NV GOLD CORPORATION
(formerly Dreamweaver Capital Corp.)

CONSOLIDATED FINANCIAL STATEMENTS

YEAR ENDED AUGUST 31, 2010

AUDITORS' REPORT

To the Shareholders of
NV Gold Corporation
(formerly Dreamweaver Capital Corp.)

We have audited the consolidated balance sheets of NV Gold Corporation (formerly Dreamweaver Capital Corp.) as at August 31, 2010 and 2009 and the consolidated statements of operations and comprehensive loss, deficit and cash flows for the year ended August 31, 2010 and for the period from incorporation on July 10, 2009 to August 31, 2009. 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 audit.

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 consolidated financial statements present fairly, in all material respects, the financial position of the Company as at August 31, 2010 and 2009 and the results of its operations and its cash flows for the year ended August 31, 2010 and for the period from incorporation on July 10, 2009 to August 31, 2009 in accordance with Canadian generally accepted accounting principles.

"DAVIDSON & COMPANY LLP"

Vancouver, Canada — Chartered Accountants

December 15, 2010

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NV GOLD CORPORATION
(formerly Dreamweaver Capital Corp.)
CONSOLIDATED BALANCE SHEETS
AS AT AUGUST 31

	2010	2009
ASSETS		
Current		
Cash	$ 655,573	$ 91,048
Accounts receivable	3,507	-
Prepaid expenses	2,389	-
	661,469	91,048
Deferred acquisition costs	-	12,502
Reclamation bond (Note 4)	23,490	-
Mineral properties and deferred exploration costs (Note 5)	481,819	129,707
	$ 1,166,778	$ 233,257
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	$ 57,921	$ 39,135
Shareholders' equity		
Capital stock (Note 6)	1,868,229	229,998
Contributed surplus (Note 6)	276,998	-
Other comprehensive loss (Note 7)	(190)	(190)
Deficit	(1,036,180)	(35,686)
	1,108,857	194,122
	$ 1,166,778	$ 233,257

Nature and continuance of operations (Note 1)
Subsequent event (Note 13)

On behalf of the Board:

"John E. Watson" Director *"Wayne Yang"* Director

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

NV GOLD CORPORATION
(formerly Dreamweaver Capital Corp.)
CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS

	Year ended August 31, 2010	Period from Incorporation on July 10, 2009 to August 31, 2009
EXPENSES		
Advertising and promotion	$ 29,704	$ -
Consulting	77,668	-
Office and general	25,164	227
Professional fees	142,699	21,687
Registration and filing	9,274	-
Stock-based compensation (Note 6)	192,547	-
Transfer agent	6,737	-
Travel and related	14,828	13,772
Loss before other items	(498,621)	(35,686)
OTHER ITEMS		
Foreign exchange loss	(20,202)	-
Interest income	1,648	-
Write-off of mineral property (Note 5)	(483,319)	-
	(501,873)	-
Loss for the year	(1,000,494)	(35,686)
OTHER COMPREHENSIVE LOSS		
Cumulative translation adjustment	-	(190)
Comprehensive loss for the year	$ (1,000,494)	$ (35,876)
Basic and diluted loss per common share	$ (0.08)	$ (0.01)
Weighted average number of shares outstanding	11,959,911	4,600,000

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

NV GOLD CORPORATION
(formerly Dreamweaver Capital Corp.)
CONSOLIDATED STATEMENTS OF DEFICIT

	Year ended August 31, 2010	Period from Incorporation on July 10, 2009 to August 31, 2009
Deficit, beginning of year	$ (35,686)	$ -
Loss for the period	(1,000,494)	(35,686)
Deficit, end of year	$ (1,036,180)	$ (35,686)

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

NV GOLD CORPORATION
(formerly Dreamweaver Capital Corp.)
CONSOLIDATED STATEMENT OF CASH FLOWS

