



FORUM URANIUM CORP.
(An Exploration Stage Company)

Annual Financial Statements
For the Years Ended
November 30, 2008 and 2007

Management Responsibility for Financial Reporting

The accompanying financial statements have been prepared by management and are in accordance with Canadian generally accepted accounting principles. Other information contained in this document has also been prepared by management and is consistent with the data contained in the financial statements. A system of internal control is maintained by management to provide reasonable assurance that assets are safeguarded and financial information is accurate and reliable. Any system of internal control over financial reporting, no matter how well designed, has inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation.

The board of directors approves the financial statements and ensures that management discharges its financial responsibilities. The board's review is accomplished principally through the audit committee. The audit committee meets periodically with management and the auditors to review financial reporting and control matters.

“Anthony Balme”
Chairman of the Board

“Richard Mazur ”
President and CEO

March 24, 2008
Vancouver, British Columbia

Auditor's Report

To the Shareholders of Forum Uranium Corp.

We have audited the balance sheets of Forum Uranium Corp. (the "Company") as at November 30, 2008 and 2007 and the statements of loss and deficit, comprehensive loss and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Company as at November 30, 2008 and 2007 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

(Signed) PricewaterhouseCoopers LLP

Chartered Accountants
Vancouver, British Columbia
March 24, 2009

Forum Uranium Corp.

(An Exploration Stage Company)

Statement 1

Balance Sheets

As at November 30, 2008 and 2007

Canadian Funds

ASSETS	November 30, 2008	November 30, 2007
Current		
Cash and cash equivalents	\$ 1,554,598	\$ 6,690,198
Available for sale investments (Note 5)	46,126	47,000
Receivables	74,106	289,483
Exploration advances receivable	150,000	383,552
Due from joint venture and option partners (Note 7)	254,845	665,610
Deposit held by related party (Note 9b)	42,052	50,114
Prepaid expenses and deposits	860,556	199,991
	<u>2,982,283</u>	<u>8,325,948</u>
Property and Equipment (Note 6)	148,155	158,688
Mineral Properties (Note 8)	<u>13,110,481</u>	<u>10,773,345</u>
	<u>\$ 16,240,919</u>	<u>\$ 19,257,981</u>

LIABILITIES

Current		
Accounts payable and accrued liabilities	\$ 1,340,484	\$ 1,451,138
Amounts due to related parties (Note 9a)	28,623	12,803
Joint venture exploration advances payable	86,879	125,460
	<u>1,455,986</u>	<u>1,589,401</u>
Long-term		
Future income tax liability (Note 14)	-	405,877

SHAREHOLDERS' EQUITY

Share Capital (Note 10)	24,348,254	20,603,551
Contributed Surplus (Note 10)	4,526,648	3,593,578
Accumulated other comprehensive income – Statement 3	(52,500)	-
Deficit – Statement 2	<u>(14,037,469)</u>	<u>(6,934,426)</u>
	<u>14,784,933</u>	<u>17,262,703</u>
	<u>\$ 16,240,919</u>	<u>\$ 19,257,981</u>

Nature of Operations and Going Concern (Note 1)

Commitments (Note 13)

Subsequent events (Note 15)

Approved by the Board of Directors

“Richard Mazur”
Richard Mazur
Director

“Anthony Balme”
Anthony Balme
Director

The accompanying notes are an integral part of these financial statements

Forum Uranium Corp.*(An Exploration Stage Company)***Statements of Loss and Deficit**

For the years ended November 30, 2008 and 2007

*Canadian Funds*Statement 2

	November 30, 2008	November 30, 2007
Expenses		
Investor relations and shareholder information	\$ 336,870	\$ 600,230
Stock-based compensation	263,004	711,195
Office and miscellaneous	229,783	178,721
Consulting fees	224,534	126,980
Corporate administrative fees	141,605	70,886
Management fees	87,000	79,250
Travel and promotion	81,344	51,842
Wages and salaries	73,552	17,971
Directors' fees	33,000	34,250
Transfer agent and regulatory fees	30,976	52,805
Bad debts	14,648	-
Property Investigations	11,100	-
Amortization	9,830	5,872
	<u>1,537,246</u>	<u>1,930,002</u>
Other (Income) expenses		
Proceeds received in excess of book value on property interest	-	(59,572)
Write-down of mineral properties	7,219,766	-
Write-down of available for sale investments (Note 5)	36,874	41,000
Interest income	(128,613)	(200,212)
Operator's Management fee	(306,633)	(293,890)
	<u>6,821,394</u>	<u>(512,674)</u>
Loss before income tax	<u>8,358,640</u>	<u>1,417,328</u>
Future income tax recovery (Note 14)	(1,255,597)	(617,723)
Loss for the year	<u>7,103,043</u>	<u>799,605</u>
Deficit - Beginning of Year	<u>6,934,426</u>	<u>6,134,821</u>
Deficit – End of Year	<u>\$ 14,037,469</u>	<u>\$ 6,934,426</u>
Weighted Average Shares Outstanding	<u>69,783,333</u>	<u>53,245,642</u>
Loss per Share – Basic and Diluted	<u>\$ 0.10</u>	<u>\$ 0.02</u>

The accompanying notes are an integral part of these financial statements

Forum Uranium Corp.*(An Exploration Stage Company)***Statements of Comprehensive Loss****For the years ended November 30, 2008 and 2007***Canadian Funds*Statement 3

	November 30, 2008	November 30, 2007
Loss for the year	\$ 7,103,043	799,605
Unrealized loss on available for sale securities (note 5)	<u>52,500</u>	-
Comprehensive loss for the year	\$ 7,155,543	799,605

Forum Uranium Corp.

(An Exploration Stage Company)

Statements of Cash Flows

For the years ended November 30, 2008 and 2007

Canadian Funds

Statement 4

	November 30, 2008	November 30, 2007
Cash Resources Provided By (Used In)		
Operating Activities		
Comprehensive loss for the year	\$ (7,155,543)	\$ (799,605)
Items not affected by cash:		
Amortization	9,830	5,872
Write-down of available for sale investments	89,374	41,000
Write-down of mineral properties	7,219,766	-
Future income tax recovery	(1,255,597)	(617,723)
Stock based compensation	263,004	711,195
Changes in non-cash working capital items:		
Accounts payable and accrued liabilities	(1,378,812)	(282,647)
Accounts receivable	215,377	(533,343)
Due to related parties	15,820	(19,145)
Marketable securities received on sale of property interest	-	(32,000)
Prepays and deposits	(660,565)	(62,528)
Net cash used in operating activities	(2,637,346)	(1,588,924)
Financing Activities		
Proceeds from private placements	4,179,440	7,277,325
Proceeds from exercise of stock options	-	184,050
Proceeds from exercise of warrants	-	(391,875)
Share issuance costs	(134,062)	(524,967)
Net cash provided by financing activities	4,045,378	7,328,283
Investing Activities		
Acquisition of equipment	(46,634)	(124,062)
Acquisition of mineral properties	(50,442)	(297,900)
Contributions of joint venture and option partners received	372,184	170,745
Exploration tax credit recovery	41,213	114,473
Cash payment received for mineral property	-	30,000
Prepaid exploration advances	233,552	-
Joint venture recovery of exploration costs	3,367,221	1,939,689
Mineral property expenditures	(10,460,726)	(4,509,886)
Net cash used by investing activities	(6,543,632)	(2,676,941)
Net increase in cash and cash equivalents	(5,135,600)	3,062,418
Cash and cash equivalents - Beginning of Year	6,690,198	3,627,780
Cash and cash equivalents - End of Year	\$ 1,554,598	\$ 6,690,198

Supplemental Cash Flow Information (Note 12)

The accompanying notes are an integral part of these financial statements

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

1. Nature of Operations and Going Concern

Forum Uranium Corp (the “Company”) was incorporated under the laws of the Province of British Columbia, Canada on April 28, 1986 under the name Etana Technologies Corporation. On October 15, 2001 the Company changed its name to Forum Development Corp. and on June 13, 2006 the Company changed its name to Forum Uranium Corp.

Its principal business activities are the exploration and development of mineral properties. All of the Company’s mineral properties are currently located in Canada. The Company is in the process of exploring and developing its mineral properties, but has not yet determined whether the properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for mineral properties 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. To date, the Company has not received any revenue from mining operations and is considered to be in the development stage.

These financial statements have been prepared on a going concern basis which contemplates that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business. For the year ended November 30, 2008, the Company reported a loss of \$7,103,043 and an accumulated deficit of \$14,037,469. Its ability to continue as a going concern is dependent upon the ability of the Company to raise equity financing or establish other arrangements for funding of its operations (note 15(a), (b) and (e)). These circumstances lend substantial doubt as to the ability of the Company to meet its obligations as they come due and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern. These financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Any such adjustments could be material

2. Significant Accounting Policies

a) Use of Estimates

The preparation of financial statements in conformity 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 dates of the financial statements and the reported amounts of revenues and expenses during the reported periods. The Company has made estimates for stock option compensation and mineral properties for the years ended November 30, 2008 and 2007. Actual results could differ from these estimates.

b) Oil and gas properties

The Company follows the full cost method of accounting for oil and gas operations, whereby all costs of exploring for and developing oil and gas reserves are capitalized and accumulated in cost centres. Such costs include land acquisition costs, geological and geophysical expenses, carrying charges on non-producing properties, costs of drilling both productive and non-productive wells, interest costs on significant investments in unproved properties and major development projects and overhead charges directly related to acquisition, exploration and development activities, less any government incentives relating thereto.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

2. Significant Accounting Policies (continued)

b) Oil and gas properties - continued

The costs related to each cost centre from which there is production, together with the costs of production equipment, are depleted and amortized on the unit-of-production method based on the estimated gross proven reserves. Oil and natural gas reserves and production are converted into equivalent units based upon estimated relative energy content. Costs of acquiring and evaluating significant unproved properties are initially excluded from depletion calculations.

These unevaluated properties are assessed periodically to ascertain whether impairment in value has occurred. When proven reserves are assigned or the value of the property is considered to be impaired, the cost of the property or the amount of the impairment is added to costs subject to depletion.

The capitalized costs less accumulated amortization in each cost centre from which there is production are limited to an amount equal to the estimated future net revenue from proven reserves (based on prices and costs at the balance sheet date) plus the cost (net of impairments) of unproved properties. The total capitalized costs less accumulated depletion and amortization and deferred taxes of all cost centres is further limited to an amount equal to the estimated future net revenue from proved reserves plus the cost (net of impairments) of all cost centres less estimated future general and administrative expenses, future financing costs and taxes.

The costs (including exploratory dry holes) related to cost centres from which there has been no commercial production are not subject to depletion until commercial production commences. The capitalized costs are periodically assessed to determine whether it is likely such costs will be recovered in the future. Costs unlikely to be recovered in the future are written off. Proceeds from the sale of oil and gas properties are applied against capitalized costs, with no gain or loss recognized, unless such a sale would significantly alter the rate of depletion and amortization.

c) Mineral properties

All costs related to mineral property acquisition, exploration and development are capitalized by project. These costs will be amortized against revenue from future production or written off if the interest is deemed impaired, abandoned or sold.

The amounts shown for mineral interests represent costs incurred to date, less recoveries, and do not necessarily reflect present or future values. The recoverability of amounts shown for mineral interests is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain financing to complete development of the projects as well as future profitable production or proceeds from the disposition thereof.

Mineral property costs are regularly reviewed, on a property by property basis, to consider whether there are any conditions which may indicate impairment. The conditions evaluated include the economics of the project, the Company's progress in its exploration activities, and the exploration results experienced by the Company. When conditions indicate that there may be impairment, the carrying value of the property is compared to its net recoverable amount which is estimated as the undiscounted cash flows expected to result from the property's use and eventual disposition. When the carrying value of the property exceeds its net recoverable amount, the estimated fair value of the property is computed and an impairment loss is recognized equal to the excess of the carrying amount over the fair value.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

2. Significant Accounting Policies (continued)

c) Mineral properties (continued)

Ownership in mineral interests involves certain inherent risks due to the difficulties of determining and obtaining clear title to the claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral interests.

d) 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 loss per common share is recognized from 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 common shares outstanding during the year. Diluted loss per share has not been presented separately as the effect of common shares issuable on the exercise of stock options and share purchase warrants would be anti-dilutive. Accordingly, basic and diluted loss per share is the same.

e) Stock-based compensation

All stock-based awards made to employees and non-employees are measured and recognized using a fair value based method. Accordingly, the fair value of the options at the measurement date is accrued and charged to operations and to mineral properties on a straight-line basis over the vesting period, with the offsetting credit to contributed surplus. If and when the stock options are ultimately exercised, the applicable amounts of contributed surplus are transferred to share capital.

f) Amortization

Amortization is recorded on the declining balance at the following annual rates:

Computer equipment	45%
Exploration equipment	30%
Vehicles	30%
Office equipment	20%

One half of the normal rate is recorded in the year of acquisition.

g) Cash and cash equivalents

Cash equivalents consist of highly liquid investments which are readily convertible into cash with maturities of three months or less when purchased. Cash raised for exploration activities through the issuance of flow-through shares is restricted and is shown on the balance sheet as "Restricted Cash" when required.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

2. Significant Accounting Policies (continued)

h) Future Income taxes

Future income taxes are recorded using the asset and liability method whereby future income 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 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 to be more likely than not that a future tax asset will be recovered, it provides a valuation allowance against the excess.

i) Flow-Through Shares

Canadian Income Tax Legislation permits an enterprise to issue securities referred to as flow-through shares, whereby the investor can claim the tax deductions arising from the renunciation of the related resource expenditures. When resource expenditures are renounced to the investors and the Company has reasonable assurance that the expenditures will be completed, future income tax liabilities are recognized (renounced expenditures multiplied by the effective tax rate) thereby reducing share capital. If a company has sufficient unused tax losses and deductions ("losses") to offset all or part of the future income tax liabilities and no future income tax assets have been previously recognized on such losses, a portion of such unrecognized losses (losses multiplied by the effective corporate tax rate) is recorded as future income tax recovery up to the amount of the future income tax liability that was previously recognized on the renounced expenditures.

j) Asset Retirement Obligations

The Company recognizes the fair value of liabilities for asset retirement obligations in the period in which a reasonable estimate of such costs can be made. The asset retirement obligation is recorded as a liability with a corresponding increase to the carrying amount of the related long-lived asset. Subsequently, the asset retirement cost is allocated to expenses using a systematic and rational method and is also adjusted to reflect period-to-period changes in the liability resulting from passage of time and revisions to either timing or the amount of the original estimate of the undiscounted cash flow.

As at November 30, 2008 and 2007, the Company did not have any asset retirement obligations.

k) Joint Venture Accounting

A portion of the Company's exploration activities is conducted jointly with others when the Company enters into agreements that provide for specified percentage interests in mineral properties. Joint venture accounting, which reflects the Company's proportionate interest in mineral properties is applied by the Company only when the parties enter into formal comprehensive agreements for ownership and mining participation terms.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

2. Significant Accounting Policies (continued)

l) Property Option Agreements

From time to time, the Company may acquire or dispose of properties pursuant to the terms of option agreements. Due to the fact that options are exercisable entirely at the discretion of the optionee, amounts payable or receivable are not recorded. Option payments are recorded as resource property costs or recoveries when the payments are made or received.

m) Available for Sale Investments

Investments, in which the Company has less than a 20% interest and where the Company has no significant influence, are recorded at cost and subsequently measured at fair market value.

n) Financial Instruments

CICA Handbook establishes standards for recognizing and measuring financial assets, financial liabilities and non-financial derivatives. It requires that financial assets and financial liabilities, including derivatives, be recognized on the Balance Sheet when the Company becomes a party to contractual provisions of the financial instrument or a derivative contract. All financial instruments should 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 financial liabilities held-for-trading are measured at fair value with gains and losses recognized in the Company's loss for the period. Financial assets held-to-maturity, loans and receivables and financial liabilities, other than those held-for-trading, are measured at amortized cost using the effective interest method of amortization. Available-for-sale financial assets are measured at fair value with unrealized gains and losses including changes in foreign exchange rates being recognized in other comprehensive income ("OCI") upon adoption.

Derivative instruments must be recorded on the balance sheet at fair value including those derivatives that are embedded in financial instruments or other contracts but are not closely related to the host financial instrument or contract, respectively. Changes in the fair values of derivative instruments are recognized in the Company's loss for the period, except for derivatives that are designated as a cash flow hedge, the fair value change for which is recognized in OCI. The Company has elected to recognize all transaction costs to the carrying amount (for non-trading instruments) that are directly attributable to the acquisition or issue of a financial asset or financial liability to the financial instrument on initial recognition. Section 3855 permits an entity to designate any financial instrument as held-for-trading on initial recognition or adoption of the standard, even if that instrument would not otherwise satisfy the definition of held-for-trading set out in Section 3855.

Other significant accounting implications arising on adoption of Section 3855 include the initial recognition of certain financial guarantees at fair value on the balance sheet and the immediate expensing of any related transaction costs, fees or premiums.

