,459,275	5,277,748
	$6,815,398	$7,006,537
LIABILITIES		
CURRENT		
Accounts payable and accruals	$ 12,836	$ 99,618
Accounts payable to related parties (Note 7)	19,174	11,569
	32,010	111,187
SHAREHOLDERS' EQUITY		
CAPITAL STOCK (Note 8)	5,813,413	5,813,413
CONTRIBUTED SURPLUS (Note 8)	2,523,936	2,523,936
DEFICIT	(1,553,961)	(1,441,999)
	6,783,388	6,895,350
	$6,815,398	$7,006,537

Approved on behalf of the Board:

"*Lance D. Geselbracht*" Director

"*William R. Walker*" Director

The accompanying notes are an integral part of these consolidated financial statements

. COLIBRI RESOURCE CORPORATION

CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE THREE MONTHS ENDED MAY 31, 2009 AND 2008

(Unaudited – Prepared by Management)

	Three Months Ended May 31,		Six Months Ended May 31,	
	2009	2008	2009	2008
CASH FLOWS FROM OPERATING ACTIVITIES				
Net loss and comprehensive income for the period	$ (53,216)	$ (92,770)	$ (111,962)	$ (134,979)
Add: Items not requiring the use of cash				
Amortization (recovery)	(4,997)	4,634	5,144	9,269
Change in non-cash working capital items:				
Decrease (increase) in receivables	3,216	(5,513)	7,606	2,196
Decrease in prepaid expenses	13,452	196,025	10,533	109,990
Decrease in accounts payable and accrued liabilities	(84,945)	(145,307)	(86,782)	(172,229)
(Decrease) increase in accounts payable to related parties	(3,611)	(14,958)	7,605	25,712
Net cash used in operating activities	(130,101)	(57,889)	(167,856)	(160,041)
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of mineral properties and deferred exploration costs, and cash used in investing activities	(40,122)	(703,297)	(181,527)	(1,377,006)
DECREASE IN CASH DURING THE PERIOD	(170,223)	(761,186)	(349,383)	(1,537,047)
CASH, beginning of period	1,469,379	2,962,889	1,648,539	3,738,750
CASH, end of period	$1,299,156	$2,201,703	$1,299,156	$2,201,703

Supplemental disclosure with respect to cash flows (Notes 9 and 10)

The accompanying notes are an integral part of these consolidated financial statements.

COLIBRI RESOURCE CORPORATION
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE MONTHS ENDED MAY 31, 2009 AND 2008

(Unaudited – Prepared by Management)

1. NATURE AND CONTINUANCE OF THE BUSINESS

Colibri Resource Corporation ("the Company") was incorporated on February 20, 2004 in the province of British Columbia. The Company is pursuing opportunities in the exploration of mineral and natural resource properties in Mexico and is considered to be in the exploration stage.

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

These consolidated financial statements have been prepared in accordance with Canadian generally accepted accounting principles with the assumption that the Company will continue on a going concern basis, which assumes the Company will be able to realize its assets and liabilities in the normal course of business. The Company's ability to continue as a going concern is dependent on its ability to generate future profitable operations and/or to obtain the necessary financing to meet its obligations as they come due, and to continue its operations. There can be no assurance that the Company will be able to continue to raise funds, in which case the Company may be unable to meet its obligations. The net realizable value of the Company's assets may be materially less than the amounts recorded in these financial statements should the Company be unable to realize its assets and discharge its liabilities in the normal course of business.

2. SIGNIFICANT ACCOUNTING POLICIES

Interim Financial Statements

The interim consolidated financial statements of the Company are the responsibility of the Company's management. These interim consolidated financial statements have been prepared in accordance with GAAP and follow the same accounting policies and methods of application as the annual financial statements. These interim consolidated financial statements do not include in all respects the annual disclosures required by generally accepted accounting principles and should be read in conjunction with the most recent annual statements.

Principles of Consolidation

The interim consolidated financial statements include the accounts of Colibri Resource Corporation and its wholly owned subsidiary, Minera Halcones S.A. de C.V. ("Halcones"). Halcones was incorporated on March 30, 2004 in Mexico. All significant inter-company accounts and transactions have been eliminated upon consolidation.

