CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

For the year ended January 31, 2013 and the period ended January 31, 2012

Contents

Statements of Financial Position 2

Statements of Comprehensive Loss/Income 3

Statements of Changes in Equity 4

Statements of Cash Flows 5

1. Corporate Information 6
2. Basis of Preparation 6
3. Summary of Significant Accounting Policies 7
3. Summary of Significant Accounting Policies (continued) 8
3. Summary of Significant Accounting Policies (continued) 9
3. Summary of Significant Accounting Policies (continued) 10
3. Summary of Significant Accounting Policies (continued) 11
3. Summary of Significant Accounting Policies (continued) 12
4. Critical Accounting Estimates and Judgments 12
4. Critical Accounting Estimates and Judgments (continued) 13
5. Fixed Assets 14
6. Exploration and Evaluation Assets 15
7. Share Capital and Reserves 15
7. Share Capital and Reserves (continued) 16
7. Share Capital and Reserves (continued) 17
8. Share Based Payments 18
9. Financial Instruments 19
9. Financial Instruments (continued) 20
10. Income Taxes 20
10. Income Taxes (continued) 21
11. Related Party Transactions 21
11. Related Party Transactions (continued) 22
11. Related Party Transactions (continued) 23
12. Segmental Reporting 23
13. Loss Per Share 23
14. Events After Reporting Date 23

CHARTERED ACCOUNTANTS

1100 – 1177 West Hastings Street
Vancouver, BC V6E 4T5
Tel: 604-687-4511
Fax: 604-687-5805
Toll Free: 1-800-351-0426
www.MacKay.ca

mackay.ca

Independent Auditor's Report

To the Shareholders of
Asante Gold Corporation

We have audited the accompanying consolidated financial statements of Asante Gold Corporation and its subsidiaries, which comprise the consolidated statements of financial position as at January 31, 2013 and January 31, 2012, and the consolidated statements of comprehensive loss/income, changes in equity 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 International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility
Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated financial statements.

We believe that the audit evidence we have obtained in our audits 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 Asante Gold Corporation and its subsidiaries as at January 31, 2013 and January 31, 2012 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Emphasis of matter
Without modifying our opinion, we draw attention to Note 2 to the consolidated financial statements which describes the material uncertainty that may cast significant doubt about the ability of Asante Gold Corporation to continue as a going concern.

"MacKay LLP"

Chartered Accountants
Vancouver, British Columbia
May 28, 2013

STATEMENTS OF FINANCIAL POSITION

	January 31, 2013	January 31, 2012
Assets		
Current assets		
Cash	$ 28,550	$ 756,374
Short term investments	46,000	-
Receivables	30,054	46,729
Prepaid expenses and deposits	89,175	87,172
	193,779	890,275
Non-current assets		
Fixed assets (Note 5)	87,864	2,498
Deferred financing cost	-	31,013
Exploration and evaluation assets (Note 6)	2,069,709	282,622
Total assets	$ 2,351,352	$ 1,206,408
Liabilities and shareholders' equity		
Current liabilities		
Trade and other payables (Note 11)	$ 229,057	$ 71,504
Total current liabilities	229,057	71,504
Shareholders' equity		
Share capital (Note 7)	3,872,629	1,818,660
Reserve for share based payments	684,278	557,400
Cumulative translation reserve	(26)	-
Accumulated deficit	(2,434,586)	(1,241,156)
Total shareholders' equity	2,122,295	1,134,904
Total liabilities and shareholders' equity	$ 2,351,352	$ 1,206,408

Events after the reporting date (Note 14)

"Douglas MacQuarrie" & "Jagtar Sandhu"

Signed on behalf of the Board of Directors

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

STATEMENTS OF COMPREHENSIVE LOSS/INCOME

	Twelve months ended January 31 2013	**Period ended January 31 2012
Interest and other income	$ -	$ -
Expenses		
Amortization	676	9
Directors' fees (Note 11)	47,982	12,000
Foreign exchange (gain)/loss	6,900	593
Stock based compensation (Note 8)	48,000	557,400
Management and consulting fees (Note 11)	247,619	186,012
Professional services (Note 11)	298,028	205,360
Shareholder communications (Note 11)	160,975	115,780
Trade shows and promotions	108,673	-
Transfer agent and regulatory fees	59,132	24,823
Travel	94,067	55,946
General office	121,378	83,233
Net loss for the period	1,193,430	1,241,156
Other comprehensive loss		
Currency translation adjustment	26	-
Total comprehensive loss for the period	$ 1,193,456	$ 1,241,156
Loss per common share, basic and diluted (Note 13)	$ 0.06	$ 0.10

**Audit period for first financial year May 4, 2011 to January 31, 2012

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

STATEMENTS OF CHANGES IN EQUITY

	Share capital	Accumulated deficit	Reserve for share based payments	Reserve for warrants	Cumulative translation reserve	Total
Balance at May 4, 2011	$ -	$ -	$ -	$ -	$ -	$ -
Loss for the period	-	(1,241,156)	-	-	-	(1,241,156)
Reserve for share based compensation	-	-	557,400	-	-	557,400
Share capital issued	1,865,250	-	-	-	-	1,865,250
Share issuance costs	(46,590)	-	-	-	-	(46,590)
Balance at January 31, 2012	$ 1,818,660	$ (1,241,156)	$ 557,400	$ -	$ -	$ 1,134,904
Loss for the period	-	(1,193,430)	-	-	-	(1,193,430)
Reserve for share based compensation	-	-	48,000	-	-	48,000
Share capital issued in respect of IPO	2,075,000	-	-	-	-	2,075,000
Warrants exercised	350,000	-	-	-	-	350,000
Agents warrants issued	-	-	-	78,878	-	78,878
Share issuance costs	(371,031)	-	-	-	-	(371,031)
Foreign currency translation adjustment	-	-	-	-	(26)	(26)
Balance at January 31, 2013	$ 3,872,629	$ (2,434,586)	$ 605,400	$ 78,878	$ (26)	$ 2,122,295

