

SearchGold Resources Inc.
(A Mining Exploration Company)

**Interim Consolidated Financial Statements
for the three-month periods ended
March 31, 2012 and 2011**

Financial Statements

Interim Consolidated Statement of financial position	2
Interim Consolidated Statement of Comprehensive Loss	3
Interim Consolidated Statement of changes in Equity	4
Interim Consolidated Statement of cash flow	5
Interim Consolidated Notes to Financial Statements	6 - 11

STATEMENT CONCERNING THE INTERIM FINANCIAL STATEMENTS

Management has compiled the unaudited interim financial statements as at March 31, 2012 and for the three-month periods ended March 31, 2012 and 2011. The statements have not been audited or reviewed by the company's auditors or any other firm of chartered accountants.

SearchGold Resources Inc.

Consolidated Statement of Financial Position

(in canadian dollars)

	Notes	2012-03-31 \$	2011-12-31 \$
ASSETS			
Current			
Cash		378,406	146,693
Other receivables		47,994	28,189
Prepaid expenses		5,098	10,405
		<u>431,498</u>	<u>185,287</u>
Non-current			
Exploration and evaluation assets	3	1,406,050	1,403,575
Property and equipment		4,048	4,375
Other long-term financial assets	4	1,152,771	996,417
Total assets		<u>2,994,367</u>	<u>2,589,654</u>
EQUITY AND LIABILITIES			
LIABILITIES			
Current			
Trade and other payables		314,644	396,828
Total liabilities		<u>314,644</u>	<u>396,828</u>
EQUITY			
Share Capital	5.1	18,396,122	17,896,122
Contributed surplus		3,590,405	3,578,782
Deficit		(18,789,412)	(18,608,332)
Accumulated other comprehensive loss		(517,392)	(673,746)
Total equity		<u>2,679,723</u>	<u>2,192,826</u>
Total liabilities and equity		<u>2,994,367</u>	<u>2,589,654</u>

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

These interim consolidated financial statements were approved and authorized for issue by the Board of Directors May 30, 2012.

/S/ Stanley Robinson
Director

/S/ David Carbonaro
Director

SearchGold Resources Inc.**Consolidated Statement of Comprehensive Loss**

For the three-month periods ended March 31, 2012 and 2011

(in canadian dollars)

	Notes	2012 \$	2011 \$
Management fees	8.1	18,012	
Professional services	8.1	114,197	49,341
Consultants	6.1	11,623	
Investors related fees		18,880	1,929
Regulatory fees		12,647	8,527
Other expenses		21,420	4,798
Losses (gains) from exchange differences		1,041	(1,376)
Impairment of exploration and evaluation assets			240,533
Expenses recovered		<u>(42,047)</u>	<u>(27,030)</u>
Operating loss		155,773	276,722
Share of loss from equity-accounted investments			6,996
Gain on dilution from an equity-accounted investments			668
Loss on available-for-sale assets recycled in net earnings (loss)			49,404
Financial costs		672	9,348
Net loss		<u>(156,445)</u>	<u>(343,138)</u>
Other comprehensive income (loss)			
Available-for-sale-financial assets			
Net change in fair value		156,354	(75,680)
Reclassification to net loss			49,404
Total of other comprehensive income (loss)		<u>156,354</u>	<u>(26,276)</u>
Total comprehensive loss		<u>(91)</u>	<u>(369,414)</u>
Net loss per share			
Basic and diluted net loss per share		<u>(0.007)</u>	<u>(0.018)</u>
Weighted average number of common share outstanding basic and diluted		<u>21,888,008</u>	<u>18,556,827</u>

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

SearchGold Resources Inc.

