ACANA CAPITAL CORP.

Condensed Interim Financial Statements

Three Months Ended December 31, 2011 and 2010

(Unaudited)

Expressed in Canadian Dollars

NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

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

The Company's independent auditor has not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

Acana Capital Corp.
Interim statements of financial position
(Expressed in Canadian dollars – unaudited)

	Notes		Dec 31 2011		Sept 30 2011		Oct 01 2010
ASSETS							
Current assets							
Cash and cash equivalents	4	**$**	79,279	**$**	-	$	-
HST receivable			1,310		-		-
		$	80,589	$	-	$	-
Non-current assets							
Investments			384,250		-		-
TOTAL ASSETS		**$**	**464,839**	**$**	**-**	$	-
LIABILITIES							
Current liabilities							
Payables and accrued liabilities	11	**$**	-	**$**	-	$	-
Due to related party	11	**$**	-	**$**	-	$	-
			-		-		-
Non-current liabilities							
Loan			200,000		-		-
TOTAL LIABILIITES			200,000		-		-
SHAREHOLDERS' EQUITY							
Share capital	12		276,250		-		-
Contributed surplus	13		-		-		-
Reserves	13		-		-		-
Deficit			(11,411)		-		-
TOTAL EQUITY			264,839		-		-
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**$**	**464,839**	**$**	**-**	**$**	**-**

APPROVED BY THE DIRECTORS:

"Eugene Beukman"
Eugene Beukman - Director

"Brian Findlay"
Brian Findlay - Director

– See Accompanying Notes to the Condensed Interim Financial Statements –

Acana Capital Corp.
Interim statements of comprehensive loss
For the three month period ended December 31, 2011 and 2010
(Expressed in Canadian dollars – unaudited)

		For Three Months Ending			
	Notes		**Dec 31 2011**		**Dec 31 2010**
Expenses					
Bank charges & interest		$	141	$	-
Filing Fees			10,000		
Office and miscellaneous			-		-
Professional fees			449		-
Transfer agent			820		-
			11,411		-
Other items					
Other			-		-
			-		-
Loss before income taxes			**(11,411)**		**-**
Total comprehensive loss for the period		**$**	**(11,411)**	**$**	**-**
Loss per share - Basic		**$**	**(0.02)**	**$**	**N/A**
- Diluted			**N/A**		**N/A**

– See Accompanying Notes to the Condensed Interim Financial Statements –

Acana Capital Corp.
Interim statements of changes in equity
For the three month periods ended December 31, 2011 and 2010
(Expressed in Canadian dollars – unaudited)

	Notes	Number of shares	Amount	Stock option reserve	Stock warrant reserve	Deficit	Total
Restated balance at Sept 30, 2011	12	**-**	**-**	**-**	**-**	**-**	**-**
Comprehensive income:							
Loss for the period						(11,411)	(11,411)
Other comprehensive income (loss)							
Total comprehensive loss for period						(11,411)	(11,411)
Private placement							
Shares issue expenses							
Shares issued - spinoff deposit		24,466,702	276,250	-	-		276,250
Shares issued – option exercise							
Shares issued – warrant exercise							
Stock-based compensation							
Restated balance at Dec 31, 2011		**24,466,702**	**276,250**	**-**	**-**	**(11,411)**	**264,839**

	Notes	Number of shares	Amount	Stock option reserve	Stock warrant reserve	Deficit	Total
Restated balance at Oct 01, 2010	12	**-**	**-**	**-**	**-**	**-**	**-**
Comprehensive income:							
Loss for the period							
Other comprehensive income (loss)							
Total comprehensive loss for period		-	-	-	-	-	-
Private placement – issued for cash							
Share issue expenses							
Shares issued – option exercise							
Shares issued – warrant exercise							
Stock-based compensation							
Restated balance at Dec 31, 2010		**-**	**-**	**-**	**-**	**-**	**-**

– See Accompanying Notes to the Condensed Interim Financial Statements –

Acana Capital Corp.
Interim statements of cash flow
For the three month period ending December 31, 2011 and 2010.
(Expressed in Canadian dollars - unaudited)