	Year ended August 31, 2010	Period from Incorporation on July 10, 2009 to August 31, 2009
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the year	$ (1,000,494)	$ (35,686)
Items not affecting cash		
Cumulative translation adjustment	-	(190)
Foreign exchange on reclamation bond	367	-
Stock-based compensation	192,547	-
Write-off of mineral property	483,319	-
Change in non-cash working capital items:		
Decrease in accounts receivable	15,285	-
Increase in prepaid expenses	(2,389)	-
Increase in accounts payable and accrued liabilities	12,666	20,836
Net cash used in operating activities	(298,699)	(15,040)
CASH FLOWS FROM INVESTING ACTIVITIES		
Cash acquired on acquisition (Note 3)	672,586	-
Reclamation bond	(23,857)	-
Mineral property and deferred exploration costs	(515,114)	(111,408)
Deferred acquisition costs	-	(12,502)
Net cash provided by (used in) investing activities	133,615	(123,910)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds on issuance of capital stock	819,736	229,998
Share issuance costs paid	(96,952)	
Share issue costs refunded	6,825	-
Net cash provided by financing activities	726,609	229,998
Change in cash during the year	564,525	91,048
Cash, beginning of year	91,048	-
Cash, end of year	$ 655,573	$ 91,048

Supplemental disclosures with respect to cash flows (Note 11)

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

1. NATURE AND CONTINUANCE OF OPERATIONS

NV Gold Corporation (the "Company") (formerly Dreamweaver Capital Corp.) was incorporated under the laws of the province of British Columbia on May 23, 2007. The Company was classified as a Capital Pool Corporation under the TSX Venture Exchange ("TSX-V") Policy 2.4.

On November 23, 2009, the Company completed its qualifying transaction by acquiring all of the issued and outstanding common shares of NV Gold Corporation (USA) ("NV Gold USA"), a private exploration stage company (Note 3). The Company's principal business activity became the acquisition and exploration of mineral properties in the United States of America.

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

These consolidated financial statements have been prepared on a going-concern basis that presumes the realization of assets and discharge of liabilities in the normal course of operations rather than through a process of forced liquidation. The Company currently has no source of revenue and has incurred losses since inception. The ability of the Company to continue as a going-concern depends upon its ability to continue to raise adequate financing and attain future profitable operations. Management is continually targeting sources of additional financing through alliances with financial, exploration and mining entities, or other business to ensure continuation of the Company's operations and exploration programs. While this has been successful in the past, there is no assurance that such financing will be available in the future. These consolidated financial statements do not include any adjustments to the amounts and classifications of assets and liabilities that might be necessary should the Company not be able to continue as a going concern.

		2010		2009
Working capital	$	603,548	$	51,913
Deficit		(1,036,180)		(35,686)

2. SIGNIFICANT ACCOUNTING POLICIES

Principles of consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, NV Gold USA. All inter-company balances and transactions have been eliminated upon consolidation.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

Use of estimates

The preparation of financial statements in accordance with Canadian generally accepted accounting principles ("GAAP") requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the period. Actual results could differ from these estimates. Significant accounts that require estimates relate to the valuation allowances for future income tax assets, non-cash share consideration, valuation of warrants and shares issued as finders' fees, mineral property impairment and stock-based compensation.

Financial instruments

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

The Company has classified its cash as held-for-trading. Receivables are classified as loans and receivables and accounts payable and accrued liabilities are classified as other financial liabilities, all of which are measured at amortized cost.

Mineral properties and deferred exploration costs

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

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

Asset retirement obligations

An asset retirement obligation is a legal obligation associated with the retirement of tangible long-lived assets that the Company is required to settle. The Company recognizes the fair value of a liability for an asset retirement obligation in the year in which it is incurred when a reasonable estimate of fair value can be made. The carrying amount of the related long-lived asset is increased by the same amount as the liability. As at August 31, 2010 and 2009 the Company had no asset retirement obligations.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'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 or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on future tax assets and liabilities of a change in tax rates is recognized in income in the period that substantive enactment or enactment occurs. To the extent that the Company does not consider it more likely than not that a future tax asset will be recovered, it provides a valuation allowance against the excess.

