

**GORILLA RESOURCES CORP.**

Combined Interim Financial Statements  
For the Three Months Ended October 31, 2011  
(Unaudited)  
(Expressed in Canadian dollars)

**GORILLA RESOURCES CORP.**

Suite 1820 – 925 West Georgia Street  
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Phone: (604) 725-1857 Fax: (604) 687-3141

December 19, 2011

**Interim Financial Statements**

**First Quarter Report**

**For the three month period ended October 31, 2011 and 2010**

***NOTICE TO READER***

In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company must disclose if an auditor has not performed a review of the interim financial statements.

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

These unaudited interim financial statements have not been reviewed on behalf of the shareholders by the independent external auditors of the Company.

Yours truly,

**GORILLA RESOURCES CORP.**

*"Scott Sheldon"*

Scott Sheldons  
Corporate Secretary

**GORILLA RESOURCES CORP.**

Combined Interim Statements of Financial Position

As at October 31, 2011

(Unaudited)

(Expressed in Canadian dollars)

	October 31, 2011	July 31, 2011
	\$	\$
<b>Assets</b>		
<b>Current Assets</b>		
Cash and cash equivalents	3,652	80,933
Receivables (Note 5)	16,507	-
Prepaid expenses and deposits (Note 6)	1,000	-
	21,159	80,933
Mineral properties (Note 4)	31,350	31,350
	52,509	112,283
<b>Liabilities and Shareholders' Equity</b>		
<b>Current Liabilities</b>		
Accounts payable and accrued liabilities	9,573	18,435
Promissory Note (Note 8)	438	-
	10,011	18,435
Promissory Note (Note 8)	50,000	-
<b>Shareholders' Equity</b>		
Share capital (Note 7)	213,600	162,501
Share subscriptions receivable	-	(32,001)
Reserves (Note 7)	37,854	-
Deficit	(258,956)	(36,652)
	(7,502)	93,848
	52,509	112,283

Nature of operations and continuance of business (Note 1)

Approved by the Board of Directors on December 19, 2011:

\_\_\_\_\_  
Scott Sheldon, Director\_\_\_\_\_  
Donald Sheldon, Director

(The accompanying notes are an integral part of these combined interim financial statements)

**GORILLA RESOURCES CORP.**

Combined Interim Statement of Loss and Comprehensive Loss

(Unaudited)

(Expressed in Canadian dollars)

	<b>Three Months Ended October 31, 2011 \$</b>
<b>Expenses</b>	
Exploration and evaluation costs	68,348
Advertising and promotion	3,543
Audit and accounting	13,342
Consulting fees	15,000
Share based compensation (Note 7)	37,854
Legal	55,036
Management fees	(4,000)
Office	6,576
Regulatory and shareholder services	26,605
	<u>222,304</u>
Net loss and comprehensive loss for the period	<u>(222,304)</u>
Loss per share, basic and diluted	<u>(0.02)</u>
Weighted average shares outstanding	<u>11,722,480</u>

(The accompanying notes are an integral part of these combined interim financial statements)

**GORILLA RESOURCES CORP.**

Combined Interim Statement of Changes in Equity

(Unaudited)

(Expressed in Canadian dollars)

	Share Capital					
	Common Shares	Amount \$	Share Subscriptions Receivable \$	Reserves* \$	Deficit \$	Total \$
Balance, Incorporation						
Shares issued for cash	10,000,001	162,501	(32,001)	-	-	130,500
Net loss for the period	-	-	-	-	(36,652)	(36,652)
Balance, July 31, 2011	10,000,001	162,501	(32,001)	-	(36,652)	93,848
Shares issued for cash GOR	530,000	40,100	-	-	-	40,100
Shares issued under the arrangement OWP (Note 7)	17,849,615	15,000	-	-	-	15,000
Shares issued in settlement of debt OWP (Note 7)	6,000,000	6,000	-	-	-	6,000
Assets spun out of Company OWP (Note 9)	-	(10,000)	-	-	-	(10,000)
Shares redeemed pursuant to the amalgamation agreement OWP (Note 7)	(34,379,615)	-	-	-	-	-
Redemption of incorporation share OWP (Note 7)	(1)	(1)	-	-	-	(1)
Shares issued pursuant to amalgamation agreement (Note 7)	11,722,480	-	-	-	-	-
Share subscriptions received	-	-	32,001	-	-	32,001
Share based compensation	-	-	-	37,854	-	37,854
Net loss for the period	-	-	-	-	(222,304)	(222,304)
Balance, August 31, 2011	11,722,480	213,600	-	37,854	(258,956)	(7,502)

