

ADVANCE  **GOLD**
CORP.

INTERIM CONSOLIDATED FINANCIAL STATEMENTS

August 31, 2010

(Unaudited)

**MANAGEMENT'S COMMENTS ON
UNAUDITED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

The accompanying unaudited interim consolidated financial statements of Advance Gold Corp. as at August 31, 2010 and May 31, 2010 and for the three months ended August 31, 2010 and 2009 have been prepared by and are the responsibility of the Company's management. These statements have not been reviewed by the Company's external auditors.

ADVANCE GOLD CORP.
INTERIM CONSOLIDATED BALANCE SHEETS
(Unaudited)

	August 31, 2010	(Note 13) May 31, 2010
ASSETS		
Current Assets		
Cash and cash equivalents (Note 2)	\$ 58,924	\$ 27,298
Investment	-	12,500
Accounts receivable	5,041	21,866
Prepaid expenses	2,894	2,769
	66,859	64,433
Equipment (Note 4)	131	138
Mineral Property Interests (Statement) (Note 5)	1,986,586	1,986,586
Deferred Exploration Expenditures (Statement)	767,536	743,975
	\$ 2,821,112	\$2,795,132
LIABILITIES		
Current Liabilities		
Accounts payable and accruals (Note 7)	\$ 40,236	\$ 68,831
Loan payable (Note 7)	-	10,000
	40,236	78,831
FUTURE INCOME TAXES	334,302	334,302
	374,538	413,133
SHAREHOLDERS' EQUITY		
Share capital (Note 6(c))	4,305,469	4,205,704
Contributed Surplus (Note 6(c))	662,293	647,086
Deficit	(2,521,188)	(2,475,791)
Accumulated Other Comprehensive Income	-	5,000
	2,446,574	2,381,999
	\$ 2,821,112	\$ 2,795,132

Approved By The Directors:

James T. Gillis Director

Christopher J. Wild Director

ADVANCE GOLD CORP.
INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS AND DEFICIT
(Unaudited)

	For the three months ended August 31, 2010	For the three months ended August 31, 2009
Administrative Expenses		
Advertising and promotion	\$ 300	\$ 260
Amortization of equipment	7	11
Consulting fees	4,800	9,000
Due, conferences and subscriptions	906	1,735
Interest, bank charges and foreign exchange loss	266	(68)
Insurance	195	-
Management fees (Note 7)	15,000	15,000
Office, clerical and sundry	570	147
Professional fees	11,791	23,778
Rent and telephone (Note 7)	2,847	2,756
Stock based compensation	-	990
Wages and benefits	7,891	7,717
Transfer agent and filing fees	4,077	3,137
Net loss before other items	(48,650)	(64,463)
Other items		
Write down of mineral properties (Note 5)	(1,597)	-
Gain on sale of investments	4,850	-
Sale of mineral interest	-	235
Net loss for the period	(45,397)	(64,228)
Deficit, beginning of period	(2,475,791)	(1,850,032)
Deficit, end of period	\$ (2,521,188)	\$ (1,914,260)
Basic and dilutes loss per share	\$(0.01)	\$(0.01)
Weighted average number of common shares outstanding	23,181,619	20,708,902

ADVANCE GOLD CORP.
INTERIM CONSOLIDATED STATEMENT OF ACCUMULATED OTHER COMPREHENSIVE INCOME
(Unaudited)

	For the three months ended August 31, 2010	For the three months ended August 31, 2009
Accumulated Other Comprehensive Income, beginning of period	\$ 5,000	\$ -
Disposal of investment	(5,000)	-
Accumulated Other Comprehensive Income, end of period	-	-

ADVANCE GOLD CORP.
INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	For the three months ended August 31, 2010	For the three months ended August 31, 2009
Cash Provided By (Used For):		
Operating Activities		
Net loss	\$ (45,397)	\$ (64,228)
Items not requiring cash:		
Amortization	7	11
Gain on sale of investments	(4,850)	-
Stock-based compensation	-	990
Write down of mineral properties	1,597	-
Net change in non-cash working capital items:	(11,895)	24,188
Cash used for operating activities	(60,538)	(39,039)
Investing Activities		
Acquisition advance for cash	-	(2,700)
Deferred exploration expenditures paid	(25,159)	(15,385)
Sale of property interest for cash	-	46,908
Sale of equipment	-	48,638
Cash provided by (used for) investing activities	(25,159)	77,461
Financing Activities		
Proceeds from sale of investments	12,350	-
Repayment of loan payable	(10,000)	-
Shares issued for cash	120,000	-
Share issue and other costs	(5,027)	-
Cash provided by financing activities	117,323	-
Decrease in cash	31,626	38,422
Cash and cash equivalents, beginning of period	27,298	36,490
Cash and cash equivalents, end of period	\$ 58,924	\$ 74,912

Supplemental cash flow information

Non-cash transactions:		
Share issue costs	\$ 15,208	\$ -

ADVANCE GOLD CORP.
INTERIM CONSOLIDATED STATEMENTS OF MINERAL PROPERTY INTERESTS
(Unaudited)

	(Note 13) May 31, 2010	Additions	Write Down	August 31, 2010
Nyakagwe Property, Tanzania	\$ 1,380,149	\$ -	\$ -	\$ 1,380,149
Kakamega Property, Kenya	600,428	-	-	600,428
Ngira Migori Property, Kenya	6,004	-	-	6,004
Sotik Property, Kenya	5	-	-	4
	<u>\$ 1,986,586</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,986,586</u>

	May 31, 2009	Additions	Sale of Property Interests (Note 5)	Write Down (Note 5)	May 31, 2010
Nyakagwe Property, Tanzania	\$ 1,258,446	\$ 121,703	\$ -	\$ -	\$ 1,380,149
Kakamega Property, Kenya	599,200	1,228	-	-	600,428
Ngira Migori Property, Kenya	2,281	6,239	(2,516)	-	6,004
Sotik Property, Kenya	-	5	-	-	5
Kanweaken Property, Liberia	106,526	(17,570)	(42,500)	(46,456)	-
Ugunja Property, Kenya	9,366	-	-	(9,366)	-
	<u>\$ 1,975,819</u>	<u>\$ 111,605</u>	<u>\$ (45,016)</u>	<u>\$ (55,822)</u>	<u>\$ 1,986,586</u>

ADVANCE GOLD CORP.
INTERIM CONSOLIDATED STATEMENTS OF DEFERRED EXPLORATION EXPENDITURES
(Unaudited)

	For the three months ended August 31, 2010	(Note 13) For the twelve months ended May 31, 2010
Kanweaken Property		
Opening balance	\$ -	\$ 283,034
Administration	91	4,213
Communication	-	518
Rent	-	609
Travel	-	16,699
Wages and consultants	1,506	40,062
Recovered costs	-	(45,546)
Write down (Note 5)	(1,597)	(299,589)
Ending balance	-	-
Nyakagwe Property		
Opening balance	672,250	543,965
Camp	14,237	3,896
Communication	-	993
Geochemical	-	10,708
Rent	-	439
Travel	-	2,930
Wages and consultants	9,494	109,319
Ending balance	695,981	672,250
Kakamega Property		
Opening balance	45,968	34,262
Administration	-	1,980
Camp	(170)	-
Communication	-	145
Travel	-	1,930
Wages and consultants	-	7,651
Ending balance	45,798	45,968
Ngira Migori Property		
Opening balance	18,483	19,627
Administration	-	661
Camp	-	1,098
Communication	-	45
Field supplies	-	2,865
Geochemical	-	1,181
Travel	-	1,667
Wages and consultants	-	10,966
Recovered costs	-	(19,627)
Ending balance	18,483	18,483