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 share is recognized on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the period. For the years presented, this calculation proved to be anti-dilutive.

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

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 capital stock.

Comprehensive income

Comprehensive income is defined as the change in equity (net assets) from transactions and other events from non-owner sources. Other comprehensive income is defined as revenues, expenses, gains and losses that, in accordance with primary sources of GAAP, are recognized in comprehensive income, but excluded from net income. This would include holding gains and losses from financial instruments classified as available-for-sale.

Comparative figures

Certain comparative figures have reclassified to conform with the current year's presentation.

Changes in accounting policy

Foreign currency

Effective November 23, 2009, the Company changed its primary functional and reporting currency from United States Dollars to Canadian Dollars. These consolidated financial statements reflect the reverse takeover of the Company by NV Gold USA. The change was made as a result of obtaining a listing on the TSX Venture Exchange and obtaining financing and conducting other equity transactions in Canadian Dollars. NV Gold USA's balance sheet as at August 31, 2009 has been converted from United States Dollars to Canadian Dollars as follows:

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

Changes in accounting policy (cont'd…)

Foreign currency (cont'd…)

	United States Dollars	Foreign Exchange	Canadian Dollars
Cash	$ 81,944	1.1111	$ 91,048
Deferred acquisition costs	11,251	1.1111	12,502
Mineral properties and deferred costs	116,738	1.1111	129,707
Accounts payable and accrued liabilities	35,222	1.1111	39,135
Capital stock	4,600	1.1111	5,111
Contributed surplus	202,400	1.1111	224,887
Deficit	(32,289)	1.1052	(35,686)

The functional currency of the Company is the Canadian dollar. Effective November 23, 2009, the Company's subsidiary is an integrated foreign operation and is translated into Canadian dollars using the temporal method. Monetary items are translated at the exchange rate in effect at the balance sheet date and non-monetary items are translated at historical exchange rates. Income and expense items are translated at rates approximating those in effect at the time of the transaction. Translation gains and losses are reflected in the loss and comprehensive loss for the period.

Goodwill and intangible assets

The Company adopted the Canadian Institute of Chartered Accountants ("CICA") recommendations pertaining to goodwill and intangible assets which establishes revised standards for the recognition, measurement, presentation and disclosure of goodwill and intangible assets. The new standard also provides guidance for the treatment of pre-production and start-up costs and requires that these costs be expensed as incurred. The adoption of this section did not have a significant impact on the Company's financial statements.

Amendment to Financial Instruments - Disclosures

In June 2009, the CICA amended "Financial Instruments – Disclosures" to include additional disclosure requirements about fair value measurements for financial instruments and liquidity risk disclosures. These amendments require a three-level hierarchy that reflects the significance of the inputs used in making the fair value measurements. The three levels of the fair value hierarchy are as follows:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3 – Inputs that are not based on observable market data.

Other than additional disclosure in Note 9, the adoption of this revised section did not result in a material impact on the Company's consolidated financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd…)

Recently pronouncements

Business combinations, Non-controlling interest and consolidated financial statements

In January 2009, the CICA issued Handbook Sections 1582 "Business Combinations", 1601 "Consolidated Financial Statements" and 1602 "Non-controlling Interests" which replace CICA Handbook Sections 1581 "Business Combinations" and 1600 "Consolidated Financial Statements". Section 1582 establishes standards for the accounting for business combinations that is equivalent to the business combination accounting standard under IFRS. Section 1582 is applicable for the Company's business combinations with acquisition dates on or after January 1, 2011. Early adoption of this Section is permitted. Section 1601 together with Section 1602 establishes standards for the preparation of consolidated financial statements. Section 1601 is applicable for the Company's interim and annual consolidated financial statements for its fiscal year beginning September 1, 2011. Early adoption of this Section is permitted and all three Sections must be adopted concurrently.

International financial reporting standards ("IFRS")

In 2006, 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 is for interim and annual financial statements relating to fiscal years beginning on or after September 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 August 31, 2011. While the Company has begun assessing the adoption of IFRS for 2011, the financial reporting impact of the transition to IFRS cannot be reasonably estimated at this time.

