



Unaudited condensed Interim Financial Statements of

ORSA VENTURES CORP.
(An Exploration Stage Company)

March 31, 2011

(Unaudited)

1508 – 999 WEST HASTINGS STREET, VANCOUVER, BC V6C 2W2

PHONE: (604) 608-6680 FAX: (604) 669-4776

WEBSITE: www.orsaventures.com

UNAUDITED CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION
UNAUDITED CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS
UNAUDITED CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
UNAUDITED CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY
NOTES TO THE UNAUDITED CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

NOTICE TO READER

The accompanying unaudited condensed consolidated interim financial statements of the Company for the three months ended March 31, 2011 have been prepared by and are the responsibility of management in accordance with International Financial Reporting Standards applicable to unaudited condensed interim financial reporting.

The Company's independent auditor has not audited or performed a review of these financial statements, in accordance with standards established by the Canadian Institute of Chartered Accountant for a review of unaudited condensed consolidated interim financial statements by an entity's auditor.

ORSA VENTURES CORP.

(An Exploration Stage Company)

UNAUDITED CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

Expressed in Canadian Dollars

March 31, 2011

	Note	March 31 2011	December 31 2010	January 1 2010
Assets				
Current				
Cash and cash equivalents	5	\$ 393,724	\$ 462,589	\$ 688,390
Receivables	6	9,131	10,123	1,345
Prepaid expenses and advances		3,742	3,954	1,289
		406,596	476,666	691,024
Non- current				
Exploration and evaluation assets	7	20,246	20,246	—
Total Assets		\$ 426,843	\$ 496,912	\$ 691,024
Liabilities				
Current				
Trade and other payables	8	\$ 24,557	\$ 34,961	\$ 25,858
Total Liabilities				
Shareholders' equity				
Share capital	9	27,538,371	27,514,512	27,514,512
Contributed surplus	9	1,896,836	1,905,695	1,879,086
Accumulated deficit		(29,032,921)	(28,958,256)	(28,728,432)
Total shareholders' equity		402,286	461,951	665,166
Total liabilities and shareholders' equity		\$ 426,843	\$ 496,912	\$ 691,024

These unaudited condensed consolidated interim financial statements are authorized for issue by the Board of Directors on June 16, 2011. They are signed on the Company's behalf by:

"Linda Thorstad"

Linda Thorstad

"Brian Flower"

Brian Flower

The accompanying notes are an integral part of these condensed consolidated financial statements

ORSA VENTURES CORP.

(An Exploration Stage Company)

UNAUDITED CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE LOSS

Expressed in Canadian Dollars

For the three months ended March 31, 2011

	Note	March 31 2011	March 31 2010
Interest and other income		\$ 747	\$ 582
Expenses			
Administrative and general	11	75,413	38,118
Exploration		—	3,581
Total expenses		75,413	41,699
Total comprehensive loss		(74,666)	(41,117)
Basic and diluted loss per common share		\$ (0.01)	\$ (0.00)
Weighted average number of common shares outstanding		14,311,165	14,305,665

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

ORSA VENTURES CORP.

(An Exploration Stage Company)

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

Expressed in Canadian Dollars

For the three months ended March 31, 2011

	Common Shares		Contributed	Accumulated	Total
	Number	Amount	Surplus	Deficit	
Balance at January 1, 2010	14,305,665	\$ 27,514,512	\$ 1,879,086	\$ (28,728,432)	\$ 665,166
Loss for the period				(41,117)	(41,117)
Stock based compensation (Note 5)	—	—	—	—	—
Balance at March 31, 2010	14,305,665	27,514,512	1,879,086	(28,769,548)	624,049
Balance at January 1, 2011	14,286,165	27,514,512	1,905,695	(28,958,256)	461,951
Loss for the period				(74,666)	(74,666)
Options exercised	150,000	23,859	(8,859)	—	15,000
Balance at March 31, 2011	14,436,165	\$ 27,538,371	\$ 1,896,836	\$ (29,032,921)	\$ 402,285

The accompanying notes are an integral part of these condensed consolidated financial statements

ORSA VENTURES CORP.