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

STATEMENTS OF CASH FLOWS

	January 31 2013	January 31 2012
Cash flows from operating activities		
Loss for the period	$ (1,193,430)	$ (1,241,156)
Items not affecting cash:		
Amortization	676	9
Stock based compensation	48,000	557,400
Changes in non-cash working capital balances:		
Prepaid expenses and deposits	(2,003)	(87,172)
Receivables	16,675	(46,729)
Trade and other payables	(1,094)	71,504
Total cash (outflows) from operating activities	(1,131,176)	(746,144)
Cash flows from investing activities		
Short term investments	(46,000)	-
Acquisition of exploration and evaluation assets	-	(50,630)
Investment in exploration and evaluation assets	(1,628,466)	(231,992)
Fixed assets	(86,042)	(2,507)
Total cash (outflows) from investing activities	(1,760,508)	(285,129)
Cash flows from financing activities		
Proceeds from share issuance	2,350,000	1,818,660
Share issuance costs	(186,140)	-
Deferred financing costs	-	(31,013)
Total cash inflows from financing activities	2,163,860	1,787,647
Total increase (decrease) in cash during the period	(727,824)	756,374
Cash at beginning of period	756,374	-
Cash at end of period	$ 28,550	$ 756,374

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

	2013	2012
Interest paid	$ -	$ -
Income taxes paid	$ -	$ -

- **Non- cash share issuance costs amounted to $153,878**
- **Included in E & E assets is $158,647 in trade and other payables**
- **Included in E & E assets is $7,043 in amortization of fixed assets**

1. CORPORATE INFORMATION

Asante Gold Corporation's business activity is the exploration and evaluation of mineral properties in Ghana, West Africa. Asante Gold Corporation (the "Company") was incorporated under the Canada Business Corporations Act on May 4, 2011, and has continued as a company under the Business Corporations Act of British Columbia. The Company listed on the TSX Venture Exchange on February 28, 2012 under the symbol "ASE" and is in the process of exploring its mineral properties.

The address of the Company's corporate office and principal place of business is Suite 206, 595 Howe Street, Vancouver, British Columbia, V6C 2T5 Canada.

2. BASIS OF PREPARATION

a) **Statement of Compliance**

These financial statements have been prepared in accordance and compliance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"). The financial statements were authorized for issue by the Board of Directors on May 28, 2013.

b) **Basis of Measurement**

The financial statements are presented in Canadian dollars, which is also the Company's functional currency. The functional currency of the Company's wholly owned subsidiaries is the United States dollar.

The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.

c) **Going Concern of Operations**

The Company has not generated revenue from operations. The Company incurred a comprehensive loss of $1,193,456 during the period ended January 31, 2013 and as of that date the Company's deficit was $2,434,586. The Company intends to raise further financing through private placements.

These financial statements have been prepared on a going concern basis, which presumes the realization of assets and discharge of liabilities in the normal course of business for the foreseeable future. As the Company is in the exploration stage, the recoverability of the costs incurred to date on exploration properties is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of its properties and upon future profitable production or proceeds from the disposition of the properties and deferred exploration expenditures. The Company will periodically have to raise funds to continue operations and, although it has been successful thus far in doing so, there is no assurance it will be able to do so in the future. These material uncertainties raise substantial doubt about the Company's ability to continue as a going concern, these financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue in business.

d) **Basis of Consolidation**

These consolidated financial statements present the results of the Company and its wholly owned subsidiaries. All intercompany accounts and transactions have been eliminated.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a) **Foreign Currency Transactions**

Items included in the consolidated financial statements of the Company and its subsidiaries are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in Canadian dollars. Foreign currency accounts are translated into Canadian dollars as follows:

At the transaction date, each asset, liability, revenue and expense denominated in a foreign currency is translated into Canadian dollars by the use of the exchange rate in effect at that date. At the year-end date, unsettled monetary assets and liabilities are translated into Canadian dollars by using the exchange rate in effect at the year-end date and the related translation differences are recognized in net income. Exchange gains and losses arising on the retranslation of monetary available-for-sale financial assets are treated as a separate component of the change in fair value and recognized in net income. Exchange gains and losses on non-monetary available-for-sale financial assets form part of the overall gain or loss recognized in respect of that financial instrument.

The financial results and position of foreign operations whose functional currency is different from the presentation currency are translated as follows:
- assets and liabilities are translated at period-end exchange rates prevailing at that reporting date; and
- income and expenses are translated at average exchange rates for the period.

Exchange differences arising on translation of foreign operations are transferred directly to the Group's foreign currency translation reserve and are recognized in the profit or loss in the period in which the operation is disposed of.

Non-monetary assets and liabilities that are measured at historical cost are translated into Canadian dollars by using the exchange rate in effect at the date of the initial transaction and are not subsequently restated. Non-monetary assets and liabilities that are measured at fair value or a revalued amount are translated into Canadian dollars by using the exchange rate in effect at the date the value is determined and the related translation differences are recognized in net income or other comprehensive loss consistent with where the gain or loss on the underlying non-monetary asset or liability has been recognized.

b) **Cash and Cash Equivalents**

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and subject to an insignificant risk of change in value. Currently the Company holds only cash.

c) **Mineral Exploration and Evaluation Expenditures**

Pre-exploration Costs

Pre-exploration costs are expensed in the period in which they are incurred.

