

ARCH BIOPARTNERS INC.
Interim Financial Statements
Nine Months Ended June 30, 2011 and 2010
(Unaudited - See Notice Of No Auditor Review)

ARCH BIOPARTNERS INC.
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NOTICE OF NO AUDITOR REVIEW

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

The Company's independent auditors have not performed a review of these interim financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for review of financial statements by an entity's auditors.

"Richard Muruve" CEO and Director
August 30, 2011.

ARCH BIOPARTNERS INC.
Consolidated Interim Balance Sheets
(Unaudited - See Notice Of No Auditor Review)

	(Unaudited) <i>June 30,</i> 2011	(Audited) <i>September 30</i> 2010
ASSETS		
CURRENT		
Cash	\$ 299,653	\$ 506,249
Prepaid expenses	2,445	10,981
	302,098	517,230
INCORPORATION COSTS - COST <i>(Net of accumulated amortization)(Note 2)</i>	11,693	13,902
NON-CONTROLLING INTEREST <i>(Notes 1, 4)</i>	1	4,151
	\$ 313,792	\$ 535,283
LIABILITIES		
CURRENT		
Accounts payable and accrued liabilities	\$ 43,443	\$ 30,967
Due to related party <i>(Note 6)</i>	353,117	343,010
	396,560	373,977
SHAREHOLDERS' EQUITY		
Share capital <i>(Note 7)</i>	7,476,704	7,476,704
Contributed surplus <i>(Note 7)</i>	113,319	-
Deficit	(7,672,791)	(7,315,398)
	(82,768)	161,306
	\$ 313,792	\$ 535,283

ARCH BIOPARTNERS INC.

Consolidated Interim Statement of Loss

(Unaudited - See Notice Of No Auditor Review)

	3 months ended <i>June 30,</i> 2011	3 months ended <i>June 30,</i> 2010	9 months ended <i>June 30,</i> 2011	9 months ended <i>June 30,</i> 2010
EXPENSES				
Advertising and promotion	\$ 1,445	\$ -	\$ 3,102	\$ -
Amortization of intangible assets	818	-	2,209	-
Interest and bank charges	3,513	1,623	10,461	1,658
License	-	-	38,565	-
Materials	-	-	7,334	-
Meetings and conventions	-	-	2,260	-
Office	10,348	1,290	14,911	1,290
Patent	24,287	17,287	107,601	17,287
Professional fees	2,517	2,873	33,266	19,804
Stock based compensation <i>(Note 7)</i>	113,319	-	113,319	-
Transfer agent fee	3,065	13,214	13,097	29,715
Travel	4,288	5,014	6,838	5,014
	163,600	41,301	352,963	74,768
LOSS FROM OPERATIONS	(163,600)	(41,301)	(352,963)	(74,768)
GOODWILL IMPAIRMENT	-	(7,075,176)	-	(7,075,176)
NON- CONTROLLING INTEREST IMPAIRMENT <i>(Note 4)</i>	(12,622)	-	(12,622)	-
FOREIGN EXCHANGE (LOSS)	(524)	-	(279)	-
LOSS BEFORE NON- CONTROLLING INTEREST	-	-	-	-
NON-CONTROLLING INTEREST	3,286	-	8,471	-
NET LOSS	\$ (173,460)	\$ (7,116,477)	\$ (357,393)	\$ (7,149,944)
Basic and fully diluted loss per common share	\$ (0.003)	\$ (0.15)	\$ (0.007)	\$ (0.15)
WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING	47,360,179	47,360,179	47,360,179	47,360,179

ARCH BIOPARTNERS INC.
Consolidated Interim Statement of Deficit
Nine Months ended June 30, 2011

(Unaudited - See Notice Of No Auditor Review)