3. REVERSE TAKEOVER OF NV GOLD CORPORATION USA

Effective November 23, 2009, the Company completed its acquisition of all the issued and outstanding share capital of NV Gold USA. As consideration, the Company issued 4,600,000 common shares. The Company also issued 414,400 common shares as finder's fees.

As a result of the transaction, the former shareholders of NV Gold USA own approximately 59% of the issued and outstanding share capital of the Company upon the completion of the transaction. Legally, the Company is the parent of NV Gold USA, however, as a result of the share exchange described above, control of the combined companies passed to the former shareholders of NV Gold USA. This type of share exchange, accounted for in a manner similar to that referred to as a "reverse takeover," deems NV Gold USA to be the acquirer for accounting purposes.

The value of the 5,014,400 common shares issued pursuant to the acquisition agreement and finder's fees has been determined by the net assets of Company on the date of the acquisition, November 23, 2009.

3. REVERSE TAKEOVER OF NV GOLD CORPORATION USA (cont'd…)

The allocation of the purchase price is as follows:

Cash	$ 672,586
Accounts receivable	18,792
Accounts payable	(7,677)
Subscriptions received in advance	(473,375)
Total allocation of the purchase price	$ 210,326

These consolidated financial statements for the year ended August 31, 2010 reflect the results of operations of NV Gold USA, the legal subsidiary, prior to the reverse takeover on November 23, 2009 and the consolidated assets, liabilities and results of operations of NV Gold USA and the Company subsequent to the reverse takeover. The capital stock represents the authorized and issued shares of the legal parent and the dollar amount of the shareholders' equity is that of the legal subsidiary. These consolidated financial statements are a continuation of the financial statements of the legal subsidiary, NV Gold USA. The comparative figures as at August 31, 2009 are those of the legal subsidiary, NV Gold USA.

4. RECLAMATION BOND

The Company has posted a refundable reclamation bond for $23,490 (US$22,600) relating its exploration activities in Nevada.

5. MINERAL PROPERTIES AND DEFERRED EXPLORATION COSTS

The following mineral property and deferred exploration costs were incurred on the Company's mineral property.

2010	Fisher Canyon Property	Shamrock Property	Afgan-Kobeh Property	Roberts Gold Property	Total
Acquisition costs					
Balance, beginning of year	$ 52,409	$ -	$ -	$ -	$ 52,409
Additions	109,500	31,182	316,314	-	456,996
Total acquisition cost, end of year	161,909	31,182	316,314	-	509,405

-Continued-

5. MINERAL PROPERTIES AND DEFERRED EXPLORATION COSTS (cont'd…)

2010	Fisher Canyon Property	Shamrock Property	Afgan-Kobeh Property	Roberts Gold Property	Total
Continued…					
Exploration costs					
Balance, beginning of year	77,298	-	-	-	77,298
Additions:					
Assays	48,920	-	-	-	48,920
Claim filing and registration	-	27,535	-	16,273	43,809
Drilling	128,266	-	-	-	128,266
Geological consulting	30,147	5,924	42,430	-	78,501
Land management	-	3,342	18,984	1,497	23,823
Mapping	-	-	1,503	-	1,503
Materials and supplies	2,315	271	-	-	2,586
Reproduction and copying	-	83	98	-	181
Road development	19,599	-	-	-	19,599
Sample storage	836	-	-	-	836
Travel and transport	14,029	4,788	4,383	7,211	30,411
	244,112	41,944	67,398	24,981	378,435
Total exploration costs, end of year	321,410	41,944	67,398	24,981	455,733
Write-off of acquisition and exploration costs	(483,319)	-	-	-	(483,319)
Total mineral property and deferred exploration costs	$ -	$ 73,126	$ 382,712	$ 24,981	$ 481,819

2009	Fisher Canyon Property
Acquisition costs	
Balance, beginning of year	$ -
Additions	52,409
Total acquisition cost, end of year	52,409
Exploration costs	
Balance, beginning of year	-
Additions:	
Assays	25,458
Geological consulting	39,025
Geophysics	4,444
Travel and transport	8,371
	77,298
Total exploration costs, end of year	77,298
Total mineral property and deferred exploration costs	$ 129,707

5. MINERAL PROPERTIES AND DEFERRED EXPLORATION COSTS (cont'd…)

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

Fisher Canyon Property

The Fisher Canyon Property consists of two separate claim blocks comprising the Fisher Canyon Claims and the Cow Canyon North Claims.

