GOGOLD RESOURCES INC.

INTERIM FINANCIAL STATEMENTS

(Unaudited - Prepared by Management)

DECEMBER 31, 2009

Notice of disclosure of non-auditor review of interim financial statements pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators.

The accompanying financial statements of the Company for the period ended December 31, 2009 have been prepared in accordance with Canadian generally accepted accounting principles and are the responsibility of the Company's management. The Company's independent auditors, KPMG Chartered Accountants, have not performed an audit or a review of these interim financial statements.

GOGOLD RESOURCES INC.

BALANCE SHEET
(Unaudited - Prepared by Management)

AT DECEMBER 31, 2009 AND SEPTEMBER 30, 2009

	December 31 2009	September 30 2009
ASSETS		
Current		
Cash and short term investments	$ 428,661	$ 444,401
Deferred share issue costs	40,199	28,318
	$ 468,860	$ 472,719
LIABILITIES		
Current		
Accounts payable and accrued liabilities	$ 14,480	$ 9,709
SHAREHOLDERS' EQUITY		
Capital stock (Note 5)	500,000	500,000
Deficit	(45,620)	(36,990)
	454,380	463,010
	$ 468,860	$ 472,719

Subsequent event (Note 9)

ON BEHALF OF THE BOARD OF DIRECTORS

"Terry Coughlan"
Director

"Daniel Whittaker"
Director

The accompanying notes form an integral part of these financial statements.

GOGOLD RESOURCES INC.

STATEMENT OF OPERATIONS AND DEFICIT
(Unaudited - Prepared by Management)

For the period ended December 31	**2009 Three Months**	2008 Three Months
Expenses		
Professional fees	**7,130**	-
General and administrative	**1,500**	-
	8,630	-
Net loss	**(8,630)**	Nil
Deficit, beginning of period	**(36,990)**	(28,936)
Deficit, end of period	**$ (45,620)**	$ (28,936)
Loss per share basic and fully diluted	**$ (0.001)**	Nil

The accompanying notes form an integral part of these financial statements.

GOGOLD RESOURCES INC.

STATEMENT OF CASH FLOWS
(Unaudited - Prepared by Management)

For the period ended December 31	**2009 Three Months**	2008 Three Months
Cash provided by (used in) the following activities		
Operating Activities		
Net loss for the period	**$ (8,630)**	Nil
Net change in non-cash working capital items	**4,770**	(10,000)
	(3,860)	(10,000)
Financing Activities		
Issue of capital stock (costs)	**(11,880)**	
Net change in cash and cash equivalents for the period	**(15,740)**	(10,000)
Cash and cash equivalents, beginning of the period	**444,401**	42,251
Cash and cash equivalents, end of the period	**$ 428,661**	$ 32,251

The accompanying notes form an integral part of these financial statements.

1 INCORPORATION AND NATURE OF OPERATIONS

Gogold Resources Inc. (the "Corporation" was incorporated under the Canada Business Corporations Act on January 18, 2008 and is classified as a Capital Pool Company as defined in the TSX Venture Exchange ("TSX.V") Policy 2.4. The principal business of the Corporation is the identification and evaluation of a Qualifying Transaction and once identified or evaluated, to negotiate an acquisition or participation in a business subject to receipt of shareholder approval, if required, and acceptance by regulatory authorities.

2 SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Company have been prepared using accounting policies applicable to a going concern, which assumes the Company will continue in operation for a reasonable period of time and will be able to realize its assets and discharge its liabilities in the normal course of operations. There is doubt about the appropriateness of the going concern assumption as the Corporation has incurred net losses in each of the last two years and the current quarter.

The Corporation is currently investigating prospective acquisitions and is devoting all of its present efforts to securing and establishing a new business and its planned principal operations have not been commenced. Accordingly, no revenue has been derived since inception.

Management cannot provide assurance that the Corporation will ultimately achieve profitable operations or become cash flow positive, or raise additional debt and/or equity capital. These financial statements do not include any adjustments related to the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Corporation be unable to continue as a going concern.

The financial statements have been prepared in accordance with Canadian generally accepted accounting principles. The financial statements have, in management's opinion, been properly prepared within reasonable limits of materiality and within the framework of the accounting policies summarized below:

(a) Cash and cash equivalents:

Cash and cash equivalents consists of cash, demand deposits and highly liquid short term investments with an initial term of 90 days or less. Cash and cash equivalents have been designated as held for trading.

(b) Stock based compensation:

Stock options and direct awards of stock granted to employees and non-employees are recorded at fair value on the date of grant and the associated expense is recognized over the related vesting period. Consideration paid for the shares on the exercise of stock options is credited to share capital.

(c) Loss per share:

The Corporation 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 share is recognized on the use of the proceeds that could be obtained upon the exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period.

Basic loss per share is calculated using the weighted average number of shares outstanding during the period. Shares issued by share subscription are not considered outstanding in the calculation of the weighted average number of shares outstanding until the subscription receivable has been paid.

2 SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

(d) Future income taxes

Future income taxes are recorded using the asset and liability method whereby future tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Future tax assets and liabilities are measured using the enacted 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 occurs. To the extent that the Corporation does not consider it more likely than not that a future tax asset will be recovered, it provides a valuation allowance against the excess.

(e) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the period. Actual results may differ from those estimates.

