GDV Resources Inc.
(formerly Global Development Resources, Inc.)

Consolidated Financial Statements

December 31, 2010 and 2009
(Expressed in United States dollars)

Management's Responsibility for Financial Reporting

The accompanying consolidated financial statements of the Company have been prepared by management in accordance with Canadian generally accepted accounting principles. These consolidated financial statements contain estimates based on management's judgment. Management maintains an appropriate system of internal controls to provide reasonable assurance that transactions are authorized, assets safeguarded, and proper records maintained.

The Audit Committee of the Board of Directors reviews the results of the annual audit and the consolidated financial statements prior to submitting the consolidated financial statements to the Board for approval.

The Company's auditors, MSCM LLP, are appointed by the shareholders to conduct an audit and their report follows.

Signed: ***"Gordon Ewart"***	Signed: ***"Andrew Hilton"***
Gordon Ewart CEO	Andrew Hilton Chief Financial Officer

Toronto, Ontario
April 29, 2011

MSCM LLP
Accountants & Advisors for a Complex World

Independent Auditors' Report

To the Shareholders of
GDV Resources Inc. (formerly Global Development Resources, Inc.)

Report on the Consolidated Financial Statements

We have audited the accompanying financial statements of GDV Resources Inc. (formerly Global Development Resources, Inc.), which comprise the consolidated balance sheets as at December 31, 2010 and 2009, and the consolidated statements of deficit, loss (income) and comprehensive loss (income) and cash flows for the years then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with Canadian generally accepted accounting principles, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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 comply with ethical requirements and plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of GDV Resources Inc. (formerly Global Development Resources, Inc.) as at December 31, 2010 and 2009, and the results of its operations for the years then ended in accordance with Canadian generally accepted accounting principles.

Emphasis of matter

Without modifying our opinion, we draw attention to note 1 in the consolidated financial statements which describes uncertainty upon the Company's ability to continue as a going concern.

Signed: ***"MSCM LLP"***

Chartered Accountants
Licensed Public Accountants

Toronto, Ontario
April 29, 2011

GDV Resources Inc. (formerly Global Development Resources, Inc.)
Consolidated Balance Sheets
As at December 31, 2010 and 2009
(Expressed in United States dollars)

	2010	2009
Assets		
Cash	$ 1,095	$ 8,699
	$ 1,095	$ 8,699
Liabilities		
Accounts payable and accrued liabilities (note 9)	$ 245,441	$ 136,225
Shareholders' (Deficiency)		
Share capital (note 5(b))	5,931,172	5,931,172
Contributed surplus (note 5(d))	11,591,527	11,591,527
Deficit	(17,767,045)	(17,650,225)
	(244,346)	(127,526)
	$ 1,095	$ 8,699

Going concern (note 1); Liquidity risk (note 11); Subsequent events (note 12)

On Behalf of the Board

Signed: *"Gordon Ewart"*
______________________________, Director

Signed: *"Andrew Hilton"*
______________________________, Director

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

GDV Resources Inc. (formerly Global Development Resources, Inc.)
Consolidated Statements of Deficit
For the years ended December 31, 2010 and 2009
(Expressed in United States dollars)

	2010	2009
Deficit – beginning of year	$ (17,650,225)	$ (17,797,000)
Net (loss) income for the year	(116,820)	146,775
Deficit – end of year	$ (17,767,045)	$ (17,650,225)

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

GDV Resources Inc. (formerly Global Development Resources, Inc.)