(An Exploration Stage Company)

UNAUDITED CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

Expressed in Canadian Dollars

For the three months ended March 31, 2011

	March 31		March 31
	2011		2010
Cash flows from operating activities			
Total comprehensive loss	\$ (74,666)	\$	(41,117)
Changes in non-cash working capital balances			
Receivables	992		(378)
Trade and other payables	(10,404)		(928)
Prepaid expenses	212		1,277
Total cash outflows from operating activities	(83,866)		(41,146)
Cash Flows From Financing Activities			
Proceeds from share issuances	15,000		—
Total cash inflows from financing activities	15,000		—
Total decrease in cash during the period	(68,866)		(41,146)
Cash and cash equivalents, beginning of period	462,589		688,390
Cash and cash equivalents, end of period	\$ 393,723	\$	647,244

The accompanying notes are an integral part of these condensed consolidated financial statements

1. CORPORATION INFORMATION

Orsa Ventures Corp. (the “Company”) was incorporated in British Columbia, continued under the Business Corporations Act (Yukon Territory) and continued again under the Business Corporations Act (British Columbia). The Company is primarily engaged in the acquisition and exploration of mineral properties. To date, the Company has not earned significant revenues and is considered to be in the exploration stage. The business of exploring for and mining of minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The Company’s principal asset is its lease to purchase of the Coal Canyon gold property located in West Humboldt Range, Nevada.

The Company is listed on the TSX Venture Exchange, having the symbol ORN.V as a Tier 2 issuer and its corporate office and principal place of business is located at 1508 – 999 West Hasting Street, Vancouver, British Columbia, Canada, V6C 2W2.

2. BASIS OF PREPARATION

These unaudited condensed consolidated interim financial statements have been prepared in accordance to IAS 34 *Interim Financial Reporting* using accounting policies consistent with the International Financial Reporting Standards (“IFRSs”) issued by the International Accounting Standards Board (“IASB”) and Interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”).

These are the Company’s first IFRS interim financial statements for part of the period covered by the Company’s first IFRS annual financial statements for the year ended December 31, 2011. Previously, the Company prepared its annual and interim financial statements in accordance with Canadian generally accepted accounting principles (“GAAP”). The Unaudited condensed interim financial statements are presented in Canadian Dollars, which is also the Company’s functional currency, unless otherwise indicate.

The Company has not generated revenues from its operations to date. However, the Company has sufficient cash resources to meet its obligations for at least twelve months from the end of the reporting period. As the Company is in the exploration stage, the recoverability of the costs incurred to date on exploration properties is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of its properties and upon future profitable production or proceeds from the disposition of the properties and deferred exploration expenditures. The Company will periodically have to raise funds to continue operations and, although it has been successful in doing so in the past, there is no assurance it will be able to do so in the future.

ORSA VENTURES CORP.

(An Exploration Stage Company)

**NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011**

(Expressed in Canadian Dollars)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The unaudited condensed interim consolidated financial statements were authorized for issue by the Board of Directors as at June 28, 2011.

The accounting policies set out below are expected to be adopted for the year-ending December 31, 2011 and have been applied consistently to all periods presented in these unaudited condensed consolidated interim financial statements and in preparing the opening IFRS balance sheet at January 1, 2010 for the purposes of the transition to IFRS, unless otherwise indicated.

Principles of Consolidation

These unaudited condensed consolidated interim financial statements include the accounts of the Company and its subsidiaries. The Company has three inactive, wholly-owned subsidiaries: two are off-shore corporations (one is a BVI corporation; the other, a Cayman corporation and both have remained inactive since formed in March 2004) and the third is a US corporation formed on March 8, 2011.

Cash and Cash Equivalents

Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and subject to an insignificant risk of change in value. For cash flow statement presentation purposes, cash and cash equivalents includes bank overdrafts.