Exploration and Evaluation Expenditures

Once the legal right to explore a property has been acquired, costs directly related to exploration and evaluation expenditures ("E&E") are recognized and capitalized, in addition to the acquisition costs. These direct expenditures include such costs as materials used, surveying costs, drilling costs, payments made to contractors and depreciation on plant and equipment during the exploration phase. Costs not directly attributable to exploration and evaluation activities, including general administrative overhead costs, are expensed in the period in which they occur.

The Company assesses exploration and evaluation assets for impairment when facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount. When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of that project are deemed to be impaired. As a result, those exploration and evaluation expenditure costs, in excess of estimated recoveries, are written off to the statement of comprehensive loss/income.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined, the property is classified as 'mines under construction'. Exploration and evaluation assets are also tested for impairment before the assets are transferred to development properties.

As the Company currently has no operational income, any incidental revenues earned in connection with exploration activities are applied as a reduction to capitalized exploration costs.

Mineral exploration and evaluation expenditures are classified as intangible assets.

d) **Fixed assets**

On initial recognition, fixed assets are valued at cost, being the purchase price and directly attributable cost of acquisition or construction required to bring the asset to the location and condition necessary to be capable of operating in the manner intended by the Company, including appropriate borrowing costs and the estimated present value of any future unavoidable costs of dismantling and removing items. The corresponding liability is recognized within provisions.

Fixed assets are subsequently measured at cost less accumulated depreciation, less any accumulated impairment losses, with the exception of land which is not depreciated. Depreciation is provided over the estimated useful lives of the assets on the following basis and rates per annum:

Building	25 years on a straight line basis
Vehicles	5 years on a straight line basis
Furniture and fixtures	5 years on a straight line basis
Equipment	5 years on a straight line basis
Computer equipment	3 years on a straight line basis

The cost of replacing part of an item of fixed assets is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of fixed assets are recognized in profit or loss as incurred.

An item of fixed assets is derecognized upon disposal, when held for sale or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal of the asset, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in income or loss for the period.

The Company conducts an annual assessment of the residual balances, useful lives and depreciation methods being used for fixed assets and any changes arising from the assessment are applied by the Company prospectively.

Where an item of fixed assets comprises major components with different useful lives, the components are accounted for as separate items. Expenditures incurred to replace a component of an item that is accounted for separately, including major inspection and overhaul expenditures are capitalized.

e) **Impairment of Non-Financial Assets**

Impairment tests on intangible assets with indefinite useful economic lives are undertaken at least annually at the financial year-end. Other non-financial assets, including exploration and evaluation assets are subject to impairment tests whenever events or changes in circumstances indicate that their carrying amount may not be recoverable. Where the carrying value of an asset exceeds its recoverable amount, which is the higher of value in use and fair value less costs to sell, the asset is written down accordingly.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Where it is not possible to estimate the recoverable amount of an individual asset, the impairment test is carried out on the asset's cash-generating unit, which is the lowest group of assets to which the asset belongs for which there are separately identifiable cash inflows that are largely independent of the cash inflows from other assets. The Company has one cash-generating unit for which impairment testing is performed.

An impairment loss is charged to the profit or loss, except to the extent the impairment loss reverses gains previously recognized in other comprehensive loss/income.

f) **Financial Instruments**

Financial Assets

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

Financial assets 'at fair value through profit and loss' ("FVTPL")

FVTPL assets are initially measured at fair value without transaction costs, and subsequent gains or losses are recognized in profit or loss.

Loans and Receivables

These assets are non-derivative financial assets resulting from the delivery of cash or other assets by a lender to a borrower in return for a promise to repay on a specified date or dates, or on demand. 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 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 profit or loss when the loans and receivables are derecognized or impaired, as well as through the amortization process.

Available-For-Sale Investments

Non-derivative financial assets not included in the above categories are classified as available-for-sale. Available-for-sale investments are carried at fair value with changes in fair value recognized in accumulated other comprehensive loss/income. Where there is a significant or prolonged decline in the fair value of an available-for-sale financial asset (which constitutes objective evidence of impairment), the full amount of the impairment, including any amount previously recognized in other comprehensive loss/income, is recognized in profit or loss. If there is no quoted market price in an active market and fair value cannot be readily determined, available-for-sale investments are carried at cost.

Purchases and sales of available-for-sale financial assets are recognized on a trade date basis. On sale or impairment, the cumulative amount recognized in other comprehensive loss/income is reclassified from accumulated other comprehensive loss/income to profit or loss.

Held-to-Maturity Investments

Held-to-maturity investments are measured at amortized cost.

Impairment on Financial Assets

At each reporting date, the Company assesses whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or group of financial assets is deemed to be impaired, if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset and that event has an impact on the estimated future cash flows of the financial asset or the group of financial assets.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial Liabilities

Financial liabilities are classified as other financial liabilities, based on the purpose for which the liability was incurred, and comprise of trade payables and accrued liabilities. These liabilities are initially recognized at fair value net of any transaction costs directly attributable to the issuance of the instrument and subsequently carried at amortized cost using the effective interest rate method. This ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the statement of financial position. Interest expense in this context includes initial transaction costs and premiums payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

Trade and other payables represent liabilities for goods and services provided to the Company prior to the end of the period which are unpaid. Trade payable amounts are unsecured and are usually paid within 30 days of recognition.