	3 months ended June 30, 2011	3 months ended June 30, 2010	9 months ended June 30, 2011	9 months ended June 30, 2011
DEFICIT - BEGINNING OF PERIOD				
As previously reported	\$ (7,499,331)	\$ (133,275)	\$ (7,311,834)	\$ (99,807)
Prior period adjustments <i>(Note 8)</i>	-	-	(3,564)	-
As restated	(7,499,331)	(133,275)	(7,315,398)	(99,807)
NET LOSS FOR THE PERIOD	(173,460)	(7,116,477)	(357,393)	(7,149,944)
DEFICIT - END OF PERIOD	\$ (7,672,791)	\$ (7,249,752)	\$ (457,200)	\$ (7,249,751)

ARCH BIOPARTNERS INC.
Consolidated Interim Statement of Cash Flows

(Unaudited - See Notice Of No Auditor Review)

	3 months ended June 30, 2011	3 months ended June 30, 2010	9 months ended June 30, 2011	9 months ended June 30 2010
OPERATING ACTIVITY				
Cash paid to suppliers	\$ (53,468)	\$ (41,732)	\$ (216,703)	\$ (71,802)
Cash flow used by operating activity	<u>(53,468)</u>	<u>(41,732)</u>	<u>(216,703)</u>	<u>(71,802)</u>
INVESTING ACTIVITY				
Cash received upon consolidation	-	1,182	-	1,182
Cash flow from investing activity	<u>-</u>	<u>1,182</u>	<u>-</u>	<u>1,182</u>
FINANCING ACTIVITIES				
Advances from (to) shareholders	3,271	(23,165)	10,107	(18,165)
Issuance of share capital	-	699,456	-	699,456
Cash flow from financing activities	<u>3,271</u>	<u>676,291</u>	<u>10,107</u>	<u>681,291</u>
INCREASE (DECREASE) IN CASH FLOW	(50,197)	635,741	(206,596)	610,671
Cash - beginning of year	<u>349,850</u>	4,445	<u>506,249</u>	29,515
CASH - END OF YEAR	\$ 299,653	\$ 640,186	\$ 299,653	\$ 640,186

ARCH BIOPARTNERS INC.

Notes to Consolidated Interim Financial Statements

Nine Months Ended June 30, 2011 and 2010

(Unaudited - See Notice Of No Auditor Review)

1. DESCRIPTION OF BUSINESS

Arch Biopartners Inc., formerly “Focchini International Inc” prior to May 3, 2010 (the “Company”), is incorporated under the Business Corporation Act (Ontario) with continuance under the CBCA. On May 7, 2010, the Company was restructured into a biotechnology firm following a reverse take over transaction (“RTO”) involving 3 private Canadian biotechnology firms: Arch Biotech Inc, Arch Biophysics Ltd (Formerly “1495628 Alberta Ltd”) and Arch Cancer Therapeutics Ltd (formerly “1502440 Alberta Ltd”), collectively, the “Acquirors”. In September 2010, the Company became two-thirds owner of Colorado Cancer Therapeutics, a U.S. based corporation incorporated in the State of Delaware.

Arch Biopartners Inc. is a portfolio based biotechnology company established to develop new products and technology for sale to pharmaceutical and industrial companies.

At present, the Company has four areas of focus:

- Novel treatments for brain tumours (the focus of Arch Cancer Therapeutics Ltd.);
- Novel treatments for chronic kidney and bowel diseases caused by non-infectious inflammation; (the focus of Arch Biotech Inc.);
- Binding of peptides to solid surfaces (the focus of Arch Biophysics); and
- Novel anti-cancer compounds which have shown pre-clinical efficacy in slowing the progression of pancreatic cancer, non small cell lung cancer, and prostate cancer (the focus of Colorado Cancer Therapeutics).

The Company owns, or has exclusive licence on intellectual property emanating from its four research programs. Continuing research work is being conducted at the Universities of Calgary, Alberta and Colorado. Both of the Canadian universities became shareholders of the Company upon formation of Arch Biopartners Inc. on May 7, 2010. The University of Colorado has an pending minority stake in the Company subject to a licensed product reaching certain commercial milestones.