Exploration and Evaluation Expenditures

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

Once the legal right to explore a property has been acquired, costs directly related to exploration and evaluation expenditures ("E&E") are recognized and capitalized, in addition to the acquisition costs. These direct expenditures include such costs as materials used, surveying costs, drilling costs, payments made to contractors and depreciations on plant and equipment during the exploration phase. Costs not directly attributable to exploration and evaluation activities, including general administrative overhead costs, are expensed in the period in which they occur. At such time as commercial production commences, these E&E costs will be charged to operations on a unit-of-production method based on proven and probable reserves.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Exploration and Evaluation Expenditures

When a project is deemed to no longer have commercially viable prospects to the Company, E&E expenditures in respect of that project are deemed to be impaired. As a result, those E&E expenditure costs, in excess of the estimated recoveries, are written off to the statement of comprehensive loss/income.

The Company assesses E&E assets for impairment which facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount.

Impairment of Non-Financial Assets

At the end of each reporting period, the carrying amounts of the Company's assets are reviewed to determine whether there is any indication that those assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in the profit or loss for the period. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash generating unit to which the asset belongs.

When an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognized immediately in income or loss.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Financial instruments

Financial assets

The Company classifies its financial assets into one of the following categories, depending on the purpose for which the asset was acquired. The Company's accounting policy for each category is as follows:

- *Loans and receivables*
These assets are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are carried at cost less any provision for impairment. Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default.
- *Available-for-sale*
Non-derivative financial assets not included in the above categories are classified as available-for-sale. They are carried at fair value with changes in fair value recognized directly in equity. Where a decline in the fair value of an available-for-sale financial asset constitutes objective evidence of impairment, the amount of the loss is removed from equity and recognized in the statement of comprehensive loss.
- *Impairment of Financial Assets*
At each reporting date the Company assesses whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or group of financial assets is deemed to be impaired, if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset and that event has an impact on the estimated future cash flows of the financial asset or the group of financial assets.
- *Financial liabilities*
Financial liabilities are classified as other financial liabilities, based on the purpose for which the liability was incurred, and comprise of trade payables and accrued liabilities. These liabilities are initially recognized as fair value net of any transaction costs directly attributable to the issuance of the instrument and subsequently carried at amortized cost using the effective interest rate method. This ensures that any interest expense over the period of repayment is at a constant rate on the balance of the liability carried in the statement of financial position.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Financial instruments (cont'd)

- *Financial liabilities (cont'd)*

Interest expense in this context includes initial transaction costs and premiums payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

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

Earnings/Loss per Share

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

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

Share Capital

Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset.

Transaction costs directly attributable to the issue of common shares and share options are recognized as a deduction from equity, net of any tax effects from the proceeds.

Provisions

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

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation estimated at the end of each reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Provisions (cont'd)

asset if it is virtually certain that reimbursement will be received and the amount receivable can be measured reliably.

Income Taxes

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

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

Deferred tax assets and liabilities are recognized where the carrying amount of an asset or liability differs from its tax base, except for taxable temporary differences arising on the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

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

Share-based Payments

The share option plan allows the Company's employees and non employees to acquire shares of the Company. The fair value of options granted is recognized as a share-based payment expense with a corresponding increase in equity. An individual is classified as an employee when the individual is an employee for legal or tax purposes (direct employee) or provides services similar to those performed by a direct employee.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

Share-based Payments

The fair value is measured at grant date and each tranche is recognized on a graded-vesting basis over the period during which the options vest. The fair value of the options granted is measured using the Black-Scholes option pricing model taking into account the terms and conditions upon which the options were granted. At each financial position reporting date, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest.

Related Party Transactions

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

Standards, Amendments and Interpretations Not Yet Effective

March 31, 2011 is the Company's first reporting period under IFRS. Accounting standards effective for periods beginning on or after January 1, 2011 have been adopted as part of the transition to IFRS.