Financial liabilities 'at fair value through profit and loss' ("FVTPL")

FVTPL liabilities are initially measured at fair value without transaction costs, and subsequent gains or losses are recognized in profit or loss.

g) **Provisions**

Rehabilitation Provision

The Company is subject to various government laws and regulations relating to environmental disturbances caused by its exploration and evaluation activities. The Company records the present value of the estimated costs of legal and constructive obligations required to restore the exploration sites in the period in which the obligation is incurred. The nature of the rehabilitation activities includes restoration, reclamation and re-vegetation of the affected exploration sites.

The rehabilitation provision generally arises when the environmental disturbance is subject to government laws and regulations. When the liability is recognized, the present value of the estimated costs is capitalized by increasing the carrying amount of the related mining assets. Over time, the discounted liability is increased for the changes in present value based on current market discount rates and liability specific risks.

Additional environment disturbances or changes in rehabilitation costs will be recognized as additions to the corresponding assets and rehabilitation liability in the period in which they occur.

Other Provisions

Provisions are recognized for liabilities of uncertain timing or amount that have arisen as a result of past transactions, including legal or constructive obligations. The provision is measured at the best estimate of the expenditure required to settle the obligation at the reporting date.

h) **Income Taxes**

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in net income except to the extent that it relates to a business combination or items recognized directly in equity or in other comprehensive loss/income.

Current income taxes are recognized for the estimated income taxes payable or receivable on taxable income or loss for the current year and any adjustment to income taxes payable in respect of previous years. Current income taxes are determined using tax rates and tax laws that have been enacted or substantively enacted by the year-end date.

Deferred tax assets and liabilities are recognized where the carrying amount of an asset or liability differs from its tax base, except for taxable temporary differences arising on the initial recognition of goodwill and temporary differences arising on the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting nor taxable profit or loss.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where it is probable that future taxable profit will be available against which the deferred tax asset can be utilized. At the end of each reporting period the Company reassesses unrecognized deferred tax assets. The Company recognizes a previously unrecognized deferred tax asset to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

i) **Share Capital**

Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares, options and warrants are classified as equity instruments.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Earnings / Loss per Share

Basic earnings/loss per share is computed by dividing the net income or loss applicable to common shares of the Company by the weighted average number of common shares outstanding for the relevant period.

Diluted earnings/loss per common share is computed by dividing the net income or loss applicable to common shares by the sum of the weighted average number of common shares issued and outstanding and all additional common shares that would have been outstanding, if potentially dilutive instruments were converted.

j) **Share-based Payments**

Where equity-settled share options are awarded to employees, the fair value of the options at the date of grant is charged to the statement of comprehensive loss/income over the vesting period. Performance vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognized over the vesting period is based on the number of options that eventually vest. Non-vesting conditions and market vesting conditions are factored into the fair value of the options granted. As long as all other vesting conditions are satisfied, a charge is made irrespective of whether these vesting conditions are satisfied. The cumulative expense is not adjusted for failure to achieve a market vesting condition or where a non-vesting condition is not satisfied.

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to the statement of comprehensive loss/income over the remaining vesting period.

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received in the statement of comprehensive loss/income, unless they are related to the issuance of shares. Amounts related to the issuance of shares are recorded as a reduction of share capital.

When the value of goods or services received in exchange for the share-based payment cannot be reliably estimated, the fair value is measured by use of the Black Scholes valuation model. The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

All equity-settled share-based payments are reflected in reserve for share based payment, until exercised. Upon exercise, shares are issued from treasury and the amount reflected in reserve for share based payment is credited to share capital, adjusted for any consideration paid.

Where a grant of options is cancelled or settled during the vesting period, excluding forfeitures when vesting conditions are not satisfied, the Company immediately accounts for the cancellation as an acceleration of vesting and recognizes the amount that otherwise would have been recognized for services received over the remainder of the vesting period. Any payment made to the employee on the cancellation is accounted for as the repurchase of an equity interest except to the extent the payment exceeds the fair value of the equity instrument granted, measured at the repurchase date. Any such excess is recognized as an expense.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

k) **Standards, Amendments and Interpretations Not Yet Effective**

The following pronouncements and amendments are effective for annual periods beginning on or after January 1, 2013 unless otherwise stated. Adopting these standards is expected to have minimal or no impact on the consolidated financial statements.

IFRS 9 – Financial Instruments: Classification and Measurement applies to classification and measurement of financial assets and liabilities as defined in IAS 39. It is effective for annual periods beginning on or after January 1, 2015 with early adoption permitted.

IFRS 10 – Consolidation replaces SIC-12 Consolidation—Special Purpose Entities and parts of IAS 27 Consolidated and Separate Financial Statements and requires an entity to consolidate an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

IFRS 11 – Joint Arrangements requires a venturer to classify its interest in a joint arrangement as a joint venture or joint operation. Joint ventures will be accounted for using the equity method of accounting whereas joint operations, the venturer will recognize its share of the assets, liabilities, revenue and expenses of the joint operation. IFRS 11 supersedes IAS 31 Interests in Joint Ventures, and SIC-13 Jointly Controlled Entities—Non- monetary Contributions by Venturers.

IFRS 12 – Disclosure of Interest in Other Entities establishes disclosure requirements for interests in other entities, such as joint arrangements, associates, and special purpose vehicles and off balance sheet vehicles. The standard carries forward existing disclosures and also introduces additional disclosures addressing the nature of, and risks associated with, an entity's interests in other entities.