Ugunja Property

Opening balance	-	48
Administration	-	613
Camp	-	174
Communication	-	74
Travel	-	66
Wages and consultants	-	3,534
Write down	-	(4,509)
Ending balance	-	-

Sotik Property

Opening balance	7,274	77
Administration	-	1,761
Wages and consultants	-	5,436
Ending balance	7,274	7,274
	\$ 767,536	\$ 743,975

ADVANCE GOLD CORP.
INTERIM NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
AUGUST 31, 2010
(Unaudited)

1. Nature of Operations

Advance Gold Corp. (the “Company”) was incorporated in the Province of British Columbia on September 28, 2004 as Liberian Gold Corporation and changed its name to Africa West Minerals Corp. (“AWMC (Old)”) on June 28, 2006. The Company changed its name to Advance Gold Corp. on May 3, 2010.

The Company consolidated its authorized and issued common shares on the basis of one new common share for every two existing common shares on May 3, 2010 and has reflected this retroactively in these consolidated financial statements. (Note 6(a)).

A brief description of the Company’s corporate history is:

- (a) (AWMC (Old) incorporated two subsidiary companies, Liberian Gold Corporation Ltd (a British Virgin Islands corporation) (“LGC-BVI”) and Liberian Gold Corporation Inc. (a Liberian corporation 100% owned by LGC-BVI). Liberian Gold Corporation Inc. holds the rights to the Company’s interest in the Gedabo and Kanweaken exploration permits. AWMC (Old) entered into an agreement with Villanova Capital Corp. (“Villanova”) dated October 5, 2007 and completed on January 28, 2008 pursuant to which the shareholders of AWMC (Old) acquired control of Villanova, a company listed on the TSX Venture Exchange, through a reverse takeover (“RTO”) pursuant to which: Each issued and then outstanding common share of AWMC (Old) was exchanged for one common share of Villanova, resulting in the issue of 5,641,034 common shares of Villanova to the shareholders of AWMC (Old)
- (b) Villanova was renamed Africa West Minerals Corp. (AWMC (New)) and the original Africa West Minerals Corp. was renamed Liberian Gold Corporation.
- (c) The outstanding 5,125,000 common shares of Villanova and options to acquire up to 600,000 common shares remained unchanged.
- (d) A finder’s fee of 50,000 common shares at a deemed value of \$24,884 was issued to an arms’ length party for introducing Villanova to AWMC (Old).
- (e) AWMC (Old) and Villanova obtained the approval of the transactions described in (a) through (c) above from its shareholders and the appropriate regulatory authorities, including approval of the transaction as a “qualifying transaction” of Villanova by the TSX Venture Exchange.

On completion of the RTO, AWMC (New) had a total of 10,816,034 common shares issued and outstanding, of which 50.1% of the common shares were held by previous holders of AWMC’s (Old) shares and Subscription Receipts and 49.9% were held by previous Villanova shareholders. AWMC (Old) also had options to purchase 500,000 common shares outstanding, all of which were held by the previous holders of Villanova options.

In accordance with Canadian generally accepted accounting principles, AWMC (Old) was identified as the acquirer at the completion of the RTO since the previous shareholders of AWMC (Old) effectively acquired control of AWMC (New), the legal parent company. Accordingly, the authorized share capital and capital structure presented in these consolidated financial statements is that of AWMC (New), the legal parent, the issued share capital is that of AWMC (Old), the legal subsidiary, and the comparative figures include the operations of AWMC (Old) to the date of completion of the RTO as that company is considered to be the continuing company.

ADVANCE GOLD CORP.
INTERIM NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
AUGUST 31, 2010
(Unaudited)

The fair values of the net assets of Villanova deemed to have been acquired by AWMC (Old) on the RTO were:

Cash	\$ 791,330
Accounts receivable	8,099
Accounts payable	(44,575)
	\$ 754,854
	\$ 754,854

The company entered into an agreement on February 21, 2008 with Gold Rim Exploration Inc. (“Gold Rim”), a company with mineral properties in Kenya and Tanzania, to acquire all the outstanding shares of Gold Rim in exchange for 2,100,000 common shares of the Company. On that date the Company also advanced Gold Rim \$250,000 to enable it to satisfy its mineral property obligations. The Company incurred geological consulting and other costs of \$103,285 on Gold Rim’s mineral properties between February 21 and May 31, 2008, which have been recorded at May 31, 2008 as deferred exploration expenditures.

The purchase of Gold Rim was completed on June 9, 2008 and the common shares of the Company issued for the purchase were assigned a fair value of \$840,000, based on the average trading price of the shares for the period covering four days before and after the announcement of the acquisition. The fair values of the assets and liabilities acquired on the purchase were:

Cash	\$ -
Mineral properties	1,458,000
	1,458,000
Liabilities	(250,000)
Future income tax liability	(368,000)
	(618,000)
	\$ 840,000

The initial purchase price allocation reported in the notes to the May 31, 2008 consolidated financial statements differs from these amounts for a reduction of liabilities assumed and of cash acquired, a reduction in the future income tax liability and, consequently, a reduction of the portion of the purchase price allocated to mineral properties.

These consolidated financial statements have been prepared on the going concerns basis, which presumes that the Company will continue operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business. The Company has a net loss of \$45,397 for the period ended August 31, 2010 and working capital of \$26,623 at August 31, 2010. The ability of the Company to continue as going concern is in doubt and is dependent upon the continued support from its directors and its ability to continue to raise sufficient financing. Management is seeking equity financing and joint venture opportunities, the outcome of which cannot be predicted at this time. These financial statements do not reflect the adjustments or reclassifications which would be necessary if the Company were unable to continue.

2. Significant Accounting Policies

The financial statements have been prepared in accordance with Canadian Generally Accepted Accounting principles (“GAAP”) and reflect the following significant accounting policies:

ADVANCE GOLD CORP.
INTERIM NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
AUGUST 31, 2010
(Unaudited)

Basis of Consolidation

These financial statements include the accounts of Advance Gold Corp. and its wholly-owned subsidiaries, Liberian Gold Corporation, Liberian Gold Corporation Ltd., Liberian Gold Corporation Inc., Gold Rim Exploration Inc., and Gold Rim Exploration Kenya Ltd., (individually and collectively referred to as the “Company”).

Use of Estimates

The preparation of financial statements in conformity with Canadian GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of any contingent assets and liabilities as at the date of the consolidated financial statements, as well as the reported amounts of revenues earned and expenses incurred during the reporting period. Actual results could differ from those estimates.

Items involving substantial measurement uncertainty are the estimated fair values of accounts receivable and accrued liabilities, the loan payable, the recoverability of mineral property interests and their related deferred exploration expenditures, the provision for future site restoration and abandonment costs, the provision for future income taxes, the determination of stock-based compensation and the valuation of warrants. By their nature, these estimates are subject to possible changes and the impact of those changes on the consolidated financial statements could be material.