New Standards and Interpretations Not Yet Adopted

IFRS 9, Financial Instruments: Classification and Measurement

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

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

New Standards and Interpretations Not Yet Adopted (cont'd)

On May 12, 2011, the IASB issued IFRS 10 Consolidated Financial Statements, which is a replacement of IAS 27, Consolidated and Separate Financial Statements and SIC-12, Consolidation – Special Purpose Entities. Concurrent with the issuance of IFRS 10, the IASB also issued:

IFRS 11, Joint Ventures;

IFRS 12, Disclosures of Involvement with Other Entities;

IAS 27, Separate Financial Statements (revised 2011), has been amended for the issuance of IFRS 10 but retains the current guidance for separate financial statements; and

IAS 28, Investments in Associates and Joint Ventures (revised 2011), has been amended for conforming changes based on the issuance of IFRS 10 and IFRS 11.

IFRS 10, Consolidated Financial Statements

IFRS 10 builds on existing principles by identifying the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company. The standard provides additional guidance to assist in the determination of control where this is difficult to assess.

IFRS 11, Joint Venturers

IFRS 11 establishes principles for financial reporting by parties to a joint arrangement. The IFRS supersedes IAS 31 Interests in Joint Ventures and SIC-13 Jointly Controlled Entities—Non-Monetary Contributions by Venturers and is effective for annual periods beginning on or after 1 January 2013. Earlier application is permitted.

IFRS 11 is concerned principally in addressing two aspects of IAS 31: first, that the structure of the arrangement was the only determinant of the accounting and, second, that an entity had a choice of accounting treatment for interests in jointly controlled entities. IFRS 11 improves on IAS 31 by requiring a party to a joint arrangement to determine the type of joint arrangement in which it is involved by assessing its rights and obligations arising from the arrangement.

The disclosure requirements for joint arrangements are specified in IFRS 12 Disclosure of Interests in Other Entities.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

New Standards and Interpretations Not Yet Adopted (cont'd)

IFRS 12, Disclosure of Interests in Other Entities

IFRS 12 is a new and comprehensive standard on disclosure requirements for all forms of interests in other entities, including joint arrangements, associates, special purpose vehicles and other off balance sheet vehicles.

IFRS 13 Fair Value Measurement

IFRS 13, which is effective from 1 January 2013, defines fair value, sets out in a single IFRS a framework for measuring fair value and requires disclosures about fair value measurements. IFRS 13 does not determine when an asset, a liability or an entity's own equity instrument is measured at fair value. Rather, the measurement and disclosure requirements of IFRS 13 apply when another IFRS requires or permits the item to be measured at fair value (with limited exceptions).

4. SIGNIFICANT ACCOUNT JUDGMENT, ESTIMATES AND ASSUMPTIONS

The preparation of these unaudited condensed consolidated interim financial statements in conformity of 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.

In particular, information about significant areas of estimation uncertainty considered by management in preparing the consolidated financial statements is described below:

i) Exploration and Evaluation Expenditure

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

4. SIGNIFICANT ACCOUNT JUDGMENT, ESTIMATES AND ASSUMPTIONS (cont'd)

ii) Title to Mineral Property Interest

Although the Company has taken steps to verify title to mineral properties in which it has interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfer and title may be affected by undetected defect.

iii) Asset Retirement Obligations

The Company recognizes the liability for an asset retirement obligation. The relevant costs in associated with the assets retirement obligations are estimated based on the Company's interpretation of current regulatory requirements. Based on the assessment, the Company did not have any significant asset retirement obligations at the reporting dates.

iv) Recovery of Deferred Tax Assets

Judgment is required in determining whether deferred tax assets are recognized on the statement of financial position. Deferred tax assets, including those arising from un-utilized tax losses require management to assess the likelihood that the Group will generate taxable earnings in future periods, in order to utilize recognized deferred tax assets. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred tax assets recorded at the reporting date could be impacted.