\*Reserves consist entirely of share based compensation payments

(The accompanying notes are an integral part of these combined interim financial statements)

**GORILLA RESOURCES CORP.**

Combined Interim Statement of Cash Flows

(Unaudited)

(Expressed in Canadian dollars)

	<b>Three Months Ended October 31, 2011 \$</b>
<hr/>	
Cash provided by (used in):	
Operating activities	
Net loss for the period	(222,304)
Share based compensation	37,854
Changes in non-cash operating working capital:	
Receivables	(16,507)
Prepays and deposits	(1,000)
Accounts payable and accrued liabilities	(8,425)
	<hr/> (210,382) <hr/>
Financing activities	
Proceeds from shares issued	61,100
Assets spun out	(10,000)
Share subscriptions received	32,001
Proceeds from promissory note	50,000
	<hr/> 133,101 <hr/>
Increase in cash	(77,281)
Cash, beginning of period	80,933
Cash, end of period	<hr/> 3,652 <hr/>
<b>Supplemental information</b>	
Interest paid	-
Taxes paid	-

(The accompanying notes are an integral part of these combined interim financial statements)

## **GORILLA RESOURCES CORP.**

Notes to the Combined Interim Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the three months ended October 31, 2011

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### **1. Nature of Operations and Continuance of Business**

These combined statements include the accounts of Gorilla Resources Corp. ("Gorilla") and Orca Wind Power Corp. ("OWP"). On August 3, 2011, Gorilla and OWP entered into a letter of intent that proposed a merger or amalgamation agreement whereby the common shares of Gorilla and OWP would be exchanged for the common shares of the amalgamated company that would use the name Gorilla Resources Corp. (the "Company") (Note 9). The preparation of these combined statements is a result of the merger or amalgamation. These combined financial statements present the assets, liabilities, equity, and transactions of Gorilla from May 13, 2011 and OWP from November 2, 2010, to July 31, 2011, as if the entities were amalgamated since the date of incorporation of OWP and for the three months ended October 31, 2011 on a combined basis.

Gorilla is an exploration stage company and is in the process of exploring its mineral properties in Canada and has not yet determined whether its properties contain ore reserves that are economically recoverable. The recoverability of amounts spent for mineral properties is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of its property, and upon future profitable production or proceeds from disposition of the properties. The operations of the Company will require various licences and permits from various governmental authorities which are or may be granted subject to various conditions and may be subject to renewal from time to time. There can be no assurance that the Company will be able to comply with such conditions and obtain or retain all necessary licences and permits that may be required to carry out exploration, development, and mining operations at its projects. Failure to comply with these conditions may render the licences liable to forfeiture.

Gorilla was incorporated on May 13, 2011 in Canada with limited liability under the legislation of the Province of British Columbia. Gorilla's registered office is located at Suite 1820, 925 West Georgia Street, Vancouver, British Columbia, Canada V6C 3L2.

OWP is a start-up wind power development company whose principal business is the development and acquisition of wind power projects. OWP's financial success will be dependent upon the extent to which it can develop these projects.