The current balance sheet of the Company does not show a build up of material assets such as buildings and equipment as any facilities used for continuing research have been owned by the universities. Nor has the company accumulated any material liabilities to date as a result of its research activities. In the future, scientific research may also be conducted in private labs. The corporate headquarters are located in Toronto, Ontario.

The Company is in the process of performing further research and development, and has not yet determined whether costs incurred are economically recoverable. The Company's continuing operations are dependant upon the existence of economically recoverable medical or industrial solutions, the ability of the Company to obtain the necessary financing to complete the research, and on future profitable production from, or proceeds from the disposition of intellectual property.

The Company's ability to continue operations is also dependent on its ability to obtain additional financing. Although there are no assurances that management's plan will be realized, management believes the Company will be able to secure the necessary financing to continue operations into the future. The financial statements do not include any adjustments to the recoverability and classification of recorded assets, or the amounts of, and classification of liabilities that would be necessary if the going concern assumption were not appropriate. Such adjustments could be material.

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ARCH BIOPARTNERS INC.

Notes to Consolidated Interim Financial Statements

Nine Months Ended June 30, 2011 and 2010

(Unaudited - See Notice Of No Auditor Review)

1. DESCRIPTION OF BUSINESS *(continued)*

Basis of Consolidation

Effective May 7, 2010 the Company completed a transaction with Foccini International Inc., Arch Biotech Inc., 1495628 Alberta Ltd. and 1502440 Alberta Ltd. This transaction was accounted for as a RTO as the control of the Company was acquired by the former management of Arch Biotech Inc. In connection to this transaction, the Company's name was changed to Arch Biopartners Inc. These consolidated financial statements include the accounts of the Company and its subsidiaries from May 7, 2010. Prior period results and comparatives are those of Arch Biotech Inc. Although legally, Arch Biopartners Inc. (formerly Foccini International) is regarded as the parent or continuing company, Arch Biotech Inc., whose management have control of the company, was treated as the acquirer under Canadian generally accepted accounting principles.

Consequently, Arch Biopartners Inc. (formerly Foccini International Inc) is deemed a continuation of Arch Biotech and control of the assets and business of Arch Biopartners Inc. (formerly Foccini International Inc) is deemed to have been acquired in consideration for the issuance of the shares. On September 21, 2010 the company formed a new American subsidiary, Colorado Cancer Therapeutics ("CCT"). This company is considered to be an integrated foreign subsidiary and is consolidated using the temporal method. This foreign subsidiary is two thirds owned by Arch Biopartners, with the remaining one third accounted for as a non-controlling interest.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Financial instruments

The company classifies its financial instruments into one of the following categories based on the purpose for which the asset was acquired or liability incurred. The company's accounting policy for each category is as follows:

Assets held-for-trading

Financial instruments classified as assets held-for-trading are reported at fair value at each balance sheet date, and any change in fair value is recognized in excess (deficiency) of revenue over expenses in the period during which the change occurs. Transaction costs are expensed when incurred.

In these financial statements, cash has been classified as held-for-trading.

Available-for-sale investments

Financial instruments classified as available-for-sale are reported at fair value at each balance sheet date, and any change in fair value is recognized in net assets in the period in which the change occurs. All transactions related to marketable securities are recorded on a settlement date basis.

In these financial statements, no assets have been classified as available-for-sale.

Held-to-maturity investments

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ARCH BIOPARTNERS INC.

Notes to Consolidated Interim Financial Statements

Nine Months Ended June 30, 2011 and 2010

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Financial instruments classified as held-to-maturity are financial assets with fixed or determinable payments and fixed maturities that the company's management has the positive intention and ability to hold to maturity. These assets are initially recorded at fair value and subsequently carried at amortized cost, using the effective interest rate method. Transaction costs are included in the amount initially recognized.

In these financial statements, no assets have been classified as held-to-maturity.