Additionally, future changes in tax laws in the jurisdictions in which the Company operations could limit the ability of the Company to obtain tax deductions in future periods.

v) Contingencies

By their nature, contingencies will only be resolved when one or more future events occur or fail to occur. The assessment of contingencies inherently involves the exercise of significant judgment and estimates of the outcome of future events.

vi) Share-based Payment Transactions

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

4. SIGNIFICANT ACCOUNT JUDGMENT, ESTIMATES AND ASSUMPTIONS (cont'd)

vi) **Share-based Payment Transactions (cont'd)**

grant. This estimate also requires determining the most appropriate input to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 9.

5. CASH AND CASH EQUIVALENTS

Cash at banks and on hand earns interest at floating and fixed rates based on daily deposit rates.

6. RECEIVABLES

RECEIVABLES	March 31 2011	December 31 2010	January 1 2010
Harmonized Sales taxes ("HST")	\$ 9,131	\$ 10,123	\$ 1,345

HST receivables represent input tax credits arising from sales tax levied on the supply of goods purchased or services received in Canada.

Management considers that the fair values of these receivables, which are expected to be recovered quarterly, are not materially different from their carrying amounts because these amounts have short maturity periods on inception.

7. EXPLORATION AND EVALUATION ASSETS

Balance as at, January 1, 2010	\$	—
Execution fee		10,639
Mining claim maintenance fee		5,585
Legal fees		1,506
Consulting fees		2,516
Balance as at, December 31, 2010 and March 31, 2011	\$	20,246

The impairment assessment of exploration and evaluation assets resulted in no amounts being written off the Company's properties.

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

7. EXPLORATION AND EVALUATION ASSETS (cont'd)

Coal Canyon, Nevada, USA (cont'd)

The Company's exploration and evaluation assets are described as follows:

Coal Canyon, Nevada, USA

On August 1, 2010, the Company entered into a Mining Lease and Option to Purchase agreement with unrelated parties. Pursuant to the terms and conditions of the agreement, the Company will lease Coal Canyon gold property ("Coal Canyon") located in West Humboldt Range, Nevada, until August 1, 2030. The Company has the right to explore minerals on the property during the lease term. As consideration, the Company will make the following payments to the owner of Coal Canyon during the lease term:

<u>Date</u>	<u>Amount</u>	
Execution date of the agreement	US\$10,000	(Paid CDN \$10,639)
August 1, 2011	US\$20,000	
August 1, 2012 and each anniversary date until August 1, 2030	US\$25,000	

In addition to the above payments, the Company will pay a 3% Net Smelter Returns ("NSR") royalty to the owner of Coal Canyon and the Company has the option to purchase 1% of NSR for US\$1,000,000. The above annual payments shall be credited against the Company's production royalty obligations.

In addition to the lease, the owner of the Coal Canyon also granted the exclusive right to the Company to purchase the Coal Canyon for development and production of the property at any time during the lease term for \$350,000.

8. TRADE AND OTHER PAYABLES

	March 31	December 31	January 1
	2011	2010	2010
Trade payables	5,282	16,959	3,357
Accrued Liabilities	18,769	18,002	22,500
Taxes payable	506	—	—
Total	\$ 24,557	\$ 34,961	\$ 25,857

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

9. SHARE CAPITAL AND RESERVES

a) Common Shares

The Company's authorized share capital is an unlimited number of common shares with no par value.

b) Issuance of securities

- i) On March 8, 2011 the Company issued 75,000 common shares pursuant to the exercise of stock options at a price of \$0.10 per share for proceeds of \$7,500; and
- ii) On March 24, 2011 the Company issued 75,000 common shares pursuant to the exercise of stock options at a price of \$0.10 per share for proceeds of \$7,500.

c) Contributed Surplus

	March 31 2011	December 31 2010	January 1 2010
Share options (Note 10)	1,896,836	1,905,695	1,879,086
Contributed Surplus	1,896,836	1,905,695	1,879,086

10. SHARE BASED PAYMENTS

The Company has a stock option plan in place under which it is authorized to grant options to executive officers and directors, employees and consultants enabling them to acquire up to 10% of the issued and outstanding common stock of the Company. Under the plan, the exercise price of each option equals the market price of the Company's stock as calculated on the date of grant. The options can be granted for a maximum term of five years. Vesting is determined by the Board of Directors.