OWP was incorporated in Canada with limited liability under the legislation of the Province of British Columbia. OWP was incorporated on November 2, 2010 as a wholly-owned subsidiary of Orca Power Corp. ("Orca"). OWP's registered office is located at 1201 - 700 West Pender Street, Vancouver, BC V6C 1G8

These combined financial statements have been prepared on the going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. Should the Company be unable to continue as a going concern, it may be unable to realize the carrying value of its assets and to meet its liabilities as they become due. As at October 31, 2011, the Company has not generated any revenues from operations and has an accumulated deficit of \$258,956. The continued operations of the Company are dependent on its ability to generate future cash flows or obtain additional financing. Management is of the opinion that sufficient working capital will be obtained from external financing to meet the Company's liabilities and commitments as they become due, although there is a risk that additional financing will not be available on a timely basis or on terms acceptable to the Company. These combined financial statements do not reflect any adjustments to the carrying values of assets and liabilities, the reported expenses, and the balance sheet classifications used that may be necessary if the Company is unable to continue as a going concern.

## **GORILLA RESOURCES CORP.**

Notes to the Combined Interim Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the three months ended October 31, 2011

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### **2. Basis of Presentation**

#### (a) Statement of Compliance

These combined financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

#### (b) Basis of Measurement

These combined financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair value, as explained in the accounting policies set out in Note 3.

#### (c) Functional and Presentation Currency

The functional currency of a company is the currency of the primary economic environment in which the company operates. The presentation currency for a company is the currency in which the company chooses to present its financial statements.

These combined financial statements are presented in Canadian dollars, which is the Company's presentation and functional currency.

### **3. Significant Accounting Policies**

#### (a) Cash and Cash Equivalents

Cash and cash equivalents are comprised of cash and highly liquid investments that are readily convertible into known amounts of cash within three months.

#### (b) Mineral Properties

##### *Recognition and Measurement*

Acquisition costs to acquire exploration and evaluation assets are capitalized. Mineral property acquisition costs and option payments are classified as intangible assets. Exploration and evaluation expenditures include costs of conducting geological surveys, and exploratory drilling and sampling. These types of costs when incurred are recognized as expense for the period unless there is evidence of a resource and management expects the expenditures to be recovered. Amounts capitalized include administrative and other general overhead costs associated with finding specific mineral resources. Expenditures incurred prior to the Company obtaining legal rights to explore an area are recognized as an expense in the period.

Upon completion of a technical feasibility study and when commercial viability is demonstrated, capitalized exploration and evaluation assets are transferred to and classified as mineral property acquisition and development costs.



## **GORILLA RESOURCES CORP.**

Notes to the Combined Interim Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the three months ended October 31, 2011

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### **3. Significant Accounting Policies (continued)**

#### **(b) Mineral Properties (continued)**

##### *Impairment*

Management reviews the carrying value of capitalized exploration and evaluation expenditures at least annually. The review is based on the Company's intentions for development of an undeveloped property. If a project does not prove viable, all unrecoverable costs associated with the project net of any impairment provisions are written off. Subsequent recovery of the resulting carrying value depends on successful development or sale of the undeveloped project.

#### **(c) Provisions**

Provisions are recorded when a present legal or constructive obligation exists as a result of past events where it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at balance sheet date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. The increase in the obligation due to the passage of time is recognized as finance expense. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount receivable can be measured reliably.

#### **(d) Income Taxes**

Provision for income taxes consists of current and deferred tax expense. Income tax expense is recognized in the income statement except to the extent that it relates to items recognized either in other comprehensive income or directly in equity, in which case it is recognized in other comprehensive income or in equity, respectively. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years. Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for temporary differences associated with the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable income or loss and temporary differences relating to investments in subsidiaries to the extent that it is probable that they will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse based on the laws that have been enacted or substantively enacted at the reporting date.

## **GORILLA RESOURCES CORP.**

Notes to the Combined Interim Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the three months ended October 31, 2011

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### **3. Significant Accounting Policies (continued)**

#### (d) Income Taxes (continued)

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity.

#### (e) Financial Instruments

##### *Financial Assets*

Financial assets are classified into one of the following categories based on the purpose for which the asset was acquired. Management determines the classification of its financial assets at initial recognition. All transactions related to financial instruments are recorded on a trade date basis. The Company's accounting policy for each category is as follows:

##### *Loans and Receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for those with maturities of greater than 12 months after the end of the reporting periods, which are classified as non-current assets. They are initially recognized at fair value plus transaction costs that are directly attributable to their acquisition or issue and subsequently carried at amortized cost, using the effective interest rate method, less any impairment losses. Amortized cost is calculated by taking into account any discount or premium on acquisition and includes fees that are an integral part of the effective interest rate and transaction costs. Gains and losses are recognized in the profit or loss when the loans and receivables are derecognized or impaired, as well as through the amortization process. The Company's loans and receivables consist of share subscriptions receivable on the balance sheet.