	For The Three Months Ending			
		Dec 31, 2011		Dec 31, 2010
Operating activities				
Gain (Loss) before income taxes	$	(11,411)	$	-
Adjustments for non-cash items:				
Amortization		-		-
Changes in non-cash working capital items:				
Accounts receivable		(1,310)		-
Trade payables and accrued liabilities		-		-
Net cash provided by operating activities		(12,721)		-
Investing activities				
Cash used in investing activities		(108,000)		-
Net cash flows from (used in) investing activities		(108,000)		-
Financing activities				
Shares issued for cash		-		-
Due to related parties		200,000		-
Net cash flows from (used in) financing activities		200,000		-
Increase (decrease) in cash and cash equivalents		79,279		-
Cash and cash equivalents, beginning		-		-
Cash and cash equivalents, ending	**$**	**79,279**	**$**	**-**

– See Accompanying Notes to the Condensed Interim Financial Statements –

1. Nature and continuance of operations

Acana Capital Corp. (the “Company”), formerly 2801 Shangri-La Holdings Ltd., was incorporated on June 18, 2007. The change of name occurred on July 1, 2011.

On April 18, 2011, the Company entered into an agreement with Grand Peak Capital Corp. to proceed with a corporate restructuring whereby Grand Peak would transfer its real estate interest and loan $200,000 to the Company. The Interest is composed of a cash deposit of $276,250 for the purchase of a real estate condominium with a balance of $828,750 due upon completion. In consideration, the Company would issue 24,466,702 common shares to Grand Peak.

The BC Supreme Court provided final approval for the arrangement by order dated July 13, 2011. The transaction constitutes a spin-out under the regulations on the Canadian National Stock Exchange (“CNSX). The Company’s shares started trading under the symbol “APB” on the CNSX on December 2, 2011.

The head office, principal address and records office of the Company are located at 8338 – 120th Street, Surrey, British Columbia, Canada, V3W 3N4.

These unaudited condensed interim financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future.

2. Basis of preparation and adoption of IFRS

Statement of compliance and conversion to International Financial Reporting Standards

These interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) applicable to the preparation of interim financial statements, including International Accounting Standard (“IAS”) 34 and IFRS 1. Subject to certain transition elections disclosed in Note 16, the Company has consistently applied the same accounting policies in its opening IFRS balance sheet at October 01, 2010 and throughout all periods presented, as if these policies had always been in effect. Note 16 discloses the impact of the transition to IFRS on the Company’s reported balance sheet, statements of income (loss) and comprehensive income (loss) and cash flows, including the nature and effect of significant changes in accounting policies from those used in the Company’s financial statements for the year ended October 01, 2010. Comparative figures for 2010 in these financial statements have been restated to give effect to these changes.

Previously, the Company prepared its interim financial statements in accordance with Canadian generally accepted accounting principles (“Canadian GAAP”). The policies applied in these interim financial statements are based on IFRS issued and outstanding as of March 26, 2012, the date the Board of Directors approved the Financial Statements and MD&A.

The interim financial statements should be read in conjunction with the Company’s Canadian GAAP annual audited financial statements for the years ended September 30, 2011 and 2010.

Basis of preparation

The financial statements of the Company have been prepared on an accrual basis and are based on historical costs, modified where applicable. The financial statements are presented in Canadian dollars unless otherwise noted.

3. Significant accounting policies

Consolidation

When appropriate, the consolidated financial statements will include the accounts of the Company and its controlled entities. Inter-company balances and transactions, including unrealized income and expenses arising from inter-company transactions, will be eliminated on consolidation.

The preparation of the Company's financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Areas requiring a significant degree of estimation and judgment relate to the determination of the useful lives of property, plant and equipment, the recoverability of the carrying value of exploration and evaluation assets, fair value measurements for financial instruments and stock-based compensation and other equity-based payments, the recognition and valuation of provisions for restoration and environmental liabilities, and the recoverability and measurement of deferred tax assets and liabilities. Actual results may differ from those estimates and judgments.

Foreign currency translation

When appropriate, the condensed consolidated financial statements will be presented in Canadian dollars which is the parent company's functional and presentation currency.

<u>Transactions and balances:</u>

Foreign currency transactions will be translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items or on settlement of monetary items are recognized in profit or loss in the statement of comprehensive income in the period in which they arise, except where deferred in equity as a qualifying cash flow or net investment hedge.