Loans and receivables and other financial liabilities

Financial instruments classified as loans and receivables and other financial liabilities are carried at amortized cost using the effective interest method. Transaction costs are expensed when incurred.

In these financial statements, no assets have been classified as loans and receivables. Accounts payable and accrued liabilities have been classified as other financial liabilities.

Capital disclosures

Capital is comprised of the company's shareholders' equity and any debt that it may issue. As at June 30, 2011, the company's shareholders' deficiency was \$7,672,791 and its only debt related to amounts due to shareholders (See Note 5 for further details). The company's objectives when managing capital are to continue as a going concern to protect its ability to meet its ongoing liabilities, and to maximize returns for shareholders over the long term. Protecting the ability to pay current and future liabilities includes maintaining capital above minimum regulatory levels, current financial strength rating requirements and internally determined capital guidelines based on risk management policies.

The capital for the company's current expansion plan has been raised primarily from net proceeds from the recent issuance of common shares. The net proceeds raised will only be sufficient to identify and evaluate a limited number of research projects.

The company does not have any externally imposed capital requirements with which it has not complied.

Intangible assets

The incorporation costs are being amortized on a straight-line basis over their estimated useful lives of five years.

Patent fees

The company has expensed all costs incurred with the review of patentability of intellectual property. Patent fees paid for approved patent applications are expensed, since recoverability is uncertain.

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(continued)*

Loss per share

The company uses the treasury stock method to calculate earnings (loss) per share. Basic earnings (loss) per common share is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding for the period. To calculate diluted earnings per share, all options and warrants whose average exercise price is less than or equal to the average share price for the year are assumed to be exercised. Also under this method, certain shares are considered contingently issuable, such as escrowed shares subject to release based on performance criteria, are excluded from the calculation of weighted average common shares. For the quarter ended June 30, 2011, potentially dilutive common shares (relating to options and warrants outstanding) totaling 350,000 (June 30, 2010 - 300,000) were not included in the computation of loss per share because their effect was anti-dilutive. Therefore, diluted loss per share is the same as basic loss per share.

The financial statements have been prepared in accordance with Canadian generally accepted accounting principles. Because a precise determination of many assets and liabilities is dependent upon future events, the preparation of financial statements for a period necessarily involves the use of estimates which have been made using careful judgment. The financial statements have, in management's opinion, been properly prepared within the reasonable limits of materiality and within the framework of the significant accounting policies summarized below:

Revenue recognition

Revenue and cost recoveries on the sales, assignment and transfer of rights of patents are recorded in the period in which the agreement relates.

Interest income is recognized as earned.

Stock based compensation

Compensation costs attributable to all stock options granted are measured at fair value at the grant date, using the Black-Scholes Model, and are expensed over the vesting period with a corresponding increase to contributed surplus. The Black-Scholes Model requires the input of highly subjective assumptions including expected stock price volatility. Differences in 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 any stock options granted.

Upon the exercise of the option, consideration received together with the amount previously recognized in contributed surplus is recorded as an increase to share capital.

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3. FINANCIAL INSTRUMENTS

In the normal course of business, the company uses various financial instruments which by their nature involve risk, including market risk, interest rate risk, liquidity risk and credit risk of non performance by counter parties. These financial instruments are subject to normal credit standards, financial controls, risk management as well as monitoring procedures.

Fair value of recognized financial instruments

The following table sets out the fair values of recognized financial instruments using the valuation methods and assumptions described below:

	Carrying and fair values	
	June 30, 2011	September 30, 2010
Financial Assets Held for Trading		
Cash	\$ 299,653	\$ 506,249
Financial Liabilities at Amortized Cost		
Accounts payable and accrued liabilities	43,443	30,967

Three-level hierarchy

The Canadian Institute of Chartered Accountants ("CICA") Handbook Section 3862 "Financial Instruments - Disclosures" requires the disclosure of a three-level hierarchy for the fair value measurements based upon transparency of inputs to the valuation of financial instruments measured at fair value on the balance sheet date are as follows:

As at June 30, 2011	Level 1	Level 2	Level 3	Total
Assets				
Cash and cash equivalents	\$299,653			\$299,653

The three levels are defined as follows:

Level 1 - inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.