Financial instruments include cash and cash equivalents, available for sale investments, receivables (including amounts receivable from joint venture and option partners), accounts payable and accrued liabilities (including amounts payable to joint venture partners) and amounts due to related parties. The fair value of arms-length financial instruments approximates their carrying value due to their short-term maturity.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

2. Significant Accounting Policies (continued)

n) Financial Instruments (continued)

The Company has designated each of its significant categories of financial instruments as follows:

Cash and cash equivalents	Held-for-trading
Restricted cash	Held-for-trading
Available for sale investments	Available-for-sale
Accounts receivable	Loans and receivables
Accounts payable and accrued liabilities	Other liabilities

Amounts due to and from related parties is carried at cost. Fair value adjustments, if any, are not reasonably determinable by management as comparable interest rate and risk profiles are not available.

o) Long-lived Asset Impairment

Long-lived assets are reviewed when changes in circumstances suggest their carrying value has become impaired. Management considers assets to be impaired if the carrying value exceeds the estimated undiscounted future projected cash flows to result from the use of the asset and its eventual disposition. If impairment is deemed to exist, the assets will be written down to fair value.

Fair value is generally determined using a discounted cash flow analysis.

p) Capital Disclosures

Effective December 1, 2007, the Company adopted CICA Handbook Section 1535 – Capital Disclosures. Section 1535 establishes standards for disclosing information about an entity's capital and how it is managed. These standards require an entity to disclose the following:

- i. its objectives, policies and processes for managing capital;
- ii. summary quantitative data about what the Company views as capital;
- iii. whether during the period, it complied with any externally imposed capital requirements to which it is subject;
- iv. when the entity has not complied with such requirement, the consequences of such non-compliance.

The Company has included the disclosures recommended by the new Handbook section in Note 3 to these financial statements.

q) Financial Instruments

Effective December 1, 2007, the Company adopted CICA Handbook Sections 3862 (Financial Instruments Disclosures) and Section 3863 (Financial Instrument Presentation). These standards replace CICA 3861, Financial Instruments – Disclosure and Presentation. They increase the disclosures currently required, which will enable users to evaluate the significance of financial instruments for an entity's financial position and performance, including disclosures about fair value. In addition, disclosure is required of qualitative and quantitative information about exposure to risks arising from financial instruments, including specified minimum disclosures about credit risk, liquidity risk and market risk. The quantitative disclosures must provide information about the extent to which the entity is exposed to risk, based on information provided internally to the entity's key management personnel.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

2. Significant Accounting Policies (continued)

q) Financial Instruments

The Company has included the disclosures recommended by the new Handbook section in Note 4 to these financial statements.

r) International Financial Reporting Standards (“IFRS”)

In 2006, the Canadian Accounting Standards Board (“AcSB”) published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five-year transitional period. In February 2008 the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada’s own GAAP. The date applies to interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date of January 1, 2011 will require the restatement, for comparative purposes, of amounts reported by the Company for the year ended November 30, 2011. The Company has begun assessing the adoption of IFRS for 2011, but has not yet determined the impact the transition to IFRS will have on the Company’s financial statements.

s) Goodwill and Intangible Assets

In February 2008, the CICA issued Handbook Section 3064 – *Goodwill and Intangible Assets* which replaced Handbook Section 3062 – *Goodwill and Other Intangible Assets*. This revision aligned Canadian GAAP with IFRS and established standards for the recognition, measurement, presentation and disclosure of goodwill and intangible assets. The Company does not expect the adoption of this standard to have any impact on the Company’s financial statements.

t) Business Combinations; Consolidated Financial Statements and Non-Controlling Interests

In January 2008, the CICA issued Handbook Sections 1582 – *Business Combinations*; 1601 – *Consolidated Financial Statements*; and 1602 – *Non-Controlling Interests*. These sections replace the former CICA Handbook Section 1581 – *Business Combinations* and CICA 1600 – *Consolidated Financial Statements* and establish a new section for accounting for a non-controlling interest in a subsidiary. These sections also provide the Canadian equivalent to IFRS 3 – *Business Combinations* and IAS 27 – *Consolidated and Separate Financial Statements*.

CICA 1582 is effective for 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 1601 and CICA 1692 apply to interim and annual consolidated financial statements relating to years beginning on or after January 1, 2011. Management has not yet evaluated the impact of these standards on the Company’s financial statements.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

3. Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure for its projects for the benefit of its stakeholders. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares.

In the management of capital, the Company includes the components of shareholders' equity as well as cash and cash equivalents, receivables, investments and investment tax credit receivable balances.

The Company 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 Company may attempt to issue new shares, enter into joint venture property arrangements, acquire or dispose of assets or adjust the amount of cash and cash equivalents and investments.

In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The annual and updated budgets are approved by the Board of Directors.

The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with maturities 90 days or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations.

The Company expects its current capital resources will be sufficient to carry its exploration and development plans and operations through its current operating period.

4. Management of Financial Risk

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

Currency Risk

As at November 30, 2008, all of the Company's cash and cash equivalents were held in Canadian dollars, the Company's functional currency. The Company has no operations in foreign jurisdictions outside of Canada at this time and as such has no currency risk associated with its operations.

Interest rate and credit risk

The Company has some cash balances and no interest-bearing debt. The Company has no significant concentrations of credit risk arising from operations. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by reputable financial institutions with which it keeps its bank accounts and management believes the risk of loss to be remote. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

Accounts and other receivable consist of goods and services tax due from the Federal Government of Canada, amounts due from joint venture and option partners, and funds advanced for exploration. Management believes that the credit risk concentration with respect to receivables is remote.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

4. Management of Financial Risk (continued)

Liquidity Risk

The Company attempts to manage liquidity risk by maintaining sufficient cash and cash equivalent balances. Liquidity requirements are managed based on expected cash flows to ensure that there is sufficient capital in order to meet short term obligations. As at November 30, 2008, the Company had a cash balance of \$1,554,598 (November 30, 2007 - \$6,690,198) to settle current liabilities of \$1,455,986 (November 30, 2007 - \$1,589,401).

Commodity Price risk

The Company's ability to raise capital to fund exploration or development activities is subject to risks associated with fluctuations in the market prices of uranium. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company.

Sensitivity analysis

Based on management's knowledge and experience of the financial markets, the Company believes the following movements are "reasonably possible" over a three month period:

- Cash and cash equivalents include deposits which are at variable interest rates. Sensitivity to a plus or minus 1% change in rates would affect net loss by \$15,546.
- The Company does not hold any balances in foreign currencies to give rise to exposure to foreign exchange risk.
- Price risk is remote since the Company is currently not a producing entity.

5. Available for Sale Investments

Marketable securities consist of the following holdings:

Company	Shares	Market Value		Original Cost
		November 30, 2008		
Hidefield Gold PLC (L: HIF)	100,000	2,126	\$	12,000
Mega Uranium Ltd. (T-MGA)	50,000	36,000	\$	88,500
Global Uranium Corporation (V-GU)	200,000	8,000	\$	76,000
	350,000	\$ 46,126	\$	176,500

Company	Shares	Market Value		Original Cost
		November 30, 2007		
Hidefield Gold PLC (L: HIF)	100,000	\$ 11,000	\$	12,000
Global Uranium Corporation (V-GU)	200,000	\$ 36,000	\$	76,000
	300,000	\$ 47,000	\$	88,000

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

5. Available for Sale Investments (continued)

During the year ended November 30, 2008, the Company determined there was other than temporary losses on its available for sale investments and the Company recorded a \$36,874 (2007- \$41,000) write-down. In addition, the Company determined there was a temporary loss on an available for sale investment and the Company recorded a \$52,500 (2007 - \$nil) write-down.

6. Property and Equipment

	Cost	Accumulated Amortization	November 30, 2008 Net Book Value
Exploration equipment	\$ 221,916	104,784	\$ 117,132
Office equipment	5,315	897	4,418
Vehicle	12,500	5,063	7,437
Computer equipment	43,034	23,866	19,168
	<u>\$ 282,765</u>	<u>\$ 134,610</u>	<u>\$ 148,155</u>

	Cost	Accumulated Amortization	November 30, 2007 Net Book Value
Exploration equipment	\$ 193,679	\$ 60,635	\$ 133,044
Office equipment	2,746	275	2,471
Vehicle	12,500	1,875	10,625
Computer equipment	27,206	14,658	12,548
	<u>\$ 236,131</u>	<u>\$ 77,443</u>	<u>\$ 158,688</u>

7. Accounts receivable – Joint Ventures and Option Agreements

Resource property	November 30, 2008	November 30, 2007
Global Uranium Ltd. – Orchid Lake	\$ 150,000	\$ 7,672
Mega Uranium Ltd – Maurice Point	46,560	563,262
Hathor Exploration Ltd. – Haultain River	5,627	584
Superior Diamonds Inc. – North Thelon	-	94,092
Tanqueray Resources Ltd. – North Thelon	52,658	-
	<u>\$ 254,845</u>	<u>\$ 665,610</u>

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

8. Mineral Properties

Property	November 30,					November 30,
	2007 Total	Acquisition Cost	Deferred Exploration	JV Partner Recovery	Write-down of Properties	2008 Total
North Thelon	\$ 1,018,780	\$ 921,228	\$ 2,017,216	\$ (99,636)	\$ (1,344,788)	\$ 2,512,800
Tanqueray Option	31,983	20,323	1,712,744	(257,059)	(301,598)	1,206,393
Agnico Eagle Option	-	807	638,092	(38,159)	(120,148)	480,592
Henday	1,594,887	-	2,043,029	-	(618,446)	3,019,470
Key Lake Road	2,884,360	25,000	1,974,394	-	(1,220,938)	3,662,816
Highrock Lake	196,284	9,670	17,784	-	(44,748)	178,990
Maurice Point	1,287,643	43,038	3,413,077	(2,882,156)	(316,472)	1,545,130
Costigan JV	335,723	-	40,298	(13,948)	(72,415)	289,658
Orchid Lake	-	-	301,344	(160,031)	(28,263)	113,050
Haultain River	2,138,985	-	288,166	-	(2,427,151)	-
Haultain River JV	84,529	-	7,830	(4,732)	(87,627)	-
Other properties	1,200,171	(24,999)	(436,418)	-	(637,172)	101,582
Total mineral properties	\$ 10,773,345	\$ 995,067	\$ 12,017,556	\$ (3,455,721)	\$ (7,219,766)	\$ 13,110,481

	November 30,				November 30,
	2006 Total	Acquisition Cost	Deferred Exploration	JV Partner Recovery	2007 Total
Key Lake Road	\$ 1,738,291	118,249	1,027,820	-	\$ 2,884,360
Maurice Point	1,332,257	79,000	912,826	(1,036,440)	1,287,643
Orchid Lake	-	15,542	631,162	(646,704)	-
Haultain River	895,700	-	1,243,285	-	2,138,985
Costigan JV	238,833	-	168,094	(71,204)	335,723
North Thelon	125,010	-	1,787,544	(893,774)	1,018,780
Haultain River JV	68,066	-	47,462	(30,999)	84,529
Henday	-	1,476,300	118,587	-	1,594,887
Other properties	545,186	105,609	779,425	(1,782)	1,428,438
Total mineral properties	\$ 4,943,343	\$1,794,700	\$6,716,205	(2,680,903)	\$ 10,773,345

- Due to market conditions, the Company has conducted a comprehensive review on the carrying value of each resource property. Using various criteria, a \$7,219,766 write-down of mineral properties has been taken.
- The Company has investigated ownership of its mineral interests as at November 30, 2008 and, to the best of its knowledge, ownership of its interests are in good standing.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

8. Mineral Properties (continued)

a) North Thelon

On July 8, 2008, the Company, 50% owner of the North Thelon JV, entered into an agreement with partner Northern Superior Resources Inc. (“Northern”- formerly “Superior”) to acquire Superior's 50% interest in the Joint Venture.

The Company acquired all of Northern’s right, title and interest in and to all agreements and property interests related to the North Thelon JV. As consideration for the acquisition, the Company:

- Issued to Northern, 2,700,000 common shares (issued during the period) of the Company at a price of \$0.34 per share, such that 675,000 shares will be tradeable 4 months following the closing date and a further 675,000 shares will be tradeable on each of 12, 18 and 24 months after the closing date.
- Granted to Northern a 5% net profits royalty on the mineral properties that are currently held 100% by the North Thelon JV; and
- Effective as of the closing date, released Northern from and assumed any and all obligations of Superior which were then outstanding under the Agreements or which may arise under the Agreements following the closing date.

The Company signed a letter of intent on July 12, 2006 with Superior Diamonds Inc. (“Superior”) to form a 50/50 joint venture with the Company as operator. Superior’s contribution was \$115,711(paid). The Kiggavik North and Kiggavik South Joint Venture property is comprised of prospective ground in the Thelon Basin over a large area west of Baker Lake, Nunavut Territory.

On August 14, 2007, the Company and Superior Diamonds (the “North Thelon JV”) entered into an agreement with Tanqueray Resources Ltd. (“Tanqueray”) whereby the Company acquired an option to earn a 60% interest in the Baker Lake Project which is near Kiggavik-Sissons. The Company and Tanqueray share a director in common. As consideration, the Company will be required to issue shares and incur the following expenditures on the property to earn their initial 60% interest as follows:

Upon execution of agreement	Issuance of 50,000 Forum common shares (issued)	
August 14, 2008	Issuance of 50,000 Forum common shares (issued)	Incur \$200,000 in exploration expenditures (see below paragraph)
August 14, 2009	Issuance of 50,000 Forum common shares	Incur \$300,000 in exploration expenditures (for cumulative expenditures totalling \$500,000)
August 14, 2010	Issuance of 50,000 Forum common shares	Incur \$500,000 in exploration expenditures (for cumulative expenditures totalling \$1,000,000)
August 14, 2011	Issuance of 50,000 Forum shares	Incur \$1,000,000 in exploration expenditures (for cumulative expenditures totalling \$2,000,000)
August 14, 2012	Issuance of 50,000 Forum shares	Incur \$2,000,000 in exploration expenditures (for cumulative expenditures totalling \$4,000,000)

Superior Diamonds is also required to issue 300,000 common shares over the five year period to Tanqueray as part of the agreement. The North Thelon JV is required to spend \$4,000,000 (the Company’s share is \$2,000,000) of exploration expenditures on the Property by August 14, 2012. The North Thelon JV also has an option to earn a further 10% interest in the property by committing to the completion of a bankable feasibility study.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

8. Mineral Properties (continued)

b) Tanqueray Option

On August 13, 2008, the Company finalized an agreement with Tanqueray to assume Northern's obligations under the Property Option Agreement dated August 14, 2007 respecting the Baker Lake project located in Nunavut. As a result, Forum can earn a 60% interest in uranium and diamonds only on the Baker Lake project by making \$4,000,000 in expenditures and issuing a total of 375,000 common shares over 5 years (issued 75,000 shares during the period). This is an addition of 125,000 common shares of the Company in substitution for Northern's share payment obligations under the property Option Agreement.

c) Agnico Eagle Option

On February 29, 2008, the Company entered into a joint venture agreement with Agnico-Eagle Mines Limited ("Agnico") whereby the company can earn a 51% interest in certain mineral claims consisting of 53,119 acres located around the Thelon Basin in the Nunavut Territory. The Company can earn their interest by incurring and funding an aggregate of \$3,000,000 in exploration expenditures as follows:

February 29, 2009	Incurring \$250,000 in exploration expenditures (incurred \$638,092 to date)
February 29, 2010	Incurring \$500,000 in exploration expenditures (for cumulative expenditures totalling \$750,000)
February 29, 2011	Incurring \$750,000 in exploration expenditures (for cumulative expenditures totalling \$1,500,000)
February 29, 2012	Incurring \$1,500,000 in exploration expenditures) for cumulative expenditures totalling \$3,000,000)

d) Henday Lake

The Company signed an agreement on May 16, 2007 with Uranium Holdings Corporation (UHC") to acquire of all of the rights, title and interest in and to a mineral property in northern Saskatchewan known as the Henday Lake Property.

As consideration, the Company issued 3,515,000 common shares of the Company valued at \$0.42. In order to earn their 100% interest, the Company is required to spend \$500,000 (incurred) of exploration expenditures on the Property by May 16, 2008. UHC retains a 2% net smelter royalty on the Property (the "NSR"). The Company has the right to purchase 1% of the NSR for US\$800,000 or CDNS\$1,000,000.

e) Key Lake Road

The Company acquired, through permits and claims, 100% interest in exploration permits during 2004, 2005 and 2007 covering the Key Lake Road Project in Northern Saskatchewan.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

8. Mineral Properties (continued)

f) Highrock Lake

On July 24, 2008, the Company finalized its agreement with Seagrove Capital Corporation ("Seagrove") whereby the Company can acquire a 100% interest in the Highrock Lake Claim located 15 kilometres south of the Cameco/AREVA Key Lake Mine facility in northern Saskatchewan. Forum will acquire all of Seagrove's right, title and interest in and to the Highrock Lake Claim by issuing 100,000 common shares (issued during the year) at a price per share of \$0.33 and a cash deficiency payment to Saskatchewan Industry and Resources that will be returned to the company upon completion of a work program totalling \$37,404 (paid during the period). Seagrove shall retain a 1% NSR and Forum has the option to buyback 0.5% of the NSR for \$1 million.

g) Maurice Point

The Company acquired 100% interest in fifteen mineral claims and one exploration permit, during 2004, 2005 and 2007 in Maurice Point which surrounds Cameco Corporation's Maurice Bay deposit in Saskatchewan.