The following is a summary of changes in options from January 1, 2010 to March 31, 2011:

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

10. SHARE BASED PAYMENTS (Cont'd)

	March 31, 2011		December 31, 2010	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Balance, beginning of period	1,000,000	\$ 0.12	1,420,000	\$ 0.24
Granted	—	—	452,500	0.10
Expired	—	—	(270,000)	0.19
Exercised	(150,000)	0.10	(602,500)	0.36
Balance, outstanding and exercisable, end of period	850,000	\$ 0.12	1,000,000	\$ 0.12

The weighted average share price at the date of exercise of options during the period ended March 31, 2011 was \$0.17 per share (year end Dec 31, 2010 - \$Nil)

During the period March 31, 2011 and March 31, 2010 there were no options granted.

As at March 31, 2011, the Company has outstanding stock options enabling the holders to acquire common shares as follows:

Number of Shares	Exercise Price	Expiry Date
140,000	\$0.22	May 18, 2012
332,500	\$0.10	September 10, 2014
377,500	\$0.10	August 9, 2015
850,000		

All options vest upon grant and were fully vested as at March 31, 2011.

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

11. ADMINISTRATIVE AND GENERAL EXPENSES

	March 31		March 31
	2011		2010
Administrative and General Expenses include:			
Accounting and legal	\$ 3,692	\$	4,988
Consulting	48,750		9,750
Office and administration fees	10,963		7,126
Regulatory fees	—		5,022
Rent	6,000		6,000
Shareholder communications	180		200
Transfer agent fees	2,070		2,067
Travel	3,758		2,964
	\$ 75,413	\$	38,117

12. RELATED PARTY TRANSACTIONS

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

a) Rental Payments

Rental payments of \$6,000 (three months end March 31, 2011: \$6,000) were paid to Pacific Venture Management Ltd. which is controlled by a director of the Company.

b) Key Management Compensation

	March 31		March 31
	2011		2010
Key management personnel compensation comprised :			
Consulting fees	\$ 48,750	\$	9,750

Consulting fees include:

- i) \$10,000 per month to Linda Thorstad the Company's President and CEO;
- ii) Under a consulting agreement between the Company and Minco Corporate Management Inc. ("Minco"), a company owned by Terese Gieselman the Company's CFO and Secretary whereby Ms. Gieselman is entitled to receive \$3,250 per month (three months ended March 31, 2010 – \$9,750); and

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

12. RELATED PARTY TRANSACTIONS (cont'd)

- iii) \$9,000 for consulting fees to Chapelle Capital Corp. a company controlled by Brian Flower at a rate of \$750 per diem.

Related party liabilities:

Amounts due to:	Service for:	March 31 2011	December 31 2010
Minco	Consulting Fees	\$ —	\$ 1,718
Linda Thorstad	Consulting Fees	\$ —	\$ 12,498
Chappel Capital Corp.	Consulting Fees	\$ 2,520	\$ 840

13. BASIC AND DILUTED LOSS) PER SHARE

The calculation of basic earnings (loss) per share for the three months ended March 31, 2011 was based on the loss attributable to common shareholders of \$74,666 (three months ended March 31, 2010 – \$41,117) and the weighted average number of common shares outstanding of 14,311,165 (three months ended March 31, 2010 – 14,305,665).

Excluded from the calculation of the diluted loss per share for the three month period ended March 31, 2011 are 850,000 stock options (three months ended March 31, 2010 – 817,500 stock options).