IFRS 13 – Fair Value Measurement is a comprehensive standard that defines fair value, requires disclosure about fair value measurement and provides a framework for measuring fair value when it is required or permitted within the IFRS standards.

IAS 27 – Separate Financial Statement addresses accounting for subsidiaries, jointly controlled entities and associates in non-consolidated financial statements.

IAS 28 – Investments in Associates and Joint Ventures has been amended to include joint ventures in its scope and to address the changes in IFRS 10 – 13.

IAS 1 – Presentation of Financial Statements amendment requires components of other comprehensive income (OCI) to be separately presented between those that may be reclassified to income and those that will not. The amendments are effective for annual periods beginning on or after July 1, 2012.

IAS 32 – Financial Instruments: Presentation amendment provides clarification on the application of offsetting rules. The amendments are effective for annual periods beginning on or after January 1, 2014.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income or loss in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (CONTINUED)

Estimates have been applied in the following areas:

a) Rehabilitation Provisions

No rehabilitation provisions have been created based on the Company's activity to date. Based upon the prevailing economic environment, assumptions will be made which management believes are reasonable upon which to estimate the future liability. These estimates will take into account any material changes to the assumptions that occur when reviewed regularly by management. Estimates are reviewed annually and are based on current regulatory requirements. Significant changes in estimates of contamination, restoration standards and techniques will result in changes to provisions from period to period. Actual rehabilitation costs will ultimately depend on future market prices for the rehabilitation costs which will reflect the market condition at the time the rehabilitation costs are actually incurred. The final cost of the currently recognized rehabilitation provisions may be higher or lower than currently provided for.

b) Share-based Payment Transactions

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 8.

The areas in which the Company has exercised critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the consolidated financial statements within the next financial year are discussed below:

c) Exploration and Evaluation Expenditures

The application of the Company's accounting policy for exploration and evaluation expenditures requires judgment in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after an expenditure has been capitalized, information becomes available suggesting that the recovery of the expenditure is unlikely, the amount capitalized is written off to the profit or loss in the period the new information becomes available.

d) Title to Mineral Property Interests

Although the Company has taken steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects or may be impacted by changes in government regulations.

e) Income Taxes

Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognizes liabilities and contingencies for anticipated tax audit issues based on the Company's current understanding of the tax law. For matters where it is probable that an adjustment will be made, the Company records its best estimate of the tax liability including the related interest and penalties in the current tax provision. In addition, the Company recognizes deferred tax assets relating to tax losses carried forward to the extent there are sufficient taxable temporary differences (deferred tax liabilities) relating to the same taxation authority and the same taxable entity against which the unused tax losses can be utilized. However, utilization of the tax losses also depends on the ability of the taxable entity to satisfy certain tests at the time the losses are recouped.

5. FIXED ASSETS

	Field tools & equipment	Office furniture & equipment	Vehicles	Total
Cost				
Balance, May 4, 2011	$ -	$ -	$ -	$ -
Additions	-	2,507	-	2,507
Currency translation adjustment	-	-	-	-
Balance, January 31, 2012	-	2,507	-	2,507
Additions	18,228	-	74,227	92,455
Currency translation adjustment	(22)	-	632	610
Balance, January 31, 2013	$ 18,206	$ 2,507	$ 74,859	$ 95,572
Amortization				
Balance, May 4, 2011	$ -	$ -	$ -	$ -
Amortization for the period	-	9	-	9
Currency translation	-	-	-	-
Balance, January 31, 2012	-	9	-	9
Amortization for the year	2,237	456	4,948	7,641
Currency translation adjustment	18	-	40	58
Balance, January 31, 2013	$ 2,255	$ 465	$ 4,988	$ 7,708
Carrying amounts				
at January 31, 2012	$ -	$ 2,498	$ -	$ 2,498
at January 31, 2013	$ 15,951	$ 2,042	$ 69,871	$ 87,864

6. EXPLORATION AND EVALUATION ASSETS

	Property: Fahiakoba
Balance at May 4, 2011	$ -
Property acquisition	50,630
Assaying, testing and analysis	18,249
Geology and geophysics	102,289
Drilling	45,669
General and administrative	65,785
Balance at January 31, 2012	282,622
Property acquisition	-
Assaying, testing and analysis	47,576
Geology and geophysics	206,794
Drilling	1,084,771
Field expenses	249,499
General and administrative	190,735
Currency translation	7,712
Balance at January 31, 2013	$ 2,069,709

On June 15, 2011, the Company entered into a Purchase Agreement with Goknet Mining Company Limited (“Goknet”) to acquire the Fahiakoba Concession, in the Ashanti and Central Regions in the Republic of Ghana, whereby the Company acquired a 100% interest in the Fahiakoba Concession (subject to a royalty interest) by paying Goknet the sum of US$51,976 (C$50,630) (paid July 12, 2011) and by agreeing to expend US$1,000,000 over a five year period, which has been fulfilled. In the event that the Company sells its interest in the Fahiakoba Concession within two years from June 15, 2011, it must pay Goknet a sum, in cash, equal to 10% of the sale price. The Company also granted Goknet a 3% net smelter return royalty on production from the Fahiakoba Concession.

To date, assessment of exploration and evaluation assets has not resulted in any impairment of the Company’s properties.

7. SHARE CAPITAL AND RESERVES

a) **Common Shares**

The Company is authorized to issue an unlimited number of common shares without par value.

The holders of common shares will be entitled to receive dividends which may be declared from time to time, and are entitled to one vote per share at meetings of the Company. All shares are ranked equally with regards to the Company's residual assets.