Except as described below, the accounting policies used in the preparation of these unaudited interim financial statements conform to those used in the Corporations' most recent annual financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES (*Continued*)

Use of Estimates

The preparation of consolidated 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 the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amount of revenues and expenses during the year. Actual results could differ from these estimates. Significant areas requiring the use of management estimates relate to the determination of asset retirement obligations, environmental obligations, impairment of mineral properties, the assumptions used in the determination of the fair value of stock-based compensation and warrants, rates for amortization, accrued liabilities, and the determination of a valuation allowance for future income tax assets.

Stock-based compensation

The fair value of stock options granted is determined using the Black-Scholes option pricing model and recorded as stock-based compensation expense over the vesting period of the stock options, with a corresponding increase to contributed surplus. When stock options are exercised the corresponding fair value is transferred from contributed surplus to capital stock. In the event that unvested options are cancelled, previously recognized compensation expense associated with such options is reversed.

Mineral Properties

All costs related to the acquisition, exploration and development of mineral properties are capitalized by property. If economically recoverable ore reserves are developed, capitalized costs of the related property are reclassified as mining assets and amortized using the unit of production method. When a property is abandoned, all related costs are written off to operations. If, after management review, it is determined that the carrying amount of a mineral property is impaired, that property is written down to its estimated net realizable value. A mineral property is reviewed for impairment whenever events or changes in circumstances indicate that its carrying amount may not be recoverable.

The amounts shown for mineral properties do not necessarily represent present or future values. Their recoverability is dependent upon the discovery of economically recoverable mineral reserves, the ability of the Company to obtain the necessary financing and permitting to complete the development of the properties, and future profitable production from the disposition of the metals produced from the properties.

2. SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Impairment of Long-lived Assets

Long-lived assets consist of equipment and mineral properties. Long-lived assets held for use are measured and amortized as described in the applicable accounting policies.

The Company performs impairment testing on long-lived assets held for use wherever events or changes in circumstances indicate that the carrying value of an asset, or group of assets may not be recoverable. Impairment losses are recognized where undiscounted future cash flows from its use and disposal are less than the assets carrying amount. Impairment loss is measured as the amount by which the asset carrying value exceeds fair value. Discounted cash flows are used to measure fair value. Any impairment is included in loss for the year.

Asset Retirement Obligations

The Company recognizes the fair value of a liability for an asset retirement obligation in the year in which it is incurred when a reasonable estimate of fair value can be made. The carrying amount of the related long-lived asset is increased by the same amount as the liability.

Changes in the liability for an asset retirement obligation due to the passage of time will be measured by applying an interest method of allocation. The amount will be recognized as an increase in the liability and an accretion expense in the statement of operations. Changes resulting from revisions to the timing or the amount of the original estimate of undiscounted cash flows are recognized as an increase or a decrease to the carrying amount of the liability and the related long-lived asset.

Equipment

Equipment is recorded at cost less accumulated amortization. Amortization is recorded on a declining balance basis at the following annual rates:

Office furniture	20%
Computer equipment	30%
Computer software	100%
Automotive	30%

2. SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Foreign Currency Translation

The functional currency of the Company is the Canadian Dollar. The accounts of the Company's integrated foreign subsidiary are translated into Canadian dollars using the temporal method. Under this method, monetary assets and liabilities are translated at the rate in effect at the balance sheet date. Non-monetary assets and liabilities and revenues and expenses are translated at the rates prevailing on the respective translation dates. Foreign exchange gains and losses are included in the determination of net loss for the year.

Loss Per Share

Basic loss per common share is calculated using the weighted-average number of common shares outstanding during the year. The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method, the dilutive effect on earnings per share is recognized on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the year. For the years presented, this proved to be anti-dilutive.

Shares held in escrow, other than where their release is subject to the passage of time, are not included in the calculation of the weighted average number of common shares outstanding.