Consolidated Statements of (Loss) Income and Comprehensive (Loss) Income

For the years ended December 31, 2010 and 2009

(Expressed in United States dollars)

Revenue	**2010**	**2009**
Interest and fees	$ -	$ 12,047
Consulting (note 9)	26,483	104,946
Rental	-	45,700
	26,483	162,693
Expenses		
Amortization	-	179,300
General office and administration (note 9)	134,474	678,876
Loss on foreclosure of development properties	-	23,585
Marketing costs for development properties	-	127,921
Mortgage interest	-	343,587
Rental	-	68,171
Foreign exchange loss (gain)	8,828	(61,612)
	143,303	1,359,828
Net loss before non-controlling interest and the undernoted	(116,820)	(1,197,135)
Non-controlling interest	-	(48,845)
Net loss before the undernoted	(116,820)	(1,148,290)
Gain on divestitures (note 4)	-	(1,295,065)
Net (loss) income before income taxes	(116,820)	146,775
Income taxes (note 8)	-	-
Net (loss) income and comprehensive (loss) income	$ (116,820)	$ 146,775
Basic and diluted net (loss) income per share (note 6)	$ (0.03)	$ 0.02
Weighted average number of shares outstanding	3,589,795	8,688,642

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

GDV Resources Inc. (formerly Global Development Resources, Inc.)
Consolidated Statements of Cash Flows
For the years ended December 31, 2010 and 2009
(Expressed in United States dollars)

	2010	2009
Operating activities		
Net (loss) income for the year	$ (116,820)	$ 146,775
Adjustments to determine net cash flows relating to operating items:		
Amortization	-	179,300
Non-controlling interest	-	(48,845)
Loss on foreclosure of development property	-	23,585
Changes in accounts payable and accrued liabilities	109,216	(186,382)
Changes in accounts and other amounts receivable	-	(57,444)
Changes in interest, fees and dividends receivable	-	(11,777)
Changes in income taxes recoverable	-	12,423
Changes in prepaid expenses and other assets	-	(1,861)
Net cash flows (used in) generated by operating activities	(7,604)	55,774
Investing activities		
Purchase of development properties	-	(963,855)
Net cash flows used in investing activities	-	(963,855)
Financing activities		
Repayment of loans payable	-	(300,000)
Net cash flows used in financing activities	-	(300,000)
Decrease in cash	(7,604)	(1,208,081)
Cash, beginning of year	8,699	1,216,780
Cash, end of year	$ 1,095	$ 8,699

Supplemental cash flow information (note 10)

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

1. Nature of Business and Going Concern

GDV Resources Inc. (formerly Global Development Resources, Inc.) ("the Company" or "GDV") was a merchant bank that assumed the role of participating lender in the acquisition, development, sales and management of real estate properties that met a predetermined set of guidelines within North American markets. On September 30, 2009 the Company ceased its operations upon the sale of its wholly owned subsidiary Global Development Resources, Inc. (USA) ("GDR USA") (note 4). As a result of the sale of GDR USA, the Company no longer has continuing operations.

Since inception, the Company has incurred losses and net cash outflows from operations and has funded operations through common stock issuances and debt in order to meet its strategic objectives. However, as at December 31, 2010 the Company has only $1,095 in cash to satisfy liabilities of $245,441. As a result of the foregoing, there exists substantial doubt about the Company's ability to continue as a going concern. Management is continuing to pursue additional financing and other business opportunities in order to secure sufficient working capital to meet its operational requirements and be able to pay its existing liabilities. However, there can be no assurance that the Company will be able to obtain sufficient funds to continue to fund its operations. Accordingly, these consolidated financial statements do not include any adjustments that might be necessary if the going concern assumption was not appropriate.

2. Change in Accounting Policies

Future accounting pronouncements

International Financial Reporting Standards

In February 2008, the AcSB confirmed that International Financial Reporting Standards ("IFRS") will replace Canadian generally accepted accounting principles in 2011 for Canadian publicly-listed companies. The Company will be required to report its results in accordance with IFRS beginning in 2011. The adoption of IFRS on January 1, 2011 will require the restatement for comparative purposes of amounts reported by the Company for the year ended December 31, 2010. Details of the Company's transition plan are disclosed in its Management Discussion and Analysis for the year ended December 31, 2010.