Cash and Cash Equivalents

Cash equivalents consist of temporary investments that are highly liquid and are readily convertible to known amounts of cash and have maturities of ninety days or less at the time of acquisition. Cash equivalents are carried at their carrying amounts, which estimate their fair values. As at August 31, 2010 cash and cash equivalents of \$14,002 (May 31, 2010 - \$8,165) are held in US dollars and Kenya Shilling and are reported in these consolidated financial statements at their Canadian dollar equivalent.

Financial Assets and Financial Liabilities

During the year the Company adopted the amendments made by the Canadian Institute of Chartered Accountants (the “CICA”) to Handbook Sections 3862 Financial Instruments – Disclosures and 3855 Financial Instruments — Recognition and Measurement and EIC 173 Credit Risk and the Fair Value of Financial Assets and Financial Liabilities, none of which had a significant effect on the Company’s disclosure on financial assets and liabilities.

The Company’s financial assets and financial liabilities are classified as follows:

- Cash equivalents are classified as “held to maturity”. They are measured at amortized cost. At August 31, 2010 and May 31, 2010 the recorded amounts approximate fair value.
- Investment is classified as held-for-sale. It is measured at fair value, determined on the basis of quoted market prices at August 31, 2010 and 2010.
- Accounts receivable are classified as “loans and receivables”. They are measured at amortized cost. At August 31, 2010 and May 31, 2010 the recorded amounts approximate fair value.
- Accounts payable and accrued liabilities and loan payable to director are classified as “other financial liabilities” and are measured at amortized cost. At August 31, 2010 and May 31, 2010 the recorded amounts approximate fair value.

ADVANCE GOLD CORP.
INTERIM NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
AUGUST 31, 2010
(Unaudited)

The Company classifies and discloses fair value measurements based on a three-level hierarchy:

- Level 1 – inputs are unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – inputs other than quoted prices in Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3 – inputs for the asset or liability that are not based on observable market data.

Transaction costs directly attributable to the acquisition or issue of a financial asset or financial liability are added to the carrying amount of the financial asset or financial liability, and are amortized to operations using the effective interest rate method.

The Company retains and/or has obligations related to certain carried interest rights to mineral properties and net smelter royalties, the values of which are derived from future events and commodity prices. These rights are derivative instruments. However, the mineral property interests to which they relate are not sufficiently developed to reasonably determine their fair values.

Mineral Property Interests and Deferred Exploration Expenditures

The cost of mineral property interests and their related direct exploration expenditures are capitalized until the properties are placed into production, sold or abandoned. These deferred expenditures will be amortized on a unit-of-production basis over the estimated recoverable reserves from the properties following the commencement of production, or written-off if the properties are allowed to lapse or abandoned. Mineral property interest sale and option proceeds received are first credited against the costs of the related property, with any excess credited to operations. No gains or losses are recognized on the partial sale or dispositions of properties except in circumstances which result in significant dispositions of reserves.

Cost includes the cash consideration paid and the fair value of common shares issued on the acquisition of mineral property interests. The recorded costs of mineral property interests and their related deferred exploration expenditures represent costs incurred, and are not intended to reflect present or future values. The Company does not accrue the estimated future costs of maintaining its mineral property interests in good standing.

The Company reviews the capitalized costs of its mineral property interests and related deferred exploration expenditures on a periodic basis and will recognize impairment in value based upon current exploration or production results, if any, and upon management's assessment of the probability of future net cash flow from the interests or from sale of the interests. Management's assessment of the interests' estimated current fair value is also based upon its review of other property transactions in the same geographic area.

Environmental Expenditures

The Company applies the standard of accounting for asset retirement obligations whereby the Company estimates, when a reasonable estimate can be made, the fair value of site restoration and clean-up costs for mineral property interests and reflects this amount in the cost of the mineral property interest acquired. The liability accretes over time through periodic charges to operations or mineral property interest costs. After the first year, the Company adjusts the carrying amounts of the assets and the liability for changes in estimates of the amount or timing of underlying future cash flows. It is possible that the Company's estimates of its ultimate reclamation and site restoration liability could change as a result of changes in regulations or cost estimates. The effect of changes in estimated costs is recognized on a prospective basis. There were no accrued reclamation costs as at August 31, 2010 and 2009.

ADVANCE GOLD CORP.
INTERIM NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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(Unaudited)

Equipment

Equipment is recorded at cost and is amortized using the declining balance method at the rates disclosed in Note 4. In the period of acquisition, one half of the normal rate is applied, and in the period of disposal no amortization is provided.

Income Taxes

The Company follows the asset and liability method of accounting for income taxes. Under this method of tax allocation, future income tax assets and liabilities are determined based on differences between the financial statement carrying values and their respective income tax basis (temporary differences) and for the future tax benefit of loss carry forwards. Future income tax assets and liabilities are measured using the tax rates expected to be in effect when the temporary differences are likely to reverse and when the benefit of loss carry forwards are expected to be realized. The effect on future income tax assets and liabilities of a change in tax rates is included in operations in the period in which the change is enacted or substantially enacted. The amount of future income tax assets recognized is limited to the amount of the benefit that is more likely than not to be realized.

Foreign Currency Translation

Monetary assets and liabilities denominated in a foreign currency are translated at the period end rates of exchange. All other foreign currency assets and liabilities are translated at the rate prevailing on the dates the assets were acquired, or the liabilities were incurred. Revenues and expenses are translated at the exchange rate in effect on the dates they occur. Translation gains and losses for the period are included in operations.

Stock-Based Compensation

The Company used the fair value method of accounting for stock-based compensation awards made to directors, officers, employees and consultants. Under the fair value method, compensation costs, equal to the fair value of share purchase options on the date of grant, are recorded in operations, at the date of grant for options granted to consultants and over the vesting periods for all other options, with an offsetting credit to contributed surplus. Consideration received upon exercise of the options is recorded as share capital and the contributed surplus related to the recognized fair value of the options which have been exercised is transferred to share capital.

Earning or Loss per Share

Basic earnings or loss per share are calculated using the weighted average number of common shares of the Company that were outstanding in each reporting period. The diluted earnings per share, which is disclosed only if dilutive, includes the potential dilution from outstanding options and share purchase warrants and is calculated using the treasury stock method and the weighted average number of shares outstanding. The diluted loss per shares is the same as the basic loss per share.

ADVANCE GOLD CORP.
INTERIM NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
AUGUST 31, 2010
(Unaudited)

3. New Accounting Pronouncements

New accounting pronouncements issued by CICA and which the Company intends to evaluate and, when applicable, adopt in the preparation of its future financial statements are:

Business combinations

In January 2009 the CICA issued Section 1582 Business Combinations, Section 1601 Consolidated Financial Statements and Section 1602 Non-Controlling Interests replacing Section 1581 Business Combinations and Section 1600 Consolidated Financial Statements. The new standards, equivalent to the standards under International Financial Reporting Standards, have shifted from a parent company conceptual view of consolidation theory (which results in the parent company recording the book values attributable to non-controlling interests) to an entity conceptual view (which results in the parent company recording the fair values attributable to non-controlling interests).

These sections are applicable to business combinations with acquisition dates on or after January 1, 2011 and for the Company's consolidated financial statements for its fiscal year beginning June 1, 2011. Adoption of these sections is not expected to affect the Company.

Convergence with International Financial Reporting Standards

In 2006, the Accounting Standards Board of the CICA ratified a strategic plan that will result in Canadian GAAP, as used by public companies, evolving and being converged with IFRS over a transitional period currently expected to be completed by 2011. The International Accounting Standards Board currently has projects underway that should result in new pronouncements which will be included in the convergence process.