Consolidated Statement of Changes in Equity

For the three-month periods ended March 31, 2012 and 2011

(in canadian dollars)

Notes	Share Capital		Available-for-sale Financial Assets	Contributed surplus	Deficit	Total Equity
	Number	\$	\$	\$	\$	\$
Balance at January 1, 2011	18,566,271	17,887,122	(340,939)	3,578,782	(17,126,783)	3,998,182
Shares issued for the acquisition of mining rights	25,000	42,000				42,000
Transactions with owners	25,000	42,000	–	–	–	42,000
Net loss					(343,138)	(343,138)
Other comprehensive loss						
Available-for-sale financial assets						
Net change in fair value			(75,680)			(75,680)
Reclassification to net loss			49,404			49,404
Total comprehensive loss	–	–	(26,276)	–	(343,138)	(369,414)
Balance at March 31, 2011	18,591,271	17,929,122	(367,215)	3,578,782	(17,469,921)	3,670,768
Balance at January 1, 2012	18,591,271	17,896,122	(673,746)	3,578,782	(18,608,332)	2,192,826
Shares issued under a private placement	10,000,000	500,000				500,000
Equity instruments issue expense					(24,635)	
Stock-based payments				11,623		
Transactions with owners	10,000,000	500,000	–	11,623	(24,635)	486,988
Net loss					(156,445)	(156,445)
Other comprehensive income						
Available-for-sale financial assets						
Net change in fair value			156,354			156,354
Reclassification to net loss						
Total comprehensive income	–	–	156,354	–	(156,445)	(91)
Balance at March 31, 2012	28,591,271	18,396,122	(517,392)	3,590,405	(18,789,412)	2,679,723

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

SearchGold Resources Inc.

Consolidated Statement of Cash Flows

For the three-month periods ended March 31, 2012 and 2011

(in canadian dollars)

	Notes	2012 \$	2011 \$
OPERATING ACTIVITIES			
Net loss		(156,445)	(343,138)
Adjustments			
Share-based payments		11,623	
Share of loss from equity-accounted investments			6,996
Gain on dilution from equity-accounted investments			668
Impairment of exploration and evaluation assets			240,533
Loss on available-for-sale assets recycled in net earnings (loss)			49,404
Financial fees			9,348
Changes in working capital items	7	(96,682)	(14,803)
Cash flows from operating activities		<u>(241,504)</u>	<u>(50,992)</u>
INVESTING ACTIVITIES			
Proceed from disposal of exploration and evaluation assets			48,936
Additions to exploration and evaluation assets		(2,148)	(49,420)
Other long-term financial assets			51,599
Cash flows from investing activities		<u>(2,148)</u>	<u>51,115</u>
FINANCING ACTIVITIES			
Issuance of equity instruments		500,000	
Equity instruments issue expense		(24,635)	
Financial fees			(9,348)
Cash flows from financing activities		<u>475,365</u>	<u>(9,348)</u>
Net change in cash		<u>231,713</u>	<u>(9,225)</u>
Cash, beginning of period		<u>146,693</u>	<u>29,877</u>
Cash, end of period		<u><u>378,406</u></u>	<u><u>20,652</u></u>

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

SearchGold Resources Inc.

Notes to Consolidated Financial Statements

(in canadian dollars)

1. NATURE OF OPERATIONS

SearchGold Resources Inc. and its subsidiary, (hereinafter the "Company") specializes in the acquisition and exploration of gold mining sites in Africa.

SearchGold Resources Inc. is the ultimate parent company and its shares are listed on the TSX Venture Exchange.

SearchGold Resources Inc. is incorporated under the Canada Business Corporations Act. The address of SearchGold Resources Inc. registered office and its principal place of business is 36 Lombard St., Suite 700, Toronto, Ontario, M5C 2X3.

These interim consolidated financial statements have been established in accordance with the International Financial Reporting Standards (the "IFRS").

2 STATEMENT OF COMPLIANCE

These unaudited interim consolidated financial statements have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS") and in accordance with IAS 34 Interim Financial Reporting. The unaudited interim consolidated financial statements do not include all of the information required for full annual financial statements, and should be read in conjunction with the annual consolidated financial statements for the year ended December 31, 2011, as they follow the same accounting policies and methods of application, unless otherwise indicated.