3. Significant accounting policies (cont'd)

Exchange differences arising on the translation of non-monetary items are recognized in other comprehensive income in the statement of comprehensive income to the extent that gains and losses arising on those non-monetary items are also recognized in other comprehensive income. Where the non-monetary gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

Company companies:

The financial results and position of foreign operations whose functional currency is different from the Company's presentation currency will be 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 Company's foreign currency translation reserve in the statement of comprehensive income. These differences are recognized in the profit or loss in the period in which the operation is disposed.

Share-based payments

The Company operates an employee stock option plan. Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the option reserve. The fair value of options is determined using a Black–Scholes pricing model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

Financial instruments

The Company classifies its financial instruments in the following categories: at fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale and financial liabilities. The classification depends on the purpose for which the financial instruments were acquired. Management determines the classification of its financial instruments at initial recognition.

Financial assets are classified at fair value through profit or loss when they are either held for trading for the purpose of short-term profit taking, derivatives not held for hedging purposes, or when they are designated as such to avoid an accounting mismatch or to enable performance

3. Significant accounting policies (cont'd)

evaluation where a Company of financial assets is managed by key management personnel on a fair value basis in accordance with a documented risk management or investment strategy. Such assets are subsequently measured at fair value with changes in carrying value being included in profit or loss.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortized cost. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets.

Held-to-maturity investments are non-derivative financial assets that have fixed maturities and fixed or determinable payments, and it is the Company's intention to hold these investments to maturity. They are subsequently measured at amortized cost. Held-to-maturity investments are included in non-current assets, except for those which are expected to mature within 12 months after the end of the reporting period.

Available-for-sale financial assets are non-derivative financial assets that are designated as available-for-sale or are not suitable to be classified as financial assets at fair value through profit or loss, loans and receivables or held-to-maturity investments and are subsequently measured at fair value. These are included in current assets. Unrealized gains and losses are recognized in other comprehensive income, except for impairment losses and foreign exchange gains and losses.

Non-derivative financial liabilities (excluding financial guarantees) are subsequently measured at amortized cost.

Regular purchases and sales of financial assets are recognized on the trade-date – the date on which the Company commits to purchase the asset.

Financial assets are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

At each reporting date, the Company assesses whether there is objective evidence that a financial instrument has been impaired. In the case of available-for-sale financial instruments, a significant and prolonged decline in the value of the instrument is considered to determine whether impairment has arisen. The Company does not have any derivative financial assets and liabilities.

Impairment of assets

The carrying amount of the Company's assets (which include marketable securities) is reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognized in the statement of income and comprehensive income.

3. Significant accounting policies (cont'd)

The recoverable amount of assets is the greater of an asset's fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount, however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years.

Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment.

Cash and cash equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

Income taxes

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date, in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognized directly in other comprehensive income or equity is recognized in other comprehensive income or equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax is provided using the balance sheet method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. The carrying amount of deferred income tax assets is reviewed at the end of each reporting period and recognized only to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

3. Significant accounting policies (cont'd)

Deferred income tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

Restoration and environmental obligations

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of long-term assets, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future restoration cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to exploration and evaluation assets along with a corresponding increase in the restoration provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value. The restoration asset will be depreciated on the same basis as other mining assets.

The Company's estimates of restoration costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to mining assets with a corresponding entry to the restoration provision. The Company's estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates.

Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, are charged to profit and loss for the period.

The net present value of restoration costs arising from subsequent site damage that is incurred on an ongoing basis during production are charged to profit or loss in the period incurred.

The costs of restoration projects that were included in the provision are recorded against the provision as incurred. The costs to prevent and control environmental impacts at specific properties are capitalized in accordance with the Company's accounting policy for exploration and evaluation assets.

Leases

Leases of property, plant and equipment where substantially all the risks and benefits incidental to the ownership of the asset are transferred to entities in the Company are classified as finance leases.

Finance leases are capitalized by recording an asset and a liability at the lower of the fair value of the leased property, plant and equipment or the present value of the minimum lease payments, including any guaranteed residual values. Lease payments are allocated between the reduction of the lease liability and the lease interest expense for the period.

Leased assets are depreciated on a straight-line basis over the shorter of their estimated useful lives or the lease term.

Lease payments for operating leases, where substantially all the risks and benefits remain with the lessor, are charged as expenses in the periods in which they are incurred.

3. Significant accounting policies (cont'd)

Lease incentives under operating leases are recognized as a liability and amortized on a straight-line basis over the life of the lease term.

Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of

the replaced part is derecognized. All other repairs and maintenance are charged to the statement of income and comprehensive income during the financial period in which they are incurred.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized in profit or loss.

Depreciation and amortization are calculated on a straight-line method to write off the cost of the assets to their residual values over their estimated useful lives. The depreciation and amortization rates applicable to each category of property, plant and equipment are as follows:

Class of property, plant and equipment	Depreciation rate
Office equipment	30%
Vehicle	30%

Accounting standards issued by not yet effective

In May 2011, the IASB issued the following standards which have not yet been adopted by the Company: IFRS 9, Financial Instruments (IFRS 9), IFRS 10, Consolidated Financial Statements (IFRS 10), IFRS 11, Joint Arrangements (IFRS 11), IFRS 12, Disclosure of Interests in Other Entities (IFRS 12), IAS 27, Separate Financial Statements (IAS 27), IFRS 13, Fair Value Measurement (IFRS 13) and amended IAS 28, Investments in Associates and Joint Ventures (IAS 28). Each of the new standards is effective for annual periods beginning on or after January 1, 2011 with early adoption permitted.

The following is a brief summary of the new standards:

IFRS 9 – Financial Instruments

IFRS 9 addresses classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39 for debt instruments with a new mixed measurement model having only two categories: amortized cost and fair value through profit and loss. IFRS 9 also replaces the models for measuring equity instruments and such instruments are either recognized at fair value through profit and loss or at fair value through other comprehensive income.

IFRS 10 – Consolidation

IFRS 10 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. Under existing IFRS, consolidation is required when an entity has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. IFRS 10 replaces SIC-12 Consolidation—Special Purpose Entities and parts of IAS 27 Consolidated and Separate Financial Statements.

IFRS 11 - Joint Arrangements

IFRS 11 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 for a joint operation the venturer will recognize its share of the assets, liabilities, revenue and expenses of the joint operation. Under existing IFRS, entities have the choice to proportionately consolidate or equity account for interests in joint ventures. IFRS 11 supersedes IAS 31, Interests in Joint Ventures, and SIC-13, Jointly Controlled Entities—Non-monetary Contributions by Venturers.

IFRS 12 – Disclosure of Interests in Other Entities

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

IFRS 13 - Fair Value Measurement

IFRS 13 is a comprehensive standard for fair value measurement and disclosure requirements for use across all IFRS standards. The new standard clarifies that fair value is the price that would be received to sell an asset, or paid to transfer a liability in an orderly transaction between market participants, at the measurement date. It also establishes disclosures about fair value measurement. Under existing IFRS, guidance on measuring and disclosing fair value is dispersed among the specific standards requiring fair value measurements and in many cases does not reflect a clear measurement basis or consistent disclosures.

4. Cash and cash equivalents

The components of cash and cash equivalents are as follows:

	Dec 30, 2011	Sept 30, 2011
Canadian cash in bank	$ 79,279	$ -
US cash in bank	-	-
	$ 79,279	$ -

5. Accounts receivable

		Dec 30, 2011		Sept 30, 2010
Regular receivables	$	-	$	-
Loans receivable		-		-
Value-added tax receivables		1,310		
	$	1,310	$	-

6. Property, plant and equipment

The company currently has no fixed assets.

7. Investments

		Dec 31, 2011		Sept 30, 2011
Deposit on real-estate		276,250		-
Common shares & warrants – Grenville Gold Corp.- publicly traded TSX-V		108,000		-
	$	384,250	$	-

8. Payables and accrued liabilities & loans

		Dec 31, 2011		Sept 30, 2011
Payables		-		-
Related party		-		-
	$	-	$	-

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9. Share capital

Authorized share capital

Unlimited number of common shares without par value:

Issued share capital

At December 31, 2011 there were 24,466,702 issued and fully paid common shares (September 30, 2011 – Nil).

Private placements

There were no financings during the three month period ended December 31, 2011
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Basic and diluted loss per share

The calculation of basic and diluted loss per share for the three month period ended December 31, 2011 was based on the Net Loss attributable to common shareholders of $11,411 or $(0.02) per share and same period ($ Nil 2010 – N/A) and the weighted average number of common shares outstanding of 470,512 and the same period (2010 – Nil).

Diluted loss per share did not include stock options and warrants as there are none issued.