##### *Financial Assets at Fair Value Through Profit or Loss*

An instrument is classified at fair value through profit or loss if it is held for trading or is designated as such upon initial recognition. Financial instruments are designated at fair value through profit or loss if the Company manages such investments and makes purchases and sale decisions based on their fair value in accordance with the Company's risk management or investment strategy. Upon initial recognition, attributable transaction costs are recognized in profit or loss when incurred. Financial instruments at fair value through profit or loss are measured at fair value, and changes therein are recognized in profit or loss.

The Company has classified cash as fair value through profit or loss.

## **GORILLA RESOURCES CORP.**

Notes to the Combined Interim Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the three months ended October 31, 2011

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### **3. Significant Accounting Policies (continued)**

#### (e) Financial Instruments (continued)

##### *Available-for-sale Financial Assets*

Available-for-sale financial assets are non-derivative financial assets that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless the investment matures or management intends to dispose of it within 12 months of the end of the reporting period. Subsequent to initial recognition, available-for-sale financial assets are measured at fair value and changes therein, other than impairment losses and foreign currency differences on available-for-sale equity instruments, are recognized in other comprehensive income and presented within equity in the fair value reserve. When an instrument is derecognized, the cumulative gain or loss in other comprehensive income is transferred to profit or loss.

##### *Financial Liabilities*

Financial liabilities other than derivative liabilities are recognized initially at fair value and are subsequently stated at amortized cost. These liabilities include accounts payable and accrued liabilities, other liabilities and loans. Transaction costs on financial assets and liabilities other than those classified as fair value through profit and loss are treated as part of the carrying value of the asset or liability. Transaction costs for assets and liabilities at fair value through profit and loss are expensed as incurred.

##### *Impairment of Financial Assets*

The Company assesses at the end of each reporting date whether there is objective evidence that a financial asset is impaired. A financial asset is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a "loss event") and that loss event (or events) has an impact on the estimated future cash flows of the financial asset that can be reliably estimated.

An impairment loss in respect of a financial asset carried at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted using the instrument's original effective interest rate. An impairment loss in respect of an available-for-sale financial asset is calculated by reference to its fair value. In the case of equity instruments classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost is also evidence that the assets are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss, measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset that was previously recognized in profit or loss, is removed from equity and recognized in the income statement.

All impairment losses are recognized in profit or loss. Any cumulative loss in respect of an available-for-sale financial asset recognized previously in equity is transferred to profit or loss.

An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognized. Impairment losses recognized for equity securities are not reversed.

## **GORILLA RESOURCES CORP.**

Notes to the Combined Interim Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the three months ended October 31, 2011

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### **3. Significant Accounting Policies (continued)**

(f) Loss Per Share

Basic earnings or loss per share is computed by dividing the earnings or loss for the period by the weighted average number of common shares outstanding during the relevant period. The treasury stock method is used for the calculation of diluted earnings or loss per share. Stock options, share purchase warrants, and other equity instruments are dilutive when the average market price of the common shares during the period exceeds the exercise price of the options, warrants and other equity instruments. When a loss has been incurred, basic and diluted loss per share is the same because the exercise of options and warrants would be anti-dilutive.

(g) Comprehensive Income

Comprehensive income or loss is the change in net assets arising from transactions and other events and circumstances from non-owner sources, and comprises net income or loss and other comprehensive income or loss. Financial assets that are classified as available for sale will have revaluation gains and losses included in other comprehensive income or loss until the asset is removed from the balance sheet.

(h) Share Capital

The Company records proceeds from share issuances net of issue costs and any tax effects in shareholders' equity. Common shares issued for consideration other than cash are valued based on their market value at the date the agreement to issue shares was concluded. Common shares held by the Company are classified as treasury stock and recorded as a reduction to shareholders' equity.