On September 20, 2007, the Company entered into a letter option agreement with Mega Uranium Ltd. ("Mega") to allow Mega to earn a 55% interest, with an additional option to increase their interest to 70%, in the Maurice Point uranium project. Upon completion of a due diligence review by Mega, they will be required to issue shares and incur the following expenditures on the property to earn their initial 55% interest as follows:

Upon execution of agreement	Issuance of 25,000 Mega shares (received)	
September 20, 2008	Issuance of 25,000 Mega shares (received)	Incur \$2,000,000 in exploration expenditures (incurred \$3,830,096 to date)
September 20, 2009	Issuance of 25,000 Mega shares	
September 20, 2010	Issuance of 25,000 Mega shares	Incur \$6,000,000 in cumulative exploration expenditures

Mega can increase its interest in the Property from 55% to 70% by obtaining a bankable feasibility study in respect of the Maurice Point property and arranging financing for the development of the property. See Subsequent Event Note 15f.

h) Costigan Lake Joint Venture

On February 15, 2006, the Company purchased a 65% interest in the Costigan Lake Uranium Joint Venture located in Saskatchewan for a cash payment of \$22,975 (paid). The Company is operator. NVI Mining Ltd., a wholly-owned subsidiary of Breakwater Resources Ltd, holds the other 35% interest in the joint venture. The property is subject to a 10% Net Profits Interest royalty.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

8. Mineral Properties (continued)

i) Orchid Lake

The Company has a 100% interest in two mineral claims totalling 7,229 hectares, located approximately 25 kilometres southwest of the Key Lake Mine/Mill complex in Saskatchewan.

The Company served notice to Global Uranium Corporation (“Global”) that they were in default of the terms of the Orchid Lake property option agreement due to their failure to make the second anniversary cash and share payments due on May 31, 2008. The Company further informed Global that the agreement was now terminated and all monies outstanding on account of expenditures incurred under the agreement by the Company as operator on behalf of Global as optionee were due and are payable immediately. On November 28, 2008, the Company entered into a settlement and release agreement for \$150,000 with Global to settle the dispute. Terms of repayment are as follows:

- \$50,000 payable upon execution of the agreement (received subsequent to year end)
- \$50,000 payable on or before June 1, 2009
- \$50,000 payable on or before December 31, 2009

If Global completes one or more equity or private financing for an aggregate amount equal to or greater than \$500,000, the remaining payment obligations will be accelerated and become payable by Global to the Company within ten days of the placement financing.

The Company entered into an option agreement on May 31, 2006 with Global Uranium Corporation (“GUC”) Whereby GUC may earn up to a 60% interest on Orchid Lake. The Company and GUC share a former director in common.

GUC will be required to issue shares, make cash payments, and incur the following expenditures on the property to earn their initial 60% interest as follows:

Upon execution of agreement	Issuance of 100,000 GUC shares (received)	Cash payment of \$10,000 (paid)	
May 31, 2007	Issuance of 100,000 GUC shares (received)	Cash payment of \$30,000 (paid)	Incur \$500,000 in exploration expenditures (incurred \$968,888 to date)
May 31, 2008	Issuance of 200,000 GUC shares (not received)	Cash payment of \$50,000 (not paid)	Incur \$750,000 in exploration expenditures (incurred \$968,888 to date)
May 31, 2009	Issuance of 300,000 GUC shares	Cash payment of \$100,000	Incur \$1,000,000 in cumulative exploration expenditures

The Company will continue to act as operator of the project until GUC earns a 60% interest. GUC can earn an additional 10% by committing to a development drilling program and completing a bankable feasibility study. The Company retains a 3% Net Smelter Return (“NSR”) with GUC holding the right to buy back 1% of the royalty for \$1 million cash and a further 0.5% of the royalty for another \$1 million cash payment.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

8. Mineral Properties (continued)

j) Haultain River

The Company in 2005 and 2006 staked 100% of eight mineral claims extending southwest of the Key Lake Road permit in Saskatchewan.

k) Haultain River Joint Venture

On November 2, 2006, the Company entered into a joint venture agreement with Hathor Exploration Ltd. ("HEL"). HEL's agreed buy-in was 50% of claim staking and airborne geophysical costs for the amount of \$59,000. The Company is the operator of the approximately 10,148 hectares extending southwest of the Key Lake Road permit.

l) Merritt Coal and Coalbed Methane Property, BC – Other Properties

The Company acquired a 60% interest in the Merritt Property (the "Property") from Imperial Metals Corporation on February 28, 2002 at the following terms:

- i) cash payment of \$75,000 (paid);
- ii) the issuance of 800,000 warrants, exercisable at a price of \$0.30 per share for a two year period (granted);
- iii) a 3.5% gross revenue royalty on oil and natural gas (Coalbed Methane) from the Property;
- iv) a 2.5% gross revenue royalty on coal production specifically from the property; and
- v) a 1.5% gross revenue royalty on oil and natural gas (Coalbed Methane), and a 1.0% gross revenue royalty on coal production, from lands acquired by the Company within a specified Area of Mutual Interest.

On December 31, 2004, the Company acquired the assets of Gosfield Associates Corp. ("Gosfield"), a British Virgin Islands private company affiliated with a director of the Company, with its main office registered in Tortola, Gibraltar by issuing 3.15 million common shares and 1,275,000 warrants. Each warrant entitled the holder to acquire one common share of the Company at \$0.15 per share for a period of two years.

In exchange, the Company received from Gosfield its 40% undivided interest in the Merritt basin coal and coalbed methane natural gas project, specifically known as Fee Lot 166, adjacent to the town of Merritt, BC.

The Company also received Gosfield's 40% interest in coal license applications known as the Normanandale, Diamondvale and Merritt Extension Merritt basin and a 20% interest in the Lignite coal syndicate with holdings in BC.

m) Lignite Syndicate – Other Properties

On July 4, 2002, the Company acquired a 20% beneficial interest in the coal licenses and any marketable technology developed by the Lignite Syndicate for which a minimum commitment of \$7,500 was paid. This brings the Company's interest to 40% in the Lignite Syndicate.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

9. Related Party Transactions

- a. At November 30, 2008, the Company owed \$28,623 (November 30, 2007 - \$12,803) to companies with directors and officers in common. These are non interest bearing and are paid under the same terms as normal accounts payable.
- b. At November 30, 2008, a management services company with a director and officer in common, owed the Company \$42,052 relating to a deposit for services and fixed assets paid to the related company.
- c. The following related party transactions were in the normal course of operations and are measured at fair value being their exchange amounts and consists of the following items:

	November 30, 2008	November 30, 2007
HRG Management Ltd. - Directors & Officers in common (see below)	\$ 272,162	\$ 158,988
Mirador Management – Officer in common, consulting services	174,000	138,500
Ken Wheatley – Officer in common, geological and management services	150,000	92,609
Lang Michener- Director in common, legal services	17,071	31,795
Total	\$ 613,233	\$ 421,892

HRG Management Ltd. (“HRG”) is a management company jointly owned by the Company and certain other companies that share Vancouver office space and administrative services at cost. The Company shares a director and officer in common with HRG (*Note 13*).

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

10. Share Capital

Authorized:

Unlimited Common shares without par value

	Number of Shares	Amount	Contributed Surplus
Balance, as at November 30, 2006	46,846,530	\$ 13,344,033	\$ 1,434,264
Units issued for cash pursuant to private placement, net of \$704,747 allocated to warrants (3 & 4)	10,996,453	6,572,578	704,747
Issued in exchange for warrants exercised	773,300	391,875	-
Issued in exchange for options exercised	645,000	184,050	-
Issued in exchange for mineral properties (Notes 8f & 8i)	3,565,000	1,496,800	-
Future income taxes on renouncement of flow through shares issued	-	(1,023,600)	-
Share issuance costs	-	(636,669)	-
Stock based compensation	-	-	1,617,350
Fair value of agent's warrants granted	-	-	111,701
Fair value of stock options exercised	-	153,425	(153,425)
Fair value of agent's warrants exercised	-	102,091	(102,091)
Fair value of warrants exercised	-	18,968	(18,968)
Balance, as at November 30, 2007	62,826,283	\$ 20,603,551	\$ 3,593,578
Units issued for cash pursuant to private placement, net of \$381,891 allocated to warrants (5 & 6)	10,621,722	\$ 3,797,549	\$ 381,891
Stock based compensation	-	-	537,490
Issued in exchange for mineral properties (Note 8a, b and f)	2,875,000	944,625	-
Future income taxes on renouncement of flow through shares issued	-	(849,720)	-
Share issuance costs	-	(147,751)	13,689
Balance, as at November 30, 2008	76,323,005	\$ 24,348,254	\$ 4,526,648

1. During the year ended November 30, 2007, the Company completed a private placement by issuing 4,836,000 flow-through shares at \$0.50 per common share for total gross proceeds of \$2,418,000. The Company also issued 3,304,000 non-flow through units at \$0.45, for total gross proceeds of \$1,486,000, with each unit comprised of one common share and one-half of one common share purchase warrant at a price of \$0.55 and exercisable on or before September 6, 2007.
2. During the year ended November 30, 2007, the Company completed a private placement by issuing 1,164,000 flow through shares at \$0.50 per common share for total gross proceeds of \$582,000. The Company also issued 1,196,000 non-flow through units at \$0.45, for total gross proceeds of \$538,200, with each unit comprised of one common share and one-half of one common share purchase warrant at a price of \$0.55 and exercisable on or before September 22, 2007.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

10. Share Capital (continued)

3. During the year ended November 30, 2007, the Company completed a private placement by issuing 3,540,500 flow-through common shares at \$0.80 and 5,448,730 units at a price of \$0.65 for proceeds of \$6,374,075. Each unit consisted of one common share and one-half of a common share purchase warrant with each whole warrant exercisable at a price of \$0.85 for a period of 18 months and are exercisable on or before November 29, 2008. Share issuance costs of \$616,790 were paid in conjunction with this financing, including a cash commission of \$414,315 (equal to 6.5% of the gross proceeds), legal fees of \$58,361, filing fees of \$32,413 and 584,300 compensation warrants issued to the agents. These agent warrants have been valued at \$111,701 based upon the Black Scholes model which utilized the following assumptions: Expected dividend yield of nil, Expected stock price volatility of 82%, Risk free interest rate of 4.56%, Expected life of warrants of 18 months. The compensation warrants are exercisable at a price of \$0.85 for a period of 18 months and are exercisable on or before November 29, 2008.

The warrants attached to the above private placement have been valued at \$454,049 based upon the Black Scholes model which utilizes the following assumptions: Expected dividend yield of nil, Expected stock price volatility of 82%, Risk-free interest rate of 4.56%, Expected life of warrants of 18 months.

4. During the year ended November 30, 2007, the Company completed a private placement by issuing 1,372,223 units at \$0.45 for total proceeds of \$617,500. Each unit is comprised of one common share and one common share purchase warrant at a price of \$0.65 and exercisable on or before November 23, 2009. The Company completed the second tranche of the private placement by issuing 635,000 units at \$0.45 for total proceeds of \$285,750. Each unit is comprised of one common share and one common share purchase warrant at a price of \$0.65 and exercisable on or before November 28, 2009.

For the total private placement, the finder's fees and filing fees amounted to \$14,963 and \$4,916 respectively.

The warrants attached to the above private placement have been valued at \$250,698 based upon the Black Scholes model which utilizes the following assumptions: Expected dividend yield of nil, Expected stock price volatility of 77%, Risk-free interest rate of 3.84%, expected life of warrants of 24 months.

5. During the year ended November 30, 2008, the Company completed a private placement by issuing 6,122,449 units at a price of \$0.49 per unit for total proceeds of \$3,000,000. Each unit is comprised of one common share and one half share purchase warrant, with each whole warrant entitling the holder to acquire a further common share at a price of \$0.66 per share exercisable on or before March 1, 2010. Share issuance costs of \$28,706 were paid in conjunction with this financing.

The warrants attached to the above private placement have been valued at \$381,891 based upon the Black Scholes model which utilizes the following assumptions: Expected dividend yield of nil, Expected stock price volatility of 76%, Risk-free interest rate of 3.01%, expected life of warrants of 24 months.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

10. Share Capital (continued)

6. During year ended November 30, 2008, the Company raised a total of \$884,800 through the issuance of 3,160,000 flow-through common shares, issued at a price of \$0.28 per common share, and a total of \$294,640 through the issuance of 1,339,273 non flow through common shares issued at a price of \$0.22 per common share.

In connection with the issuance of flow-through common shares finder's fees of \$105,356 were paid and 360,960 agent warrants, valued at \$13,689, were issued. The warrants are exercisable at a price of \$0.28 for a term expiring August 22, 2009.

The agents warrants attached to the above private placement have been valued at \$13,689, and recorded as share issuance costs, based upon the Black Scholes model which utilizes the following assumptions: Expected dividend yield of nil, Expected stock price volatility of 68%, Risk-free interest rate of 2.98%, expected life of warrants of 12 months.

Warrants

Warrants have been granted and are exercisable allowing the holders to purchase common shares of the Company as follows:

	Number of Warrants	Weighted Average Exercise Price
Balance, November 30, 2006	2,918,800	\$0.54
Granted	5,315,888	0.77
Exercised	(773,300)	0.51
Expired	(2,145,500)	0.55
	<hr/>	
Balance, November, 30, 2007	5,315,888	\$0.77
Granted	3,422,185	\$0.62
Expired	(3,308,665)	\$0.85
	<hr/>	
Balance, November 30, 2008	5,429,408	\$0.63

Of the warrants outstanding at November 30, 2008:

- 1,372,223 warrants are exercisable at \$0.65 per share up to November 23, 2009.
- 635,000 warrants are exercisable at \$0.65 per share up to November 28, 2009.
- 3,061,225 warrants are exercisable at \$0.66 per share up to March 1, 2010.
- 360,960 warrants are exercisable at \$0.28 per share up to August 22, 2009.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

10. Share Capital (continued)

Warrants (continued)

During the year ended November 30, 2007, the Company had 773,300 warrants exercised for total proceeds of \$391,875. As part of the warrant exercises, there was \$18,968 in fair value associated with the previous year's warrants, as well as \$102,091 in conjunction with the fair value of the agent's warrants granted during the previous year's private placement. These amounts were transferred from contributed surplus to common shares

Options:

The Company has a stock option plan (the "Plan") to be administered by the Board of Directors, which has the discretion to grant options for up to a maximum of 10% of the issued and outstanding share capital amount. Options granted must be exercised no later than five years from date of grant or such lesser period as determined by the Company's Board of Directors. The exercise price of an option is not less than the closing price on the Exchange on the last trading day preceding the grant date. Options vest immediately for directors, officers, employees and consultants except for investor relations which vest in equal quarterly intervals over a term of 12 months.

Stock option transactions were as follows:

	Number of options	Weighted Average Exercise Price
Balance, November 30, 2006	3,875,000	\$0.35
Granted	2,705,000	0.66
Exercised	(645,000)	0.29
Cancelled	(350,000)	0.55
Balance, November 30, 2007	5,585,000	\$0.46
Granted	2,095,000	0.51
Forfeited	(2,360,000)	0.51
Balance, November 30, 2008	5,320,000	\$0.47

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

10. Share Capital (continued)

Options (continued)

For newly granted options to employees, compensation expense is based on the fair value of the options at the grant date. For any options that have alteration in their conditions, compensation expense is based on the fair value of the options on the alteration date less the fair value of the original options based on the shorter of the remaining expanded life of the old option or the expected life of the modified option. As at November 30, 2008, 5,295,000 (2007 – 5,278,250) options were exercisable as 25,000 investor relation options have not yet fully vested.

- a) During the year ended November 30, 2006, the Company granted 1,345,000 stock options exercisable on or before July 24, 2011 at a price of \$0.38, 600,000 stock options exercisable on or before January 24, 2011 at a price of \$0.36 per share, 120,000 stock options exercisable on or before December 20, 2010 at a price of \$0.35, 250,000 stock options exercisable on or before September 27, 2011 at a price of \$0.35 and 425,000 stock options exercisable on or before November 27, 2011 at a price of \$0.66. The weighted average remaining contractual life of these outstanding options is 3.4 years.
- b) During the year ended November 30, 2007, 350,000 (2006 - 145,000) options were cancelled as the holders were no longer employed by the Company and 645,000 (2006 - 1,040,000) options were exercised for gross proceeds of \$184,050 (2006 - \$240,900).
- c) During the year ended November 30, 2007, the Company granted a total of 2,705,000 stock options. 800,000 options are exercisable on or before March 12, 2012 at a price of \$0.78, 550,000 stock options exercisable on or before April 9, 2012 at a price of \$0.82 per share, 620,000 stock options exercisable on or before July 12, 2012 at a price of \$0.55, 485,000 stock options exercisable on or before August 12, 2012 at a price of \$0.55 and 250,000 stock options exercisable on or before Sept 14, 2012 at a price of \$0.43. The weighted average remaining contractual life of these outstanding options is 4.6 years.