Fisher Canyon Claims

A director of the Company entered into a purchase and sale agreement dated June 1, 2009 with Evolving Gold Corp ("Evolving Gold") to acquire a 100% interest in mineral claims located in Rochester Mining District, Pershing County, Nevada. The agreement was assigned to the Company by the director during the period ended August 31, 2009.

The Company paid US$25,000 to Evolving Gold pursuant to the purchase and sale agreement. In order to acquire the mineral claims, the Company was required to pay Evolving Gold an additional US$250,000 in five annual installments of US$50,000 commencing June 1, 2010.

The Company issued 438,000 common shares valued at $109,500 to Evolving Gold pursuant to the terms of the mineral property option agreement.

Cow Canyon North Claims

A director of the Company entered into an exploration and mining lease agreement, expiring August 3, 2029, granting the Company the right to conduct exploration activities on certain mining claims located in Pershing County, Nevada. The agreement was assigned to the Company by the director during the period ended August 31, 2009.

Pursuant to the agreement, the Company paid the owners US$7,500.

During fiscal 2010, the Company relinquished its interests in the Fisher Canyon Property and wrote-off $483,319 in acquisition and exploration costs.

Shamrock (Cobre) Copper Property

The Company entered into a 10 year lease with MinQuest, Inc. of Reno, Nevada on the Shamrock (Cobre) copper project located in Grant County, New Mexico, USA pursuant to which the Company paid US$30,000. The Company is required to incurr exploration expenditures of US$275,000 by March 31, 2011and annually incurr US$250,000 per year thereafter to March 31, 2020. The Company is also required to pay US$30,000 by March 31, 2011 and make an annual cash payment which increases by US$5,000 each year escalating to US$75,000 for the lease year ended March 31, 2020. The lease is for a 100% interest, subject to a 3% net smelter returns royalty ("NSR"), and is renewable for a further 10 years.

5. MINERAL PROPERTIES AND DEFERRED EXPLORATION COSTS (cont'd…)

Afgan-Kobeh Property

The Company entered into an agreement with Gold Standard Royalty (Nevada) Inc., ("Gold Standard") to acquire a 100% interest in the Afgan-Kobeh project located in Eureka County, Nevada. Under the terms of the agreement, the Company paid US$100,000 in cash (another US$100,000 to be paid by June 14, 2011) and issued 600,000 common shares at a fair value of $150,000 and 600,000 share purchase warrants at an exercise price of $0.40 per share expiring June 14, 2012 with a fair value of $62,374 using the Black-Scholes option pricing method with a volatility of 100%, risk free interest rate of 1.81%, an estimated useful life of 2 years and 0% annual dividend rate. The property is subject to a 1% NSR.

Roberts Gold Property

Subsequent to August 31, 2010, the Company entered into a mining lease agreement for the Roberts Gold Property. The property is contiguous to and north of the Company's Afgan-Kobeh property located in Eureka County, Nevada. Pursuant to the terms of the mining lease agreement, the Company is obligated to make advance royalty payments of US$10,000 upon the lease agreement becoming effective, a further US$10,000 six months thereafter, US$20,000 on the first five anniversary dates of the effective date of the lease agreement thereafter, and US$30,000 on each such anniversary date thereafter. The Company is responsible for all property maintenance obligations and has granted the lessor a 3% NSR. The Company has the right to purchase 25% of the royalty at any time for US$1,000,000 and a further 25% for US$2,000,000 at any time. The Company will also issue 250,000 units to terminate certain area of interest obligations to a third party. Each unit will consist of one common share and one warrant to purchase an additional common share at a price of $0.40 per share for a period of two years (See Note 13).