7. SHARE CAPITAL AND RESERVES (CONTINUED)

The following is a summary of changes in common share capital from incorporation to January 31, 2013:

	Number of shares	Issue Price		Amount
Balance at May 4, 2011	-	-	$	-
Shares issued via private placement	2,325,000	$ 0.01		23,250
Shares issued via private placement	7,835,000	$ 0.05		391,750
Shares issued via private placement	5,608,000	$ 0.25		1,402,000
Shares issued via private placement	193,000	$ 0.25		48,250
Share issue costs	-	-		(46,590)
Balance at January 31, 2012	15,961,000		$	1,818,660
Shares issued via IPO	4,150,000	$ 0.50		2,075,000
Share issue costs	-	-		(371,031)
Warrants exercised	1,400,000	$ 0.25		350,000
Balance at October 31, 2012	21,511,000		$	3,872,629

From incorporation to January 31, 2013 the following stock transactions occurred:

On June 10, 2011, pursuant to a non-brokered private placement, the Company issued 2,325,000 shares at a per share value of $0.01 for gross proceeds of $23,250. The fair value of the 2,325,000 common shares was determined to be $116,250 and therefore $93,000 of stock based compensation was expensed during the period ended January 31, 2012. $nil finders' fees were paid; and $nil warrants were issued as finders' fees.

On June 10, 2011, pursuant to a non-brokered private placement, the Company issued 7,835,000 units at a per unit value of $0.05 for gross proceeds of $391,750. Each unit is comprised of one share and one share purchase warrant exercisable for two years at $0.25. $nil finders' fees were paid, and nil warrants were issued as finders' fees.

On August 31, 2011, the Company closed a non-brokered private placement for total gross proceeds of $1,402,000 consisting of 5,608,000 shares; 294,600 brokers' warrants exercisable at $0.25 and expiring February 28, 2013 were issued in connection with this private placement. Finders' fees totaled $44,190.

On September 14, 2011, the Company closed a non-brokered private placement for total proceeds of $48,250 consisting of 193,000 shares; 16,000 brokers' warrants exercisable at $0.25 and expiring March 14, 2013 were issued in connection with this private placement. Finder's fees totaled $2,400.

On October 24, 2011, the Company granted 1,350,000 options exercisable at $0.75 for a period of 5 years.

On February 28, 2012, upon completion of the Company's IPO, a total of 4,000,000 units were issued at a per unit value of $0.50 for gross proceeds of $2,000,000. Each unit is comprised of one share and one half of one share purchase warrant. Each full warrant is exercisable for two years at $0.70. Additionally issued were 150,000 broker compensation shares and 300,000 brokers' warrants exercisable at $0.50. Finders' Fees, Brokers Compensation Shares and share issuance costs totaled $400,207, which included $371,031 deducted from equity and $29,176 recognised as expense in the current year.

On November 22, 2012, 400,000 warrants were exercised at $0.25 and on January 7, 2013 a further 1,000,000 warrants were exercised at $0.25.

Pursuant to TSX-V requirements, shares and warrants held by insiders prior to the IPO became subject to escrow. A total of 5,285,000 shares and 2,700,000 warrants were initially placed into escrow, of which 1,321,250 shares and

7. SHARE CAPITAL AND RESERVES (CONTINUED)

675,000 warrants have been released to date. Currently 3,963,750 shares and 2,025,000 warrants remain in escrow as at January 31, 2013. The next release from escrow takes place on February 28, 2013.

b) **Share Purchase Warrants**

The following is a summary of warrants issued and exercised to January 31, 2013 together with warrants outstanding and exercise conditions:

	Number of Warrants
Balance at May 4, 2011	**-**
Issue of warrants	8,145,600
Exercised warrants	-
Balance January 31, 2012	**8,145,600**
Issue of warrants	2,300,000
Exercised warrants	(1,400,000)
Balance January 31, 2013	**9,045,600**

Number of warrants		Exercise price	Expiry date
6,435,000	$	0.25	10-Jun-13
294,600	$	0.25	28-Feb-13
16,000	$	0.25	14-Mar-13
2,000,000	$	0.70	28-Feb-14
300,000	$	0.50	28-Feb-14
9,045,600			

Pursuant to the initial public offering on February 28, 2012, 300,000 broker warrants were issued at a fair value of $0.26. The fair value of each warrant was estimated on the grant date using the Black-Scholes option-pricing model with the following assumptions:

Number of warrants	300,000
Estimated life	2 years
Share price at date of grant	$0.50
Option exercise price	$0.50
Risk free interest rate	1.12%
Estimated annual volatility	100%
Option fair value	$0.26

c) Nature and Purpose of Equity and Reserves

The reserves recorded in equity on the Company's statement of financial position reflect 'Reserves for Share Based Payments'. 'Reserves for Share Based Payments' is used to recognize the value of shares, stock option grants and share warrants prior to exercise. 'Accumulated Deficit' is used to record the Company's change in deficit from earnings from period to period.

8. SHARE BASED PAYMENTS

a) **Option Plan Details**

The Company has an incentive Stock Option Plan ("the Plan") under which non-transferable options to purchase common shares of the Company may be granted to directors, officers, employees or service providers of the Company. The terms of the Plan provide that the Directors have the right to grant options to acquire common shares of the Company at not less than the closing market price of the shares on the day preceding the grant less any discount allowable under TSX rules, at terms of up to five years. No amounts are paid or payable by the recipient on receipt of the option, and the options granted are not dependent on any performance-based criteria. In accordance with the Plan, options vest immediately upon grant; with the exception of personnel working in Investor Relations whose options vest at 25% upon grant and 25% every three months thereafter until all options are fully vested.