(i) Related Parties

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

(j) Critical Accounting Judgments and Estimates

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions about future events that affect the application of accounting policies and 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 reporting period. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

## **GORILLA RESOURCES CORP.**

Notes to the Combined Interim Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the three months ended October 31, 2011

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### **3. Significant Accounting Policies (continued)**

#### (j) Critical Accounting Judgments and Estimates (continued)

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

Critical accounting estimates are estimates and assumptions made by management that may result in material adjustments to the carrying amount of assets and liabilities within the next financial year.

Critical accounting judgments are accounting policies that have been identified as being complex or involving subjective judgments or assessments.

#### (k) Future Changes in Accounting Standards

"IFRS 9 Financial Instruments" is part of the IASB's wider project to replace "IAS 39 Financial Instruments: Recognition and Measurement". IFRS 9 retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortized cost and fair value. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. The standard is effective for annual periods beginning on or after January 1, 2013. The Company is in the process of evaluating the impact of the new standard and the amendments to the new standard.

The following new standards, amendments and interpretations will not have an effect on the Company's future results and financial position:

- IFRS 1: Severe Hyperinflation (Effective for periods beginning on or after July 1, 2011)
- IFRS 7 (Amendment): Financial Instruments: Disclosures: Transfers of Financial Assets (Effective for annual periods beginning on or after July 1, 2011 with early application permitted)
- IAS 12 (Amendment): Deferred Tax: Recovery of Underlying Assets (Effective for annual periods beginning on or after January 1, 2012, with early application permitted)

### **4. Mineral Properties**

Wels Property (*Whitehorse Mining District, Yukon Territory, Canada*)

Pursuant to an option agreement dated June 6, 2011, the Company was granted an option to acquire a 100% interest in the Wels property located in the Whitehorse Mining District, Yukon Territory, Canada. The property consists of 110 unpatented mining claims and is subject to a 3% Net Smelter Returns ("NSR") in favour of the optionor. The Company has the right to buy back the NSR for a cash payment of \$750,000 for each 1%, to a maximum of \$1,500,000, at any time. To maintain and exercise the option, the Company must:

- Make cash payments of \$15,900 upon signing (paid);
- Make cash payments of \$15,450 upon the completion of a National Instrument 43-101 technical report (paid);

## GORILLA RESOURCES CORP.

Notes to the Combined Interim Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the three months ended October 31, 2011

### 4. Mineral Properties (continued)

- Issue 150,000 common shares on the sixth month anniversary (subsequently issued);
- Make cash payments of \$25,000 and issue 100,000 common shares on or before September 30, 2012;
- Make payments of \$40,000 on or before September 30, 2013, payable in cash, common shares, or a combination of cash and common shares;
- Make payments of \$80,000 on or before September 30, 2014, payable in cash, common shares, or a combination of cash and common shares.

During the three months ended October 31, 2011, the Company incurred exploration expenditures on the Wels Property as follows:

	<b>October 31, 2011</b>
<b>Exploration and related expenditures</b>	
Assays	\$ 22,800
Equipment and supplies	1,000
Geological	2,178
Maps	450
Transportation	37,960
Travel and accommodation	3,960
<b>Total mineral property expenditures</b>	<b>\$ 68,348</b>

### 5. Receivables

The Company's receivables consist of HST/GST receivable due from the government of Canada:

	October 31, 2011	July 31, 2011
HST/GST receivable	\$16,507	\$ -

### 6. Prepaid expenses and deposits

The Company's prepaid expenses and deposits are as follows:

	October 31, 2011	July 31, 2011
Prepaid rent	\$1,000	\$ -

## **GORILLA RESOURCES CORP.**

Notes to the Combined Interim Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the three months ended October 31, 2011

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### **7. Share Capital and Reserves**

(a) Authorized share capital

Unlimited number of common shares without par value

(b) Issued share capital

On November 2, 2010, OWP issued one common share at \$1.00 per share for proceeds of \$1. This amount is included in share subscriptions receivable at July 31, 2011.