Future income taxes

Future income taxes are recorded using the asset and liability method. Under the asset and liability method, future tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Future tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on future tax assets and liabilities of a change in tax rates is recognized in income in the year that substantive enactment or enactment occurs. To the extent that the Company does not consider it more likely than not that a future tax asset will be recovered, it provides a valuation allowance against the excess.

Financial Instruments

The Company classifies all financial instruments as either held-to-maturity, available for-sale, held for trading, loans and receivables, or other financial liabilities. Financial assets held to maturity, loans and receivables and financial liabilities other than those held for trading, are measured at amortized cost. Available-for-sale instruments are measured at fair value with unrealized gains and losses recognized in other comprehensive income. Instruments classified as held for trading are measured at fair value with unrealized gains and losses recognized on the statement of operations.

2. SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

Financial Instruments

The fair value of financial instruments traded in active markets (such as available-for-sale securities) is based on quoted market prices at the balance sheet date. The quoted market price used for financial assets held by the Company is the current bid price. The carrying value less impairment provision, if necessary, of trade receivables and payables are assumed to approximate their fair values.

Transaction costs related to financial instruments classified as held for trading are recognized immediately into income. For financial instruments classified as other than as held for trading, transaction costs are added to the financial instrument in accordance with the provision of CICA Handbook Section 3855.

The following is a summary of the classifications the Company has elected to apply to each of its significant categories of financial instruments:

Cash	designated as held for trading
Accounts receivable	loans and receivables
Accounts payable and accrued liabilities	other liabilities
Accounts payable to related parties	other liabilities

Comprehensive income

Comprehensive income is the change in shareholders' equity during a period from transactions and other events and circumstances from non-owner sources. In accordance with this standard, the Company is to report a statement of comprehensive income and a category, accumulated other comprehensive income, in the shareholders' equity section of the consolidated balance sheet. The components of this category may include unrealized gains and losses on financial assets classified as available-for-sale, exchange gains and losses arising from the translation of financial statements of a self-sustaining foreign operation and the effective portion of the changes in fair value of cash flow hedging instruments. As there are currently no differences between net income and comprehensive income, or shareholders' equity and accumulated other comprehensive income, no statement of comprehensive income has been included with these consolidated financial statements.

3 ADOPTION OF NEW ACCOUNTING STANDARDS

(i) Capital Disclosures

The CICA issued Handbook Section 1535, Capital Disclosures. Section 1535 requires the disclosure of (i) an entity's objectives, policies and process for managing capital; (ii) quantitative data about an entity's managed capital; (iii) whether an entity has complied with capital requirements; and (iv) if an entity has not complied with such capital requirements, the consequences of such non-compliance. Section 1535 was implemented by the Company on December 1, 2007.

3. ADOPTION OF NEW ACCOUNTING STANDARDS (*Continued*)

(ii) Financial Instruments – Disclosures and Presentation

The CICA issued two new accounting standards, Section 3862, Financial Instruments – Disclosures and Section 3863, Financial Instruments – Presentation. These standards replace Section 3861, Financial Instruments – Disclosure and Presentation and enhance the disclosure of the nature and extent of risks arising from financial instruments and how the entity manages those risks. Sections 3862 and 3863 were implemented by the Company on December 1, 2007. The only impact of this change was to increase the disclosure regarding the Company's risks associated with their financial instruments.

(iii) Goodwill and Intangible Assets

In February 2008, the CICA issued Section 3064, Goodwill and Intangible Assets, which replaces Sections 3062 and 3450. This new standard, which the Company adopted December 1, 2008, establishes new standards for the recognition, measurement and disclosure of goodwill and intangible assets. It also provides guidance for the treatment of preproduction and startup costs and requires that these costs be expensed as incurred. These new standards have had no significant impact on the Company's consolidated financial statements.

(iv) Going Concern

In June 2007, the Canadian Institute of Chartered Accountants modified Section 1400, "General Standards of Financial Statement Presentation", in order to require that management make an assessment of the Company's ability to continue as a going concern over a period which is at least, but not limited to, twelve months from the balance sheet date. These new disclosure requirements have been implemented by the Company as of December 1, 2008, and have had no impact on the Company's financial results.