3. Summary of Significant Accounting Policies

These consolidated financial statements have been prepared by management in accordance with Canadian generally accepted accounting principles. Outlined below are those policies considered particularly significant for the Company.

Basis of Consolidation

All significant intercompany transactions and balances have been eliminated.

(i) Subsidiaries

The accompanying consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries: Eco Logic Chemical Technologies Inc. and Eco Logic Solutions Inc., both of which are inactive.

The accounts of GDR USA, and its wholly owned subsidiary Development Associates of Asheville, LLC. ("DAA"), have been included, for the period prior to disposition (note 4).

(ii) Variable Interest Entities

The Company follows the recommendations of CICA Accounting Guideline Number 15, *Consolidation of Variable Interest Entities* ("VIE's") ("AcG-15") which requires the consolidation of VIE's if a party (a variable interest holder) with an ownership, contractual or other financial interest in the VIE is exposed to the majority of the risk of loss from the VIE's activities, is entitled to receive a majority of the VIE's residual returns (if no party is exposed to a majority of the VIE's losses) or both. (This holder is defined as the "primary beneficiary.") Upon consolidation, the primary beneficiary generally must initially record all of the VIE's assets, liabilities and non-controlling interests at fair value at the date the variable interest holder became the primary beneficiary. Companies must revise their determination of the accounting for VIEs when certain events occur, such as changes in financing, governing documents or contractual arrangements.

The accompanying consolidated financial statements also include, prior to the disposition of GDR USA (note 4), the accounts of The Thoms Estate, LLC, a VIE of which GDR USA was the primary beneficiary of.

Use of Estimates

The preparation of these consolidated financial statements requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities at the date of the consolidated financial statements and the reported amount of revenues and expenses during the period. Financial statement items subject to significant management judgment include the valuation of share compensation expense and warrants and future income tax assets. While management believes that the estimates and assumptions are reasonable and appropriate in the circumstances, actual results may differ.

3. Summary of Significant Accounting Policies – continued

Foreign Currency Translation

The Company's reporting currency is the United States dollar. The Company translates foreign currency denominated transactions and the financial statements of integrated foreign operations using the temporal method. Monetary assets and liabilities denominated in currencies other than United States dollars are translated into Unites States dollars at the rate of exchange in effect at the balance sheet date. Non-monetary assets and liabilities are translated at historical rates. Revenues and expenses are translated at the transaction exchange rate, with the exception of amortization, which is translated at historic rates. Foreign currency gains and losses resulting from the translation of assets and liabilities are reflected in net income (loss) of the period.

Stock-based Compensation Plan

The Company has a stock option plan for its directors, officers, key employees and consultants as described in Note 5 (c). The fair value of all stock options granted is recorded as a charge to operations and a credit to contributed surplus over the period the stock options vest, with the exception of those issued to consultants which vest over the respective service life. It has been the Company's policy for options to vest upon issuance. Consideration received on exercise of stock options is credited to share capital, and at this time, the corresponding value attributed to the exercised options is transferred to share capital.

Financial Instruments

Under CICA Handbook Section 3855, financial assets must be classified into one of four categories: held-for-trading, held-to-maturity, loans and receivables and available for sale; and financial liabilities must be classified into one of two categories: held-for-trading and other financial liabilities. All derivative instruments, including those that are embedded in, but not closely related to, another contract must be classified as held-for-trading with changes in their fair value reported in net income for the period. All financial instruments, including derivatives, are measured at fair value except for loans and receivables, held-to-maturity investments and other financial liabilities, which are measured at amortized cost, using the effective interest method where applicable. Subsequent measurement and changes in fair value will depend on their initial classification, as follows: 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 investment is derecognized or impaired at which time the amounts would be recorded in net income.

Cash is designated as held-for-trading. Accounts payable and accrued liabilities are designated as other financial liabilities which are measured at amortized cost.