Grant Date	Expiry Date	Exercise Price	Opening Balance	During the Period			Closing Balance	Vested and Exercisable	Unvested
				Granted	Exercised	Forfeited			
10/24/11	10/24/16	$ 0.75	-	1,350,000	-	-	1,350,000	1,350,000	-
balance as at January 31, 2012			-	-	-	-	1,350,000	1,350,000	-
04/03/12	04/03/17	$ 0.75	-	200,000	-	-	200,000	200,000	-
balance as at January 31, 2013			1,350,000	200,000	-	-	1,550,000	1,550,000	-
Weighted Average Exercise Price			$ 0.75	$ 0.75	$ -	$ -	$ 0.75	$ 0.75	$ -

i) During the year ended January 31, 2013, 200,000 options were granted with a fair value of $0.24 per option. The fair value of each option granted was estimated on the grant date using the Black-Scholes option-pricing model with the following weighted average assumptions:

Number of options	200,000
Estimated life	5 years
Share price at date of grant	$0.37
Option exercise price	$0.75
Risk free interest rate	1.11%
Estimated annual volatility	100%
Option fair value	$0.24
Fair value of compensation granted during period	$48,000

ii) During the period ended January 31, 2012, 1,350,000 options were granted with a fair value of $0.34 per option. The fair value of each option granted was estimated on the grant date using the Black-Scholes option-pricing model with the following weighted average assumptions:

Number of options	1,350,000
Estimated life	5 years
Share price at date of grant	$0.50
Option exercise price	$0.75
Risk free interest rate	1.11%
Estimated annual volatility	100%
Option fair value	$0.34
Fair value of compensation granted during period	$464,400

Due to the comparatively recent listing and therefore limited duration of trading in the Company's stock, volatility has been estimated on the basis of comparable TSX-V listed entities in the gold sector.

9. FINANCIAL INSTRUMENTS

(a) Disclosures:

The Company's financial instruments consist of cash, short term investments, receivables and trade and other payables. Cash, short term investments and receivables have been classified as loans and receivables. Trade and other payables have been classified as other financial liabilities.

The carrying values of the above approximate their respective fair values due to the short-term nature of these instruments. All financial instruments carried at fair value at January 31, 2013 were determined using Level 1 inputs.

(b) Financial instrument risk exposure and risk management:

(i) Credit risk:
Credit risk is the unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. With very limited receivables and cash on deposit with sound financial institutions, it is management's opinion that the Company is not exposed to significant credit risks arising from the financial instruments.

(ii) Liquidity risk:
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. As at January 31, 2013, the Company had current liabilities totaling $229,057 (2012: $71,504) and cash of $28,550 (2012: $756,374). Exploration expenditures are largely denominated in United States dollars, and consequently any adverse movement in the Canadian dollar exchange rate against the United States dollar will have a negative impact on liquidity.

(iii) Market risk:
Market risk is the risk that changes in market prices such as commodity prices, foreign exchange rates and interest rates will affect the Company's income. The objective of market risk management is to manage and control market risk exposure within acceptable parameters.

The Company does not use derivative instruments to reduce its exposure to market risks.

(iv) Currency risk:
The Company is exposed to financial risk arising from fluctuations in foreign exchange rates and the degree of volatility of these rates. At January 31, 2013, the Company is exposed to currency risk through the following financial instruments denominated in foreign currencies:

		US Dollars		Ghana Cedis
Cash	$	7,258	₵	15,493
Receivables		-		8,120
Trade and other payables		151,340		12,581
	$	(144,082)	₵	11,032
CAD foreign exchange rate at January 31, 2013		0.9973		0.5248
CAD equivalent	$	(143,693)	$	5,790

9. FINANCIAL INSTRUMENTS (CONTINUED)

A 10% increase in the Canadian (CAD) dollar against the foreign currency at January 31, 2013 would result in an increase (decrease) to net income in the amounts shown below, assuming that all other variables remain constant.

This analysis assumes that all other variables, in particular, interest rates, remain constant:

	US Dollars	Ghana Cedis
Change in CAD	$ 14,369	$ (579)

(*v*) Interest rate risk:
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has no interest bearing debt as of January 31, 2013. A change of 100 basis points in the interest rates would not be material to the financial statements.

(*vi*) Other risk:
As substantially all of the Company's exploration activities are conducted in Ghana, the Company is subject to different considerations and other risks not typically associated with companies operating in North America. These risks relate primarily to those typically associated with developing nations, and include a greater political risk, changes in government's ownership interest, sovereign risk, less developed infrastructure, and greater currency and inflation volatility.

(c) Capital management

The Company includes cash and equity, comprising of issued common shares, share based payment reserve, accumulated other comprehensive income (loss) and deficit, in the definition of capital. The Company's objective when managing capital is to maintain its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders.

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

The Company's properties are in the exploration stage and as such the Company is dependent upon external financings to fund activities. In order to carry out planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional funds required.

Management reviews its capital management approach on an ongoing basis and believes that this approach is reasonable given the relative size of the Company. There were no changes to the Company's approach to capital management during the year ended January 31, 2013. The Company is not subject to any external covenants.

10. INCOME TAXES

Income tax expense is recognized based on management's best estimate of the weighted average annual income tax rate for the full financial year applied to the pre-tax income of the interim period.