The Company is in the process of completing a detailed assessment of the requirements of the transition to IFRS, with the intention of identifying: (i) the timing of the implementation of the transition, (ii) major differences from existing accounting policies, (iii) new accounting policies which are appropriate for the Company, (iv) the appropriate disclosures in financial statements prepared under IFRS, and (v) refinement of the implementation plan.

4. Equipment

August 31, 2010			
Rate	Cost	Accumulated Amortization	Net Book Value
Furniture and equipment	20%	\$ 501	\$ 370
		\$ 131	

(Note 13) May 31, 2010			
Rate	Cost	Accumulated Amortization	Net Book Value
Furniture and equipment	20%	\$ 501	\$ 363
		\$ 138	

ADVANCE GOLD CORP.
INTERIM NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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(Unaudited)

5. Mineral Property Interests

(a) Nyakagwe Property, Tanzania:

The Company, through its wholly owned subsidiary Gold Rim Exploration Inc. ("Gold Rim") acquired, through a contract with Thamani Mines Ltd. ("TML"), 46 Primary Mining Licenses ("PML") from a group of local land owners in an area located about six kilometres from Barrick's Bulyanhulu Mine, which is in the heart of Victoria Gold Fields District. TML also obtained one prospecting license on Gold Rim's behalf in November 2009. The prospecting license and the group of 46 PMLs form 3 blocks of contiguous claims, now named the Nyakagwe Project.

Under the agreement with TML, TML would explore the property under Gold Rim's management and funding. TML will amalgamate the PMLs into one or more mining licenses and upon doing so, will transfer the licenses to Gold Rim. The Company confirmed the existence of gold mineralized quartz reefs from drilling programs completed in 2008 and will continue evaluating this property through trenching and geophysics programs.

(b) Kakamega Properties, Kenya:

In Kenya, Gold Rim has applied for a 16 square kilometre ("km²") Exclusive Prospecting License ("EPL") to cover the former Rosterman Mine and surrounding areas. The Company has two other licenses in the immediate area for an additional 50km².

In order to maintain the licences the Company is required to incur a minimum of Kenya Shillings ("KES") 5,000,000 (Canadian \$71,350) in exploration expenditures per year for each license. A bond in favour of the Commissioner of Mines & Geology of the Government of Kenya (the "Commissioner") is to be executed, with 10% of the value of work to be undertaken during each year deposited with the Commissioner in cash while the remaining 90% is to be guaranteed by the financial institution. The Company is also obligated to pay KES 10,000 (Canadian \$143) for all areas operated under pilot mining.

On August 17, 2009 the Company signed a Memorandum of Understanding ("MOU") with Equatorial Mining Ltd. ("Equatorial") to develop the extensive surface tailings from the former Rosterman Gold Mine. Under the terms of the agreement, Equatorial has until February 2010 to evaluate the tailings and design a procedure to exploit the contained gold. The August 17, 2009 MOU has expired and the Company is currently negotiating another MOU that allows Equatorial to conduct more detailed evaluations of the tailings.

(c) Ngira Migori Property, Kenya:

The Company has entered into the Ngira Migori Joint Venture, which encompasses 320 km² area in the Migori area of Kenya. This area has had some previous gold and copper production from the nearby McAlder Mine. The Ngira property has seen small scale gold reef exploration in the past.

The Company has entered into an option agreement dated August 13, 2009 with Red Rock Resources PLC ("Red Rock") for Red Rock to acquire a 70% interest in the Ngira Migori Property. Red Rock paid the Company US\$20,000 (Canadian \$22,144) upon signing the agreement and must incur minimum expenditures of US\$180,000 and drill 1,200m before August 13, 2011 and a minimum of 2,400m before August 13, 2012. Red Rock must maintain the property in good standing during the option period.

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(d) Sotik Property, Kenya:

The Company is applying for a mining exploration license for the Sotik property, which is located on the eastern edge of the Nyanzan Greenstone belt in southern Kenya and is comprised of 483 km² of gold prospective ground. This project area has not seen any modern exploration and requires a first phase regional mapping and sampling program to prioritize any follow-up work.

(e) Kanweaken Property, Liberia:

The Government of the Republic of Liberia had granted to the Company's indirectly owned subsidiary, Liberian Gold Corporation Inc., mineral exploration rights over approximately 1,000 square kilometres in the Grand Kru, Maryland and River Gee Countries, Republic of Liberia.

The Company entered into an option agreement dated July 13, 2009 with Providence Capital Corp. ("Providence"), a company with a director in common, for the acquisition of a 60% interest (the "Option") in the Kanweaken Property. Providence paid the Company \$25,000 and 100,000 shares of Providence upon acceptance by the TSX Venture Exchange (the "Exchange") of the Option. Providence terminated the agreement in May 2010 and paid the company a termination fee of \$20,000.

The Company surrendered these mineral exploration rights on May 10, 2010.

(f) Ugunja Property, Kenya:

The Company controlled the Ugunja Joint Venture which includes a 650kmEPL situated at the west end of the Kakamega greenstone belt; the same belt hosts the Rosterman Mine.

The Joint Venture agreement with Kenya Discovery Ltd. ("KDL") entered into on December 18, 2007 granted the Company a 15% interest in the property if exploration expenditures of US \$125,000 were incurred and if the Company maintained the license in good standing. The Company could have earned an additional 35% interest by incurring an additional US \$125,000 in exploration expenditures.

The Company surrendered this property in September 2010.

6. Share Capital

(a) Consolidation of share capital

Effective May 3, 2010 the Company consolidated its common shares on a basis of one new common share for every two existing common shares. The consolidation of the authorized shares and outstanding options and warrants and their respective exercise prices have been presented retroactively, as though the consolidation had occurred on June 1, 2009 in these consolidated financial statements and the accompanying notes.

(b) Authorized:

Unlimited number of common shares at no par value
Unlimited number of preferred shares at no par value

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AUGUST 31, 2010
(Unaudited)

(c) **The Company's issued and outstanding share capital and contributed surplus is:**

Common Shares	Issued	
	Quantity	Amount
Balance, May 31, 2009	20,708,902	\$4,132,753
Private placement net of \$27,928 allocated to the issue of warrants and \$11,876 of issue cost	832,500	60,096
Private placement net of \$40,573 allocated to the issue of warrants	575,000	28,427
Share consolidation costs		(15,572)
Balance, May 31, 2010 (Note 13)	22,116,402	4,205,704
Private placement net of \$15,207 allocated to the issue of warrants and \$5,028 of issue cost	2,000,000	99,765
Balance, August 31, 2010	24,116,402	\$4,305,469

Contributed Surplus

Balance, May 31, 2009	\$ 359,402
Allocated to warrants on the issue of shares for cash	68,501
Stock based compensation	219,183
Balance, May 31, 2010 (Note 13)	\$ 647,086
Allocated to warrants on the issue of shares for cash	15,207
Balance, August 31, 2010	\$ 662,293

(d) **Stock Options:**

Under the Company's stock option plan, the Company may grant options to directors, officers, employees and consultants to purchase common shares up to a maximum of approximately 3.3 million common shares. Options will be granted at the market price on the date of the grant, less permitted discounts, will vest according to the timetable set at the time of the grant and will expire no later than five years from the date of grant.

