

SKYBRIDGE DEVELOPMENT CORP.

FINANCIAL STATEMENTS

MARCH 31, 2008

(UNAUDITED - PREPARED BY MANAGEMENT)

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

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

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

The Company's external auditor Davidson & Company LLP, Chartered Accountants have not performed a review of these financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

May 28, 2008

SKYBRIDGE DEVELOPMENT CORP.
INTERIM BALANCE SHEETS
As of March 31, 2008
(Stated in Canadian dollars)
(Unaudited - Prepared by Management)

	March 31 <u>2008</u> (Unaudited)	December 31, <u>2007</u> (Audited)
<u>ASSETS</u>		
Current		
Cash	\$ 95,847	\$ 193,266
Cash in trust	\$ 3,964,535	2,721,625
Accounts receivable	4,286	1,679
Prepaid expenses	17,950	7,950
	4,082,618	2,924,520
Equipment (Note 4)	1,318	1,417
	\$ 4,083,936	\$ 2,925,937
<u>LIABILITIES</u>		
Current		
Accounts payable and accrued liabilities	\$ 55,104	\$ 35,523
<u>STOCKHOLDERS' EQUITY</u>		
Capital stock (Notes 5)	2,783,864	231,704
Contributed surplus	33,282	33,282
Share subscriptions received in advance (Note 5)	1,372,500	2,721,625
Deficit	(160,814)	(96,197)
	4,028,832	2,890,414
	\$ 4,083,936	\$ 2,925,937

Continuance of operations (Note 2)

Subsequent Events (Note 10)

On behalf of the Board:

"John Seaman", Director

"Ewan Downie", Director

The accompanying notes are an integral part of these financial statements

SKYBRIDGE DEVELOPMENT CORP.
INTERIM STATEMENTS OF OPERATIONS AND DEFICIT
(Stated in Canadian dollars)
(Unaudited - Prepared by Management)

	For the three month period ending		From incorporation on January 30, 2007 to
	March 31,	March 31,	March 31,
	<u>2008</u>	<u>2007</u>	<u>2008</u>
	<u>Unaudited</u>	<u>Unaudited</u>	<u>Unaudited</u>
Expenses			
Accounting and audit	\$ 2,984	\$ 8,899	39,250
Amortization	99	120	654
Bank charges and interest	31	17	137
Legal	54,808	12,893	84,884
Office and miscellaneous	73		73
Transfer agent and filing fees	6,622	-	8,574
Stock based compensation	-	-	25,757
Telephone	-	-	1,485
	<hr/>		
Loss before other items and income taxes	(64,617)	(21,929)	(160,814)
Net loss for the period being comprehensive loss for the period	(64,617)	(21,929)	(160,814)
Deficit, beginning of the period	<u>(96,197)</u>	<u>-</u>	<u>-</u>
	<hr/>		
Deficit, end of the period	<u>\$ (160,814)</u>	<u>\$ (21,929)</u>	<u>\$ (160,814)</u>
	<hr/>		
Basic and diluted net loss per share	<u>\$ (0.03)</u>	<u>\$ (0.02)</u>	
	<hr/>		
Weighted average number of shares outstanding	<u>2,500,000</u>	<u>997,015</u>	

The accompanying notes are an integral part of these financial statements

SKYBRIDGE DEVELOPMENT CORP.
INTERIM STATEMENTS OF CASH FLOWS
(Stated in Canadian dollars)
(Unaudited - Prepared by Management)

	for the three month period ending March 31,	for the three month period ending March 31,	from incorporation on January 30, 2007 to March 31,
	<u>2008</u>	<u>2007</u>	<u>2007</u>
	Unaudited	Unaudited	Audited
Cash flows used in Operating Activities			
Net loss for the period	\$ (64,617)	(21,929)	(160,814)
Items not affecting cash:			
Amortization	99	120	654
Stock-based compensation			25,757
	<u>(64,518)</u>	<u>(21,809)</u>	<u>(134,403)</u>
Changes in non-cash working capital items:			
Accounts receivable	(2,607)		(4,286)
Prepaid expenses	(10,000)	(981)	(17,950)
Accounts payable and accrued liabilities	19,581	8,899	40,121
	<u>(57,544)</u>	<u>(13,891)</u>	<u>(116,518)</u>
Net cash provided by operating activities			
Cash flows used in Investing Activities			
Equipment purchased	-	(1,603)	(1,972)
Cash flows from Financing Activity			
Issuance of shares for cash	2,552,160	125,000	2,806,372
Share subscriptions received in advance	(1,349,125)	-	1,372,500
	<u>1,203,035</u>	<u>125,000</u>	<u>4,178,872</u>
Net cash provided by financing activities			
Increase in cash	1,145,491	109,506	4,060,382
Cash, beginning of the period	2,914,891	-	-
Cash, end of the period	<u>\$ 4,060,382</u>	<u>\$ 109,506</u>	<u>\$ 4,060,382</u>
Supplemental disclosure of cash flow information:			
Cash paid during the period for:			
Interest	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Income taxes	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Cash is comprised of			
Cash	95,847		
Cash in trust	3,964,535		