4. FUTURE ACCOUNTING POLICIES

(i) Business Combinations, Consolidated Financial Statements and Non-controlling Interest

In January 2009, the CICA issued CICA Handbook Section 1582, "Business Combinations", Section 1601, "Consolidations", and Section 1602, "Non-controlling Interests". These sections replace the former CICA Handbook Section 1581, "Business Combinations" and Section 1600, "Consolidated Financial Statements" and establish a new section for accounting for a non-controlling interest in a subsidiary.

CICA Handbook Section 1582 establishes standards for the accounting for a business combination, and states that all assets and liabilities of an acquired business will be recorded at fair value. Obligations for contingent consideration and contingencies will also be recorded at fair value at the acquisition date. The standard also states that acquisition-related costs will be expensed as incurred and that restructuring charges will be expensed in the periods after the acquisition date. It provides the Canadian equivalent to

4. FUTURE ACCOUNTING POLICIES (*Continued*)

International Financial Reporting Standard ("IFRS") 3, "Business Combinations" (January 2008). The section applies prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011.

CICA Handbook Section 1601 establishes standards for the preparation of consolidated financial statements.

CICA Handbook Section 1602 establishes standards for accounting for a non-controlling interest in a subsidiary in the preparation of consolidated financial statements subsequent to a business combination. It is equivalent to the corresponding provisions of International Financial Reporting Standard IAS 27, "Consolidated and Separate Financial Statements" (January 2008).

CICA Handbook Section 1601 and Section 1602 apply to interim and annual consolidated financial statements relating to fiscal years beginning on or after January 1, 2011. Earlier adoption of these sections is permitted as of the beginning of a fiscal year. All three sections must be adopted concurrently. The Company is currently evaluating the impact of the adoption of these sections.

(ii) International Financial Reporting Standards

In January 2006, the CICA Accounting Standards Board (ASB) adopted a strategic plan for the direction of accounting standards in Canada. As part of that plan, accounting standards for public companies would be required to converge with International Financial Reporting Standards (IFRS) for fiscal years beginning on or after January 1, 2011 with comparative figures presented on the same basis. In February 2008, the CICA ASB confirmed the effective date of the initial adoption of IFRS. While the Company has begun assessing the adoption of IFRS for 2011, the financial reporting impact of the transition to IFRS on the Company's consolidated financial statements cannot be reasonably estimated at this time.

5. EQUIPMENT

	May 31, 2009			November 30, 2008		
	Cost	Accumulated Amortization	Net Book Value	Cost	Accumulated Amortization	Net Book Value
Office furniture	$ 7,090	$ 2,573	$ 4,517	$ 7,090	$ 2,026	$ 5,064
Computer equipment	24,056	12,130	11,926	24,056	10,470	13,586
Computer software	10,089	10,016	73	10,089	9,944	145
Automotive	32,100	15,866	16,234	32,100	13,001	19,099
	$73,335	$40,585	$32,750	$73,335	$ 35,441	$37,894

6. MINERAL PROPERTIES

Title to Mineral Properties

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

Colibri Property

On June 16, 2004, the Company agreed to an option agreement with Minera Cadenza S de RL de CV ("Cadenza"), a private Mexican company wholly owned by Cadence Resource Corporation, a Canadian private company controlled by a director and a former director of the Company, to purchase a 90% interest in the Colibri property, located in the State of Sonora, Mexico. Upon signing the option agreement, the Company paid $50,000 and issued 200,000 common shares with a value of $30,000. The Company agreed to pay $300,000, issue a total of 1,200,000 common shares and incur a total of $1,800,000 (incurred) in exploration expenditures by June 16, 2009, to earn its 90% interest. To date, the Company has paid $300,000 and issued 1,200,000 common shares with a total value of $238,500. The Company is required to pay $50,000 and issue 200,000 common shares on or before June 16, 2009.

Once the terms of the option agreement have been completed, Cadenza has the option to maintain its remaining 10% interest or revert to a sliding scale Net Smelter Returns ("NSR") royalty. The Company has the option to purchase the NSR royalty at any time for $6,000,000.