Stock options

The Company has adopted a stock option plan whereby the Company may from time to time in accordance with the TSX Venture Exchange (“Exchange”) requirements grant to directors, officers, employees and consultants options to purchase common shares of the Company provided that the number of options granted, including all options granted by the Company to date, does not exceed 10% of the Company’s common shares issued and outstanding at the time of granting stock options.

Options may be exercised no later than 90 days following cessation of the optionee’s position with the Company or 30 days following cessation of an optionee conducting investor relations activities’ position.

There were no options issued at December 31, 2011.

Share Purchase Warrants

There were nil warrants outstanding at the year ended September 30, 2011 and no warrants were issued during the three month period ending December 31, 2011.

10. Reserves

Stock option reserve

The stock option reserve records items recognized as stock-based compensation expense until such time that the stock options are exercised, at which time the corresponding amount will be transferred to share capital. If the options expire unexercised, the amount recorded is transferred to deficit.

	Dec 31, 2011	Sept 30, 2011
Balance at beginning of year	-	-
Value of options granted	-	-
Exercise of options	-	-
Expiry of options	-	-
	-	-

.***Stock warrant reserve***

The stock warrant reserve records items recognized as warrants until such time that they are exercised, at which time the corresponding amount will be transferred to share capital. If the warrants expire unexercised, the amount recorded is transferred to share capital.

	Dec 31, 2011	Sept 30, 2011
Balance at beginning of year	-	-
Value of warrants granted	-	-
Exercise of warrants	-	-
Expiry of warrants	-	-
	-	-

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11. Related party transactions

Related party balances

The following amounts due to related parties are included in liabilities:

	Dec 31, 2011	Sept 30, 2011
Companies controlled by directors of the Company	200,000	-
Directors of subsidiaries of the Company	-	-
	$ 200,000	$ -

Related party transactions

The Company incurred the following transactions with companies that are controlled by directors of the Company.

	Three month period ended	
	Dec 31, 2011	Dec 31, 2010
Management fees	-	-
Rent	-	-
Consulting	-	-
Professional services	-	-
	$ -	$ -

Key management personnel compensation

	Three month periods ended	
	Dec 31, 2011	Dec 31, 2010
Short-term employee benefits – mgmt fees	-	-
Stock-based compensation	-	-
	$ -	$ -

12. Financial risk management

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of

documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is

Financial risk management (cont'd)

on its cash held in bank accounts. The majority of cash is deposited in bank accounts held with major banks in Canada. As most of the Company's cash is held by one banks there is a concentration of credit risk. This risk is managed by using major banks that are high credit quality financial institutions as determined by rating agencies. The Company's secondary exposure to risk is on its other receivables. This risk is minimal as receivables consist primarily of refundable government goods and services taxes and exploration credits.

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 has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company ensures that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash and cash equivalents.

Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding.

The following is an analysis of the contractual maturities of the Company's non-derivative financial liabilities as at December 31, 2011:

		Within one year	Between one and five years	More than five years
Loans	$	200,000	-	-
	$	200,000	-	-

Foreign exchange risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. A Company's subsidiary will be exposed to currency risk as it incurs expenditures that are denominated in non-Canadian dollars. The Company has no foreign subsidiaries and does not hedge its exposure to fluctuations in foreign exchange rates.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on its cash equivalents as these instruments have original maturities of three months or less and are therefore exposed to interest rate fluctuations on renewal. A 1% change in market interest rates would have an impact on the Company's net loss of $793.

Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of equity, comprising share capital, net of accumulated deficit.

There were no changes in the Company's approach to capital management during the year. The Company is not subject to any externally imposed capital requirements.

Classification of financial instruments

Financial assets included in the statement of financial position are as follows:

		Dec 31, 2011		Sept 30, 2011
Cash and cash equivalents		79,279		-
Accounts receivable		1,310		-
	$	80,589	$	-

Financial liabilities included in the statement of financial position are as follows:

		Dec 31, 2011		Sept 30, 2011
Non-derivative financial liabilities		-		-
Payables		-		-
Related party		200,000		-
	$	200,000	$	-

Fair value

The fair value of the Company's financial assets and liabilities approximates the carrying amount. Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and

Level 3 – Inputs that are not based on observable market data.