There were no significant non-cash transactions during the period from January 1, 2008 to March 31, 2008

The accompanying notes are an integral part of these financial statements

1. BASIS OF PRESENTATION

The Company was incorporated under the Business Corporations Act (British Columbia) on January 30, 2007 and is classified as a Capital Pool Company as defined in the TSX Venture Exchange (“TSX-V”) Policy 2.4. As of March 31, 2008, the principal business of the Company was the identification and evaluation of assets or a business and once identified or evaluated, to negotiate an acquisition of or participation in a business subject to receipt of shareholder approval, if required, and acceptance by regulatory authorities. Subsequent to March 31, 2008, the Company closed its Qualifying Transaction and will operate within the junior mining sector, involved in exploration and development of mineral properties and related activities, and was listed on the Exchange as a Tier 2 mining issuer.

The interim period financial statements have been prepared by the Company in accordance with Canadian generally accepted accounting principles. All financial summaries included are presented on a comparative and consistent basis. The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of annual financial statements. Certain information and footnote disclosure normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted. These interim period statements should be read together with the audited financial statements and the accompanying notes included in the Company's latest audited financial statements. In the opinion of the Company, its unaudited interim consolidated financial statements contain all adjustments necessary in order to present a fair statement of the results of the interim periods presented.

2. CONTINUANCE OF OPERATIONS

These financial statements have been prepared in accordance with Canadian generally accepted accounting principles with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation.

The Company's continuing operations as intended are dependent upon its ability to identify, evaluate and negotiate an acquisition of, a participation in or an interest in properties, assets or businesses. Such an acquisition will be subject to regulatory approval and may be subject to shareholder approval. Subsequent to March 31, 2008, the Company completed its Qualifying Transaction (Note 10 – Subsequent Events)

3. SIGNIFICANT ACCOUNTING POLICIES

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 amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the period. Actual results could differ from these estimates.

Equipment

Equipment is recorded at cost less accumulated amortization. Amortization is being provided for using the following rates and methods:

Computer equipment	30% declining balance
Office equipment	20% declining balance

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Share capital – flow-through shares

The Company provides certain share subscribers with a flow-through component for tax benefits available on qualifying Canadian exploration expenditures. Upon renunciation to the shareholders, the Company reduces share capital and records a temporary future income tax liability for the amount of the tax deduction renounced to shareholders. In instances where the Company has sufficient deductible temporary differences available to offset the future income tax liability created from renouncing qualifying expenditures, the realization of the deductible temporary differences will be shown as a recovery in operations in the period of renunciation.

Future income taxes

Future income taxes are recorded using the asset and liability method whereby 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 period 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.

Stock-based compensation

The Company uses the fair value-based method for stock-based compensation and therefore all awards to employees and non-employees will be recorded at fair value on the date of the grant and expensed over the period of vesting. The Company uses the Black-Scholes option pricing model to estimate the fair value of each stock option at the date of grant. Any consideration paid by the option holders to purchase shares is credited to capital stock.

Share issue costs

Costs directly identifiable with the raising of capital will be charged against the related capital stock. Costs related to shares not yet issued are recorded as deferred financing costs. These costs will be deferred until the issuance of the shares to which the costs relate, at which time the costs will be charged against the related capital stock or charged to operations if the shares are not issued.

Loss per share

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 period.

Basic loss per share is calculated using the weighted-average number of shares outstanding during the period.

As of March 31, 2008, 2,500,000 common shares that were contingently cancelable have been excluded from the weighted average number of shares outstanding.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial instruments

All financial instruments are classified into one of five categories: held-for-trading, held-to-maturity investments, loans and receivables, available-for-sale financial assets or other financial liabilities. All financial instruments and derivatives are measured in the balance sheet either at fair value except for loans and receivables, held-to-maturity investments and other financial liabilities which are measured at amortized cost. Subsequent measurement and changes in fair value will depend on their initial classification. Held-for-trading financial assets are measured at fair value and changes in fair value are recognized in net income. Available-for-sale financial instruments are measured at fair value with changes in fair value recorded in other comprehensive income until the instrument is derecognized or impaired.