10. INCOME TAXES (CONTINUED)

As at January 31, 2013, the effective tax rate of income tax varies from the statutory rate as follows:

		2013		2012
Statutory tax rates		25.00%		25.00%
Expected income tax expense at statutory rates	$	(298,358)	$	(327,355)
Permanent differences		12,652		147,014
Effect of tax rate change		-		9,402
Tax benefits not realized		285,706		170,939
	$	-	$	-

Nature of temporary differences		2013		2012
Exploration and evaluation assets	$	(1,585)	$	-
Fixed assets		1,756		2
Share issuance costs		44,217		9,318
Unused tax losses carried forward		470,439		173,266
Deferred income taxes		514,827		182,586
Unrecognized deferred tax assets		(514,827)		(182,586)
Deferred income taxes	$	-	$	-

The carrying value of the mineral properties exceeds its tax value by $7,024 (2012: $(9)).

At January 31, 2013, subject to confirmation by Canadian income tax authorities, the Company has approximately $1,881,756 (2011: $ 693,065) in Canadian non-capital tax losses available for carry-forward to reduce future years' taxable income, expiring as follows:

2031	$	693,065
2032		1,188,691
	$	1,881,756

The potential benefits of these carry-forward non-capital losses, capital losses and deductible temporary differences has not been recognized in these consolidated financial statements as it is not considered probable that sufficient future taxable profit will allow the deferred tax asset to be recovered.

11. RELATED PARTY TRANSACTIONS

The following is a summary of the Company's related party transactions during the period:

a) **Management Fees**

Management fees of $180,000 (2012: $120,000) incurred in connection with day-to-day management and general corporate matters were paid to a consulting firm owned by a director of the Company. At January 31, 2013, $nil (2012: $nil) was owing to this consulting firm.

Corporate communication fees of $90,000 (2012: $60,000) incurred in connection with the general corporate matters were paid to a consulting firm owned by a director of the Company. At January 31, 2013, $nil (2012: $15,883) was owing to this consulting firm.

Professional services of $90,000 (2012:$38,345) charged by a consulting firm owned by an officer of the Company. At January 31, 2013, $nil (2012: $nil) was owing to this consulting firm.

11. RELATED PARTY TRANSACTIONS (CONTINUED)

As at January 31, 2013, included in trade and other payables was $8,794 (2012: $nil) in expense reimbursements owing to a director of the company.

As at January 31, 2013, included in trade and other payables was $17,968 (2012: $nil) in directors fees owing to directors of the company.

Project management expenses of $36,374 (2012:$60,550) and vehicle purchase of $24,248 (2012: $nil) were charged by a company with a common director of the Company.

Rent of $4,500 (2012: $nil) was charged to a company with a common director of the Company.

b) **Key Management Compensation**

Key management personnel are engaged as consultants and are recorded in notes above.

Key Management Compensation		2013		2012
Directors and officers fees:				
Douglas MacQuarrie	$	180,000	$	120,000
Jagtar Sandhu		90,000		60,000
Philip Gibbs		90,000		38,345
Directors fees:				
Florian Riedl-Riedenstein		16,000		6,000
Mark Holcombe		20,000		6,000
Roger Holford (ASG Barbados)*		1,658		-
Robert Bourque (ASG Barbados)*		1,658		-
Herman Arhin (ASG Mining)		11,982		-
	$	411,298	$	230,345

* Professional services

	January 31, 2012 Stock based compensation			
Share based payments:		Founders Shares		Options (Note 8)
Douglas MacQuarrie	$	46,000	$	103,200
Jagtar Sandhu		26,000		68,800
Florian Riedl-Riedenstein		12,000		68,800
Mark Holcombe		5,000		68,800
Philip Gibbs		-		51,600
	$	89,000	$	361,200

11. RELATED PARTY TRANSACTIONS (CONTINUED)

During the year ended January 31, 2013, no share based payments were made to related parties.

These transactions have been entered into in the normal course of operations and are recorded at their exchange amounts, which is the consideration agreed upon by the related parties. Amounts due to and from related parties have no fixed terms of repayment, are unsecured, and are non-interest bearing.

12. SEGMENTAL REPORTING

The Company is organized into business units based on mineral properties and has one reportable operating segment, being that of acquisition and exploration and evaluation activities.

13. LOSS PER SHARE

Weighted Averge Number of Common Shares	January 31, 2013	January 31, 2012
Issued common shares	21,511,000	15,961,000
Weighted average number of common shares (basic and diluted)	19,935,110	12,305,504
Loss per common share, basic and diluted	$ 0.06	$ 0.10

The net effect of applying the treasury-stock method to the weighted average number of common shares had an anti-dilutive effect for the year ended January 31, 2013.

14. EVENTS AFTER REPORTING DATE

As disclosed in its press release available on www.sedar.com, the Company announced on November 12, 2012 that it has reached agreement with Goknet Mining Company Limited, of Accra, Ghana, (“Goknet”) to purchase a 1% NSR royalty held by Goknet on PMI Gold Corporation’s Obotan Gold Project in Ghana (the “Royalty”).

Preparations for the finalization of the royalty purchase are in an advanced stage. Plans announced in November to raise further funds through a private placement in conjunction with the royalty acquisition were deferred per an announcement on March 21, 2013 due to the availability of funds generated through the exercise of warrants. Subsequent to January 31, 2013 a total of 970,000 warrants were exercised at a price of $0.25 per warrant for total proceeds of $242,500.

On February 28, 2013, a total of 294,600 broker warrants priced at $0.25 expired, and on March 14, 2013, a further 16,000 broker warrants priced at $0.25 expired.

In May 2013, the Company received a loan of $200,000 from Goknet Mining Company Limited to be used for working capital purposes.