On May 13, 2011, Gorilla issued 2,500,000 shares at \$0.005 per share for proceeds of \$12,500.

On July 26, 2011, Gorilla issued 7,500,000 shares at \$0.02 per share for proceeds of \$150,000, of which \$32,000 is included in share subscriptions receivable as of July 31, 2011. On August 8, 2011, \$32,000 was received from the shareholder as full payment for the shares subscribed for.

On July 15, 2011, OWP entered into a debt settlement for settlement of the \$6,000 debt by the issuance of 6,000,000 common shares. On August 10, 2011, OWP issued the 6,000,000 common shares as full settlement of the debt.

On August 10, 2011, OWP issued 17,849,615 common shares and effectively completed all outstanding obligations under the Arrangement (Note 9).

During the current period, and prior to the amalgamation on October 14, 2011, Gorilla issued 530,000 shares between \$0.05 per share and \$0.12 per share for total proceeds of \$40,100.

On October 14, 2011, OWP and Gorilla entered into an amalgamation agreement, under which the common shares of OWP and the common shares of Gorilla were exchanged for the common shares of the amalgamated company, Gorilla Resources Corp. In total, the Company issued 11,722,480 shares to the former shareholders of OWP and Gorilla (Note 9).

(c) Stock options

The Company's stock option plan provides that the board of directors may from time to time, in its discretion, and in accordance with the Canadian National Stock Exchange ("CNSX") requirements, grant to directors, officers, employees and consultants of the Company, non-transferable options to purchase the Company's shares, provided that the aggregate number of shares of the Company's capital stock issuable pursuant to options granted under the Plan may not exceed 10% of the issued and outstanding shares of the Company as at the date of grant of any stock option under the Plan. The exercise price of options granted under the Plan will not be less than CDN \$0.10 per share and may not be less than the last closing market price of the Company's shares on the last day shares are traded prior to the grant date; less any applicable discount.

## GORILLA RESOURCES CORP.

Notes to the Combined Interim Financial Statements

(Unaudited)

(Expressed in Canadian dollars)

For the three months ended October 31, 2011

### 7. Share Capital and Reserves (continued)

Stock options (continued)

allowed by the Exchange. Stock options granted under the Plan vest immediately subject to vesting terms which may be imposed at the discretion of the Directors.

As at October 31, 2011, the Company had outstanding stock options, enabling the holders to acquire further common shares as follows:

October 31, 2011	July 31, 2011	Exercise Price	Expiry Date
400,000	-	\$ 0.12	October 14, 2013
400,000	-		

Stock option transactions are summarized as follows:

	Three months ended October 31, 2011	
	Number of Options	Weighted Average Exercise Price
Balance, beginning of period	-	\$ -
Granted	400,000	0.12
Balance, end of period	400,000	\$0.12
Options exercisable, end of period	400,000	\$0.12

Options – Share-based compensation

During the three months ended October 31, 2011, the Company granted 400,000 (October 31, 2010 – nil) stock options with a fair value of \$0.09 (October 31, 2010 - \$nil) per option. The Company recorded \$37,854 (October 31, 2011 - \$nil) as share-based compensation for options vested during the three months ended October 31, 2011.



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### 7. Share Capital and Reserves (continued)

Options – Share-based compensation (continued)

The following weighted-average assumptions were used for the Black-Scholes valuation of stock options granted during the three months ended October 31, 2011 and October 31, 2010:

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	2011	2010
Risk-free interest rate	1.06%	-
Expected life of options	2 years	-
Forfeiture rate	0.00%	-
Annualized volatility	114.23%	-
Dividend rate	0.00%	-

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### 8. Promissory Note

The Company's promissory note is as follows:

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	October 31, 2011	July 31, 2011
Promissory Note	\$50,000	\$ -

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On September 29, 2011, the Company borrowed \$50,000 from a director by promissory note agreement. The loan is subject to an interest rate of 10% per annum, payable annually and due in full on September 29, 2013. For the three months ended October 31, 2011, the Company accrued \$438 in interest and recorded this as a current liability.