The Company has classified its cash and restricted cash as held-for-trading, and receivables as loans and receivables. Accounts payable and accrued liabilities are classified as other liabilities, which are measured at amortized cost.

New accounting pronouncements

Assessing Going Concern

The Accounting Standards Board (“AcSB”) amended CICA Handbook Section 1400, to include requirements for management to assess and disclose an entity’s ability to continue as a going concern. This section applies to interim and annual financial statements relating to fiscal years beginning on or after January 1, 2008. The adoption of this section will not have an impact on the financial statements.

Financial Instruments

The AcSB issued CICA Handbook Section 3862, *Financial Instruments – Disclosures*, which requires entities to provide disclosures in their financial statements that enable users to evaluate (a) the significance of financial instruments for the entity’s financial position and performance; and (b) the nature and extent of risks arising from financial instruments to which the entity is exposed during the period and at the balance sheet date, and how the entity manages those risks. The principles in this section complement the principles for recognizing, measuring and presenting financial assets and financial liabilities in Section 3855, *Financial Instruments – Recognition and Measurement*, Section 3863, *Financial Instruments – Presentation*, and Section 3865, *Hedges*. This section applies to interim and annual financial statements relating to fiscal years beginning on or after October 1, 2007.

The AcSB issued CICA Handbook Section 3863, *Financial Instruments – Presentation*, which is to enhance financial statement users’ understanding of the significance of financial instruments to an entity’s financial position, performance and cash flows. This section establishes standards for presentation of financial instruments and non-financial derivatives. It deals with the classification of financial instruments, from the perspective of the issuer, between liabilities and equity, the classification of related interest, dividends, losses and gains, and the circumstances in which financial assets and financial liabilities are offset. This section applies to interim and annual financial statements relating to fiscal years beginning on or after October 1, 2007.

Capital Disclosures

The AcSB issued CICA Handbook Section 1535, which establishes standards for disclosing information about an entity’s capital and how it is managed. This section applies to interim and annual financial statements relating to fiscal years beginning on or after October 1, 2007.

The Company is currently assessing the impact of the above new accounting standards on the Company’s financial positions and results of operations.

SKYBRIDGE DEVELOPMENT CORP.
NOTES TO THE FINANCIAL STATEMENTS
(Unaudited – Prepared by Management)
March 31, 2008

4. EQUIPMENT AND FURNITURE

	March 31, 2008			December 31, 2007	
	<u>Cost</u>	<u>Accumulated Amortization</u>	<u>Net</u>		<u>Net</u>
Computer equipment	\$ 1,603	\$ 565	\$ 1,038	\$	1,122
Office equipment	369	89	280	\$	295
Total	\$ 1,972	\$ 654	\$ 1,318	\$	1,417

5. CAPITAL STOCK

Authorized unlimited common shares without par

	Capital Stock			
	Number	Amount	Contributed Surplus	Subscription received in advance
Beginning balance, at December 31, 2007	4,500,000	\$ 231,704	\$ 33,282	\$ 2,721,625
During the three months ended March 31, 2008				
Private placement	3,485,000	\$ 2,613,750		
Share issuance costs	-	(61,590)		
Stock-based compensation	-			
Share subscriptions received in advance	-			(1,349,125)
Ending balance March 31, 2008	7,985,000	\$ 2,783,864	\$ 33,282	\$ 1,372,500

During the three months ended March 31, 2008, the Company closed a non brokered private placement of 3,485,000 flow through common shares at a price of \$0.75 per share for gross proceeds of \$2,613,750

Additionally, the Company is offering a non-brokered private placement of up to 2,100,000 non flow-through common shares of the Company at \$0.65 per share for gross proceeds of \$1,365,000 and an additional 10,000 flow-through shares at a price of \$0.75 per flow-through share for proceeds of \$7,500.

As at March 31, 2008, gross proceeds of \$3,964,535 were being held in trust pending closing of its Qualifying Transaction previously announced on September 14, 2007. The gross proceeds shall be paid to the Company upon issuance by the TSX Venture Exchange of the Final Exchange Bulletin concerning the Qualifying Transaction. If the Final Exchange Bulletin is not issued for the Qualifying Transaction, the gross proceeds shall be repaid to the subscribers without interest, penalty or deduction.

Subsequent to March 31, 2008, the Company closed its Qualifying Transaction and concurrently closed the above transactions (Note 10 – Subsequent Events).