A summary of share purchase options activity and information concerning outstanding exercisable options at August 31, 2010 is:

	Number of Options	Weighted Average Exercisable Price
Options outstanding and exercisable		
May 31, 2009	1,972,500	\$0.26
Expired	(165,000)	\$0.10
May 31, 2010 (Note 13)	1,807,500	\$0.27
Options outstanding, August 31, 2010	1,807,500	\$0.27
Options exercisable, August 31, 2010	1,807,500	\$ 0.27

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As at August 31, 2010, the following stock options are outstanding:

Options Outstanding And Exercisable	Options Exercisable	Exercise Price	Expiry Date	Weighted Average Remaining Life (Years)
50,000	50,000	0.30	January 8, 2011	.35
1,495,000	1,495,000	0.30	June 9, 2013	2.77
12,500	12,500	0.30	October 1, 2013	3.08
250,000	250,000	0.10	January 12, 2014	3.36
1,807,500	1,807,500	0.27		3.04

The Company determined the fair value of the options granted and warrants issued using the Black-Scholes option pricing model, recognizing forfeitures as they occur, using the following weighted average assumptions:

	<u>August, 2010</u>	<u>August, 2009</u>
Risk-free interest rate	1.49%	1.2%-1.4%
Expected life (years)	1.0	2.7
Expected volatility	103.53%	63.8%-65.2%
Expected dividend yield	Nil	Nil

(e) Share Purchase Warrants

As at August 31, 2010, the following warrants to purchase shares are outstanding:

Exercise Price Per Share	Expiry Date	Balance, May 31, 2010	Granted	Expired	Balance, August 31, 2010
\$0.50	June 9, 2010	1,634,184	-	(1,634,184)	-
\$0.30	June 9, 2010	24,500	-	(24,500)	-
\$0.20	December 14, 2010	416,250	-	-	416,250
\$0.20	March 5, 2012	575,000	-	-	575,000
\$0.10	July 19, 2011	-	1,000,000	-	1,000,000
		2,649,934	1,000,000	(1,658,684)	1,991,250

On July 19, 2010, the Company closed a non-brokered private placement, amounting to 2,000,000 units at a price of \$0.06 per unit for gross proceeds of \$120,000. Each unit is comprised of one common share of the Company and one-half of one non-transferable share purchase warrant with each whole warrant entitling the holder to purchase an additional common share at a price of \$0.10 per share until July 19, 2011, subject to accelerated expiry in certain circumstances. The president participated in the private placement purchasing 500,000 units.

On December 14, 2009 the Company closed a non-brokered private placement, amounting to 832,500 units at a price of \$0.12 per unit for gross proceeds of \$99,900. Each unit is comprised of one common share of the Company and one-half of one non-transferable share purchase warrant with each whole warrant entitling the holder to purchase an additional common share at a price of \$0.20 per share until December 14, 2010, subject to accelerated expiry in certain circumstances.

On March 5, 2010 the Company closed a non-brokered private placement, amounting to 575,000 units at a price of \$0.12 per unit for gross proceeds of \$69,000. Each unit is comprised of one common share of the Company and one non-transferable share purchase warrant with each whole warrant entitling the holder to purchase an additional common share at a price of \$0.20 per share until March 5, 2012, subject

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to accelerated expiry in certain circumstances. The president of the Company participated in the private placement purchasing 200,000 units.

7. Related Party Transactions

Related party transactions not otherwise separately disclosed in these financial statements are:

	For the three months ended August 31, 2010	For the three months ended August 31, 2009
Management fees paid to a company controlled by a director of the Company	\$15,000	\$ 15,000
Rent paid to a company with common management	\$ 2,301	\$ 2,333
Accounts payable at August 31, 2010 includes \$3,657 (May31, 2010 - \$24,385) payable to companies controlled by a director of the Company.		

The loan of \$10,000 payable at May 31, 2010 is payable to a private company controlled by a director of the Company and is unsecured.

During the year ended May 31, 2010, 100,000 common shares were issued to a director of the Company in connection with a private placement at \$0.12 per share.

8. Commitments

- (a) The Company has a management services agreement with a company controlled by a director of the Company requiring payments of \$5,000 per month plus taxes. The agreement is in effect until February 28, 2014 unless terminated earlier in accordance with the provisions of the agreement.
- (b) The Company shares its premises with other companies controlled by a director of the Company and are allocated its proportion of the annual rent, which is approximately \$9,200.

9. Segmented Information

The Company's worldwide operations are all conducted in one industry segment, the exploration and development of mineral property interests.

The Company's assets by geographic segment are:

	August 31, 2010			
	Canada	Liberia, West Africa	Tanzania, East Africa	Kenya, East Africa
Assets by geographic segment:				
Cash and cash equivalents	\$ 50,250	\$ -	\$ -	\$ 8,673
Other current assets	7,935	-	-	-
Equipment	131	-	-	-
Mineral property assets	-	-	2,076,131	677,992
	\$ 58,316	\$ -	\$ 2,076,131	\$ 686,665

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May 31, 2010

	Canada	Liberia, West Africa	Tanzania, East Africa	Kenya, East Africa
Assets by geographic segment:				
Cash and cash equivalents	\$ 19,134	\$ 6,841	\$ -	\$ 1,323
Other current assets	37,135	-	-	-
Equipment	138	-	-	-
Mineral property assets	-	-	2,052,399	678,162
	<u>\$ 56,407</u>	<u>\$ 6,841</u>	<u>\$ 2,052,399</u>	<u>\$ 679,485</u>

10. Income Taxes

Future income tax assets and liabilities are recognized for temporary differences between the carrying amount of the balance sheet items and their corresponding tax values as well as for the benefit of losses available to be carried forward to future years for tax purposes that are likely to be realized. No provision for recovery of future income taxes was made in these financial statements because of the uncertainty as to the utilization of the losses for income tax purposes. The Company has accumulated losses for tax purposes of \$2,659,193 (May 31, 2010 - \$2,603,501) which expire as follows:

2014	\$ 3,476
2015	46,606
2026	61,087
2027	170,591
2028	146,706
2029	301,372
2030	284,640
2031	55,692
Indefinite	1,589,023

As at August 31, 2010, the Company has undeducted resource related expenses of approximately \$1,455,000 (May 31, 2010 - \$1,431,000) available for deduction against future Canadian taxable income. These expenses have no expiration date. In addition, the Company has undeducted share issuance costs totalling \$86,530 (May 31, 2010 - \$136,948) which are also available for deduction against future Canadian taxable income.

	For the three months ended August 31, 2010	For the three months ended August 31, 2009
Net loss before income taxes	\$(45,397)	\$ (103,566)
Statutory Tax rate	29.38%	30.58%
Calculated income tax recovery	(13,338)	(31,463)
Write down of mineral properties	469	-
Net adjustment for deductible and non-deductible amounts	(9,467)	3
Unrecognized benefit of non-capital losses	22,336	31,460
Income tax expense	<u>\$ -</u>	<u>\$ -</u>

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Significant components of the Company's future tax assets and liabilities, after applying enacted or substantially enacted corporate income tax rates, are:

	August 31, 2010	(Note 13) May 31, 2010
Future income tax assets		
Other assets	\$ -	\$ 46
Undeducted share issue costs for tax purposes	16,957	34,327
Non-capital loss carry forwards	775,217	780,051
	792,174	814,334
Valuation allowance for future income tax assets	(792,174)	(814,334)
	\$ -	\$ -
Future income tax liabilities		
Mineral properties	\$ 334,302	\$ 334,302

11. Management of Financial Risk

The Company's financial instruments are exposed to certain risks, which include currency risk, credit risk, interest rate risk, and liquidity risk.