### 9. Commitments

The Company was a wholly-owned subsidiary of Orca Power Corp. ("Orca"). On November 15, 2010, OWP entered into an arrangement agreement (the "Arrangement Agreement") with Orca, among others, for the purpose of divesting certain non-core assets (the "Arrangement"), specifically, an investment in Katabatic Power Corp. which included convertible debentures (\$490,000), promissory notes (\$79,000), cash advances (\$94,000), receivables (\$110,869), and 9,652,337 common shares, or approximately 48% of Katabatic Power Corp., a private British Columbia wind development company, all of which had been written down to \$1 on Orca's financial statements (the "Wind Assets").

Pursuant to the Arrangement Agreement Orca transferred to OWP \$15,000 in cash and all of Orca's interest in and to the Wind Assets in exchange for 17,849,615 OWP shares, which shares were distributed to the Orca shareholders who held Orca shares as at December 29, 2010. As part of the Arrangement Agreement, all stock options issued by Orca and

## **GORILLA RESOURCES CORP.**

Notes to the Combined Interim Financial Statements

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### **9. Commitments (continued)**

outstanding as at the effective date ("Orca Share Commitments") entitled the option holder to receive one common share of Orca and one common share of the Company upon exercise. In consideration, the Company was entitled to receive a percentage of the proceeds equal to the fair market value of the assets transferred to the Company divided by the fair market value of all assets of Orca immediately prior to completion of the Arrangement. In July 2011, Orca cancelled all outstanding stock options. As a result, the Orca Share Commitments had no effect. On August 10, 2011, the Company issued 17,849,615 common shares and effectively completed all outstanding obligations under the Arrangement (Note 7).

On August 10, 2011, OWP completed all outstanding obligations under the Arrangement Agreement and Arrangement between OWP, Orca and certain other parties by issuing a total of 17,849,615 common shares (the "Arrangement Shares") to Orca shareholders as consideration for a payment of \$15,000 and the transfer of the Wind Assets from Orca. As a result of completing the Arrangement and subsequent to issuing the Arrangement Shares, OWP became a reporting issuer in the jurisdictions of British Columbia and Alberta. On August 10, 2011, OWP was charged management fees of \$15,000 by Orca to manage the Arrangement Agreement, which offset against the \$15,000 that Orca was to transfer to OWP as a part of the Arrangement Agreement.

On August 24, 2011, OWP and its wholly-owned subsidiary NU2U Resources Corp. ("NU2U") entered into an arrangement agreement ("NU2U Arrangement"). NU2U was incorporated on August 19, 2011 to facilitate the spin-off of the Wind Assets. Pursuant to the NU2U Arrangement, immediately prior to the completion of the Gorilla merger, OWP transferred to NU2U all of OWP's interest in and to the Wind Assets in exchange for 23,849,615 shares of NU2U, which shares were distributed to the OWP shareholders.

On October 14, 2011, OWP and Gorilla entered into an amalgamation agreement. Under the terms of the agreement, the common shares of OWP and the common shares of Gorilla were exchanged for the common shares of the amalgamated company, Gorilla Resources Corp. ("AMALCO") with each shareholder of OWP receiving one share of AMALCO for every twenty (20) shares of OWP and each shareholder of Gorilla will receiving one share of AMALCO for every one (1) share of Gorilla. In total, the Company issued 11,722,480 shares to the former shareholders of OWP and Gorilla.

On August 1, 2011, Gorilla entered into an Executive Services Agreement with a company controlled by the President of Gorilla to provide management services to Gorilla for compensation of \$2,000 per month. The term of the contract commences on August 1, 2011 and will continue until terminated.

The Company entered into a lease agreement for \$1,000 per month for the use of an office space located in Vancouver, BC.

## GORILLA RESOURCES CORP.

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### 10. Related Party Transactions

During the three months ended October 31, 2011 the Company paid or accrued management fees of \$6,000 (2010 - \$nil) to a company owned by the President of the Company and rent of \$3,000 (2010 - \$nil) to a company owned by a director of the Company. The rent is, in turn, paid to the head landlord.