Future Income Taxes

The Company uses the asset and liability method of tax allocation in accounting for income taxes. Under this method, future tax assets and liabilities are determined based on differences between the financial reporting and tax bases of assets and liabilities, unused tax losses and income tax deductions, and are measured using the substantively enacted tax rates and laws that will be in effect when the differences are expected to reverse. The amount of tax assets recognized is limited to the amount that is more likely than not to be realized.

Earnings (Loss) per Share

Basic earnings (loss) per share are calculated using the weighted average number of common shares outstanding during the year. The Company follows CICA Handbook section 3500, *Earnings per Share*, which directs that the treasury stock method be used to calculate diluted earnings (loss) per share. Diluted earnings (loss) per share considers the dilutive impact of the exercise of outstanding stock options, warrants, conversion of preferred shares and the convertible debentures, as if the events had occurred at the beginning of the period or at the time of issuance, if later.

3. Summary of Significant Accounting Policies - continued

Non-monetary Transactions

The Company follows CICA Handbook Section 3831, *Non-monetary Transactions*. This standard requires all non-monetary transactions to be measured at fair value unless they meet one of four very specific criteria. Commercial substance is the test for fair value measurement. A transaction has commercial substance if it causes an identifiable and measurable change in the economic circumstances of the entity. Commercial substance is a function of the cash flows expected by the reporting entity.

In addition, the Company has applied the following significant accounting policies related to GDR USA prior to the disposition of GDR USA (note 4):

Use of Estimates

The preparation of these consolidated financial statements required management to make estimates and assumptions that affected the reported amount of assets and liabilities and disclosure of contingent liabilities at the date of disposition of GDR USA (note 4) and the reported amount of revenues and expenses during the period up to the disposition date. Financial statement items subject to significant management judgment included revenue recognition; loan impairment and losses; the valuation of accounts receivable; the valuation of bridge loans and note receivable and the valuation of development and rental properties; the fair value of non-cash fees received; the computation of non-controlling interest; the valuation of share compensation expense and warrants; and, future income tax assets. While management believes that the estimates and assumptions were reasonable and appropriate in the circumstances, actual results may differ.

Bridge Loans and Note Receivable

Loans were stated net of an allowance for credit losses on impaired loans.

The Company followed the requirements of CICA Handbook section 3025, *Impaired Loans,* and classified loans as impaired when the principal was past due, interest was 90 days in arrears, the liquidity of the borrower had declined significantly and there was no longer reasonable assurance of the timely collection of principal and interest. A provision for losses incurred on impaired loans was made to reduce the carrying amount to the estimated realizable amount.

Development Properties

Development properties comprised properties under development, for which a development program was being conducted, and properties which were under construction. These properties were recorded at cost, including pre-development expenditures.

Revenue Recognition

Interest income was recorded on an accrual basis except on loans classified as impaired. When a loan was classified as impaired, interest income was recognized on a cash basis only, after specific provisions or write-offs had been recovered and provided there was no further doubt about the collectability of remaining principal balances. Loan syndication fees were included in income as earned over the life of the corresponding loan. Loan commitment, origination, restructuring and renegotiation fees were recorded as income over the life of the corresponding loan. Interest and fees collected in advance were recorded as deferred revenue and recognized in income as set out above.

Rental revenue was recognized on the accrual basis following the underlying lease terms. Trading revenue and revenue from the sale of investments was recognized on a settlement basis.

Consulting revenue was recognized over the life of the corresponding agreement.

Revenue from properties held for development and resale was recognized on the closing date of sale, when all conditions of the purchase agreement had been met, the purchaser has taken possession and there was reasonable assurance to collect the outstanding amount.

3. Summary of Significant Accounting Policies - continued

Financial Instruments

Accounts and other amounts receivable, interest, fees and dividends receivable, due from participants, and bridge loan and note receivable were designated as loans and receivables which were measured at amortized cost, subject to impairment reviews. Loans and mortgages payable were designated as other financial liabilities which were measured at amortized cost.