The total fair value of the options granted during the prior year was \$1,438,166. Since the options for investor relations do not vest immediately, \$1,273,699 of the fair value was recorded in the Company's accounts, with \$367,545 recorded as stock-option compensation expense, and \$906,155 charged to mineral property costs. In addition, investor relations options granted in 2006 vested during the year in the amount of \$343,650 and have been recorded as stock option compensation expense.

Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options.

The estimated fair value of the stock options granted during the prior year was determined using a Black-Scholes option pricing model with the following assumptions:

	2007	2006
Expected dividend yield	0%	0%
Expected stock price volatility	112-117%	119%-134%
Risk free rate	3.85 – 4.64%	3.8 – 4.2%
Expected life of options	5 years	5 years

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

10. Share Capital (continued)

Options: (continued)

- d) During the year ended November 30, 2007, 645,000 (2006 - 1,040,000) options were exercised and \$153,425 (2006 - \$212,390) were transferred from contributed surplus to common shares based on historical fair value amounts calculated between \$0.191 - \$0.320 per option.
- e) During the year ended November 30, 2008, 2,360,000 options were forfeited due to the resignation of certain directors, employees, and consultants and termination of investor relations agreements.
- f) During the year ended November 30, 2008, the Company granted a total of 2,095,000 stock options. 995,000 options are exercisable on or before March 4, 2013 at a price of \$0.50, 400,000 stock options exercisable on or before April 29, 2013 at a price of \$0.50 per share, 600,000 stock options exercisable on or before May 23, 2013 at a price of \$0.55 per share and 100,000 stock options exercisable on or before July 8, 2013 at a price of \$0.50 per share. The weighted average remaining contractual life of these outstanding options is 4.25 years.

The total fair value of the options granted during the year ended November 30, 2008 was \$432,434 with \$183,957 recorded as stock-option compensation expense and \$248,477 charged to mineral property costs. Remaining investor relations vested amounts total \$79,048.

In addition, during the year ended November 30, 2008, 550,000 options were re-priced resulting in an additional \$26,009 being charged to mineral property costs.

Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options. The estimated fair value of the stock options granted during the prior year was determined using a Black-Scholes option pricing model with the following assumptions:

	2008
Expected dividend yield	0%
Expected stock price volatility	83-111%
Risk free rate	2.98-4.26%
Expected life of options	5 years

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

10. Share Capital (continued)

The following is a summary of the Company's options as at November 30, 2008 and 2007 and the changes for the year are as follows:

Exercise Price	Outstanding November 30, 2007	Granted	Cancelled/ Expired	Exercised	Outstanding November 30, 2008	Expiry Date
\$0.21	445,000	-	(10,000)	-	435,000	December 2, 2009
\$0.24	330,000	-	(50,000)	-	280,000	May 12, 2010
\$0.24	230,000	-	-	-	230,000	August 15, 2010
\$0.35	90,000	-	-	-	90,000	December 20, 2010
\$0.36	450,000	-	(50,000)	-	400,000	January 24, 2011
\$0.35	810,000	-	(150,000)	-	660,000	July 14, 2011
\$0.66	250,000	-	(250,000)	-	-	September 27, 2011
\$0.66	425,000	-	(300,000)	-	125,000	November 27, 2011
\$0.78	650,000	-	(100,000)	-	550,000	March 7, 2012
\$0.82	550,000	-	-	-	550,000	April 9, 2012
\$0.55	620,000	-	(85,000)	-	535,000	July 20, 2012
\$0.55	485,000	-	-	-	485,000	August 14, 2012
\$0.43	250,000	-	(200,000)	-	50,000	September 14, 2012
\$0.50	-	995,000	(160,000)	-	835,000	March 4, 2013
\$0.50	-	400,000	(400,000)	-	-	April 29, 2013
\$0.55	-	600,000	(600,000)	-	-	May 23, 2013
\$0.50	-	100,000	(5,000)	-	95,000	July 8, 2013
	5,585,000	2,095,000	(2,360,000)	-	5,320,000	

11. Segmented information

The Company operates in the oil and gas, and the uranium segments. Mineral property costs by operating segment as at November 30, 2008 and 2007 are as follows:

	November 30, 2008	November 30, 2007
Oil and gas	\$ -	\$ 457,491
Uranium	13,110,481	10,315,854
	\$ 13,110,481	\$ 10,773,345

All other losses, non-cash items, and total assets relate 100% to the uranium segment.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

12. Supplemental Cash Flow Information

Supplemental Disclosure of Non-Cash Financing and Investing Activities include:	November 30, 2008	November 30, 2007
Accounts payable which are included in mineral properties expenditures	\$ 1,276,220	\$ 1,305,295
Amortization included in mineral properties	\$ 47,337	\$ 38,022
Available for sale investments received on sale of property interest	\$ -	\$ 9,000
Shares issued for mineral property agreements	\$ 944,625	\$ 1,496,800
Stock-based compensation included in mineral properties	\$ 274,486	\$ 906,155
Shares received in exchange for mineral property	\$ 88,500	\$ 32,000

13. Commitments

Effective February 1, 2006, the Company entered into a services agreement with HRG Management Ltd. ("HRG") in which the Company agreed to pay a monthly corporate administration fee of \$20,749 that includes office rent, administration, accounting, corporate secretarial, chief financial officer, investor relations and other related services. HRG is a management company jointly owned by the Company and certain other public companies, all of which share office space and staff on a cost recovery basis. The Company shares one director and an officer in common with HRG. The agreement expires December 31, 2008 (see subsequent event note 15d) and can be terminated by either party prior to expiration with 90 days written notice. The Company has a \$42,052 deposit paid to HRG for management services (See Note 9b).

14. Income Taxes

The income taxes shown in the statement of loss, comprehensive loss and deficit differ from the amounts obtained by applying statutory rates to the loss before income taxes due to the following:

	November 30, 2008	November 30, 2007
Statutory tax rate	31.00%	34.12%
Expected income tax recovery	(2,591,178)	(483,592)
Non-deductible differences	2,333,314	261,062
Share issuance costs	(58,360)	(67,438)
Unrecognized tax losses	316,225	289,968
Income tax benefit relating to flow-through shares	(1,255,597)	(617,723)
Income tax provision (recovery)	\$ (1,255,597)	\$ (617,723)

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

14. Income Taxes (continued)

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

	November 30, 2008	November 30, 2007
Mineral properties	\$ 208,008	\$ (1,742,589)
Operating loss carry-forwards	1,075,931	1,054,017
Property, plant and equipment	39,956	32,930
Marketable securities	(5,996)	13,989
Share issuance costs	214,521	235,776
Less: valuation allowance	(1,532,420)	-
Net future income tax asset (liability)	\$ -	\$ (405,877)

The Company has accumulated losses of \$ 4,138,195 which may be used to reduce future year's taxable income. These losses expire as follows:

Year	Amount
2008	\$ 183,358
2009	151,321
2010	90,705
2014	252,208
2015	893,645
2026	644,353
2027	866,322
2028	1,056,283
	\$ 4,138,195

Future tax benefits which may arise as a result of these non-capital losses have not been recognized in these financial statements and have been offset by a valuation allowance because of uncertainty of their recovery.

15. Subsequent events

- a. On January 7, 2009, the Company completed the first tranche non-brokered private placement that raised total gross proceeds \$397,500. The fund raising consisted of 6,150,000 flow through common shares at a price of \$0.05 per share and 1,800,000 non-flow through units at a price of \$0.05 per unit. Each unit is comprised of one common share and one-half share purchase warrant, each whole warrant entitling the holder to purchase one additional common share at a price of \$0.10 for two years expiring January 6, 2011.

Finder's fees were paid on this portion of the financing in the amount of a commission of 32,000 common shares and 32,000 broker's warrants, each whole warrant entitling the holder to purchase one additional common share at a price of \$0.10 within one year of the date of closing. All securities issued pursuant to the private placement are subject to a four month hold period expiring May 8, 2009.

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

15. Subsequent events (continued)

- b. On January 13, 2009, the Company completed the second tranche non-brokered private placement that raised total gross proceeds \$176,500. This fund raising consisted of 3,530,000 non-flow through units at a price of \$0.05 per unit. Each unit is comprised of one common share and one-half share purchase warrant, each whole warrant entitling the holder to purchase one additional common share at a price of \$0.10 for two years expiring January 12, 2011.

Finder's fees were paid on this portion of the financing in the amount of a commission of 64,000 common shares and 64,000 broker's warrants, each whole warrant entitling the holder to purchase one additional common share at a price of \$0.10 within one year of the date of closing. All securities issued pursuant to the private placement are subject to a four month hold period expiring May 13, 2009.

- c. On December 2, 2008, the Company announced that it has entered into a Memorandum of Understanding (MOU) with Nunavut Tunngavik Incorporated (NTI) to earn a 100% interest in all minerals on 27,344 hectares of the northern half of Inuit Owned Land (IOL) parcel BL-21, located 20 kilometres east of Areva's 148 million pound Kiggavik uranium mine development project and 60 kilometres west of the Hamlet of Baker Lake, Nunavut

The Company entered into definitive agreements with Nunavut Tunngavik Incorporated ("NTI") on March 4, 2009 which formalize the terms of the MOU between Forum and NTI detailing Forum's right to earn a 100% interest in all uranium and other minerals located on certain Inuit Owned Lands. The agreements remain subject to the acceptance of the TSX Venture Exchange.

- d. Effective February 1, 2009, the Company entered into a services agreement with HRG Management Ltd. ("HRG") in which the Company agreed to pay a monthly corporate administration fee of \$12,174 that includes office rent, administration, accounting, corporate secretarial, chief financial officer, investor relations and other related services. The agreement can be terminated by either party prior to expiration with 60 days written notice.
- e. The Company entered into an Option Agreement on its 100% owned Henday project in the Athabasca Basin, Saskatchewan with Hathor Exploration Limited ("Hathor") on February 27, 2009. Hathor's first year commitment is to complete a \$500,000 ground electromagnetic and gravity survey program to commence immediately. The Company will be Operator of the exploration programs up until Hathor earns its 60% interest.

Upon execution of agreement and TSX approval	Issuance of 150,000 Hathor shares	
February 27, 2010		Incur \$500,000 in exploration expenditures to earn 20% interest
February 27, 2011		Incur \$1,500,000 in exploration expenditures to earn a further 20% interest (total 40%)
February 27, 2012		Incur \$1,500,000 in exploration expenditures to earn a further 20% interest (total 60%)
		Complete feasibility study to earn a further 10% (total 70%)

Forum Uranium Corp.

(An Exploration Stage Company)

Notes to Financial Statements

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

- f. On January 13, 2009, the Company entered into an Amendment to Property Option Agreement with Mega for earning a 55% interest in Maurice Point property. See mineral properties note 8g. The terms of the amended agreement are as follows:

Upon execution of agreement	Issuance of 25,000 Mega shares (received)	
September 20, 2008	Issuance of 25,000 Mega shares (received)	Incur \$2,000,000 in exploration expenditures (incurred \$3,830,096 to date)
September 20, 2009	\$25,000 payment to the Company upon signing of the amendment to Property Option Agreement (Received)	
September 20, 2010	Issuance of 25,000 Mega shares	
September 20, 2011	Issuance of 25,000 Mega shares	Incur \$6,000,000 in cumulative exploration expenditures

Forum Uranium Corp.

(An Exploration Stage Company)

Schedule of Mineral Property Costs

Canadian Funds

For the Years Ended November 30, 2008 and November 30, 2007

Property	November 30, 2008	November 30, 2007
Brule Lake, Saskatchewan, Canada		
Stock based compensation	\$ 6,502	\$ -
Licence, permit and taxes	4,350	-
Community relations	2,923	-
Deficiency deposit	2,400	-
Data processing	770	169
Management and planning	764	71,860
Travel, camp and other	414	589
Report writing and filing	-	9,058
Write-down of property	(139,302)	-
	\$ (121,179)	\$ 81,676
Maurice Point, Saskatchewan, Canada		
Geophysical surveying	\$ 912,865	\$ 151,725
Prospecting	789,235	8,250
Travel, camp and other	568,024	166,937
Transportation	327,711	242,216
Line cutting	247,137	42,700
Deficiency deposit	193,676	-
Stock based compensation	181,482	-
Management and planning	60,270	138,596
Report writing and planning	50,030	10,793
Claim staking	43,038	79,000
Equipment	34,697	24,865
Analysis and assay	17,557	-
Community relations	16,564	-
Construction and access	11,640	25,775
Data processing	11,117	1,587
Geochemical sampling	4,175	-
License, permits and taxes	1,897	-
Exploration tax credit	(15,000)	(45,000)
Joint venture partner contribution	(2,882,156)	(1,036,440)
Diamond drilling	-	32,328
Airborne geophysics	-	112,054
Write-down of property	(316,473)	-
	\$ 257,486	\$ (44,614)
Balance carried forward	\$ 136,307	\$ 37,062

Property	November 30, 2008	November 30, 2007
Balance carried forward	\$ 136,307	\$ 37,062
Orchid Lake, Saskatchewan, Canada		
Diamond drilling	\$ 198,978	\$ 315,883
Transportation	30,129	125,583
Geophysical survey	20,642	59,746
Line-cutting, gridding and surveying	20,540	14,083
Travel, camp and other	12,692	10,876
Report writing and filing	9,219	26,652
Community relations	4,123	-
Equipment	2,626	11,406
Analysis and assay	1,394	2,115
Data processing	519	847
Management and planning	482	8,817
Joint venture partner contribution	(160,031)	(646,704)
Airborne geophysics	-	53,662
Geological mapping	-	225
Geochemical sampling	-	31
Claim staking	-	15,542
License, permits and taxes	-	1,236
Write-down of property	(28,263)	-
	\$ 113,050	\$ -
Haultain River, Saskatchewan , Canada		
Geophysical surveying	\$ 184,483	\$ -
Prospecting	37,404	-
Travel, camp and other	25,532	130,459
Transportation	13,040	12,123
Line cutting	7,270	545,943
Deficiency deposit	6,027	-
Stock based compensation	5,245	18,916
Management and planning	4,482	62,751
Report writing and planning	2,582	2,449
Claim staking	2,345	234,519
Equipment	1,374	1,256
Analysis and assay	55	452
Community relations	(1,673)	51,725
Construction and access	-	4,354
Data processing	-	18,500
Geochemical sampling	-	57,738
License, permits and taxes	-	63,421
Exploration tax credit	-	38,679
Write-down of property	(2,427,152)	-
	\$ (2,138,986)	\$ 1,243,285
Balance carried forward	\$ (1,889,629)	\$ 1,280,347

Property	November 30, 2008	November 30, 2007
Balance carried forward	\$ (1,889,629)	\$ 1,280,347
Costigan JV, Saskatchewan, Canada		
Diamond drilling	\$ 10,383	\$ 110,786
Transportation	9,795	76,707
Travel, camp and other	8,270	4,339
Community relations	6,239	
Report writing and filing	4,907	1,925
Management and planning	1,675	5,368
Analysis/assays	802	-
Geophysical surveying	(1,773)	4,162
Joint venture partner contribution	(13,948)	(71,204)
Exploration tax credit	-	(35,343)
Data processing	-	419
License, permits and taxes	-	401
Equipment	-	(670)
Write-down of property	(72,415)	-
	\$ (46,065)	\$ 96,890
North Thelon, Nunavut Territory, Canada		
Acquisition	\$ 921,171	\$ -
Transportation	429,330	855,744
Travel, camp and other	365,152	367,579
Diamond drilling	353,568	37,924
Airborne geophysics	242,048	1,750
Deficiency deposit	155,103	-
Geophysical survey	81,687	37,557
Equipment	65,253	34,858
Stock based compensation	53,430	-
Management and planning	52,926	129,903
Analysis and assay	50,043	9,875
License, permits and taxes	47,274	4,086
Report writing and planning	45,784	28,465
Construction and access	34,157	3,841
Community relations	31,216	19,136
Field personnel/supervision	27,537	-
Environmental consulting	11,460	-
Data processing	6,911	41,584
Claim staking	57	-
Geochemical sampling	(1,343)	6,787
Geological mapping	(1,392)	27,249
Prospecting	(32,928)	181,206
Joint venture partner contribution	(99,636)	(893,774)
Write-down of property	(1,344,788)	-
	\$ 1,494,020	\$ 893,770
Balance carried forward	\$ (441,674)	\$ 2,271,007