(f) Share Issuance Costs

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

3 CHANGE IN ACCOUNTING POLICIES

Future accounting changes -

(i) International Financial Reporting Standards ("IFRS")
The Canadian Accounting Standards Board confirmed in February 2008 plans to converge Canadian GAAP with IFRS over a transition period expected to be effective for interim and annual periods commencing January 1, 2011. The Corporation is monitoring and reviewing plans to make the transition to IFRS and has not yet determined the impact of the transition on its financial statements.

(ii) Business Combinations
In January 2009, the CICA issued Handbook Section 1582, "Business combinations," which replaces the existing standards.This section establishes the standards for the accounting of business combinations, and states that all assets and liabilities of an acquired business will be recorded at fair value. Obligations for contingent considerations and contingencies will also be recorded at fair value at the acquisition date. The standard also states that acquisition-related costs will be expensed as incurred and that restructuring charges will be expensed in the periods after the acquisition date. This standard is equivalent to the International Financial Reporting Standards on business combinations. This standard is applied prospectively to business combinations with acquisition dates on or after January 1, 2011. Earlier adoption is permitted.

(iii) Non-controlling interests
In January 2009, the CICA issued Handbook Section 1602, "Non-controlling interests," which establishes standards for the accounting of non-controlling interests of a subsidiary in the preparation of consolidated financial statements subsequent to a business combination. This standard is equivalent to the International Financial Reporting Standards on consolidated and separate financial statements. This standard is effective for 2011. Earlier adoption is permitted.

4 CAPITAL MANAGEMENT

The Corporation manages its capital structure and makes adjustments to it, based on the funds available to the Corporation, in order to support the identification and evaluation of a Qualifying Transaction. The Corporation considers capital to be cash and cash equivalents. The Board of Directors does not establish quantative return on capital criteria for management , but rather relies on the expertise of the Corporation's management to sustain future development of the business. Additional funds may be required to finance the Corporation's Qualifying Transaction.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Corporation, is reasonable.

5 SHARE CAPITAL

Authorized an unlimited number of common shares

Capital stock is made up as follows:

	# of shares	$ Value
At September 30, 2009 and December 31, 2009	10,000,000	500,000

Stock options

The Corporation has a common share purchase option plan (the "Plan") for directors, officers, and employees. Options granted under the Plan have a five-year term. Options are granted at a price no lower than the market price of the common shares less any discounts allowed by the TSX-V at the time of the grant. As of December 31, 2009 there were no options granted under the Plan.

6 RELATED PARTY TRANSACTIONS

Legal services were provided by a shareholder of the Corporation.The cost of these services during the prior year was $8,172 and they were allocated to professional fees and deferred share issue costs.

The transactions were in the normal course of operations and were measured at the exchange amounts, which are the amounts agreed to by the related parties.

7 FINANCIAL INSTRUMENTS

Credit Risk

The Corporation's financial assets are cash and cash equivalents and accounts receivable. The Corporation's maximum exposure to credit risk, as at year end, is the carrying value of it financial assets. The Corporation manages credit risk by maintaining bank accounts with reputable Canadian banks and financial institutions where the risk of default is considered remote.

Fair value of financial instruments

The book value of cash and cash equivalents, receivables, and accounts payable and accrued liabilities all approximate their fair values at the balance sheet dates.

Interest rate risk

The Company's debt is limited to accounts payable and therefore there is limited exposure to interest rate risk.

Foreign currency rate risk

The Company does not currently have any foreign currency transactions.

8 FUTURE INCOME TAXES

(a) Losses:
The Corporation has non-capital tax losses of $40,100 (2009-$28,300) available for carry forward to reduce future years' taxable income. These non-capital losses expire as follows:

2028	$9,800
2029	$18,500
2030	$11,800

(b) The Corporation's effective income tax rate differs from the amount that would be computed from applying the federal and provincial statutory rate of 35.1% (2009-35.1%) to the pre-tax net loss for the period. The reasons for the difference are as follows:

	2010	2009
Income tax recovery based on statutory rates	$ 3,029	$ 2,829
Deferred share issue costs	4,170	3,200
Unrecorded tax benefit of losses	(7,199)	(5,800)
Difference in tax rates	-	(229)
	$ -	$ -

© The components of the Corporation's net future tax assets at December 31, 2009 and September 30, 2009 are:

	2010	2009
Non-capital loss carry forwards	$ 14,100	$ 8,800
Deferred share issue costs	16,100	13,000
	30,200	21,800
Valuation allowance	(30,200)	(21,800)
	$ -	$ -

9 SUBSEQUENT EVENTS

On February 8, 2010 the Corporation announced it had completed an offering of 5,000,000 common shares to the public at a price of $0.10 per share. Pursuant to an Agency Agreement with MacQuarrie Private Wealth Inc. ("the Agent"), the Agent received a cash commission of $40,000, an Agent's option to purchase 400,000 common shares and reimbursement of legal fees and other costs in the amount of $30,892. The Agent's option is exerciseable at a price of $0.10 per share for a period of twenty four months from the date the Corporation's shares were listed for trading on the TSX-Venture Exchange (February 12, 2010).

On February 7, 2010 the Corporation granted 1,450,000 options to purchase common shares to its directors, officers and advisors exerciseable at $0.10 for a period of five years.