Currency Risk

Currency risk is the risk of a loss due to the fluctuation of foreign exchange rates and the effects of these fluctuations of foreign currency denominated monetary assets and liabilities. The Company currently operates in Canada, Liberia, Kenya and Tanzania. The Company manages its currency risk through the preparation of short and long term expenditure budgets in different currencies and converting Canadian dollars to foreign currencies whenever exchange rates are favourable.

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's cash and short term investments are on deposit at major financial institutions. Accounts receivable consist primarily of goods and services tax refunds due from the Government of Canada. As such, the Company considers this risk to be minimal.

Interest rate risk

Interest rate risk is the risk that the fair value of or future cash flows from a financial instrument will fluctuate because of changes to market interest rates. The Company is exposed from time to time to interest rate risk as a result of holding fixed rate cash equivalent investments of varying maturities. The risk that the Company will realize a loss as a result of a decline in the fair value of these investments is limited as the Company only invests in highly liquid securities with short-term maturities.

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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 manages liquidity risk through the management of its capital structure (Note 12).

12. Management of Capital

The Company's objectives when managing capital, which are unchanged from prior periods, are to safeguard its ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. The Company considers its capital to be its shareholders' equity. The Company manages its capital and makes adjustments to it in light of changes in economic conditions and the risk characteristics of underlying assets. To maintain or adjust its capital, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and short-term investments. In order to maximize ongoing development efforts, the Company does not pay out dividends.

The Company will have to raise additional capital resources to meet its planned operations and administrative overhead expenses. The future exploration and development of the Company's mineral properties in the near and long term will depend on the Company's ability to obtain additional funding through equity or debt financing or through the joint venture of projects. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration and development activities. The Company believes it will be able to raise capital as required in the long term, but recognizes there will be risks involved that may be beyond its control.

13. Comparative Figures

The comparative figures disclosed as at May 31, 2010 in these financial statements were subject to an audit engagement.



(formerly "Africa West Minerals Corp.")

Management's Discussion and Analysis For the Quarter Ended August 31, 2010

The following discussion and analysis, prepared as of October 26, 2010, should be read together with the interim consolidated financial statements of Advance Gold for the quarter ended August 31, 2010, as well as the audited consolidated financial statements for the years ended May 31, 2010 and May 31, 2009 and related notes attached thereto, which are prepared in accordance with Canadian generally accepted accounting principles. All amounts are stated in Canadian dollars unless otherwise indicated.

Statements in this report that are not historical facts are forward-looking statements involving known and unknown risks and uncertainties, which could cause actual results to vary considerably from these statements. Readers are cautioned not to put undue reliance on forward-looking statements. Additional information related to Advance Gold is available for view on SEDAR at www.sedar.com.

Description of Business

Advance Gold is an exploration stage company engaged in the evaluation and exploration of mineral property interests. It currently has interests in Tanzania and Kenya, East Africa. Advance Gold trades on the TSX Venture Exchange under the symbol "AAX".

Management & Directors

James T. Gillis, President & Chief Executive Officer - Mr. Gillis has been the President of James T. Gillis Management Co. Inc. since 1985, a private company which provides management services to public companies. He is the President and Chief Executive Officer of Cassidy Gold Corp., Anglo Aluminum Ltd. and Island Arc Exploration Corp., and a director of Metrobridge Networks International Inc. and Audiotech Healthcare Corp.

Mr. Jeffrey Scott Ackert, Director and Vice-President, Exploration and Business Development - Mr. Ackert, a geologist, has been involved in gold exploration in Africa for over 10 years. Mr. Ackert has worked in Burkina Faso, Mali, Niger and Ghana in West Africa, and Tanzania and Kenya in East Africa. He has worked for several majors, including six years as a mine geologist at Barrick's Golden Patricia mine in Northern Ontario. Most recently Mr. Ackert held the positions of Vice-President of Exploration and Vice-President Technical Services for Orezone Resources Inc.

Christopher J. Wild, P.Eng, Director - Mr. Wild is currently a director and Vice President Exploration of Cassidy Gold Corp. and Island Arc Exploration Corp., a director, Vice President Exploration and Chief Operating Officer of Anglo Aluminum Ltd., and a director of Rockgate Capital Corp. Mr. Wild served as chief mine geologist at the Mount Polley Mine, east of Williams Lake, BC, and the Goldstream Mine, north of Revelstoke, BC, prior to opening his own geological consulting business.

Guido E.M. Pas, Non Executive Director on the Board of Directors - Mr. Pas is the founder and former Chairman of Mano River. He is a financier based in Geneva who has been involved in numerous start-up and early-stage resource ventures through Eastbound Resources and AddVenture Capital Partners. He was co-founder of The

Addax & Oryx Group, an integrated African oil group in 1987 (its upstream affiliate Addax Petroleum was sold to Sinopec for US\$7.2bn in 2009), and in 2004 of Afren. Guy co-founded and was the chairman of Samax Resources, in 1989, which listed as Samax Gold on the TSX in 1996. In 1995, he founded Mano River Resources. Prior to Addax & Oryx, he was a Vice President of Chase Manhattan Bank in structured and commodity finance, from 1973 to 1983 and was CFO of Africa-focused oil trading companies from 1984 to 1987.

Basha Hifato, Manager of East Africa Operations – Mr. Basha Hifato is a director of Gold Rim Exploration as well as the President and CEO of Hifato Enterprises Inc., a company devoted to the expansion of knowledge, trade and investment between Canada and Sub-Saharan Africa. A graduate of Ottawa's Algonquin College Business Administration program, Mr. Hifato has been a liaison between the Kenyan and Tanzanian High Commissions and prospective investors. He was recently instrumental in bringing the Karen Heart Institute from Kenya together with the University of Ottawa Heart Institute to facilitate the sharing of information and equipment. Mr. Hifato has built a strong network of contacts within the East African community including current and former government ministers. In Canada Mr. Hifato has been a charter member of the Nepean South Rotary Club and past Vice President of the Secretariat for African Trade Development and Information Services (SATDIS).

Debbie M. Silver, Corporate Secretary & Chief Financial Officer - Ms. Silver was a legal assistant from 1979 until 2002, involved in corporate, mining and securities law, and has been a public company administrator since 1997. She is currently the Corporate Secretary and Chief Financial Officer of Cassidy Gold Corp. and Anglo Aluminum Ltd., and is a director and Corporate Secretary and Chief Financial Officer of Island Arc Exploration Corp.

Performance Summary

Ngira Migori Gold Project, Kenya East Africa

Red Rock Resources, PLC has agreed to earn in to 70% of the Ngira Migori gold project. The 320 square kilometre Ngira-Migori property is located in the Migori Archean greenstone belt in southern Kenya, within 25 kilometres of the Tanzanian border. The project is adjacent to the former gold, silver and copper producing Macalder Mine, which operated between 1941 and 1963. Previous exploration work at Ngira-Migori has included reconnaissance geological mapping and soil sampling over the central portion of the property where current artisanal mining is taking place. The soil sampling has indicated several areas of gold in soil anomalies. Mineralization in this area is characterized by gold in quartz reefs as well as gold associated with massive to disseminated sulphides. The lithology of the area includes greywacke, tuffaceous volcanics and Banded Iron Formation. Surface grab sampling at two of the mineralized reefs returned from 30ppb to 16.7 gAu/t (grams of gold per tonne).