Property	November 30, 2008	November 30, 2007
Balance carried forward	\$ (441,674)	\$ 2,271,007
Haultain River JV, Saskatchewan, Canada		
Report writing and filing	\$ 5,336	\$ 260
Community relations	2,916	-
Management and planning	764	3,174
Data processing	476	-
Travel, camp and other	414	9,162
Exploration tax credit	(2,076)	-
Joint venture partner contribution	(4,732)	(30,999)
Transportation	-	2,729
Geochemical sampling	-	6,569
License, permit, and taxes	-	2,193
Airborne geophysics	-	21,891
Equipment	-	1,484
Write-down of property	(87,625)	-
	\$ (84,527)	\$ 16,463
Henday, Saskatchewan, Canada		
Acquisition	\$ 1,041,517	\$ 82
Transportation	347,163	59,064
Travel, camp and other	236,774	475
Diamond drilling	187,985	-
Airborne geophysics	86,718	1,250
Deficiency deposit	30,977	2,047
Geophysical survey	29,559	-
Equipment	26,080	23,500
Stock based compensation	19,342	2,865
Management and planning	14,595	1,838
Analysis and assay	6,729	9,803
License, permits and taxes	5,363	-
Report writing and planning	3,960	2,790
Construction and access	3,867	14,783
Community relations	2,400	90
Field personnel/supervision	-	1,476,300
Write-down of property	(618,446)	-
	\$ 1,424,583	\$ 1,594,887
Titus, Saskatchewan, Canada		
Community relations	\$ 2,916	\$ -
Management and planning	764	-
Travel, camp and other	727	-
Data processing	501	-
Claim staking	-	60,109
Transportation	-	1,831
Write-down of property	(13,370)	-
	\$ (8,462)	\$ 61,940
Balance carried forward	\$ 889,920	\$ 3,944,297

Property	November 30, 2008	November 30, 2007
Balance carried forward	\$ 889,920	\$ 3,944,297
Key Lake Road, Saskatchewan, Canada		
Diamond drilling	\$ 957,789	\$ 429,728
Travel, camp and other	231,256	82,136
Deficiency deposit	277,086	-
Stock based compensation	186,234	-
Line cutting	127,667	32,180
Management and planning	51,909	141,057
Geophysical surveying	49,369	35,946
Technical reporting	33,443	-
Equipment	25,851	15,474
Claim staking	25,000	118,249
Report writing and planning	17,038	73,590
Community relations	15,416	-
Analysis and assay	10,769	50,763
Transportation	8,458	42,058
Data processing	3,953	776
Geochemical sampling	1,549	132,733
License, permits and taxes	743	1,544
Exploration tax credit	(24,137)	(34,130)
Geological mapping	-	2,525
Prospecting	-	4,354
Airborne geophysics	-	17,086
Write-down of property	(1,220,938)	-
	\$ 778,455	\$ 1,146,069
Agnico Eagle Option, Nunavut Territory, Canada		
Geophysical survey	\$ 182,401	\$ -
Transportation	164,737	-
Travel, camp and other	111,002	-
Diamond drilling	109,599	-
Prospecting	16,618	-
Management and planning	11,865	-
Field personnel/supervision	11,116	-
Construction and access	8,968	-
Equipment	8,895	-
Community relations	4,897	-
Report writing and planning	4,729	-
Stock based compensation	1,634	-
Analysis/assay	1,274	-
Acquisition	807	-
Data processing	146	-
Geochemical sampling	141	-
License, permit and taxes	70	-
Joint venture partner contribution	(38,159)	-
Write-down of property	(120,148)	-
	\$ 480,592	\$ -
Balance carried forward	\$ 2,148,967	\$ 5,090,366

Property	November 30, 2008	November 30, 2007
Balance carried forward	\$ 2,148,967	\$ 5,090,366
Tanqueray Option, Nunavut Territory, Canada		
Transportation	\$ 616,549	\$ -
Travel, camp and other	353,813	9,799
Geophysical survey	302,314	-
Diamond drilling	109,040	-
Prospecting	63,043	-
Management and planning	55,975	-
Report writing and planning	40,050	-
Field personnel/supervision	36,398	-
Community relations	33,191	-
Equipment	31,072	-
Construction and access	20,934	-
Acquisition	20,143	20,500
Data processing	15,613	-
Analysis/assays	10,952	-
Geological mapping	9,642	1,684
License, permits and taxes	7,979	-
Stock based compensation	3,617	-
Geochemical sampling	2,563	-
Claim staking	180	-
Joint venture partner contribution	(257,059)	-
Write-down of property	(301,598)	-
	\$ 1,174,411	\$ 31,983
General and Other Properties		
Linecutting	\$ 41,124	\$ -
Community relations	16,840	-
Travel, camp and other	12,396	469
Data processing	6,115	1,378
License, permits and taxes	5,361	5,669
Management and planning	4,403	55,456
Geophysical survey	1,700	81,163
Report writing and filing	1,023	7,221
Equipment	259	1,490
Acquisition	(15,330)	25,000
Stock based compensation reallocation	(530,883)	530,883
Joint venture partner contribution	-	(1,781)
Diamond drilling	-	705
Write-down of property	(529,250)	-
	\$ (986,242)	\$ 707,653
Total exploration costs for the year (net of write-downs)	\$ 2,337,136	\$ 5,830,002
Balance – beginning of year	10,773,345	4,943,343
Balance – end of year	\$ 13,110,481	\$ 10,773,345



**MANAGEMENT DISCUSSION AND
ANALYSIS**

FOR THE YEAR ENDED NOVEMBER 30, 2008

AS AT MARCH 25, 2009

INTRODUCTION

The following discussion of performance and financial condition should be read in conjunction with the audited annual financial statements of the Company for the year ended November 30, 2008. The Company's financial statements are prepared in accordance with Canadian generally accepted accounting principles (GAAP). The Company's reporting currency is Canadian dollars. The date of this Management's Discussion and Analysis is March 25, 2009.

DESCRIPTION OF BUSINESS

Forum Uranium Corp. (the "Company", formerly Forum Development Corp.) was incorporated under the provisions of the Company Act (British Columbia) on June 16, 1987. The Company is listed on the TSX Venture Exchange (the "Exchange") as a Tier 2 mining issuer under the trading symbol - **FDC**.

The Company is in the business of acquiring and exploring uranium projects. There has been no determination whether these properties contain reserves which are economically recoverable.

The Company's head office is located in Vancouver, British Columbia, Canada. Exploration headquarters are located in Saskatoon, Saskatchewan.

The recoverability of values assigned to these uranium properties is dependent upon the discovery of economically recoverable reserves, the ability to obtain necessary financing to complete development, and future profitable production or proceeds from disposition.

SELECTED ANNUAL INFORMATION

	November 30, 2008	November 30, 2007	November 30, 2006
	\$	\$	\$
Financial results			
Net loss for year	7,103,043	799,605	1,027,920
Basic and diluted loss per share	0.10	0.02	0.03
Expenditures on resource properties	10,460,726	5,830,002	3,029,099
Balance sheet data			
Cash, restricted cash and short term deposits	1,554,598	6,690,198	3,627,780
Resource properties	13,110,481	10,773,345	4,943,343
Total assets	16,240,919	19,257,981	9,103,913
Shareholders' deficit	14,784,933	17,262,703	8,643,476

RESULTS OF OPERATIONS

Current Quarter

The Company had a \$101,401 loss before tax, excluding mineral property write-downs of \$7,219,766, for the three months ended November 30, 2008 as compared to a gain of \$742,717 for the same quarter last year. This amounts to a \$641,316 decrease over the prior year's quarter which can be mainly attributed to a decrease in investor and shareholder relations of \$258,351 as there was a reduction of promotion of the Company in foreign markets, decreased management fee's earned on the joint venture properties of \$106,501 due to a retention of 100% in past joint venture properties, decreased consulting fees of \$15,984 as arrangements were reduced in November 2008 and decreased in interest income earned of \$12,823 as there were lower term deposit balances on hand. In addition, increased professional fees of \$64,886, bad debt of \$14,648 (see Orchid Lake in Resource Properties section), increased wages and salaries of \$7,574 due to increased administrative activity by exploration personnel and increased corporate administration fees of \$32,793 due to utilization of corporate geologist and increased lease rents, have also contributed to the current quarter loss.

Due to market conditions, the Company has conducted a comprehensive review on the carrying value of each resource property. Using various criteria, a \$7,219,766 write-down of mineral properties has been taken.

Cash and cash equivalent balances decreased by \$1,325,533 to \$1,554,598 at November 30, 2008. The spending for mineral properties was \$1,235,789 before joint venture partner recoveries of \$NIL due to a refund of excess joint venture contributions. The \$1,235,789 in resource expenditures on exploration included \$325,609 on Key Lake Road, \$315,809 on North Thelon, \$255,257 on Maurice Point, \$144,427 on Tanqueray, \$50,328 on Agnico Eagle, and \$144,089 on other properties.

Year-to-date

The Company had a \$1,138,874 loss before tax, excluding mineral property write-downs of \$7,219,766, for the year ended November 30, 2008 as compared to a loss before tax of \$1,417,328 for the last year. This amounts to a \$278,454 decrease over last year which can be mainly attributed to a decrease in stock based compensation of \$448,191, decrease in investor relations of \$263,360 due to the elimination of an European and US presence and a reduction of Canada's coverage plus drastic reduction in trade show attendance, decrease in interest income earned of \$71,599 as lower term deposit balances on hand from reduced fund raising activities and decrease in transfer agent and regulatory fees of \$21,829 due to reduced filing fees in conjunction with brokered private placements and property acquisitions,

In addition, increases in professional fees of \$168,273 due to increases in corporate administration and consulting fees, increases in corporate administration fees of \$70,719 due to utilization of corporate geologist and increases in lease rents (see Subsequent Event section for 2009 savings of \$102,900 annually), increases in wages and salaries of \$55,581 due to increased administrative activity by exploration personnel, increase in office expenses of \$51,063 due to increased costs and usage of office supplies, postage and courier, insurance and telephone, increases in travel and promotion of \$29,502 due to increased promotion of the Company in overseas markets, bad debt of \$14,648 (see Orchid lake in Resource Properties section) and property investigations of \$11,100, have also contributed to the current years loss.

RESULTS OF OPERATIONS (continued)**Year-to-date (continued)**

Cash and cash equivalent balances decreased by \$5,135,600 to \$1,554,598 at November 30, 2008. The spending for mineral properties was \$12,017,554 before joint venture partner recoveries of \$3,455,721. The \$8,561,835 in net resource expenditures on exploration included, \$1,917,580 on North Thelon \$2,043,029 on Henday Lake, \$1,974,394 on Key Lake Road, \$1,455,685 on Tanqueray, \$599,933 on Agnico Eagle, \$530,921 on Maurice Point (including the cash call effect), and \$ 40,293 on other properties.

SUMMARY OF QUARTERLY RESULTS

The table below present's selected financial data for the Company's eight most recently completed quarters.

	November 30, 2008	August 31, 2008	May 31, 2008	February 29, 2008	November 30, 2007	August 31, 2007	May 31, 2007	February 28, 2007
<i>In thousands \$</i>								
Financial results								
Net (gain) loss for period	6,066	520	388	129	(742)	711	595	236
Basic and diluted loss per share	0.08	0.01	0.01	0.00	0.02	0.01	0.01	0.01
Expenditures on resource properties	1,618	4,755	2,124	1,964	5,830	2,625	1,400	535
Balance sheet data								
Cash and short term deposits	1,555	2,880	3,948	6,462	6,690	6,164	8,222	3,438
Resource properties	13,110	19,617	14,862	12,737	10,773	9,503	6,869	5,478
Total assets	16,241	24,293	21,480	22,394	19,257	17,287	15,808	9,488
Shareholders' equity	14,785	22,149	20,178	20,138	17,262	16,467	14,955	8,773

LIQUIDITY

	November 30, 2008	November 30, 2007
Working capital	\$ 1,526,297	\$ 6,736,547
Deficit	(14,037,469)	(6,934,426)

TRANSACTIONS WITH RELATED PARTIES

- a. At November 30, 2008, the Company owed \$28,623 (November 30, 2007 - \$12,803) to companies with directors and officers in common. These are non interest bearing and are paid under the same terms as normal accounts payable.
- b. At November 30, 2008, a management services company with a director and officer in common, owed the Company \$42,052 relating to a deposit for services and fixed assets paid to the related company.
- c. The following related party transactions were in the normal course of operations and are measured at fair value being their exchange amounts and consists of the following items:

	November 30, 2008	November 30, 2007
HRG Management Ltd. - Directors & Officers in common (see below)	\$ 272,162	\$ 158,988
Mirador Management – Officer in common, consulting services	174,000	138,500
Ken Wheatley – Officer in common, geological and management services	150,000	92,609
Lang Michener- Director in common, legal services	17,071	31,795
Total	\$ 613,233	\$ 421,892

HRG Management Ltd. (“HRG”) is a management company jointly owned by the Company and certain other companies that share Vancouver office space and administrative services at cost. The Company shares a director and officer in common with HRG (*See commitments*).

COMMITMENTS

Effective February 1, 2006, the Company entered into a services agreement with HRG Management Ltd. (“HRG”) in which the Company agreed to pay a monthly corporate administration fee of \$20,749 that includes office rent, administration, accounting, corporate secretarial, chief financial officer, investor relations and other related services. HRG is a management company jointly owned by the Company and certain other public companies, all of which share office space and staff on a cost recovery basis. The Company shares one director and an officer in common with HRG. The agreement expires December 31, 2008 (see Subsequent Events section) and can be terminated by either party prior to expiration with 90 days written notice. The Company has advanced \$42,052 deposit representing one month deposit for management services and fixed assets. (See transactions with related parties (b))

SHARE CAPITAL INFORMATION

The table below presents the Company's common share data as of March 25, 2008.

	Price	Expiry date	Number of common shares
Common shares, issued and outstanding			87,899,005
Securities convertible into common shares			
Warrants	\$0.28	August 19, 2009	42,857
	\$0.28	August 22, 2009	318,103
	\$0.65	November 23, 2009	1,372,223
	\$0.65	November 28, 2009	635,000
	\$0.10	January 6, 2010	32,000
	\$0.10	January 12, 2010	64,000
	\$0.66	March 1, 2010	3,061,225
	\$0.10	January 6, 2011	900,000
	\$0.10	January 12, 2011	1,765,000
Options	\$0.21	December 2, 2009	435,000
	\$0.24	May 12, 2010	280,000
	\$0.24	August 15, 2010	230,000
	\$0.35	December 20, 2010	90,000
	\$0.36	January 24, 2011	400,000
	\$0.38	July 14, 2011	660,000
	\$0.66	November 27, 2011	125,000
	\$0.78	March 7, 2012	550,000
	\$0.50	April 9, 2012	550,000
	\$0.55	July 20, 2012	535,000
	\$0.55	August 14, 2012	485,000
	\$0.43	September 14, 2012	50,000
	\$0.50	March 4, 2013	835,000
	\$0.50	July 8, 2013	95,000
			101,409,413

Private Placements

During the year ended November 30, 2008, the Company completed a private placement with Agnico Eagle Mines Limited by issuing 6,122,449 units at a price of \$0.49 per unit for total proceeds of \$3,000,000. Each unit is comprised of one common share and one half share purchase warrant, with each whole warrant entitling the holder to acquire a further common share at a price of \$0.66 per share exercisable on or before March 1, 2010.

The warrants attached to the above private placement have been valued at \$381,891 based upon the Black Scholes model which utilizes the following assumptions: Expected dividend yield of nil, Expected stock price volatility of 76%, Risk-free interest rate of 3.01%, expected life of warrants of 24 months.

SHARE CAPITAL INFORMATION (continued)***Private Placements (continued)***

During the current period, the Company raised a total of \$884,800 through the issuance of 3,160,000 flow through common shares, issued at a price of \$0.28 per common share, and a total of \$294,640 through the issuance of 1,339,273 non flow through common shares issued at a price of \$0.22 per common share.

In connection with the private placement finder's fees of \$105,356 were paid and 360,960 agent warrants, valued at \$13,689, were issued. The warrants are exercisable at a price of \$0.28 for a term expiring August 22, 2009.

The agents warrants attached to the above private placement have been valued at \$13,689, and recorded as share issuance costs, based upon the Black Scholes model which utilizes the following assumptions: Expected dividend yield of nil, Expected stock price volatility of 68% Risk-free interest rate of 2.98%, expected life of warrants of 12 months.

Warrants

During the year ended November 30, 2008 the Company had issued 3,422,185 warrants in conjunction with the above private placements. The warrants are exercisable at a price of \$0.66 and \$0.28 respectively on or before March 1, 2010 and August 22, 2009.

Stock Options

- a) During the year ended November 30, 2008, 1,055,000 options were cancelled due to the resignation of certain directors, employees, and consultants
- b) During the year ended November 30, 2008, the Company granted a total of 2,095,000 stock options. 995,000 options are exercisable on or before March 4, 2013 at a price of \$0.50, 400,000 stock options exercisable on or before April 29, 2013 at a price of \$0.50 per share, 600,000 stock options exercisable on or before May 23, 2013 at a price of \$0.55 per share and 100,000 stock options exercisable on or before July 8, 2013 at a price of \$0.50 per share. The weighted average remaining contractual life of these outstanding options is 4.25 years.

The total fair value of the options granted during the year ended November 30, 2008 was \$432,434 with \$183,957 recorded as stock-option compensation expense and \$248,477 charged to mineral property costs. Remaining investor relations vested amounts total \$79,048.

In addition, during year ended November 30, 2008, 550,000 options were re-priced resulting in an additional \$26,009 being recorded as stock based compensation expense.

SHARE CAPITAL INFORMATION (continued)*Stock Options (continued)*

Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options.