The following is an analysis of the Company's financial assets measured at fair value as at December 31, 2011 and September 30, 2011:

		As at December 31, 2011		
		Level 1	Level 2	Level 3
Cash and cash equivalents	$	79,279	-	-
	$	79,279		

		As at September 30, 2011		
		Level 1	Level 2	Level 3
Cash and cash equivalents	$	-	-	-
		-	-	-

13. Segmented information

Operating segments

The Company operates as a single reportable operating unit with investments in Canada and other jurisdictions.

Geographic segments

The Company's non-current assets are located in the following countries:

		As at December 30, 2011		
		Canada	Other	Total
Investments	$	384,250	-	384,250
	$	384,250	-	384,250

		As at September 30, 2011		
		Canada	Other	Total
Investments	$	-	-	-

		As at September 30, 2010		
		Canada	Other	Total
Investments	$	-	-	-

14. Non-cash transactions

During the three month period ended December 31, 2011, the Company incurred the following non-cash transactions that are not reflected in the statement of cash flows:

		Three month periods ended	
		Dec 30, 2011	Dec 30, 2010
Fair value of non-cash transactions	$	276,250	-

The company issued 24,466,702 shares for a $276,250 deposit on a real-estate project.

15. Contingency

The Company currently has no contingencies.

16. Transition to IFRS

As result of the Accounting Standards Board of Canada's decision to adopt IFRS for publicly accountable entities for financial reporting periods beginning on or after January 1, 2011, the Company has adopted IFRS in these financial statements, making them the first interim financial statements of the Company under IFRS. The Company previously applied the available standards under previous Canadian GAAP that were issued by the Accounting Standards Board of Canada.

As required by IFRS 1 "First-time Adoption of International Financial Reporting Standards", October 1, 2010 has been considered to be the date of transition to IFRS by the Company. Therefore, the comparative figures that were previously reported under previous Canadian GAAP have been restated in accordance with IFRS.

Exemptions applied

The Company has applied the following optional transition exemptions to full retrospective application of IFRS:

IFRS 3 "Business Combinations" has not been applied to acquisitions of subsidiaries or of interests in associates and joint ventures that occurred before January 1, 2010.

IAS 21 "The Effects of Changes in Foreign Exchange Rates" has not been applied to cumulative translation differences that existed at the date of transition to IFRS.

IFRS 2 "Share-based Payment" has not been applied to equity instruments that were granted on or before November 7, 2002, or equity instruments that were granted subsequent to November 7, 2002 and vested before the later of the date of transition to IFRS and January 1, 2005. The Company has elected not to apply IFRS 2 to awards that vested prior to January 1, 2010, which have been accounted for in accordance with Canadian GAAP.

IAS 37 "Provisions, Contingent Liabilities and Contingent Assets" has been applied prospectively to all provisions for restoration and environmental obligations that are within the scope of International Financial Reporting Interpretations Committee ("IFRIC") "Changes in Existing Decommissioning, Restoration and Similar Liabilities". The Company has:

- re-measured the liabilities as at October 01, 2010 in accordance with IAS 37;
- estimated the amount that would have been included in the cost of the related asset when the liability first arose, by discounting the liability to that date using its best estimate of the historical risk-adjusted discount rates that would have applied for that liability over the intervening period; and
- calculate the accumulated depreciation on that amount, as at October 01, 2010, on the basis of the current estimate of the useful life of the asset, using the depreciation policy adopted by the entity.

- The Company has applied the transitional provision in IFRIC 4 “Determining whether an Arrangement contains a Lease” and has assessed all arrangements as at Oct 1, 2010.

The transition to IFRS did not have an impact on the statements of financial position, income and comprehensive income and cash flows of the Company. No adjustments were required upon adoption of IFRS except cumulative surplus was restated as and reserves.

16. Transition to IFRS (cont'd)

Reconciliation of assets

		As at September 30, 2011			As at October 01, 2010		
	Notes	**Canadian GAAP**	**Effect of Transition**	**IFRS**	**Canadian GAAP**	**Effect of Transition**	**IFRS**
ASSETS							
Current assets							
Cash and cash equivalents		$ -	$ -	$ -	$ -	$ --	$ -
HST receivable		-	-	-	-	-	-
		-	-	-	-	--	-
Non-current assets							
Investments		-	-	-	-	--	-
			-				
TOTAL ASSETS		**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**