6. CAPITAL STOCK AND CONTRIBUTED SURPLUS

	Number of Shares	Amount	Contributed Surplus
Authorized:			
Unlimited common shares, without par value			
Issued:			
Common shares of the Company	3,221,000	$ -	$ -
Capitalization of NV Gold (USA)	-	229,998	-
Balance as at August 31, 2009	3,221,000	229,998	-
Shares issued pursuant to acquisition (Note 3)	5,014,400	210,326	-
Shares issued pursuant to brokered private placement	3,000,000	750,000	-
Shares issued pursuant to non-brokered private placement	2,093,500	523,375	-
Shares issued for finder's fees	141,080	35,270	-
Shares issued for exercise of warrants	98,680	19,736	-
Shares and warrants issued for mineral property (Note 5)	1,038,000	259,500	62,374
Stock-based compensation	-	-	192,547
Share issue costs	-	(159,976)	22,077
Balance as at August 31, 2010	14,606,660	$ 1,868,229	$ 276,998

6. CAPITAL STOCK AND CONTRIBUTED SURPLUS (cont'd…)

The Company issued the following common shares during year ended August 31, 2010:

Qualifying Transaction

The Company issued 5,014,400 common shares pursuant to the qualifying transaction completed on November 23, 2009 (Note 3).

Brokered private placement

The Company issued 3,000,000 units for gross proceeds of $750,000 pursuant to a brokered private placement. Each unit consists of one common share and one half of one warrant exercisable at $0.40 until May 23, 2011. The Company also issued 260,000 agent's warrants exercisable at $0.40 until May 23, 2011. The agent's warrants were valued at $22,077 using the Black-Scholes option pricing model with a volatility of 100%, expected life of 1.5 years, risk-free rate of 1.2% and a 0% annual dividend rate.

Non-brokered private placement

The Company issued 2,093,500 units for gross proceeds of $523,375 pursuant to non-brokered private placement. Each unit consists of one common share and one half of one warrant exercisable at $0.40 until May 23, 2011. The Company also issued 141,080 common shares as finder's fees with a fair value of $35,270 recognized as share issuance costs.

Shares held in escrow

As at August 31, 2010 there are 4,200,000 common shares held in escrow.

Exercise of agent's warrants

The Company issued 98,680 common shares pursuant to the exercise of agent's warrants at $0.20 per share for gross proceeds of $19,736.

Shares issued for mineral property

Pursuant to mineral property option agreements, the Company issued 438,000 common shares valued at $109,500 to Evolving Gold and 600,000 common shares valued at $150,000 and 600,000 warrants valued at $62,374 to Gold Standard (Note 5).

Stock options

The Company adopted a stock option plan under which it is authorized to grant options to officers, directors, employees and consultants enabling them to acquire common shares of the Company. The number of shares reserved for issuance under the plan shall not exceed 10% of the issued and outstanding common shares. The options can be granted for a maximum of 5 years and vest as determined by the board of directors. The exercise price of each option may not be less than the fair market value of the common shares.

6. CAPITAL STOCK AND CONTRIBUTED SURPLUS (cont'd…)

Stock option transactions and the number of stock options outstanding are summarized as follows:

	2010			2009		
	Number of Options		Weighted Average Exercise Price	Number of Options		Weighted Average Exercise Price
Outstanding, beginning of year	300,000	$	0.20	300,000	$	0.20
Exercised	-		-	-		-
Granted	1,025,000		0.25	-		-
Expired/cancelled	(60,000)		0.20	-		-
Outstanding, end of year	1,265,000	$	0.24	300,000	$	0.20
Exercisable, end of year	1,265,000	$	0.24	300,000	$	0.20

Stock options outstanding at August 31, 2010 are as follows:

Number Of Options	Exercise Price	Expiry Date
240,000	$ 0.20	April 14, 2014
1,025,000	0.25	November 23, 2014