As part of the Colibri property, on June 16, 2004, the Company agreed to an assignment of contract agreement to have the right to purchase a 100% interest in two mineral claims known as the San Francisco and the Juarez claims for a total of US$1,000,000 to be paid over a six year period ending January 1, 2010. All option payments made under this agreement will be applied to the purchase price of US$1,000,000 if the Company elects to purchase these two mineral claims. To date, the Company has paid US$131,000. The Company is required to pay an additional US$119,000 on or before January 1, 2010.

Ramaje Ardiente Property

On June 16, 2004, the Company agreed to an option agreement with Minera El Sahuaro S.A. de C.V. ("Sahuaro"), a wholly-owned subsidiary of Cadenza, to purchase a 100% interest in the Ramaje Ardiente property, located in the State of Sonora, Mexico. Upon signing the option agreement the Company paid $20,000 and issued 200,000 common shares with a value of $30,000. The Company agreed to pay $70,000, issue a total of 300,000 common shares, incur a total of $500,000 (incurred) in exploration expenditures and initiate a scoping/pre-feasibility study by June 16, 2009, to earn its 100% interest. To date, the Company has paid $90,000 and issued 300,000 common shares with a value of $45,000. The Company is required to issue 200,000 common shares on or before June 16, 2009 should it decide to initiate a scoping pre-feasibility study.

6. MINERAL PROPERTIES *(Continued)*

The property is subject to a 2.0% NSR royalty. The Company has the option to purchase 50% of the royalty for $1,000,000.

Leon Property

On June 16, 2004, the Company agreed to an option agreement with Minera La Pitahaya S.A. de C.V. ("Pitahaya"), a private Mexican company, which is 50% owned by a former director of the Company, to purchase a 100% interest in the Leon property, located in the State of Sonora, Mexico. Upon signing the option agreement, the Company paid $20,000 and issued 200,000 common shares with a value of $30,000.

The Company agreed to pay a total of $190,000, issue a total of 200,000 common shares, incur a total of $500,000 (incurred) in exploration expenditures and commence a scoping/pre-feasibility study by December 16, 2008, to earn its 100% interest. To date, the Company has paid $160,000 and issued 300,000 common shares with a value of $45,000. The Company is required to pay $50,000 and issue 100,000 common shares by June 16, 2009.

The property is subject to a 2.0% NSR royalty. The Company has the option to purchase 50% of the royalty for $1,000,000.

Evelyn Property

In March 2009 the Company's subsidiary, Minera Halcones, acquired a 100% interest in the Evelyn III claim via a Mexican government "sorteo" or claim lottery. This 506.3 hectare claim is located in the State of Sonora, Mexico.

	Colibri Property	Ramaje Ardiente Property	Leon Property	Evelyn Property	May 31, 2009 Total	November 30, 2009 Total
Balance, beginning of the period	$2,588,186	$ 772,724	$2,058,243	$ -	$5,419,153	$3,423,150
Additions						
Mineral claims	-	-	-	-	-	181,662
Accommodation and meals	2,485	126	1,015	38	3,664	
Assays and lab tests	20,071	-	(33,396)	-	(13,325)	181,199
Drilling / mobilization / demobilization	-	-	-	-	-	904,639
Field expenses and personnel	1,304	-	-	41	1,345	80,688
Geological consulting	28,976	2,737	(27)	2,700	34,386	283,632
Maps and reproduction	846	-	-	1,725	2,571	25,208
Miscellaneous	2,732	291	291	677	3,991	34,206
Property and claim taxes	-	-	-	-	-	44,389
Telephone	449	35	35	10	529	2,729
Travel and transport	6,388	142	142	289	6,961	93,896
	63,251	3,331	(31,940)	5,480	40,122	1,854,598
Balance, end of the period	$2,651,437	$ 776,055	$2,026,303	$ 5,480	$5,459,275	$5,277,748

7. RELATED PARTY TRANSACTIONS

Accounts payable to related parties of $19,174 (2008 - $11,569) is comprised of reimbursable travel costs to directors of the Company, consulting fees due to a company controlled by a director of the Company, and geological consulting fees due to a company controlled by a former director of the Company.