16. Transition to IFRS (cont'd)

Reconciliation of liabilities and Equity

		As at September 30, 2011			**As at October 01, 2010**		
	Notes	**Canadian GAAP**	**Effect of Transition**	**IFRS**	**Canadian GAAP**	**Effect of Transition**	**IFRS**
LIABILITIES							
Current liabilities							
Payables and accrued liabilities		$ -	$ -	$ -	$ -	$ -	$ -
Related party		-		-	-	-	-
		-	-	-	-	-	-
Non-current liabilities							
		-	-		-	-	-
TOTAL LIABILITIES		**-**	**-**		**-**	**-**	**-**
SHAREHOLDERS' EQUITY							
Share capital		-	-	-	-	-	-
Contributed surplus		-	-	-	-	-	-
Reserves		-	-	-	-	-	-
Deficit		-	-	-	-	-	-
TOTAL EQUITY		**-**	**-**	**-**	**-**	**-**	**-**
TOTAL LIABILITIES AND SHARESHOLDER'S EQUITY		**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**

2) The Canadian GAAP statement of income (loss) and comprehensive income (loss) for the three months ended December 31, 2010 and year ended September 30 2010 has been reconciled to IFRS as follows:

		Three Months				Year Ended		
		Dec 31 2010 CGAAP	Effects of IFRS	Dec 31 2010 IFRS		Sept 30 2010 CGAAP	Effects of IFRS	Sept 30 2010 IFRS
OPERATING EXPENSES								
Amortization	$	-	-	-	$	-	-	-
Consulting		-	-	-		-	-	-
Office and misc.		-	-	-		-		-
Professional fees		-	-	-		-	-	-
Rent		-	-	-		-	-	-
Transfer agent/filing fees		-	-	-		-	-	-
Travel		-	-	-		-	-	-
	$	-	-	-	$	-	-	-
OTHER EXPENSES (INCOME)								
Other revenue		-	-	-		-	-	-
		-	-	-		-	-	-
NET COMPREHENSIVE LOSS FOR THE PERIOD	$	-	-	-	$	-	-	-

Reconciliation of cash flows for the three month period ended December 31, 2010

	Notes	Canadian GAAP	Effect of Transition	IFRS
Operating activities				
Loss before income taxes		$ -	$ -	$ -
Adjustments for non-cash items:		-		-
Amortization		-	-	-
Gain on sale of marketable securities		-	-	-
		-	-	-
Changes in non-cash working capital items:				
Accounts receivable		-	-	-
Payables and accrued liabilities		-	-	-
Net cash flows from (used in) operating activities		-	-	-
Investing activities				
Cash used in investing activities		-	-	-
Net cash flows from (used in) investing activities		-	-	-
Financing activities				
Common shares issued		-	-	-
Due to related parties		-	-	-
Net cash flows from (used in) financing activities		-	-	-
Increase (decrease) in cash and cash equivalents		-	-	-
Cash and cash equivalents, beginning		-	-	-
Cash and cash equivalents, ending		**$ -**	**$ -**	**$ -**

Reconciliation of share equity

	Dec 31, 2011	Sept 30, 2011	Oct 01, 2010
Share equity previously reported under Canadian GAAP	**$ -**	**$ -**	**$ -**
Adjustments upon adoption of IFRS:			
No adjustments beside cumulative surplus and reserves upon adoption of IFRS	-	-	-
Share equity reported under IFRS	**$ -**	**$ -**	**$ -**

Reconciliation of comprehensive loss

		Dec 31, 2011		Sept 30 2011		Oct 01, 2010
Comprehensive loss previously reported under Canadian GAAP	**$**	**-**	**$**	**-**	**$**	**-**
Adjustments upon adoption of IFRS:						
No adjustments upon adoption of IFRS		-		-		-
Comprehensive loss reported under IFRS	**$**	**-**	**$**	**-**	**$**	**-**

Notes to reconciliations

(a) Reserves

Under Canadian GAAP, amounts recorded in relation to the fair value of stock options granted and warrants issued were recorded to contributed surplus. Under IFRS, these amounts have been reclassified as reserves.

No other adjustments were required upon adoption of IFRS except cumulative surplus and reserves .

17. Subsequent Events

On January 19, 2012, the Company closed a private placement of 51,000,000 units at a price of $0.05 for gross proceeds of $2,550,000. Each unit consisted of one common and one warrant. Each warrant entitles the holder to purchase one additional common share at a price of $0.05 per share for one year from closing of the private placement. Finder’s fees in the amount of $255,000 were paid in relation to this private placement.