Property and Equipment and Rental Properties

Property and equipment were stated at cost less accumulated amortization and were amortized over their estimated useful lives at the following rates and methods:

Property and equipment assets:		
Furniture and fixtures	5 years	straight-line
Equipment	3 – 5 years	straight-line
Automobile	5 years	straight-line
Rental property assets:		
Furniture	5 years	straight-line
Landscaping	15 years	straight-line
Dwelling	30 years	straight-line

Asset Retirement Obligations

The Company had adopted the requirements of CICA Handbook section 3110, *Asset Retirement Obligations*. This section establishes standards for the recognition, measurement and disclosure of legal obligations associated with the costs to retire long-lived assets. A liability associated with the retirement of long-lived assets is recorded in the period in which the asset is capitalized. Subsequent to the initial measurement of the asset retirement obligation, the obligation is adjusted to reflect the passage of time and changes in the estimated future cost underlying the obligation. As at December 31, 2010 and 2009, the Company had not incurred any asset retirement obligations.

Impairment of Long-Lived Assets

The Company had adopted the requirements of CICA Handbook Section 3063, *Impairment of Long-lived Assets*. Management periodically reviewed the carrying value of the Company's property and equipment and rental property and development property assets to consider whether there are any conditions that may indicate impairment. Where estimates of future cash flows are available, a reduction in the carrying value was recorded to the extent the net book value of the investment exceeds the estimated fair value which is normally the discounted value of future cash flows. Where estimates of future cash flows were not available and where other conditions suggested impairment, management assessed if carrying value could be recovered and would provide for impairment if so indicated, by reducing the carrying value of the asset to its estimated fair value.

(Expressed in United States dollars)

4. Divestitures

Sale of GDR USA

Effective September 30, 2009 the Company sold its wholly owned subsidiary, GDR USA and its wholly-owned subsidiary DAA, to a corporation owned by a group of current shareholders of the Company (the "Purchasers"). The sale of GDR USA was approved on October 22, 2009, by special resolution of the shareholders of the Company. In conjunction with the divestiture 20,451,419 common shares of the Company were tendered back to the Company from the Purchasers.

GDR USA is the primary beneficiary of The Thoms Estate, LLC, and was the primary beneficiary of Rare Earth, New Mexico, LLC (prior to its disposition on December 31, 2008) and consequently held substantially all assets and liabilities of the Company. As the Company no longer has substantial continuing operations and pursuant to EIC-161 "Discontinued Operations", discontinued operations accounting has not been applied in these consolidated financial statements.

The Company has recorded a gain on sale on divestiture as a result of the sale of GDR USA as follows:

Deconsolidation of net liabilities of GDR USA	$	958,631
Deconsolidation of cumulative translation adjustment of GDR USA (note 7)		336,434
	$	1,295,065

The 20,451,419 common shares of the Company tendered back to the Company, were attributed a nominal value.

5. Share Capital

a) Authorized

Unlimited (2009 – unlimited) common shares
Unlimited (2009 – unlimited) preferred shares

b) Shares issued and outstanding

	Number of Shares		2010 Amount	Number of Shares		2009 Amount
Common shares						
Opening balance	10,769,387	$	5,931,172	31,220,806	$	17,194,689
Shares tendered back (note 4)	-		-	(20,451,419)		(11,263,517)
1:3 consolidation	7,179,591		-	-		-
Closing balance	3,589,796	$	5,931,172	10,769,387	$	5,931,172

Pursuant to a resolution passed by shareholders on Nov. 24, 2010, the Company consolidated its capital on a one-new-for-three-old basis. The consolidation took effect on December 21, 2010.

5. Share Capital - continued

c) Stock Options Outstanding

GDV has a stock option plan (the "Plan") which was approved by the Board of Directors of GDV. The total amount of shares reserved for issuance under the Plan is equal to 10% of the outstanding common shares.