The estimated fair value of the stock options granted during the prior year was determined using a Black-Scholes option pricing model with the following assumptions:

	2008
Expected dividend yield	0%
Expected stock price volatility	83-111%
Risk free rate	2.98-4.26%
Expected life of options	5 years

SUBSEQUENT EVENTS

- a. On January 7, 2009, the Company announced completion of a first tranche non-brokered private placement that raised total gross proceeds of up to \$397,500. This fund raising consisted of 6,150,000 flow through common shares at a price of \$0.05 per share and 1,800,000 non-flow through units at a price of \$0.05 per unit. Each unit is comprised of one common share and one-half share purchase warrant, each whole warrant entitling the holder to purchase one additional common share at a price of \$0.10 for two years expiring May 8, 2009.

Finder's fees were paid on this portion of the financing in the amount of a commission of 32,000 common shares and 32,000 broker's warrants, each whole warrant entitling the holder to purchase one additional common share at a price of \$0.10 within one year of the date of closing. All securities issued pursuant to the private placement are subject to a four month hold period expiring May 8, 2009.

- b. On January 13, 2009, the Company announced completion of a second tranche non-brokered private placement that raised total gross proceeds of up to \$176,500. This fund raising consisted of 3,530,000 non-flow through units at a price of \$0.05 per unit. Each unit is comprised of one common share and one-half share purchase warrant, each whole warrant entitling the holder to purchase one additional common share at a price of \$0.10 for two years expiring January 12, 2011.

Finder's fees were paid on this portion of the financing in the amount of a commission of 64,000 common shares and 64,000 broker's warrants, each whole warrant entitling the holder to purchase one additional common share at a price of \$0.10 within one year of the date of closing. All securities issued pursuant to the private placement are subject to a four month hold period expiring May 13, 2009.

SUBSEQUENT EVENTS (continued)

- c. On December 2, 2008, the Company announced that it has entered into a Memorandum of Understanding (MOU) with Nunavut Tunngavik Incorporated (NTI) to earn a 100% interest in all minerals on 27,344 hectares of the northern half of Inuit Owned Land (IOL) parcel BL-21, located 20 kilometres east of Areva's 148 million pound Kiggavik uranium mine development project and 60 kilometres west of the Hamlet of Baker Lake, Nunavut

The Company entered into definitive agreements with Nunavut Tunngavik Incorporated ("NTI") on March 2, 2009 which formalize the terms of the MOU between Forum and NTI detailing Forum's right to earn a 100% interest in all uranium and other minerals located on certain Inuit Owned Lands. The agreements remain subject to the acceptance of the TSX Venture Exchange.

- d. Effective February 1, 2009, the Company entered into a services agreement with HRG Management Ltd. ("HRG") in which the Company agreed to pay a monthly corporate administration fee of \$12,174 (2008 - \$20,749) that includes office rent, administration, accounting, corporate secretarial, chief financial officer, investor relations and other related services. The agreement can be terminated by either party prior to expiration with 60 days written notice.
- e. The Company entered into an Option Agreement on its 100% owned Henday project in the Athabasca Basin, Saskatchewan with Hathor Exploration Limited ("Hathor") on February 27, 2009. Hathor's first year commitment is to complete a \$500,000 ground electromagnetic and gravity survey program to commence immediately. The Company will be Operator of the exploration programs up until Hathor earns its 60% interest.

Upon execution of agreement and TSX approval	Issuance of 150,000 Hathor shares	
February 27, 2010		Incur \$500,000 in exploration expenditures to earn 20% interest
February 27, 2011		Incur \$1,500,000 in exploration expenditures to earn a further 20% interest (total 40%)
February 27, 2012		Incur \$1,500,000 in exploration expenditures to earn a further 20% interest (total 60%)
		Complete feasibility study to earn a further 10% (total 70%)

SUBSEQUENT EVENTS (continued)

- f. On January 13, 2009, the Company entered into an Amendment to Property Option Agreement with Mega for earning a 55% interest in Maurice Point property. The terms of the amended agreement are as follows:

Upon execution of agreement	Issuance of 25,000 Mega shares (received)	
September 20, 2008	Issuance of 25,000 Mega shares (received)	Incur \$2,000,000 in exploration expenditures (incurred \$3,830,096 to date)
September 20, 2009	\$25,000 payment to the Company upon signing of the amendment to Property Option Agreement (Received)	
September 20, 2010	Issuance of 25,000 Mega shares	
September 20, 2011	Issuance of 25,000 Mega shares	Incur \$6,000,000 in cumulative exploration expenditures

RESOURCE PROPERTIES

Property	November 30, 2007 Total	Acquisition Cost	Deferred Exploration	JV Partner Recovery	Write-down of Properties	November 30, 2008 Total
North Thelon	\$ 1,018,780	\$ 921,228	\$ 2,017,216	\$ (99,636)	\$ (1,344,788)	\$ 2,512,800
Tanqueray Option	31,983	20,323	1,712,744	(257,059)	(301,598)	1,206,393
Agnico Eagle Option	-	807	638,092	(38,159)	(120,148)	480,592
Henday	1,594,887	-	2,043,029	-	(618,446)	3,019,470
Key Lake Road	2,884,360	25,000	1,974,394	-	(1,220,938)	3,662,816
Highrock Lake	196,284	9,670	17,784	-	(44,748)	178,990
Maurice Point	1,287,643	43,038	3,413,077	(2,882,156)	(316,472)	1,545,130
Costigan JV	335,723	-	40,298	(13,948)	(72,415)	289,658
Orchid Lake	-	-	301,344	(160,031)	(28,263)	113,050
Haultain River	2,138,985	-	288,166	-	(2,427,151)	-
Haultain River JV	84,529	-	7,830	(4,732)	(87,627)	-
Other properties	1,200,171	(24,999)	(436,418)	-	(637,172)	101,582
Total mineral properties	\$ 10,773,345	\$ 995,067	\$ 12,017,556	\$ (3,455,721)	\$ (7,219,766)	\$ 13,110,481

RESOURCE PROPERTIES (continued)

- Due to market conditions, the Company has conducted a comprehensive review on the carrying value of each resource property. Using various criteria, a \$7,219,766 write-down of mineral properties has been taken.
- The Company has investigated ownership of its mineral interests as at November 30, 2008 and, to the best of its knowledge, ownership of its interests are in good standing.

	November 30, 2006 Total	Acquisition Cost	Deferred Exploration	JV Partner Recovery	November 30, 2007 Total
Key Lake Road	\$ 1,738,291	118,249	1,027,820	-	\$ 2,884,360
Maurice Point	1,332,257	79,000	912,826	(1,036,440)	1,287,643
Orchid Lake	-	15,542	631,162	(646,704)	-
Haultain River	895,700	-	1,243,285	-	2,138,985
Costigan JV	238,833	-	168,094	(71,204)	335,723
North Thelon	125,010	-	1,787,544	(893,774)	1,018,780
Haultain River JV	68,066	-	47,462	(30,999)	84,529
Henday	-	1,476,300	118,587	-	1,594,887
Other properties	545,186	105,609	779,425	(1,782)	1,428,438
Total mineral properties	\$ 4,943,343	\$1,794,700	\$6,716,205	(2,680,903)	\$ 10,773,345

PROJECT	INTEREST	COMMODITY	LOCATION	AREA (Hectares)
North Thelon	100%	Uranium	Nunavut	101,174
Baker Lake (Tanqueray option) *	60%	Uranium	Nunavut	118,000
Agnico-Eagle Option *	51%	Uranium	Nunavut	21,497
Key Lake Road	100%	Uranium	Saskatchewan	83,290
Maurice Point	100%	Uranium	Saskatchewan	37,714
Henday Lake	100%	Uranium	Saskatchewan	7,204
Orchid Lake	100%	Uranium	Saskatchewan	7,229
Costigan Lake JV	65%	Uranium	Saskatchewan	743
Haultain River JV	50%	Uranium	Saskatchewan	10,148
Haultain River	100%	Uranium	Saskatchewan	28,274
Highrock Lake	100%	Uranium	Saskatchewan	3,117
Merritt Coal Bed Methane	100%	Coal/Natural Gas in coal	Merritt, British Columbia	Freehold (505) Coal License Applications (996)

* The Company has to earn their interest in the properties by fulfilling the terms of the option agreement. See individual resource property descriptions for earn in terms.

Richard Mazur, P.Geol., President & CEO of the Company reviewed the contents of the Resource Property Descriptions in this Management's Discussion and Analysis.

RESOURCE PROPERTIES (continued)***NORTH THELON PROJECT***

Current activity and future plans

Forum completed an aggressive, multifaceted exploration campaign this past summer which included an airborne survey, ground gravity surveys, mapping, prospecting, till sampling and limited diamond drilling over this large property. Forum is utilizing the same exploration method that was instrumental in the discovery of the major deposits in this region by Areva.

Drilling

A total of 12 holes for 2474m were completed and tested six different areas in this first pass drill campaign. A total of 270 composite and selective geochemical core samples were collected, as well as 158 spectral clay chips.

The most prospective areas drilled were the large gravity targets found on the Tarzan A and B grids. These gravity lows line up on the N45 trend that hosts the Jane occurrence and the Andrew Lake and End deposits. The Tarzan A gravity target measures 1.2 km by 0.7 km in area and is located 4.6 km southwest of Areva's Jane uranium occurrence where drilling intersected 1 metre grading 8% U₃O₈. (Source: GSC World Mineral Occurrence Database) The Tarzan B gravity targets measure 500m by 250m and 1.0 km by 0.6 km in area and are located 11km southwest of the Jane.

Only three holes were drilled into each of these two large gravity targets. Tarzan A drilling (TZ-01, TZ-02, TZ-03) returned extensive alteration including intense de-silicification, quartz flooding, hematite re-mobilization and clay replacement. Spectral clay sampling shows illite is often the dominate clay in this alteration. Illite alteration halos with anomalous geochemistry may be indicative of a fertile hydrothermal system, and is a common feature around the known uranium deposits of this region. Tarzan B drilling (TZ-04, TZ-05, TZ-06) saw similar massive alteration. Spectral clay sampling again shows illite as the dominate clay type. The alteration zones were encountered near-surface and extended to the bottom of the drill holes. Due to technical issues most drill holes did not exceed 250m and as such the bottom of this massive alteration system remains untested. Radiometric peaks of 5-6 times the surrounding rock were observed in both areas.

Lab results have shown TZ-04 on the Tarzan B grid to have the most anomalous geochemistry. Variable uranium enrichment occurs nearly continuously from 12 to 146m (22ppm U over 79.5m from 45 to 124.5m) and numerous pathfinder elements (up to 120ppm Pb over 11.2m and 801ppm B over 12.7m) are also variably enriched. TZ-05 returned localized uranium enrichment from 185.3 to 195m (14ppm U), and TZ-02 on the Tarzan A grid has local uranium enrichment from 84.1 to 93m (21ppm U).

Drillhole RW-01 was drilled on a large gravity low on the western edge of the Ranger West grid on the Agnico-Eagle option. This gravity low is on the same N070° trend that continues to Areva's End deposit. Hole RW-01 intersected spotty bleaching and increasingly brecciated core near the bottom of the hole. Once again, technical issues forced drilling to be halted and this target remains untested at depth.

RESOURCE PROPERTIES (continued)***NORTH THELON PROJECT (continued)***

Current activity and future plans (continued)

Other drill-holes tested the Cathy grid (CA-01) on the Agnico-Eagle option, the mineralized showings at Graphite and RD-7 (GR-01, RD7-01 respectively) on the Tanqueray option and the FOR-62 showing (BD-01, BD-02) on 100% Forum ground. No significant alteration or uranium mineralization was encountered in these holes. Detailed gravity surveys are recommended for these showings.

Geophysical Surveys

Forum commissioned Fugro Airborne Surveys to fly two large blocks of RESOLVE electromagnetic/magnetic surveys for a total of 7891 line kilometres covering most of the North Thelon Project area. The apparent resistivity and magnetic surveys proved invaluable in identifying geological, structural and alteration features.

MWH Geo-Surveys Ltd conducted 11 ground gravity survey grids in 7 areas across the North Thelon Project area. The resulting Bouguer gravity grids highlighted alteration zones and structural trends which were used in developing drill targets, both for the 2008 and the upcoming 2009 drill programs. This method of geophysics was successfully used by Urangesellschaft / Cogema (now Areva) in the discovery of some of the deposits located on the adjacent Kiggavik project.

Geological Mapping and Prospecting

Widespread regional mapping and prospecting continued with follow-up from the 2007 program. Detailed mapping was conducted in areas of structural complexity and known surface uranium showings. Prospectors located several more uranium showings on Forum's 100% owned Tarzan property and on ground optioned from Agnico-Eagle and Tanqueray Resources Ltd. with values up to 2720 ppm uranium.

Two soil sampling grids were completed, the first located east of the Tarzan B gravity/drilling grid to test a major N070° lineament. Geochemical results showed a weak enrichment of uranium (up to 12ppm) and pathfinder elements flanking the edge of a large magnetic high near the center of the grid. This could reflect an underlying alteration zone that is present at the contact of granites (magnetic high) on the north and metasediments (magnetic low) on the south. The second grid was located in the north-eastern portion of the project area and situated over the previously mentioned major NE trending lineament. Geochemical results from this grid outline weakly enriched uranium (up to 7ppm) and pathfinder elements at the junction of a N70° lineament and a northwest-trending structure.

RESOURCE PROPERTIES (continued)***NORTH THELON PROJECT (continued)***

Current activity and future plans (continued)

Terms of agreement

The Company acquired all of Northern's right, title and interest in and to all agreements and property interests related to the North Thelon JV. As consideration for the acquisition, the Company:

- Issued to Northern, 2,700,000 common shares (issued during the period) of the Company at a price of \$0.34 per share, such that 675,000 shares will be tradeable 4 months following the closing date and a further 675,000 shares will be tradeable on each of 12, 18 and 24 months after the closing date.
- Granted to Northern a 5% net profits royalty on the mineral properties that are currently held 100% by the North Thelon JV; and
- Effective as of the closing date, released Northern from and assumed any and all obligations of Superior which were then outstanding under the Agreements or which may arise under the Agreements following the closing date.

Historical Information

Exploration for uranium in the northern Thelon Basin was conducted primarily from the mid-1970's to the mid-1980's culminating in the discovery of the Kiggavik deposits located 80 km west of Baker Lake, Nunavut by Urangesellschaft Canada Ltd. AREVA Resources Canada Inc. ("AREVA") acquired the project in 1993. The North Thelon Joint Venture ("NTJV"), a 50/50 partnership with Superior Diamonds Inc., (the Company as operator), acquired through claim staking in 2006, over 100,000 hectares of prospective exploration lands immediately adjacent to the Kiggavik deposits.

A uranium development policy for the Territory of Nunavut was adopted in September 2007 and shortly thereafter, AREVA and joint venture partners JCU (Canada) Exploration Company Limited and DAEWOO International Corporation announced the commencement of a two year feasibility study and the regulatory process to obtain the necessary approvals for a uranium mine and mill complex on the Kiggavik deposits (See AREVA News Release dated December 3, 2007). AREVA reports a resource estimate of 148 million pounds of uranium at an average grade of 0.24% U (0.28% U₃O₈). The Kiggavik deposits (Kiggavik, End, Andrew Lake and Jane) also contain significant quantities of gold and platinum.

During the summer of 2007, the NTJV completed a \$1.8 million exploration program at its Kiggavik North and South claims. The program identified seven significant uranium occurrences with grab samples grading from 0.08% U₃O₈ to 1.3% U₃O₈

RESOURCE PROPERTIES (continued)***NORTH THELON PROJECT (continued)***

Historical Information (continued)

Field crews examined numerous historical uranium showings on the NTJV property and, through further investigation of other areas of favourable geology and structure, discovered previously unreported uranium mineralization of particular interest as follows:

- FOR-62 – A newly discovered occurrence in a thrust faulted package of quartzite and metawacke with uranium values up to 1.3% U_3O_8 at the intersection of NW and ENE trending faults.
- Tarzan – This well located prospect covered by overburden lies along a northeast structure (identified by existing airborne magnetic and electromagnetic surveys) which hosts AREVA's End deposit, Andrew Lake deposit and Jane showing that lie 3 km to the northeast of Forum's property.
- Nutaaq (Inuktitut for "Something New") – A newly discovered occurrence over a 4km by 2km area in regolithic quartzite and metawacke intruded by fluorite-bearing granite with results up to 0.18% U_3O_8 . A gravity survey has identified gravity lows which may indicate zones of alteration.
- Pyro Lake – An historical occurrence in regolithic metawacke and metavolcanic rocks at the unconformity with overlying Thelon conglomerate. Grades of 0.13% U_3O_8 occur in an area of the intersection of three faults.
- Ivitaaq (Inuktitut for "Red Rocks") – An historical occurrence in regolithic metawacke and quartzite at the unconformity with Thelon conglomerate. Grades of up to 0.19% U_3O_8 occur at the intersection of two fault systems.
- Boundary – Thrust faulted quartzite and metawacke cut by a WNW to NW fault system. Grades of up to 0.08% U_3O_8 occur at the intersection of these two fault systems
- Red Hearts – A complex network of predominantly ENE and NNW trending faults within quartzite and metawacke, which are strongly radioactive. Assays have not yet been received.