The Company entered into the following transactions with related parties during the period:

a) As outlined in Note 6, Colibri Property, the Company paid $NIL (2008 - $25,000) to a private Mexican company wholly-owned by Cadence Resource Corporation, a Canadian private company controlled by a former director of the Company. A director of the Company is also a director of the Canadian private company.

b) Paid or accrued $23,283 (2008 - $44,143) in geological consulting fees, of which $23,283 (2008 - $44,143) are included in mineral properties, to a company controlled by a former director.

c) Paid or accrued $10,340 (2008 - $18,971) in geological consulting fees and mapping and production, of which $10,340 (2008 - $18,971) are included in mineral properties, to a director of the Company.

d) Paid or accrued $22,500 (2008 - $22,500) in management fees to companies controlled by directors of the Company.

e) Paid or accrued $2,250 (2008 - $2,250) in office rent to a company controlled by a director of the Company.

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

COLIBRI RESOURCE CORPORATION

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE MONTHS ENDED MAY 31, 2009 AND 2008

(Unaudited – Prepared by Management)

8. CAPITAL STOCK AND CONTRIBUTED SURPLUS

Authorized
100,000,000 common shares without par value

Capital stock and contributed surplus is made up as follows:

	May 31, 2009		November 30, 2008	
	Capital Stock	Contributed Surplus	Capital Stock	Contributed Surplus
Common shares (i)	$5,813,413	$ -	$5,775,413	$ -
Warrants	-	-	-	-
Contributed surplus (i)	-	2,523,936	-	2,523,936
	$5,813,413	$2,523,936	$ 5,775,413	$2,523,936

(i) Common shares and contributed surplus consist of:

	Number of Shares	Amount	Contributed Surplus
Balance at November 30, 2006	20,569,867	$ 2,417,124	$ 434,352
Issued on Private Placement	7,013,000	1,422,409	-
Agent's commission paid with shares	118,643	24,064	23,393
Agent's warrants	-	(138,279)	138,279
Issued on exercise of warrants	5,959,500	1,787,851	-
Transfer of contributed surplus on agent's warrants exercised	-	322,708	(322,708)
Transfer of contributed surplus on exercise of options	-	12,711	(12,711)
Issued on exercise of options	150,000	15,000	-
Pursuant to mineral property agreements	300,000	100,500	-
Stock-based compensation	-	-	253,779
Share issue costs (net of future income tax recovery of $73,000)	-	(188,675)	-
Balance at November 30, 2007	34,111,010	5,775,413	514,384
Transfer to contributed surplus on expiry of warrants	-	-	1,996,883
Pursuant to mineral property claims	200,000	38,000	-
Stock-based compensation	-	-	12,669
Balance at November 30, 2008	34,311,010	$ 5,813,413	$ 2,523,936
Balance at May 31, 2009	34,311,010	$ 5,813,413	$ 2,523,936

8. CAPITAL STOCK AND CONTRIBUTED SURPLUS *(Continued)*

There were no changes in share capital, warrants or contributed surplus for the three month period ended May 31, 2009.

The number of stock options outstanding is summarized as follows:

	Number of Options	Exercise Price
Balance, November 30, 2006	600,000	0.10
Options granted	1,090,000	0.26
Options expired/cancelled	-	-
Options exercised	(150,000)	0.10
Balance, November 30, 2007	1,540,000	$ 0.21
Options granted	100,000	0.15
Balance November 30, 2008	1,640,000	-
Number of options currently exercisable, at end of period	1,640,000	$ 0.21
Weighted average fair value per options granted 2009 and 2008		$ 0.12

At May 31, 2009, the following stock options were outstanding:

Number of Options	Exercise Price	Expiry Date
450,000	$0.10	October 20, 2011
1,090,000	$0.26	October 29, 2012
100,000	$0.15	June 20, 2013

At May 31, 2009, the options outstanding have a weighted average life remaining of 3.18 years.

There were no changes in stock options during the three-month period ended May 31, 2009.

8. CAPITAL STOCK AND CONTRIBUTED SURPLUS *(Continued)*

Warrants

The Company had no share purchase warrants outstanding as at May 31, 2009.

9. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

	May 31, 2009	February 28, 2009
Cash paid during the period for income taxes	$ -	$ -
Cash paid during the period for interest	$ -	$ -

10. SEGMENTED INFORMATION

The Company primarily operates in one reportable business segment, being the acquisition and exploration of mineral properties located in Mexico. The net loss and assets identifiable with these geographic areas are as follows:

Period ended May 31, 2009	Canada	Mexico	Total
Net loss	$ (44,389)	$ (8,827)	$ (53,216)
Current assets	1,287,990	35,383	1,323,373
Equipment	32,135	615	32,750
Mineral properties	-	5,459,275	5,459,275
Total assets	$1,320,125	$5,495,273	$6,815,398

Year ended November 30, 2008	Canada	Mexico	Total
Net loss	$ (236,638)	$ (38,957)	$ (275,595)
Current assets	1,637,811	53,084	1,690,895
Equipment	37,180	714	37,894
Mineral properties	-	5,277,748	5,277,748
Total assets	$1,674,991	$5,331,546	$7,006,537

11. FINANCIAL INSTRUMENTS

The Company, through its financial assets and liabilities is exposed to various risks. The following analysis provides a measurement of risks as at the balance sheet date, May 31, 2009.

a) Fair Value

The carrying values of cash, accounts receivable, accounts payable to related parties, and accounts payable and accrued liabilities approximate their fair values due to the short terms to maturity of the instruments.

b) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has cash balances primarily in large Canadian chartered banks, and no interest bearing debt. The Company's current policy is to invest cash in Canadian bank savings accounts with interest that varies at prime.

If interest rates applicable to this floating rate bank account were to increase or decrease by 1%, the Company's interest income would increase or decrease by $13,000 (November 30, 2008- $16,000).

c) Credit Risk

The Company's credit risk is primarily attributable to cash and accounts receivable. Cash is held with reputable financial institutions, primarily in Canada, and is kept in highly liquid accounts that are closely monitored by management. Credit risk with respect to its accounts receivable is minimal due to the insignificant balance.

The Company's maximum exposure to credit risk is as follows:

May 31, 2009	Canada	Mexico	Total
Cash and cash equivalents	$ 1,274,527	$ 24,629	$ 1,299,156
Accounts receivable	451	352	803
	$ 1,274,978	$ 24,981	$ 1,299,959

November 30, 2008	Canada	Mexico	Total
Cash and cash equivalents	$ 1,610,093	$ 38,446	$ 1,648,539
Accounts receivable	1,512	352	1,864
	$ 1,611,605	$ 38,798	$ 1,650,403

11. FINANCIAL INSTRUMENTS*(Continued)*

d) Derivatives – Mineral Properties

The Company retains and/or has obligations related to certain carried interest rights and net smelter royalties ("NSR"), the value of which is derived from future events and commodity prices. These rights are derivative instruments. However, the mineral property interests to which they relate are not sufficiently developed to reasonably determine value.

e) Foreign exchange risk

Foreign exchange risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in foreign exchange rate. The Company's cash flow exposure to foreign currency is due mainly to cash, option payments and costs incurred for the development of its mineral properties in Mexico. As at May 31, 2009 and November 30, 2008, the Company's consolidated balance sheets included $16,348 (2008 - $17,587) of cash denominated in U.S. currency and $8,282 (2008 - $20,859) denominated in Mexican currency; $NIL of accounts payable (2008 - $33,396) which were U.S. currency denominated and $NIL (2008 - $4,924) of accounts payable which were Mexico currency denominated. The Company does not use hold or issue financial instruments for trading or speculative purposes. At May 31, 2009 there were no foreign exchange contracts outstanding.

A 10% increase in the value of the Mexican peso compared to the Canadian dollar could increase the Company's expenses by $700 for the three months ended May 31, 2009. A 10% decrease in the value of the Mexican peso would cause a similar decrease in expenses.

A 10% increase or decrease in the value of the US dollar compared to the Canadian dollar would not have a material effect on the Company's expenses for the three months ended May 31, 2009.