The Plan is for the benefit of the employees, officers and directors and certain consultants of GDV and its subsidiaries. The Plan is administered by the Compensation Committee of the Board of Directors of GDV. The Compensation Committee may from time to time designate individuals to whom options to purchase shares of the capital stock of GDV may be granted and the number of shares to be optioned to each. The option price per share which is the subject of any option shall be fixed by the Board of Directors when such option is granted. The option price can be discounted according to the rules of the Exchange at the time the option is granted. It is GDV's policy that options vest fully upon issuance. The period during which an option is exercisable shall not exceed five years from the date the option is granted. The options may not be assigned, transferred or pledged. Subject to any grace period allowed under the policies of the Exchange, the options will expire upon the termination of the employment or office with GDV or any of its subsidiaries or death of an individual. The total number of shares to be optioned to any one individual cannot exceed five percent of the total of the issued and outstanding shares.

During the years ended December 31, 2010 and 2009, the change in stock options outstanding was as follows:

	Number of Options	2010 Weighted Average Exercise Price[(i)]	Number of Options	2009 Weighted Average Exercise Price[(i)]
Common shares				
Opening balance	1,300,000	$0.30	1,300,000	$0.30
Expired during the year [(ii)]	(1,300,000)	$0.30	-	-
Closing balance	-	-	1,300,000	$0.30

(i) The options were exercisable at a price of $0.30 in Canadian dollars.
(ii) The options expired on May 20, 2010.

d) Contributed Surplus

	2010	2009
Opening balance	$ 11,591,527	$ 328,010
Shares tendered back (note 4)	-	11,263,517
Closing balance	$ 11,591,527	$ 11,591,527

6. Net Income (Loss) per Share

Net income (loss) per share has been calculated using the weighted average number of common shares outstanding during the year. Diluted income (loss) per share is calculated in a similar manner, except that the weighted average number of common shares outstanding is increased to include potential common shares from the assumed exercise of stock options, if dilutive. For the year ended December 31, 2009, 1,300,000 potentially dilutive stock options were excluded from the computation of weighted average number of diluted common shares outstanding, as the applicable exercise prices were greater than the average market price of GDR's common shares for the year. The basic and diluted income per share for the years ended December 31, 2010 and 2009 have been adjusted to account for the 3:1 consolidation on December 21, 2010.

7. Currency Translation Adjustment

	2010	2009
Opening balance	$ -	$ 336,434
Adjustment as result of GDR USA divestiture (note 4)	-	(336,434)
Closing balance	$ -	$ -

Prior to January 1, 2005 GDV reported its financial statements in Canadian dollars and considered its functional currency to be Canadian dollars. The nature of operations of GDV changed from an environmental technology company in 2004 to a merchant banker in 2005. Operations for the environmental technology operations were located in Canada. Operations for merchant banking were located in the United States.

The currency translation adjustment arose from the translation of financial statements from Canadian dollars to US dollars for operations prior to January 1, 2005. The current rate method was used in accordance with CICA Emerging Issues Committee abstract Number 130, *Translation Method When the Reporting Currency Differs from the Measurement Currency or There Is a Change in the Reporting Currency.* The change in translation method to the temporal method at January 1, 2005 was treated prospectively in accordance with then CICA Handbook section 1650, *Foreign Currency Translation*.

(Expressed in United States dollars)

8. Income Taxes

The following is a reconciliation of comparing income taxes calculated at the Canadian statutory rate of 30% (2009 - 31%) to the amounts provide in the accompanying consolidated financial statements.