TANQUERAY OPTION

Current activity and future plans

The Company completed a 1,280 line kilometers (km) resolve airborne survey over the Tanqueray Option property. The property is located along prospective ground for similar style uranium deposits as Areva's 134 million pound Kiggavik uranium deposit which is undergoing a full feasibility study.

Follow-up ground gravity surveys were completed on selected targets from the resistivity survey to identify areas of low density (alteration) that may be associated with a uranium deposit. This method has been proven successful on the Kiggavik deposits, and is being applied to all of the NTJV holdings in the Kiggavik area. Two holes were drilled on the property and no significant alteration or uranium mineralization was encountered. Follow-up gravity surveys are recommended.

RESOURCE PROPERTIES (continued)***TANQUERAY OPTION (continued)***

Terms of Agreement

On August 14, 2007, the Company and Superior Diamonds (the “North Thelon JV”) entered into an agreement with Tanqueray Resources Ltd. (“Tanqueray”) whereby the Company can acquire an option to earn 60% interest in the Baker Lake Project which is near Kiggavik-Sissons. The Company and Tanqueray share a director in common.

As consideration, the Company will be required to issue shares and incur the following expenditures on the property to earn their initial 60% interest as follows:

Upon execution of agreement	Issuance of 50,000 Forum common shares (issued)	Incur NIL in exploration expenditures
August 14, 2008	Issuance of 50,000 Forum common shares (see below paragraph)	Incur \$200,000 in exploration expenditures (see below paragraph)
August 14, 2009	Issuance of 50,000 Forum common shares	Incur \$300,000 in exploration expenditures (for cumulative expenditures totalling \$500,000)
August 14, 2010	Issuance of 50,000 Forum common shares	Incur \$500,000 in exploration expenditures (for cumulative expenditures totalling \$1,000,000)
August 14, 2011	Issuance of 50,000 Forum shares	Incur \$1,000,000 in exploration expenditures (for cumulative expenditures totalling \$2,000,000)
August 14, 2012	Issuance of 50,000 Forum shares	Incur \$2,000,000 in exploration expenditures (for cumulative expenditures totalling \$4,000,000)

On August 13, 2008, the Company finalized an agreement with Tanqueray Resources Ltd. (“Tanqueray”) to assume Northern’s obligations under the Property Option Agreement dated August 14, 2007 respecting the Baker Lake project located in Nunavut. As a result, Forum can earn a 60% interest in uranium and diamonds only on the Baker Lake project by making \$4,000,000 in expenditures and issuing a total of 375,000 (issued 75,000 shares during the period) common shares over 5 years. This is an addition of 125,000 common shares of the Company in substitution for Northern’s share payment obligations under the Property Option Agreement.

Forum also has an option to earn a further 10% interest in the property by committing to the completion of a bankable feasibility study.

Historical Information

The 118,000 hectare Tanqueray property adjoins Forum’s 100% owned lands and is located 40 kilometres west of Baker Lake in Nunavut and approximately 40 km east of AREVA’s Kiggavik project.

RESOURCE PROPERTIES (continued)***TANQUERAY OPTION (continued)***

Historical Information (continued)

Forum's geological and prospecting team conducted exploration of the property as part of its overall program from July through to September, 2007 on its 100% owned joint venture ground and on the adjoining ground optioned from Tanqueray Resources Ltd. Several historical prospects were re-evaluated some new discoveries were made during the summer program:

- • Graphite – up to 9050 ppm U (1.07% U308)
- • LA-4 – up to 2840 ppm U (0.34% U308)
- • RD-7- up to 2320 ppm U (0.27% U308)
- • Graphite North – up to 1310 ppm U (0.16% U308)
- • Island Lake – up to 795 ppm U (0.09% U308)
- • SCH – up to 575 ppm U (0.07% U308)

Rock types hosting uranium mineralization in the Tanqueray option are composed almost entirely of interbedded quartzite, metawacke, and schistose units that have undergone structural deformation, similar to the host rock types of the Kiggavik deposits that occur along a 24 km section of a regional east northeast trending structural zone. Uranium mineralization typically occurs in fractures, breccia zones, and faults.

AGNICO-EAGLE OPTION

Current activity and future plans

A Fugro operated airborne resistivity survey was flown over the property and ground gravity surveys were done on areas of interest. Two holes were drilled and follow-up drilling is recommended in the Ranger West area.

Terms of Agreement

On February 29, 2008, the Company entered into a joint venture agreement with Agnico-Eagle Mines Limited (“Agnico”) whereby the Company can earn a 51% interest in certain mineral claims consisting of 53,119 acres located around the Thelon Basin in the Nunavut Territory.

RESOURCE PROPERTIES (continued)***AGNICO-EAGLE OPTION (continued)***

Terms of Agreement (continued)

The Company can earn their interest by incurring and funding an aggregate of \$3,000,000 in exploration expenditures as follows:

February 29, 2009	Incurring \$250,000 in exploration expenditures (incurred \$626,458 to date)
February 29, 2010	Incurring \$500,000 in exploration expenditures (for cumulative expenditures totalling \$750,000)
February 29, 2011	Incurring \$750,000 in exploration expenditures (for cumulative expenditures totalling \$1,000,000)
February 29, 2012	Incurring \$1,500,000 in exploration expenditures) for cumulative expenditures totalling \$3,000,000)

Forum may also acquire a further 14% interest by completing a bankable feasibility study in relation to the Properties within five years of earning its 51% joint venture interest. (See private placements)

Historical Information

The Properties consist of 36 claims, comprising 21,497 hectares, which cover favourable host rocks and structural trends that could lead to Kiggavik-style uranium deposits. . Historical showings of uranium grading up to 0.22% U₃O₈ have been reported from assessment files in the Nunavut Mining Recorder's Office.

KEY LAKE ROAD PROJECT

Current activity and future plans

The Company has started a winter exploration program on January 27, 2009 on the northern half of its 100% owned Key Lake Road project. The main part of the program will concentrate on a major structure/lithographic unit (the Costco trend) that is sub-parallel to the Key Lake structure that hosts the 200 million pound Key lake uranium deposit

Forum Uranium Corp. has started line-cutting, ground EM and ground gravity surveys on four separate grids on the Costco area of the Key Lake Road project, as well as one grid on the Highrock Lake project which lies just south of the Key Lake deposits on the same basal graphitic unit. This phase of exploration will be used to select drill targets for follow up.

RESOURCE PROPERTIES (continued)***KEY LAKE ROAD PROJECT (continued)***

Current activity and future plans (continued)

A 28 hole drill program comprising 4,463 metres (m) was completed in the fall of 2007 and winter of 2008 on targets along the Key Lake Road Shear Zone, in search for basement-style mineralization similar to Cameco's Millennium 45 million pound uranium deposit. Low grade mineralization and good alteration was intersected in the DD, Rainbow, Millison and Romulus conductive and structural targets.

Historical Information

The 100%-owned Key Lake Road project (includes the Key Lake Road claims and Haultain River claims) comprises 111,564 hectares. The northern boundary of the project area is located 20 km southwest of Cameco's Key Lake Mine/Mill Complex, the principal processing facility for the nearby high grade McArthur River uranium mine and site of the formerly productive Key Lake Deposit (195 million pounds of uranium mined at an average grade of 2.45% U). The Companies property covers favourable basement rocks within the Mudjatik-Wollaston Tectonic Transition Zone, a northeast trending structural zone on the eastern rim of the Athabasca Basin along which the district's most productive uranium mines occur. Over 95% of known Canadian uranium deposits and all current uranium producing mines in Canada are located on this trend.

The property can be accessed by Saskatchewan Provincial Hwy 914 which services the Key Lake mill. Several areas for drilling were identified along the Key Lake Road Shear Zone - the DD, Rainbow, Hobo, Millison and Molly Zones.

The 100%-owned Key Lake Road project (includes the Key Lake Road claims and Haultain River claims) comprises 111,564 hectares. The northern boundary of the project area is located 20 km southwest of Cameco's Key Lake Mine/Mill Complex, the principal processing facility for the nearby high grade McArthur River uranium mine and site of the formerly productive Key Lake Deposit (195 million pounds of uranium mined at an average grade of 2.45% U).

The Companies property covers favourable basement rocks within the Mudjatik-Wollaston Tectonic Transition Zone, a northeast trending structural zone on the eastern rim of the Athabasca Basin along which the district's most productive uranium mines occur. Over 95% of known Canadian uranium deposits and all current uranium producing mines in Canada are located on this trend. The property can be accessed by Saskatchewan Provincial Hwy 914 which services the Key Lake mill. Several areas for drilling were identified along the Key Lake Road Shear Zone - the DD, Rainbow, Hobo, Millison and Molly Zones.

The Company has identified over 200 kilometres of prospective electromagnetic conductors and mapped and prospected the prolific Key Lake Road Shear Zone over the past three years in search for shallow basement-style unconformity deposits similar to Cameco's 45 million pound Millennium uranium deposit. A number of targets were identified by geological/structural interpretations integrated with geochemical/ geophysical evaluation of this large, well located property with easy access from the Key Lake Road.

RESOURCE PROPERTIES (continued)***KEY LAKE ROAD PROJECT (continued)***

Historical Information(continued)

The Company completed 47 drill-holes in three drill campaigns over 2006/2007 and is encouraged by its first pass drill program and the intersection of near surface uranium mineralization in altered, graphitic rocks on the Key Lake Road property.

MAURICE POINT PROJECT

Current activity and future plans

Forum Uranium Corp. and option earn-in partner Mega Uranium Ltd., completed its winter drill program on the Maurice Point property, located nearby Cameco Corporation's 1.3 million pound Maurice Bay uranium deposit in the Athabasca Basin of northern Saskatchewan. A total of 10 holes for 2,321 metres were completed in two target areas on the project, ground gravity surveys were completed on three grids and a resistivity survey has covered parts of two grids.

The highlight of the program was the drill intersection of a very large and re-activated basement fault system with associated strong hydrothermal alteration. Alteration and brecciation extend down to a depth of more than 250m, similar in size and style to that seen at several basement-hosted deposits in the Athabasca Basin (AREVA's and UEX's Shea Creek mineralization with alteration extending up to 200m into the basement, and Cameco's Millennium deposit with an indicated resource of 45.8 million pounds U₃O₈, source: Cameco 2005 Annual Report, with mineralization extending 150m into the basement). The fault system was identified by the ground gravity survey and subsequently drilled.

Colin River Grid - Five holes were drilled on the Colin River grid, about 18 kilometres northeast of Cameco's Maurice Bay deposit. These tested the McKenzie Fault which was identified in the airborne magnetometer survey completed in 2007, and by the ground gravity survey in 2008. This large and reactivated fault system was intersected in three of the holes, with bleaching and hematization extending from surface to more than 250 metres in depth. The fault in this locality shows no uranium mineralization, but its strike extends for more than 30km and gives Forum a large number of targets to investigate in future exploration programs.

Beach Zone Grid - Five more drill holes were completed in the vicinity of the Beach Zone where uranium mineralization was identified both in boulders and in regolithic basement outcrop, with grades in grab samples of up to 6.3% U₃O₈. Weak gravity anomalies were tested on land around the mineralized outcrop areas. Variably hematized and mylonitic basement lithologies were present, but little in the way of reactivated structures or radiometric anomalies was intersected. Several gravity targets under the lake and nearby the contact with the Athabasca sandstones were not tested due to technical problems with the drill. These will be tested in future drill programs.

RESOURCE PROPERTIES (continued)***MAURICE POINT PROJECT (continued)***

Current activity and future plans (continued)

Spring Point Grid - Drill holes planned for the Spring Point area were also not completed as the drill had to be demobilized before spring break-up. However, a gravity survey was completed over this grid and strong gravity anomaly found.

Terms of Agreement

The 100%-owned Maurice Point project consists of claims totalling 37,714 hectares, located immediately adjacent to Cameco Corporation's Maurice Bay deposit on the northwest margin of the Athabasca Basin.

Terms of Agreement

On September 20, 2007, the Company entered into a letter option agreement with Mega Uranium Ltd. ("Mega") to allow Mega to earn a 55% interest, with an additional option to increase their interest to 70%, in the Maurice Point uranium project. Upon completion of a due diligence review by Mega, they will be required to issue shares and incur the following expenditures on the property to earn their initial 55% interest:

Upon execution of agreement	Issuance of 25,000 Mega shares (issued)	Incur NIL exploration expenditures
September 20, 2008	Issuance of 25,000 Mega shares (received subsequent to period end)	Incur \$2,000,000 in exploration expenditures (incurred \$3,845,019 to date)
September 20, 2009	Issuance of 25,000 Mega shares	Incur NIL exploration expenditures
September 20, 2010	Issuance of 25,000 Mega shares	Incur \$6,000,000 in exploration expenditures

Mega can increase its interest in the Property from 55% to 70% by obtaining a bankable feasibility study in respect of the Maurice Point property and arranging financing for the development of the property.

Historical Information

The Maurice Bay uranium deposit is reported to host 1.3 million pounds of U3O8 at a grade of 0.6% (Source: Saskatchewan Industry and Resources Miscellaneous Report 2003-7) at the sub-Athabasca unconformity and structurally controlled mineralization within altered basement rocks. The Forum claims cover the northeast trending McKenzie Mylonite Zone and related basement structures hosting the Maurice Bay mineralization and the margin of the favourable Athabasca sandstone unconformity.

RESOURCE PROPERTIES (continued)***MAURICE POINT PROJECT (continued)***

Historical Information (continued)

Airborne magnetic and electromagnetic surveys and ground gravity, resistivity and electromagnertic surveys have been conducted on the property. The surveys have been conducted to identify altered rocks associated with the strong northeast trending McKenzie Fault on the property that is the controlling feature for uranium mineralization in the Maurice Bay and Beach Zone areas. A number of potential drill targets have been identified by these geophysical surveys at McKenzie Point, Colin River, Spring Point, Spring Point Ice and Maurice Point.

The Uranium Ridge showings had previously been investigated during the 1950s and 1960s, where radioactivity reportedly occurred in shear-hosted basement rocks at the intersection of northwest- and northeast-trending faults/fractures. Sampling by the Company of the Uranium Ridge occurrence ranges in value from 0.257 % to 1.01 % U₃O₈. Further prospecting in the McKenzie Point area in 2005 discovered the Beach Zone with assays of 7.31 %, 2.2 %, 2.16 %, 2.06%, 1.55%, 0.935%, 0.871% and 0.388 % U₃O₈ (average 1.6% U₃O₈ for the middle six samples). The West Beach zone also has significant uranium mineralization associated with graphitic rocks, immediately west of the Beach zone. Collectively this ara around McKenzie Point is an important drill target.

HENDAY PROPERTY

Current activity and future plans

During the period, the Company received geochemical results from 21 drill-holes (4,971 metres drilled) completed in April, 2008. Illite alteration halos with anomalous boron, nickel and lead geochemistry may be indicative of a fertile hydrothermal system, and is a common feature around all the known uranium deposits in this part of the Athabasca Basin (Midwest, Sue, McLean, Collins Bay and Cigar Lake). The Henday property is located on the trend hosting the Midwest lake deposits and the newly discovered Roughrider Zone by Hathor Exploration Ltd.

The Company's drill holes successfully identified an illitic alteration halo with associated tectonization, quartz dissolution and anomalous geochemistry. In drill-hole RL-46, the alteration halo extends both upwards into the sandstone and downwards into the basement for a total of 50m in thickness (115 to 155m). The sandstone showed anomalous geochemistry just above the unconformity. A second drill-hole, RL-51 located 70m away, also intersected 32 metres of the alteration halo and returned anomalous geochemistry in the lower sandstone.

RESOURCE PROPERTIES (continued)***HENDAY PROPERTY (continued)***

Current activity and future plans (continued)

The main part of the halo appears to be located under the north end of Mallen Lake, which straddles the western border of Areva's McLean Lake project, but ice conditions did not allow for further drill testing of the target. Graphite was intersected near the bottom of the hole, with the up-dip extension lying further east under Mallen Lake. The alteration halo is also located only 2 km north of AREVA's Mallen Lake showing where drill intercepts of 5.9% U₃O₈ over 0.3 m have been reported in previous drilling.

Drill holes on other targets on the project tested the intersection of structures with known graphitic conductors. Anomalous geochemistry and tectonized sandstone was intersected in five of the holes as well. (see Table 1), with values of 225 ppm U over 2.9 m in RL-36 and 313 ppm U over 0.4 m in RL-42.