Warrants

Warrants transactions and the number of warrants outstanding are summarized as follows:

	2010			2009		
	Number of Warrants		Weighted Average Exercise Price	Number of Warrants		Weighted Average Exercise Price
Outstanding, beginning of year	-	$	-	-	$	-
Exercised	-		-	-		-
Granted	3,146,750		0.40	-		-
Expired/cancelled	-		-	-		-
Outstanding, end of year	3,146,750	$	0.40	-	$	-
Exercisable, end of year	3,146,750	$	0.40	-	$	-

6. CAPITAL STOCK AND CONTRIBUTED SURPLUS (cont'd…)

Warrants (cont'd…)

Warrants outstanding at August 31, 2010 are as follows:

Number of Warrants	Exercise Price	Expiry Date
2,546,750	$ 0.40	May 23, 2011
600,000	0.40	May 14, 2012

The warrants are subject to an accelerated exercise provision in the event the volume weighted average trading price exceeds $0.80 for a period of 20 consecutive days.

Agent's warrants

Agent's warrants transactions and the number of agent's warrants outstanding are summarized as follows:

	2010		2009	
	Number of Warrants	Weighted Average Exercise Price	Number of Warrants	Weighted Average Exercise Price
Outstanding, beginning of year	100,000	$ 0.20	100,000	$ 0.20
Exercised	(98,680)	0.20	-	-
Granted	260,000	0.40	-	-
Expired/cancelled	(1,320)	0.20	-	-
Outstanding, end of year	260,000	$ 0.40	100,000	$ 0.20
Exercisable, end of year	260,000	$ 0.40	100,000	$ 0.20

Agent's warrants outstanding at August 31, 2010 are as follows:

Number of Agent's warrants	Exercise Price	Expiry Date
260,000	$ 0.40	May 23, 2011

6. CAPITAL STOCK AND CONTRIBUTED SURPLUS (cont'd…)

Agent's warrants (cont'd…)

240,000 of the agent's warrants are subject to the same accelerated exercise provisions as the warrants issued pursuant to the brokered and non-brokered private placement.

Stock-based compensation

During the year ended August 31, 2010, the Company granted 1,025,000 (2009 – nil) stock options to employees, directors, officers and a consultant. The estimated fair value of these options was $0.19 (2009 - $Nil). The estimated total fair value of vested stock options during the period is $192,547 (2009 - $Nil). This amount has been expensed as stock-based compensation in the statement of operations with a corresponding amount recorded as contributed surplus in shareholders' equity.

The following weighted average assumptions were used for the Black-Scholes valuation of stock options granted during the year:

	2010	2009
Risk-free interest rate	2.32%	-
Expected life of options	5.0 years	-
Annualized volatility	100.00%	-
Dividend rate	0.00%	-

7. ACCUMULATED OTHER COMPREHENSIVE LOSS

	2010	2009
Accumulated other comprehensive loss, beginning of year	$ (190)	$ -
Other comprehensive loss for the year	-	(190)
Accumulated other comprehensive loss, end of year	$ (190)	$ (190)

8. RELATED PARTY TRANSACTIONS

The Company entered into the following transactions with related parties during the year ended August 31, 2010:

i) Paid or accrued $75,787 (2009 - $Nil) in consulting fees and $7,134 (2009 - $Nil) in office and general costs to directors of the Company.

ii) Paid or accrued $1,881 (2009 - $Nil) in consulting fees to a director of the Company.

iii) Paid or accrued $28,373 (2009 - $Nil) in professional fees to a company controlled by an officer of the Company.

8. RELATED PARTY TRANSACTIONS (cont'd…)

iv) Paid or accrued $10,610 (2009 - $Nil) in geological consulting fees to a director of the Company.

Included in accounts payable and accrued liabilities is $5,000 (2009 - $5,000) due to the above related parties.

The related party transactions have been in the normal course of operations and are recorded at their exchange amounts, which is the consideration agreed upon by the related party.

9. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

The carrying value of receivables and accounts payable and accrued liabilities approximate their fair value because of the short-term nature of these instruments. Cash in carried at fair value using a level 1 fair value measurement.