		2010		2009
(Loss) Income before recovery of income taxes	$	(116,820)	$	146,775
Expected income tax (recovery) provision	$	(36,214)	$	48,436
Tax rate changes and other adjustments		7,009		431,418
Effect of GDR USA divestiture		-		1,989,050
Increase (decrease) in valuation allowance		29,205		(2,468,904)
Income tax (recovery) provision reflected in the statement of operations	$	-	$	-

The Company's future income tax assets and liabilities as at December 31, 2010 and 2009 are as follows:

		2010		2009
Future Income Tax Assets				
Non-capital losses	$	612,241	$	583,036
		612,241		583,036
Less: valuation allowance		(612,241)		(583,036)
Net future income tax assets	$	-	$	-

(Expressed in United States dollars)

8. Income Taxes - continued

In assessing the realizability of future tax assets, management considers whether it is more likely than not that some portion or all of the future tax assets will not be realized. The ultimate realization of future tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considers the scheduled reversal of future tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Management has provided for a valuation allowance on all of its losses as there is no assurance that future tax benefits will be realized.

GDV's non-capital income tax losses expire as follows:

		Canada
2011	$	1,954,400
2027		289,800
2028		17,025
2029		70,900
2030		116,820
Closing balance	$	2,448,945

9. Related Party Transactions

GC-Global Capital Corp. ("GC-Global") holds approximately 42.5% of GDV's issued and outstanding common stock and shares common management, directors and officers with GDV.

a) General office and administration expenses include management fees in the amount of $64,870 (2009 - $110,000) which were charged by companies controlled by current directors of the Company.

b) During the years ended December 31, 2010 and 2009, GC-Global provided bookkeeping services and office space to GDV at no cost. The value of such bookkeeping and office space is considered immaterial and therefore no amounts have been recorded in the accompanying consolidated financial statements.

c) During the year the Company earned consulting fees in the amount of $26,483 (2009 - $104,946) from companies with common officers or directors.

d) At December 31, 2010 accounts payable included $125,959 (2009 - $86,702) payable to companies with common officers or directors.

Related party transactions are in the normal course of operations and are measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

10. Supplemental Cash Flow Information

		2010		2009
Interest paid	$	-	$	343,587

11. Risk Management and Financial Risks

Capital Management

The Company manages its cash and common shares as capital. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to pursue project opportunities for the benefit of its shareholders. 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. The Company may attempt to issue new shares or debt, or adjust the amount of cash. There can be no assurance that the Company will be able to obtain debt or equity capital in the case of operating cash deficits. The Company is not subject to any externally imposed capital requirements.

Financial Risks

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

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at December 31, 2010, the Company has a deficiency in working capital. The Company had a cash balance of $1,095 (2009 - $8,699) to settle current liabilities of $245,441 (2009 - $136,225). All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

12. Subsequent Events

a) On February 18, 2011 the Company announced that pursuant to a resolution passed by disinterested shareholders on November 24, 2010, it had issued 2,477,000 common shares at a price of five cents per share to settle debt in the amount of $123,850. This amount includes 1.5 million shares to settle $75,000 due to GC-Global Capital Corp., a related party as a result of common officers and share ownership, 525,000 shares to settle $26,250 due to the Company's former chief financial officer, and 452,000 shares to settle $22,600 due to a company controlled by the Company's chief executive officer. Subsequent to the issuance of shares the parties' ownership percentages will be 49.9 per cent, 10.95 per cent and 7.45 per cent, respectively. The shares issued will be subject to a four-month hold period expiring June 18, 2011.

b) On April 4, 2011 the Company announced that it has entered into a loan agreement with a non-arm's-length party. The $32,000 loan has a term of three months and bears interest at a rate of 15 per cent per annum. The Company will use the proceeds of the loan for general working capital purposes.

c) On April 13, 2011 the Company announced that the TSX Venture Exchange has agreed to trade the Company's shares in Canadian dollars. Effective at the opening, April 14, 2011, the Company's shares began trading in Canadian dollars. The Company's trading symbol remain unchanged as GDV.H. All bids and offers will be quoted in Canadian dollars, and all trades will be settled in Canadian dollars.

13. Comparative Figures

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