Drill-hole (ppm)	From - To (metres)	U (ppm)	B (ppm)	Ni (ppm)	Pb (ppm)	Cu (ppm)
RL-36	178 to 180.9m (2.9 m)	225	25	141	16	4
RL-40	169.3 to 169.9m (0.6 m)	57	619	107	37	1016
RL-42	155.7to 156.1m (0.4 m)	313	224	176	270	49
RL-46	143 to 143.85m (0.85 m)	26	332	134	29	71
RL-47	243.6 to 244m (0.4 m)	205	27	29	39	116
RL-51	140 to 141m (1.0 m)	25	191	247	48	64
RL-52	124 to 126m (2.0 m)	102	33	86	12	2

Historical Information

Forum acquired the Henday uranium property on May 16, 2007, in consideration for 3.515 million shares of the Company. This 7,204 hectare property is well located on the structural trend hosting the Midwest Lake mine development project currently slated for production in 2011 by AREVA Resources Canada Inc. and Denison Mines Corp. The Henday property has exceptional potential for a shallow, high grade uranium deposit and is located along the north-east trending Midwest Lake deposit (41 million lbs. U₃O₈ at an average grade of 5.5%) and Mae zone. Denison Mines recently reported results of 10.5 metres grading 12.4% U₃O₈ to 22.6 metres grading 26.7% U₃O₈ on the Midwest A (Mae Zone) discovery, located 3 km north-east of the Midwest Lake deposit and 10 km south-west of the Henday property. It also lies north of Cameco's Dawn Lake deposits (13 million lbs. U₃O₈ grading 1.7%).

RESOURCE PROPERTIES (continued)***HENDAY PROPERTY (continued)***

Historical Information (continued)

Thirty-two widely-spaced drill holes, comprising 7,576 metres (m) were completed from 2000 to 2005 in a first phase drill campaign that discovered significant hydrothermal alteration and low grade uranium mineralization in several drill holes. One intercept of 0.21% over 4 m in the Athabasca sandstone at the unconformity and 10 other holes with anomalous uranium have been intersected in association with electromagnetic conductive trends, strong clay alteration and anomalous geochemistry.

The Company re-interpreted the structural setting, re-logged the core during the past summer and sampled the clay altered sections of the drill core for spectral analysis. These activities clearly indicate that the uranium mineralizing processes similar to several uranium deposits in the region were also active within the Henday claims.

ORCHID LAKE PROJECT

Current activity and Future Plans

The Company completed 4 holes comprising 577 m in the fall of 2007. Low grade mineralization with good alteration was intersected in two holes on a conductive trend and requires further follow-up drilling.

During the period, the Company served notice to Global Uranium Corporation (“Global”) that they were in default of the terms of the Orchid Lake property option agreement due to their failure to make the second anniversary cash and share payments due on May 31, 2008. The Company further informed Global that the agreement was now terminated and all monies outstanding on account of expenditures incurred under the agreement by the Company as operator on behalf of Global as optionee were due and are payable immediately. \$296,000 remains due and payable and subsequent to period end, the Company referred the matter to arbitration in accordance with the terms of the agreement.

On November 28, 2008, the Company entered into a settlement and release agreement for \$150,000 with Global to settle the dispute. Terms of repayment are as follows:

- \$50,000 payable upon execution of the agreement (received subsequent to year end)
- \$50,000 payable on or before June 1, 2009
- \$50,000 payable on or before December 31, 2009

If Global completes one or more equity or private financing for an aggregate amount equal to or greater than \$500,000, the remaining payment obligations will be accelerated and become payable by Global to the Company within ten days of the placement financing.

RESOURCE PROPERTIES (continued)***ORCHID LAKE PROJECT (continued)***

Terms of Agreement

The Company has a 100% interest in two mineral claims totalling 7,229 hectares.

Historical information

The Orchid Lake property, comprising 7,229 hectares was staked by Forum based on a review of historical exploration data and its strategic location in proximity to the Key Lake Mine and the Company's Key Lake Road property. During the 1970-1980 period, Uranerz Exploration and Mining Ltd. carried out exploration work and identified anomalous uranium in lake sediments near Orchid Lake. Subsequent radiometric prospecting discovered pegmatitic boulders with narrow bands of graphitic gneiss grading up to 0.1% U₃O₈. Nine holes comprising 1,140 metres (m) of drilling was completed on the Orchid Lake project in the 2007 winter drill campaign. Drilling of six holes along the P Conductor yielded a result of 0.19% U₃O₈ over an approximate true width of 0.1 metres in drill hole OL-05 at a vertical depth of 120 m. This intercept is within a fault zone in graphitic pelite with strong clay alteration and secondary sulphides that assayed 0.09% U₃O₈ over an approximate true width of 0.35 m.

COSTIGAN LAKE JOINT VENTURE

Current activity and future plans

Two holes, totalling 357 m were completed in the southern part of the property in the fall 2007. Moderately altered graphitic gneiss with weak radioactivity was intersected. Further drilling along the conductors on the property are recommended.

Historical Information

The Company acquired Cameco Corporation's ("Cameco") 65% interest in the Costigan Lake Uranium Joint Venture for a cash payment of \$22,975. The Company is the operator and NVI Mining Ltd. ("NVI"), a wholly-owned subsidiary of Breakwater Resources Ltd. ("Breakwater"), is a 35% partner in the joint venture. The Costigan Lake Joint Venture property comprises a 743 hectare mineral lease strategically located 14 kilometres (km) southwest of the Cameco/AREVA Key Lake Mine and Mill complex in the Athabasca Basin, northern Saskatchewan.

The property adjoins the Cameco/AREVA Key Lake Mine Property. The property flanks the western margin of the Archean-age Key Lake Dome. The conductive trends for 7.5 km within the Costigan Lake property have been interpreted as the southern extension of the graphitic metapelites which host the Key Lake uranium deposits.

RESOURCE PROPERTIES (continued)***COSTIGAN LAKE JOINT VENTURE (continued)***

Historical Information (continued)

Previous drilling in a limited area on the north end of the property encountered uranium mineralization grading 0.088% over 4.0 m (including 0.43% U₃O₈ over 0.36 m) at a depth of 112 m within altered graphitic pelitic gneiss. Six holes by the Company in March 2006, totalling 824 m, tested two electromagnetic conductive trends on the property. The Company intersected encouraging uranium mineralization in two holes of the 6 hole program, grading from 0.025% to 0.108% U₃O₈ in fractures within and in the footwall of a graphitic horizon. The Company's drilling intersected graphitic metasediments, clay alteration and structurally deformed rocks.

HAULTAIN RIVER JOINT VENTURE

Historical Information

On November 2, 2006, the Company entered into a joint venture agreement with Hathor Exploration Ltd. ("HEL"). HEL's agreed buy-in was 50% of claim staking and airborne geophysical costs for the amount of \$59,000. The Company is the operator of this 10,148 hectare property extending southwest of the Key Lake Road claims.

The Joint Venture completed a 623 line kilometre "AeroTEM II" helicopter-borne, time domain electromagnetic geophysical survey in 2006. A total of 45 line kilometres of prospective electromagnetic conductors extending south from Forum's Key Lake Road property were delineated by this survey. A helicopter supported, lake sediment sampling program was conducted during the summer of 2007 over the property. Results of these geophysical and geochemical surveys are being interpreted for the determination of future programs on the property.

HIGHROCK LAKE

Current activity and future plans

Forum Uranium Corp. has started line-cutting, ground EM and ground gravity surveys on four separate grids on the Costco area of the Key Lake Road project, as well as one grid on the Highrock Lake project which lies just south of the Key Lake deposits on the same basal graphitic unit. This phase of exploration will be used to select drill targets for follow up work at a later date.

During the period, the Company finalized its agreement with Seagrove Capital Corporation ("Seagrove") to acquire 100% interest in the Highrock Lake Claim located 15 kilometres south of the Cameco/AREVA Key Lake Mine facility in northern Saskatchewan.

RESOURCE PROPERTIES (continued)***HIGHROCK LAKE***

Current activity and future plans

The Highrock property is strategically located along the geological continuation of the formation hosting the 195 million pound Key Lake uranium deposits. A limited program of overburden drilling was conducted in the early 1980's and the property has not received a serious drilling campaign during the current uranium cycle. The Highrock property has exceptional potential to host a basement-style uranium deposit similar to Cameco's 50 million pound Millennium uranium deposit and Hathor's Roughrider Zone further to the north. A recent Aeroquest AeroTEM III magnetic/electromagnetic survey has identified several targets that are often associated with uranium mineralization. Ground gravity geophysical surveys are recommended for the winter of 2009.

Forum acquired all of Seagrove's right, title and interest in and to the Highrock Lake Claim by issuing 100,000 common shares (issued during the period) at a price per share of \$0.33 and a cash deficiency payment to Saskatchewan Industry and Resources that will be returned to the company upon completion of a work program totalling \$37,404 (paid during the period). Seagrove shall retain a 1% NSR and Forum shall have the option to buyback 0.5% of the NSR for \$1 million.

INVESTOR RELATIONS

The Company retains the services of in-house investor relations consulting, as well as external investor relations consultants and firms from time to time to increase exposure to North American and European retail brokers, institutions and investors.

During the period, the Company terminated all external investor relations contracts

CHANGES IN ACCOUNTING POLICIES

The Company implemented the following accounting policy changes during the year ended November 30, 2008.

- a) Section 1535, “Capital Disclosures”, establishes standards for disclosing information about an entity’s capital and how it is managed. These standards require an entity to disclose the following:
 - i. its objectives, policies and processes for managing capital;
 - ii. summary quantitative data about what the Company views as capital;
 - iii. whether during the period, it complied with any externally imposed capital requirements to which it is subject;
 - iv. when the entity has not complied with such requirement, the consequences of such non-compliance.

- b) Financial Instruments – Disclosure (Section 3862) and Presentation (Section 3863)

These standards replace CICA 3861, Financial Instruments – Disclosure and Presentation. They increase the disclosures currently required, which will enable users to evaluate the significance of financial instruments for an entity's financial position and performance, including disclosures about fair value. In addition, disclosure is required of qualitative and quantitative information about exposure to risks arising from financial instruments, including specified minimum disclosures about credit risk, liquidity risk and market risk. The quantitative disclosures must provide information about the extent to which the entity is exposed to risk, based on information provided internally to the entity’s key management personnel.

RECENT ACCOUNTING PRONOUNCEMENTS

- a) Goodwill and intangible assets

In October 2007, the CICA approved Handbook Section 3064, “Goodwill and Intangible Assets” which replaces the existing Handbook Sections 3062, “Goodwill and Other Intangible Assets” and 3450 “Research and Development Costs”. This standard is effective for interim and annual financial statements relating to fiscal years beginning on or after October 1, 2008, with earlier application encouraged. The standard provides guidance on the recognition, measurement and disclosure requirements for goodwill and intangible assets. The Company is currently assessing the impact of this new accounting standard on its financial statements.

RECENT ACCOUNTING PRONOUNCEMENTS (continued)

b) Amendments to Section 1400 – Going Concern

CICA Section 1400, General Standards of Financial Statement Presentation, was amended to include requirements to assess and disclose an entity's ability to continue as a going concern. The new requirements are effective for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2008. The Company is currently assessing the impact of this new accounting standard on its financial statements.

c) International Financial Reporting Standards ("IFRS")

In 2006, the Canadian Accounting Standards Board ("AcSB") published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five-year transitional period. In February 2008 the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada's own GAAP. The date applies to interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date of January 1, 2011 will require the restatement, for comparative purposes, of amounts reported by the Company for the year ended November 30, 2011. The Company has begun assessing the adoption of IFRS for 2011, but has not yet determined the impact the transition to IFRS will have on the Company's financial statements.

d) Goodwill and Intangible Assets

In February 2008, the CICA issued Handbook Section 3064 – *Goodwill and Intangible Assets* which replaced Handbook Section 3062 – *Goodwill and Other Intangible Assets*. This revision aligned Canadian GAAP with IFRS and established standards for the recognition, measurement, presentation and disclosure of goodwill and intangible assets. The Company does not expect the adoption of this standard to have any impact on the Company's financial statements.

e) Business Combinations; Consolidated Financial Statements and Non-Controlling Interests

In January 2008, the CICA issued Handbook Sections 1582 – *Business Combinations*; 1601 – *Consolidated Financial Statements*; and 1602 – *Non-Controlling Interests*. These sections replace the former CICA Handbook Section 1581 – *Business Combinations* and CICA 1600 – *Consolidated Financial Statements* and establish a new section for accounting for a non-controlling interest in a subsidiary. These sections also provide the Canadian equivalent to IFRS 3 – *Business Combinations* and IAS 27 – *Consolidated and Separate Financial Statements*.

CICA 1582 is effective for 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 1601 and CICA 1692 apply to interim and annual consolidated financial statements relating to years beginning on or after January 1, 2011. Management has not yet evaluated the impact of these standards on the Company's financial statements.

CRITICAL ACCOUNTING ESTIMATES

The preparation of financial statements requires the Company to select from possible alternative accounting principles, and to make estimates and assumptions that determine the reported amounts of assets and liabilities at the balance sheet date and reported costs and expenditures during the reporting period. Estimates and assumptions may be revised as new information is obtained, and are subject to change. The Company's accounting policies and estimates used in the preparation of the Financial Statements are considered appropriate in the circumstances, but are subject to judgments and uncertainties inherent in the financial reporting process.

Property acquisition costs and related direct exploration costs may be deferred until the properties are placed into production, sold, abandoned, or written down, where appropriate. The Company's accounting policy is to capitalize exploration costs consistent with Canadian GAAP and applicable guidelines for exploration stage companies. The policy is consistent with other junior exploration companies which have not established mineral reserves objectively. An alternative policy would be to expense these costs until sufficient work has been done to determine that there is a probability a mineral reserve can be established; or alternatively, to expense such costs until a mineral reserve has been objectively established. Management is of the view that its current policy is appropriate for the Company at this time. Based on annual impairment reviews made by management, or earlier if circumstances warrant, in the event that the long-term expectation is that the net carrying amount of these capitalized exploration costs will not be recovered, then the carrying amount is written down accordingly and the write-down charged to operations. A write-down may be warranted in situations where a property is to be sold or abandoned; or exploration activity ceases on a property due to unsatisfactory results or insufficient available funding.

RISKS AND UNCERTAINTIES

The Company is in the mineral exploration and development business and as such is exposed to a number of risks and uncertainties that are not uncommon to other companies in the same business. Some of the possible risks include the following:

- a) The industry is capital intensive and subject to fluctuations in metal prices, market sentiment, foreign exchange and interest rates.
- b) The only source of future funds for further exploration programs, or if such exploration programs are successful for the development of economic ore bodies and commencement of commercial production thereon, which are presently available to the Company are the sale of equity capital or the offering by the Company of an interest in its properties to be earned by another party carrying out further exploration or development. Management was successful in accessing the equity markets during the period, but there is no assurance that such sources will be available on acceptable terms in the future.
- c) Any future equity financings by the Company for the purpose of raising additional capital may result in substantial dilution to the holdings of existing shareholders.
- d) The Company must comply with environmental regulations governing air and water quality and land disturbance and provide for mine reclamation and closure costs.

RISKS AND UNCERTAINTIES (continued)

- e) The operations of the Company will require various licenses and permits from various governmental authorities. There is no assurance that the Company will be successful in obtaining the necessary licenses and permits to continue its exploration and development activities in the future.
- f) There is no certainty that the properties which the Company has deferred as assets on its balance sheet will be realized at the amounts recorded. These amounts should not be taken to reflect realizable value.

Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, then actual results may vary materially from those described on forward-looking statements. The Company has not completed a feasibility study on any of its deposits to determine if it hosts a mineral resource that can be economically developed and profitably mined.

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the accompanying financial statements.

Management maintains a system of internal controls to provide reasonable assurance that the Company's assets are safeguarded and to facilitate the preparation of relevant and timely information. The Company's CEO and CFO have confirmed to the Company that they are satisfied with the effectiveness of the Company's system of disclosure controls and procedures as at November 30, 2008 based upon their evaluation of the effectiveness of such disclosure controls and procedures.

INTERNAL CONTROLS AND DISCLOSURE CONTROLS OVER FINANCIAL REPORTING

On November 23, 2007, the British Columbia Securities Commission in which the Company is registered exempted Venture Issuers from certifying disclosure controls and procedures, as well as, Internal Controls over Financial Reporting as of December 31, 2007, and thereafter. Since the Company is a Venture Issuer, it is now required to file basic certificates, which it has done for the year ended November 30, 2008. The Company makes no assessment relating to establishment and maintenance of disclosure controls and procedures as defined under Multilateral Instrument 52-109 as at November 30, 2008.

CHANGES IN INTERNAL CONTROL OVER FINANCIAL REPORTING

There have been no changes in the Company's internal control over financial reporting during the year ended November 30, 2008 that have materially affected, or are reasonably likely to materially affect, its internal control over financial reporting.

APPROVAL

The Board of Directors oversees management's responsibility for financial reporting and internal control systems through an Audit Committee. This Committee meets periodically with management and annually with the independent auditors to review the scope and results of the annual audit and to review the financial statements and related financial reporting and internal control matters before the financial statements are approved by the Board of Directors and submitted to the shareholders of the Company. The Board of Directors of FORUM has approved the financial statements and the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.

OTHER INFORMATION

Additional information is available on the Company's website at www.forumuranium.com or on SEDAR at www.sedar.com.

CAUTION REGARDING FORWARD LOOKING STATEMENTS

Except for historical information contained in this discussion and analysis, disclosure statements contained herein are forward-looking. Forward-looking statements are subject to risks and uncertainties, which could cause actual results to differ materially from those in such forward-looking statements. Forward-looking statements are made based on management's beliefs, estimates and opinions on the date the statements are made and the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change. Investors are cautioned against attributing undue certainty to forward-looking statements.