3. EXPLORATION AND EVALUATION ASSETS

The carrying amount can be analyzed as follows:

	Balance as at January 1, 2012	Additions	Option payment	Write-off and/or Impairment	Disposal	Balance as at March 31, 2012
	\$	\$	\$	\$	\$	\$
Guinea						
Mandiana						
Mining rights						
Exploration and evaluation	1,362,068	2,475				1,364,543
	<u>1,362,068</u>	<u>2,475</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,364,543</u>
Burkina Faso						
Guéguéré						
Mining rights	20,984					20,984
Exploration and evaluation	20,523					20,523
	<u>41,507</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>41,507</u>
Summary						
Mining rights	20,984					20,984
Exploration and evaluation	1,382,591	2,475				1,385,066
	<u>1,403,575</u>	<u>2,475</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>1,406,050</u>

SearchGold Resources Inc.**Notes to Consolidated Financial Statements**

(in canadian dollars)

3. EXPLORATION AND EVALUATION ASSETS (Continued)

	Balance as at Januray 1, 2011 \$	Additions \$	Option payment \$	Write-off and/or Impairment \$	Disposal \$	Balance as at December 31, 2011 \$
Guinea						
Mandiana						
Mining rights						
Exploration and evaluation	1,241,910	120,158				1,362,068
	<u>1,241,910</u>	<u>120,158</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>1,362,068</u>
Burkina Faso						
Guéguéré						
Mining rights	11,500	58,420	(48,936)			20,984
Exploration and evaluation	20,523					20,523
	<u>32,023</u>	<u>58,420</u>	<u>(48,936)</u>	<u>–</u>	<u>–</u>	<u>41,507</u>
Gabon						
Advances to a private company	1,040,532				(1,040,532)	
	<u>1,040,532</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>(1,040,532)</u>	<u>–</u>
Summary						
Mining rights	11,500	58,420	(48,936)			20,984
Exploration and evaluation	2,302,965	120,158			(1,040,532)	1,382,591
	<u>2,314,465</u>	<u>178,578</u>	<u>(48,936)</u>	<u>–</u>	<u>(1,040,532)</u>	<u>1,403,575</u>

All write-off are included within Write-off of exploration and evaluation assets in net earnings (loss) and all impairment charges (or reversals, if any) are included within Depreciation of exploration and evaluation assets in net earnings (loss).

SearchGold Resources Inc.

Notes to Consolidated Financial Statements

(in canadian dollars)

4. OTHER LONG-TERM FINANCIAL ASSETS

	<u>2012-03-31</u>	<u>2011-12-31</u>
	\$	\$
Common shares in a private company, at cost		
Swala Resources Inc.		
Shares representing a - % interest (7% in 2011) (c)		755,885
Common shares in quoted companies, at fair value		
Stellar Diamonds Limited		
Shares representing a 0.8 % interest (0.8% in 2011) (a)	193,321	80,408
Golden Share Mining Corporation		
Shares representing a 0.2% interest (0.2 % in 2011) (b)	160,124	160,124
Concordia Resource Corp.		
Shares representing a 0.2% interest (c)	<u>799,326</u>	
	<u>1,152,771</u>	<u>996,417</u>

- (a) Stellar Diamonds Limited ("Stellar") is a diamond mining exploration company.

During the three-month period ended March 31, 2012, the Company recognized a change in fair value of investments of \$156,354 in other comprehensive loss.

During the year ended December 31, 2011, the Company recognized a change in fair value of investments of \$200,737 in other comprehensive loss of which an amount of \$49,404 was reallocate to net earnings (loss) in relation with the 300,000 shares disposed.

- (b) Golden Share Mining Corporation ("Golden Share") is a gold mining exploration company.

During the three-month period ended March 31, 2012, the Company recognized no change in fair value of investments of \$156,354 in other comprehensive loss.

During the year ended December 31, 2011, the Company recognized a change in fair value of investments of \$181,474 in other comprehensive loss.

- (c) Concordia Resource Corp. ("Concordia") is a gold and silver mining exploration company.

On January 16, 2012, Concordia Resource Corp. acquired all Swala Resources Inc. common shares. Under that transaction, the Company received 1,737,666 common shares of Concordia Resource Corp.

SearchGold Resources Inc.

Notes to Consolidated Financial Statements

(in canadian dollars)

5. **SHARE CAPITAL**

5.1 **Share capital**

The share capital of the company consists only of fully paid ordinary shares.