Financial risk factors

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. Management believes that the credit risk concentration with respect to financial instruments included in cash is remote. The Company's receivables are mainly GST recoverable from the Canadian Government.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when they come due. As at August 31, 2010, the Company had a cash balance of $655,573 to settle current liabilities of $57,921. All of the Company's financial liabilities are subject to normal trade terms.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, and commodity and equity prices. These fluctuations may be significant and the Company, as all other companies in its industry, has exposure to these risks.

(a) Interest rate risk

The Company has cash balances and no interest-bearing debt. The Company's current policy is to maintain cash in its banking institutions and does not believe interest rate risk to be significant.

9. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (cont'd…)

Financial risk factors (cont'd…)

Market risk (cont'd…)

(b) Price risk

The Company is not a producing entity so is not directly exposed to fluctuations in commodity prices. The Company is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

(c) Foreign currency risk

The Company's operations are currently primarily in the United States which exposes the Company to foreign exchange risk. The Company is subject to currency risk due to the fluctuations of exchange rates between the Canadian and United States dollars. The Company does not enter into derivative financial instruments to mitigate foreign exchange risk.

10. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration of mineral properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital that it manages as share capital, and cash.

The Company is in the exploration stage; as such the Company has historically relied on the equity markets to fund its activities. The Company will continue to assess new sources of financing available and to manage its expenditures to reflect current financial resources in the interest of sustaining long term viability.

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

11. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

	2010	2009
Cash paid during the period for interest	$ -	$ -
Cash paid during the period for income taxes	$ -	$ -

11. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS (cont'd…)

Significant non-cash transactions during the year month period ended August 31, 2010 included:

a) the issuance of 5,014,400 common shares pursuant to the terms of the reverse take over of NV Gold valued at $210,326;

b) the issuance of 260,000 agent's warrants valued at $22,077;

c) the issuance of 141,080 valued at $35,270 as finder's fee shares in connection with the non-brokered private placement;

d) mineral property and deferred exploration costs of $16,743 are accrued in accounts payable and accrued liabilities;

e) the issuance of 1,038,000 common shares valued at $259,500 and 600,000 warrants valued at $62,374 for the acquisition of a mineral property.

f) the reclassification of $12,502 in deferred acquisition and financing fees to share issuance costs.

Significant non-cash transactions during the period from incorporation on July 10, 2009 to August 31, 2009 included in investing activities consist of mineral properties and deferred exploration costs of $18,300 accrued in accounts payable and accrued liabilities.

12. INCOME TAXES

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

		2010		2009
Loss for the year	$	(1,000,495)	$	(35,686)
Expected income tax recovery	$	(316,835)	$	(12,133)
Non-deductible items		220,959		-
Share issue costs		(17,751)		-
Unrecognized benefit of non-capital losses		113,628		12,133
Total income tax recovery	$	-	$	-

12. **INCOME TAXES** (cont'd…)

Details of future income tax assets are as follows:

	2010	2009
Future income tax assets:		
Share issue costs	$ 59,590	$ -
Resource properties	148,204	-
Non-capital loss carryforwards	103,919	12,133
	311,713	12,133
Less: valuation allowance	(311,713)	(12,133)
Net future income tax assets	$ -	$ -

The Company has available for deduction against future taxable income non-capital losses of approximately $394,000. These losses, if not utilized, will expire in 2030. 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 due to the uncertainty of their realization.

13. **SUBSEQUENT EVENT**

Subsequent to August 31, 2010, the Company:

i) Completed the lease of the Roberts Gold Property located in Eureka County, Nevada effective October 26, 2010. The Company paid US$10,000 as an advance royalty payment on the date the lease agreement became effective and issued 250,000 units to terminate certain area of interest obligations to a third party. Each unit consists of one common share and one warrant exercisable at $0.40 until October 26, 2012. The common shares and warrants making up the units and the common shares issuable upon exercise of the warrants are subject to a hold period expiring on February 27, 2011.