Level 2 - inputs to valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.

Level 3 - inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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Notes to Consolidated Interim Financial Statements

Nine Months Ended June 30, 2011 and 2010

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3. FINANCIAL INSTRUMENTS *(continued)*

Determination of fair value

The following methods and assumptions were used to estimate the fair values of each class of financial instruments:

The fair value of the amounts due to related parties and shareholders are less than their carrying values, as the amounts are non-interest bearing. As the amounts have no terms of repayment, the fair value cannot be calculated with any degree of certainty.

The carrying amounts of cash and accounts payable and accrued liabilities, approximate their fair values due to the short maturity of these financial instruments.

Risk management policies

Credit Risk

Credit risk arises from the potential that a counter party will fail to perform its obligations. The company is not exposed to any credit risk.

Market Risk

Market risk arises through changes in the value of assets that will occur due to the volatility of changing market prices in the economy. The company does not have any market risk at present.

Liquidity Risk

Liquidity risk is the risk that the company will not have adequate cash flows to maintain operations. The company manages liquidity risk by maintaining adequate cash balances to pay liabilities as they become due in accordance with Note 2 (Capital Management). The company continuously monitors both actual and forecasted cash flows and matches the maturity profile of financial assets and liabilities. The company does not have a current source of operating revenue. Without continued sources of external financing, the company may not be able to discharge its liabilities in the normal course of operations.

Currency Risk

Currency risk is the risk to the company's earnings that arise from fluctuations of foreign exchange rates and the degree of volatility of those rates. The company is exposed to foreign currency exchange risk on cash, accounts payable and accrued liabilities held in U.S. dollars. The company does not use derivative instruments to reduce its exposure to foreign currency risk. As of June 30, 2011, the company had \$13,813 in U.S. cash and \$14,460 in U.S. accounts payable and accrued liabilities. Had the U.S. exchange rate been 5% higher/lower at June 30, 2011, the company's operations for the 9 months ended June 30, 2011 would have changed by \$523.

Interest Rate Risk

Interest rate risk is the risk that the value of a financial instrument might be adversely affected by a change in the interest rates. The company is exposed to interest rate risk through its loan to shareholders. The company does not use any derivatives to manage this exposure.

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Notes to Consolidated Interim Financial Statements

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4. NON CONTROLLING INTEREST IMPAIRMENT

Non-controlling interest assets have arisen on the accumulated losses incurred in Colorado Cancer Therapeutics, a company owned two-thirds by Arch Biopartners Inc. Based on the fact that Colorado Cancer Therapeutics has not generated revenue to date, and based on the number of variables in determining the value of any potential recovery, management has opted, to record the non-controlling interest assets at a nominal value of \$1 and to record any resulting change in value for each quarter to the consolidated interim statement of loss.

5. PATENTS

As at June 30, 2011 it was difficult to determine the value and the future recoverability of patents owned by the company. The company has chosen to take a conservative approach, and expense all costs relating to patents. The total patent fee expense reflected in the interim income statement relates to professional fees incurred to obtain and file patents.

6. DUE TO RELATED PARTY

The amount reflected as due to related party is payable to a director of the company. \$2,805 of this balance does not bear interest or have any terms of repayment. The remaining amount of this balance bears interest at the Canadian prime lending rate plus 1%.

During the nine month period ending June 30, 2011, interest expense of \$3,513 has been recorded as a result of this loan.

ARCH BIOPARTNERS INC.