Authorized share capital

Unlimited number of common shares voting and participating

6. **EMPLOYEE REMUNERATION**

6.1 **Share-based payments**

The Company has adopted a stock-based compensation plan under which members of the Board of Directors may award options for common shares to directors, officers, employees and consultants. The maximum number of shares issuable under the plan is 1,375,000.

The exercise price of each option is determined by the Board of Directors and cannot be less than the market value of the common shares on the eve of the award and the term of the options cannot be more than five years. The options are exercisable immediately.

All share-based payments will be settled in equity. The Company has no legal or constructive obligation to repurchase or settle the options.

The Company's stock options are as follows for the reporting periods presented:

	2012-03-31		2011-12-31	
	Number of options	Weighted average exercise price \$	Number of options	Weighted average exercise price \$
Balance, beginning of period	187,500	1.14	506,250	1.20
Granted	250,000	0.10		
Forfeited			(218,750)	1.18
Cancelled			(100,000)	1.29
Balance, end of period	<u>437,500</u>	<u>0.54</u>	<u>187,500</u>	<u>1.14</u>
Number of options exercisable	<u>250,000</u>	<u>0.88</u>	<u>187,500</u>	<u>1.14</u>

SearchGold Resources Inc.**Notes to Consolidated Financial Statements**

(in canadian dollars)

6. EMPLOYEE REMUNERATION (Continued)

During the three-month period ended March 31, 2012, the Company granted 250,000 stock options to a consultant. The weighted average fair value of \$0.07 was determined using the Black-Scholes option pricing model and based on the following weighted average assumptions:

	<u>2012-03-31</u>
Weighted average price at the grant date	0.07
Rate of return of dividends	- %
Expected average volatility	178%
Risk-free average interest rate	1.46%
Expected average life (years)	5 years
Weighted average exercise price	0.10

An amount of \$11,623 in consultants expenses was included in net earnings (loss) for the three-month period ended March 31, 2012.

The table below summarizes the information related to stock options:

<u>2012-03-31</u>			<u>2011-12-31</u>		
Number of options outstanding	Exercise price \$	Remaining contractual average life (years)	Number of options outstanding	Exercise price \$	Remaining contractual average life (years)
250,000	0.10	4.63	50,000	0.96	1.48
50,000	0.96	1.23	137,500	1.20	0.68
<u>137,500</u>	<u>1.20</u>	<u>0.43</u>	<u>187,500</u>	<u>1.14</u>	<u>0.89</u>
<u>437,500</u>	<u>1.14</u>	<u>2.92</u>	<u>187,500</u>	<u>1.14</u>	<u>0.89</u>

SearchGold Resources Inc.
Notes to Consolidated Financial Statements
(in canadian dollars)

7. ADDITIONAL INFORMATIONS – CASH FLOWS

The changes in working capital items are detailed as follows:

	<u>2012-03-31</u>	<u>2011-03-31</u>
	\$	\$
Other receivables	(19,805)	(12,989)
Prepaid expenses	5,307	2,445
Trade and other payables	<u>(82,184)</u>	<u>(4,259)</u>
	<u>(96,682)</u>	<u>(14,803)</u>

Additional disclosures regarding cash flows that did not result in a cash outflow:

	<u>2012-03-31</u>	<u>2011-03-31</u>
Exploration and evaluation assets	\$	\$
Shares issued for the acquisition of mining rights		42,000
Accounts payable and accrued liabilities		3,219
Exploration equipment amortization	327	230

8. RELATED PARTY TRANSACTIONS

The Company's related parties include its joint key management and other related parties, as described below.

Unless otherwise stated, none of the transactions incorporated special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash.

8.1. Transactions with key management personnel

Remuneration of the key management personnel, that is, the President, the Vice-President Finance and the directors, includes the following expenses

	<u>2012-03-31</u>	<u>2011-12-31</u>
	\$	\$
Management fees	18,012	83,457
Professional services	<u>41,703</u>	<u>191,551</u>
	59,715	275,008
Share-based payment	<u>–</u>	<u>–</u>
	<u>59,715</u>	<u>275,008</u>

During the reporting periods, key management personnel did not exercise any stock options.