Kakamega Properties

Rosterman Gold Mine, Kenya East Africa

Under a recent MOU signed with Equatorial Mining Ltd, owned by Maris Africa, a UK managed African investment fund. (<http://www.mariscapital.co.uk/maris-africa-fund>), Equatorial will evaluate the extensive surface tailings left from the former producing Rosterman Gold Mine. Advance Gold owns 100% of the Rosterman Mine which was acquired from the Government of Kenya in 2008.

The Rosterman Mine operated between 1935 and 1953 and recovered over 250,000 ounces of gold at an average grade of 13.6 gAu/t. It is believed that close to 600,000 tonnes of tailings material resides on surface. Equatorial will have three years to develop and rehabilitate the Rosterman Mine tailings. If Equatorial proceeds with the program to recover the gold in the tailings, Advance Gold will receive a 5% Net Smelter Royalty.

Bukura and Sigalagala Gold Properties, Kenya East Africa

These two 100% owned properties have a combined size of 48 square kilometres and are in close proximity to the Rosterman Gold Mine property. The 2 areas contain over ten colonial mine sites that exploited gold between 1930 and 1950. Most of these sites had developed shafts and extensive underground workings. The geology in this Kakamega greenstone region of Kenya is Archean aged with a structural setting similar to the Abitibi in Canada. Advance Gold is in the process of documenting the historical data associated with the colonial aged mines. The Bukura and Sigalagala licences represent excellent prospects for a potential earn-in partner.

Nyakagwe Project, Tanzania East Africa

The Nyakagwe Gold Project is located 6km north west of Barrick's Bulyankhulu Gold Mine and contiguous with Lakota Resources' Tembo Project. Advance Gold, through its wholly owned subsidiary Gold Rim Exploration Inc. is earning 100% of the Nyakagwe project by bringing the property to the Mining Licence category. The project consists of 46 Primary Mining Licences that have been put together by a local artisanal mining cooperative. A prospecting licence has recently been granted adjacent to and surrounding the Nyakagwe group which will increase the landholdings in a strategic area. A 1400m Aircore and RC drilling program was completed in 2008 that confirmed gold mineralized quartz reefs at depth. Hole NY012 intersected quartz reef from 22m to 26m down the hole and returned 7.03 gAu/t over 4 meters including 17.75 gAu/t over 1 meter.

Qualified Person

Jeffrey Scott Ackert, a director of the Company and its Vice President Exploration and Business Development, is a Qualified Person as defined by National Instrument 43-101 and has reviewed and approved the exploration information and technical disclosure in this MD&A.

Summary of Results

	Three Months Ended Aug 31/10	Three Months Ended May 31/10	Three Months Ended Feb 28/10	Three Months Ended Nov 30/09	Three Months Ended Aug 31/09	Three Months Ended May 31/09	Three Months Ended Feb 28/09	Three Months Ended Nov 30/08
Total assets	\$2,821,112	\$2,795,132	\$3,063,086	\$3,073,386	\$3,026,801	\$3,071,211	\$4,229,255	\$4,093,195
Exploration properties and deferred costs	\$2,754,122	\$2,730,561	\$2,891,527	\$2,849,239	\$2,050,911	\$2,856,832	\$3,969,087	\$3,844,895
Working capital (deficiency)	\$26,623	\$(14,398)	\$(8,897)	\$31,650	\$(914)	\$(14,848)	\$81,376	\$(9,162)
Deficit	\$2,521,188	\$2,475,791	\$2,031,215	\$1,978,709	\$1,914,260	\$1,850,032	\$1,082,222	\$921,890
Revenues	\$4,850	\$-	\$-	\$-	\$235	\$188	\$76	\$653
Net loss	\$45,397	\$444,576	\$52,506	\$64,449	\$64,228	\$767,810	\$169,208	\$202,649
Earnings (loss) per share	\$(0.01)	\$(0.02)	\$(0.01)	\$(0.01)	\$(0.01)	\$(0.02)	\$(0.01)	\$(0.01)

The significant changes in key financial data from September 1, 2008 to August 31, 2010 can be attributed to the closing of private placements and to increased exploration activity during the first part of the two year period and also due to a write down of mineral properties. Exploration expenditures has slowed in the past five quarters and is expected to continue to be slower in the immediate quarters due to changes in the capital market making it more difficult to raise exploration funding through private placements. The Company closed a private placement on July 19, 2010 for gross proceeds of \$120,000.

Liquidity

Advance Gold does not currently own or have an interest in any producing resource properties and has not yet derived any revenues from the sale of resource products. Advance Gold's exploration activities have been funded through the issuance of common shares pursuant to private placements and the exercise of stock options and warrants, and Advance Gold expects that it will continue to be able to utilize this source of financing until it

develops cash flow from its operations. There can be no assurance, however, that Advance Gold will be able to obtain required financing in the future on acceptable terms, or at all. In the near term, Advance Gold plans to attract suitable partners in order to advance its currently held properties.

	August 31, 2010	August 31, 2009
Working capital (deficiency)	\$ 26,623	\$ (914)
Deficit	\$ 2,521,188	\$1,914,260

Capital Resources

During the quarter ended August 31, 2010 Advance Gold issued 2,000,000 shares in connection with a private placement. Advance Gold does not have sufficient funds to meet its anticipated general and administrative expenses for the balance of this fiscal year. Advance Gold may from time to time choose to raise money in the capital markets if favourable conditions are present. Additional financing will be required for further exploration programs on Advance Gold's properties during the next fiscal year.

Critical Accounting Estimates

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions about future events that affect amounts reported in the financial statements. Actual results could differ from these estimates. Significant accounting estimates used in the preparation of Advance Gold's financial statements are:

(a) **Carrying value of mineral property interests**

The amounts shown for mineral property interests represent acquisition holding and exploration costs, and do not necessarily represent present or future recoverable values. The recoverability of these amounts is dependent upon the confirmation of economically recoverable reserves, the ability of Advance Gold to obtain the necessary financing to successfully complete their development and to meet the requirements from time to time, of lenders, including shareholders, who are providing this financing and upon future profitable production.

Advance Gold reviews the carrying values of its mineral property interests whenever events or changes in circumstances indicate that their carrying values may exceed their estimated net recoverable amounts determined by reference to estimated future operating results and undiscounted net cash flows. An impairment loss is recognized when the carrying value of those assets exceeds their fair value. During the year ended May 31, 2009, an impairment loss of \$1,113,826 was recognized for the Gedabo and Kanweaken mineral property interests located in Liberia.

(b) **Carrying value of other capital assets**

Advance Gold reviews the carrying values of its other capital assets whenever events or changes in circumstances indicate that their carrying values may exceed their estimated net recoverable amounts determined by reference to estimated future operating results and undiscounted net cash flows. An impairment loss is recognized when the carry value of those assets exceeds their fair value.

(c) **Asset retirement obligations**

Advance Gold recognized the fair value of liabilities for asset retirement obligations in the period in which they occur and/or in which a reasonable estimate of such costs can be made. The asset retirement obligation is recorded as a liability with a corresponding increase to the carrying amount of the related long-lived asset. Subsequently, the asset retirement cost is allocated to expenditures using a systematic and rational method and is also adjusted to reflect year-to-year changes in the liability resulting from passage of time and revisions to either timing or the amount of the original estimate of the undiscounted cash flow.