Notes to Consolidated Interim Financial Statements

Nine Months Ended June 30, 2011 and 2010

(Unaudited - See Notice Of No Auditor Review)

7. SHARE CAPITAL

a) Details are as follows:

	# of shares	Amount
Issued:		
Issued and fully paid, common shares		
Balance September 30, 2009	26,371,179	\$ 13,269,387
Issued for cash - private placement	1,400,000	699,456
Net shares issued on TRO transactions	19,589,000	-
Cancellation under RTO accounting	-	(6,492,139)
Balance, September 30, 2010 and June 30, 2011	47,360,179	\$ 7,476,704

The above table represents capital for Arch Biopartners Inc. The amounts represented in the balance sheet for the quarter ended June 30, 2011 are those of Arch Biotech Inc., the acquiring company under reverse takeover accounting. See note 1 regarding the basis of consolidation for further details. No shares were issued during the nine months ended June 30, 2011.

The company has also reserved for issuance one million common shares in the event that it exercises its option to acquire the remaining one third interest in Colorado Cancer Therapeutics it does not already own. The option is exercisable after November 20, 2011 and no later than May 20, 2013.

The Company has a discretionary stock option plan under which the Company may grant options to its directors, officers, employees and consultants. The option plan is a rolling plan whereby the maximum number of common shares that may be reserved for issuance under the plan is a rolling amount fixed at 10% of the issued and outstanding common shares of the Company from time to time with no one Optionee have shares reserved for issuance in excess of 5% of the outstanding number of shares in any 12 month period. The options granted under the plan are valid for a period not to exceed five years from the date of their grant and may be subject to certain vesting conditions as determined by the Board of Directors. The options are exercisable at the price determined by the Company which must not be less than the last closing price of the listed shares of the Company before the date of their grant, less any applicable discount.

	Number of Stock Options	Weighted Average Exercise price	Expiry date
Balance, September 30, 2009	300,000	0.2	February 2013
Granted	-	-	
Exercised	-	-	
Forfeited	(200,000)	0.2	
Balance, September 30, 2010	100,000	0.2	February 2013
Granted	250,000	0.9	April 15, 2016
Exercised	-	-	
Forfeited	-	-	
Balance, June 30, 2011	350,000	0.7	

All issued options have fully vested and are exercisable as at June 30, 2011.

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Notes to Consolidated Interim Financial Statements

Nine Months Ended June 30, 2011 and 2010

(Unaudited - See Notice Of No Auditor Review)

7. SHARE CAPITAL *(continued)*

b) Stock-based compensation

During the period ended June 30, 2011, the company granted options to directors of 250,000 pursuant to terms of the company's stock option plan.

For the six months ended June 30, 2011, the total compensation expense, as calculated using the Black-Scholes option pricing model, for stock options granted to director is \$113,319. The expense relating to the issuance of options to director is recorded in the interim statement of Loss and an increase to contributed surplus, until the expiry of the underlying option.

The fair value of option that has vested during year is estimated on the date of grant using the Black-Scholes Option Pricing Model, with the following weighted average assumptions:

	<u>June 30,2011</u>	<u>March 31, 2010</u>
Risk free interest rate	2.38%	NIL
Expected dividend yield	NIL	NIL
Expected stock price volatility	1.03%	NIL
Expexted option life in years	5 years	NIL
Weighted average option exercise price	\$ 0.9	NIL

Option pricing models require the input of highly subjective assumptions including the expected price volatility. Change 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.

8. PRIOR PERIOD ADJUSTMENT

During the quarter ended December 31, 2010 unanticipated legal invoices relating to patents were received that related to the September 30, 2010 year end. As a result a prior period adjustment was made to reflect an increase in accounts payable and accrued liabilities as well as patent expense in the fourth quarter of the September 30, 2010 year.

9. COMMITMENT

The company entered into a agreement with Renmark Financial Communications Inc. (Renmark") to perform investor relations activities. The company has agreed to a one year contract starting August 1, 2011 for a monthly fee of \$4,000 per month. The contract can be terminated by either party with 30 day notices.