The remuneration of directors during the three months ended August 31, 2011 included share based compensation of \$37,854 (2010: \$nil).

As at October 31, 2011, the Company owed \$6,279 to various directors and their companies and owed \$50,438 to a director for a loan borrowed by promissory note (Note 8).

During the period ended July 31, 2011, the Company incurred \$6,000 in consulting fees from a company with common directors. At July 31, 2011, the Company owed this company \$6,000 for fees which have been included in accounts payable and accrued liabilities. On July 15, 2011, the Company entered into a debt settlement for settlement of the \$6,000 debt by the issuance of 6,000,000 common shares. On August 10, 2011, the Company issued the 6,000,000 common shares as full settlement of the debt (Note 7).

The Arrangement Agreement (Note 9) provided for the transfer of Orca's interest in and to the Wind Assets to OWP, as a wholly-owned subsidiary, and the immediate distribution of a controlling interest in the common shares of OWP to the Orca shareholders. Given that there were no substantive change in the beneficial ownership of the Wind Assets at the time they were assigned to OWP, the transfer was recorded using historical carrying values in the account of Orca which had been written down to \$1.

### 11. Financial Instruments

#### (a) Classification of Financial Instruments

The Company has classified its financial instruments as follows:

	October 31, 2011 \$
Financial assets:	
Held for trading, measured at fair value:	
Cash	3,652
Loans and receivables, measured at amortized cost:	
Receivables	16,507
	<u>20,159</u>
Financial liabilities, measured at amortized cost:	
Accounts payable	9,573
Promissory Note	50,438
	<u>60,011</u>

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### **11. Financial Instruments (continued)**

#### (b) Fair Values

The Company has classified fair value measurements of its financial instruments using a fair value hierarchy that reflects the significance of inputs used in making the measurements as follows:

- Level 1: Valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: Valuations based on directly or indirectly observable inputs in active markets for similar assets or liabilities, other than Level 1 prices, such as quoted interest or currency exchange rates; and
- Level 3: Valuations based on significant inputs that are not derived from observable market data, such as discounted cash flow methodologies based on internal cash flow forecasts.

As at October 31, 2011, the fair values of financial instruments measured on a recurring basis include cash, determined based on level one inputs and consisting of quoted prices in active markets for identical assets. The fair values of other financial instruments, which include share subscriptions receivable and accounts payable and accrued liabilities, approximate their carrying values due to the relatively short-term maturity of these instruments.

#### (c) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company currently settles its financial obligations out of cash. The ability to do this relies on the Company raising equity financing in a timely manner and by maintaining sufficient cash in excess of anticipated needs. As at October 31, 2011, the Company has working capital of \$11,148

#### (d) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of share subscriptions receivable. Management is of the view that this amount is fully collectible.

#### (e) Price Risk

The Company is exposed to price risk with respect to commodity prices. The Company's ability to raise capital to fund exploration and development activities is subject to risks associated with fluctuations in the market price of commodities.

#### (f) Interest rate risk

The Company has no interest-bearing debt. The Company's sensitivity to interest rates is minimal.

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### **11. Financial Instruments (continued)**

- (g) Foreign currency exchange rate risk

The Company currently has no significant operations denominated in foreign currencies. Management believes there is no significant foreign currency exchange rate risk.

### **12. Capital Management**

The Company manages its capital to maintain its ability to continue as a going concern and to provide returns to shareholders and benefits to other stakeholders. The capital structure of the Company consists of cash and equity comprised of issued share capital and deficit.

The Company manages its capital structure and makes adjustments to it in light of economic conditions. The Company, upon approval from its Board of Directors, will balance its overall capital structure through new share issues or by undertaking other activities as deemed appropriate under the specific circumstances.

The Company is not subject to externally imposed capital requirements as at October 31, 2011.

### **13. Subsequent Events**

The Company received \$21,250 in non-transferable contribution funds from the government of Yukon for financial assistance to carry out the Wels Property (Note 4).

On November 30, 2011, the Company issued 150,000 common shares pursuant to the Wels Property (Note 4).