5. CAPITAL STOCK (Continued)

Stock Option

During the year ended December 31, 2007, the Company adopted a stock option plan (the “Stock Option Plan”) under which it can grant up to a maximum of 450,000 options. The purpose of the Stock Option Plan is to encourage ownership of the Company’s common shares by directors, officers, employees and consultants. The term of any option granted under the Stock Option Plan may not exceed 5 years. The vesting periods for all options granted pursuant to the Stock Option Plan will be determined at the discretion of the Board of Directors at the time of the grant. The vesting schedule shall provide for a vesting period of at least 18 months and that the options will vest equally on a quarterly basis over the vesting period. The number of options granted to any one person may not exceed 5% of the outstanding listed common shares in a 12 month period.

Subsequent to March 31, 2008, and pursuant to the closing of the Company’s Qualifying Transaction, 325,000 options of the company were cancelled and issued to new directors.

6. FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, prepaid expenses, accounts receivable and accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. The fair value of these financial instruments approximates their carrying value, unless otherwise noted.

7. INCOME TAXES

A reconciliation of income taxes at statutory rates with reported taxes is as follows:

Loss for the period	\$ <u>(64,617)</u>
Expected income tax recovery	\$ (19,385)
Unrecognized benefit of non capital losses	<u>19,385</u>
Total income tax recovery	<u>\$ -</u>

The significant components of the Company's future income tax assets is as follows:

Non capital loss carryforwards	\$ (19,385)
Valuation allowance	<u>19,385</u>
Net future income tax assets	<u>\$ -</u>

8. MANAGEMENT OF CAPITAL RISK

The Corporation's objective when managing capital is to safeguard the Corporation's ability to continue as a going concern. In the management of capital, the Corporation includes the components of shareholders' equity, as well as cash and cash equivalents and receivables. The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares, acquire or dispose of assets, or adjust the amount of cash and cash equivalents and receivables.

9. MANAGEMENT OF FINANCIAL RISK

The Corporations financial instruments are exposed to certain financial risks, including currency risk, credit risks, liquidity risk.

(a) Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Corporation's cash and cash equivalents are held through large Canadian financial institutions. The Corporation's receivables consist of sales taxes due from the Federal Government of Canada.

(b) Liquidity risk

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they fall due. The Corporation manages liquidity risk through the management of its capital structure. Accounts payable and accrued liabilities are due within the current operating period.

10. SUBSEQUENT EVENTS

1. On May 9, 2008, the Company filed a Filing Statement with respect to its Qualifying Transaction. The Qualifying Transaction closed on May 26, 2008.

The Company entered into Share Exchange Agreements dated November 29, 2007 (the "Agreements") with Alyris Gold Corporation ("Alyris") and its shareholders to acquire 100% of the issued and outstanding shares of Alyris. Alyris holds a 100% interest in two mineral properties located in Nunavut and Ontario respectively.

Pursuant to the Agreements and the closing of the Qualifying Transaction, the Company acquired 100% of the issued and outstanding shares of Alyris (5,450,000 common shares in total) in exchange for one common share of the Company for each Alyris share and the Company substituted the Alyris warrants currently issued and outstanding (728,750 warrants in total) with the Company's warrants (the "Skybridge QT Warrants") on similar terms and conditions. The Company also canceled 325,000 of its 450,000 options and granted these options to new directors and officers of the resulting issuer, whereby each option is exercisable into one share of the Company at a price of \$0.67 per share for a period of 5 years from the date of grant.

The Company also entered into a Share Purchase Agreement dated November 29, 2007 with Alyris and eight Alyris shareholders. On the closing date of the Qualifying Transaction, the shareholders of the Company transferred 2,100,000 of the 2,500,000 escrowed shares to eight Alyris shareholders at a price of \$0.065 per share.

Subsequent to the closing date of May 26, 2008, the Company commenced operating in the junior mining sector as a Company involved in exploration and development of mineral properties and related activities, and became listed on the Exchange as a Tier 2 mining issuer.

10. SUBSEQUENT EVENTS (continued)

2. On May 27, 2008, the Company closed a non-brokered private placement by offering 2,100,000 non flow-through common shares of the Company at \$0.65 per share for gross proceeds of \$1,365,000 and an additional 10,000 flow-through shares at a price of \$0.75 per flow-through share for gross proceeds of \$7,500.
3. The Company entered into a letter agreement with Canaccord Capital Corporation regarding a financing of up to \$3,750,000 after the completion of the proposed qualifying transaction. The financing consists of the issuance of up to 1,600,000 common share units at a price of \$1.25 per unit pursuant to a short form offering document and the issuance of up to 1,400,000 common share units at a price of \$1.25 to accredited investors. Each unit consists of one common share and one half of one transferable warrant. Each warrant will entitle the holder to purchase an additional common share at the exercise price of \$1.75 for a period of 24 months from the closing of the offering.