Changes in Accounting Policies

On June 1, 2008, the Company adopted three new accounting standards described in Section 1535 Capital Disclosures, Section 3862 Financial Instruments – Disclosures and Section 3863 Financial Instruments – Presentation of the Canadian Institute of Chartered Accountants (“CICA”) Handbook. The requirements of these new standards applicable to the Company are:

(a) **Capital disclosures**

Section 1535 requires the disclosure of an entity’s objectives, policies and processes for managing capital, quantitative data about what the entity regards as capital, whether the entity has complied with any external capital requirements and, if it has not complied, the consequences of such non-compliance.

As a result of the adoption of this standard, additional disclosure on the Company’s capital management has been included in Note 13 to the consolidated financial statements.

(b) **Financial Instruments - Disclosures and Financial Instruments- Presentation**

Sections 3862 and 3863 replace Handbook Section 3861 Financial Instruments - Disclosure and Presentation revising its disclosure requirements and carrying forward its presentation requirements. These new sections place increased emphasis on disclosure about the nature and extent of risks arising from financial instruments and how the entity manages those risks.

Section 3862 requires disclosure which enable users to evaluate the significance of financial instruments on the entity’s financial position and performance, the nature and extent of and exposure to risks arising from financial instruments and how the entity manages those risks. As a result of the adoption of this standard, additional disclosure on these risks has been included in Note 12 to the consolidated financial statements.

Section 3863 establishes standards for the presentation and classification of financial instruments and non-financial derivatives. The adoption of this standard did not have any impact on the classification or presentation of the Company’s consolidated financial instruments.

New accounting pronouncements issued by the CICA and which the Company intends to evaluate and, when applicable, adopt in the preparation of its future financial statements are:

(c) **Goodwill and intangible assets**

In February 2008, the CICA issued Section 3064 Goodwill and Intangible Assets replacing Section 3062 Goodwill and Other Intangible Assets and Section 3450 Research and Development Costs. The new pronouncement establishes standards for the recognition, measurement, presentation, and disclosure of goodwill subsequent to its initial recognition and of intangible assets by profit-oriented enterprises. The standards concerning goodwill are unchanged from the standards included in the previous Section 3062. This section is effective in the first quarter of the 2010 fiscal year. The adoption of this section is not currently expected to affect the Company’s financial statements.

(d) **Business combinations**

In January 2009 the CICA issued Section 1582 Business Combinations, Section 1601 Consolidated Financial Statements and Section 1602 Non-Controlling Interests replacing Section 1581 Business Combinations and Section 1600 Consolidated Financial Statements. The new standards, equivalent to the standards under International Financial Reporting Standards, have shifted from a parent company conceptual view of consolidation theory (which results in the parent company recording the book values attributable to non-controlling interests) to an entity conceptual view (which results in the parent company recording the fair values attributable to non-controlling interests).

These sections are applicable to business combinations with acquisition dates on or after January 1, 2011 and for the Company's consolidated financial statements for its fiscal year beginning June 1, 2011. Adoption of these sections is not expected to affect the Company.

(e) **Convergence with International Financial Reporting Standards**

In 2006, the Accounting Standards Board of the Canadian Institute of Chartered Accountants ratified a strategic plan that will result in Canadian GAAP, as used by public companies, evolving and being converged with International Financial Reporting Standards ("IFRS") over a transitional period currently expected to be completed by 2011. The International Accounting Standards Board currently has projects underway that should result in new pronouncements which will be included in the convergence process.

The Company is conducting a detailed assessment of the requirements of the transition to IFRS, with the intention of identifying the timing of the implementation of the transition, major differences in accounting policies and selecting the policies which are appropriate for the Company, identifying the appropriate disclosure in financial statements prepared under IFRS and developing an implementation plan.

Off-Balance Sheet Arrangements

Advance Gold does not have any off-balance sheet arrangements which may affect its current or future operations or conditions.

Financing

On July 19, 2010 Advance Gold closed a non-brokered private placement of 2,000,000 units (the "Units") at a per Unit price of \$0.06 for gross proceeds of \$120,000. Each Unit is comprised of one common share of the Company and one-half of one non-transferable share purchase warrant. Each whole warrant entitles the holder to purchase an additional common share at a price of \$0.10 per share until July 19, 2011, subject to accelerated expiry in certain circumstances.

Outstanding Share Data

The authorized capital of Advance Gold consists of an unlimited number of common shares and an unlimited number of preferred shares, issuable in series with special rights and restrictions attached. As of October 26, 2010 there were 24,116,402 common shares issued and outstanding, of which 1,358,000 were held in escrow, 1,807,500 stock options outstanding, and the following warrants and broker's options outstanding:

<i>Grant Expiry Date</i>	<i>Grant Price</i>	<i>Warrants Outstanding</i>
December 14, 2010	\$0.20	416,250
March 5, 2012	\$0.20	575,000

Related Party Transactions

Related parties are directors and officers, and companies controlled by directors and officers of Advance Gold. The following summarizes Advance Gold's related party transactions for the periods ended August 31, 2010 and August 31, 2009:

	Three months Ended Aug 31/10	Three months Ended Aug 31/09
Consulting services	\$-	\$-
Management Fees	\$15,000	\$15,000
Reimbursement of expenses	\$632	\$4,580
Rent	\$2,301	\$2,333

Management fees were paid to a company controlled by a director of Advance Gold. Rent and reimbursement of expenses were paid to companies with common management.

Financial Instruments

Advance Gold's financial instruments consist of cash, accounts receivable and accounts payable. The fair value of these financial instruments is approximately equal to their carrying values, unless otherwise noted. Unless otherwise noted, it is management's opinion that Advance Gold is not exposed to significant interest, currency or credit risks arising from these financial instruments. Interest rate risk is limited as the Company only invests in highly liquid securities with short-term maturities. The Company manages its currency risk through the preparation of short and long term expenditure budgets in different currencies and converting Canadian dollars to foreign currencies whenever exchange rates are favourable. Credit risk is minimal as accounts receivable consists primarily of goods and services tax refunds due from the Government of Canada.

As at August 31 2010 \$44,922 cash and cash equivalents are held in Canadian dollars, \$14,002 cash and cash equivalents are held in US dollars and Kenya shilling. Advance Gold does not use derivative instruments or foreign exchange contracts to hedge against gains or losses arising from foreign exchange fluctuations.

Investor Relations

Investor relations activities are currently being performed by directors, officers and key personnel.

Risk Factors

Exploration-stage mineral exploration companies face a variety of risks and, while unable to eliminate all of them, Advance Gold aims at managing and reducing such risks as much as possible. Few exploration projects successfully achieve development stage, due to factors that cannot be predicted or anticipated, and even one such factor may result in the economic viability of a project being detrimentally impacted such that it is neither feasible nor practical to proceed. Advance Gold closely monitors its activities and those factors that could impact them, and employs experienced consultants to assist in its risk management and to make timely adequate decisions.

Environmental laws and regulations could also impact the viability of a project. Advance Gold has ensured that it has complied with these regulations, but there can be changes in legislation outside Advance Gold's control that could also add a risk factor to a project. Operating in a specific country has legal, political and a currency risk that must be carefully considered to ensure their level is commensurate to Advance Gold's assessment of the project.