14. SEGMENT REPORTING

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

15. FIRST TIME ADOPTION OF INTERNATIONAL FINANCIAL REPORTING STANDARDS

The Company's financial statements for the year-ending December 31, 2011 are the first annual financial statements that will be prepared in accordance with IFRS. IFRS 1, First Time Adoption of International Financial Reporting Standards, requires that comparative financial information be provided. As a result the first date at which the Company has applied IFRS was January 1, 2010 (the "Transition Date"). IFRS 1 requires first-time adopters to retrospectively apply all effective IFRS standards as of the reporting date, which for the Company will be December 31, 2011. However, it also provides for certain optional exemptions and certain mandatory exceptions for first time IFRS adoption. Prior to transition to IFRS, the Company prepared its financial statements in accordance with Canadian Generally Accepted Accounting Principles ("Canadian GAAP").

In preparing the Company's opening IFRS financial statements, the Company has adjusted amounts reported previously in the financial statements prepared -in accordance with Canadian GAAP.

Initial Elections Upon Adoption

Set forth below are the IFRS 1 applicable exemptions and exceptions applied in the conversion from Canadian GAAP to IFRS.

Business Combinations

The Company elected not to retrospectively apply IFRS 3 Business Combinations to any business combinations that may have occurred prior to its Transition Date and such business combinations have not been restated.

Share-based Payment Transactions

The Company has elected not to retrospectively apply IFRS 2 to equity instruments that were granted and had vested before the Transition Date. As a result of applying this exemption, the Company will apply the provisions of IFRS 2 only to all outstanding equity instruments that are unvested as at the Transition Date to IFRS.

Compound Financial Instruments

The Company has elected not to retrospectively separate the liability and equity components of compound instruments for which the liability component is no longer outstanding at the date of transition to IFRS.

15. FIRST TIME ADOPTION OF INTERNATIONAL FINANCIAL REPORTING STANDARDS
(Cont'd)
Mandatory Exceptions

Derecognition of Financial Assets and Liabilities

The Company has applied the derecognition requirements in IAS 39 Financial Instruments: Recognition and Measurement prospectively from the Transition Date. As a result any non-derivative financial assets or non-derivative financial liabilities derecognized prior to the Transition Date in accordance with Canadian GAAP have not been reviewed for compliance with IAS 39.

Estimates

IFRS 1 prohibits use of hindsight to create or revise previous estimates. The estimates the Company previously made under Canadian GAAP have not been revised for application of IFRS.

Reconciliation of Canadian GAAP Equity and Comprehensive Income to IFRS

The adoption of IFRS has had no impact on the net cash flows of the Company. The changes made to the consolidated statements of financial position and consolidated statements of comprehensive income have resulted in reclassifications of various amounts on the consolidated statements of cash flows, however as there have been no changes to the net cash flows, no reconciliations have been presented.

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

Reconciliation of Statement of Financial Position as at January 1, 2010 – Transition Date

	Canadian GAAP	Effect of Transition to IFRS	IFRS
Assets			
Current			
Cash and cash equivalents	\$ 688,390	\$ -	\$ 688,390
Receivables	1,345	-	1,345
Prepaid expenses and advances	1,289	-	1,289
	691,024		691,024
Non-current			
Exploration and evaluation assets	-	-	-
Total Assets	\$ 691,024	\$ -	\$ 691,024
Liabilities			
Current			
Trade and other payables	\$ 25,858	\$ -	\$ 25,857
Total Liabilities			
Shareholders' equity			
Share capital	27,514,512	-	27,514,512
Contributed surplus	1,879,086	-	1,879,086
Accumulated deficit	(28,728,432)	-	(28,728,432)
Total shareholders' equity	665,166	-	665,166
Total liabilities and shareholders' equity	\$ 691,024	\$ -	\$ 691,023

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

Reconciliation of Statement of Financial Position as at March 31, 2010

	Canadian GAAP	Effect of Transition to IFRS	IFRS
Assets			
Current			
Cash and cash equivalents	\$ 647,244	\$ -	\$ 647,244
Receivables	1,723	-	1,723
Prepaid expenses and advances	12	-	12
	648,979		648,979
Non-current			
Exploration and evaluation assets		-	-
Total Assets	\$ 648,979	\$ -	\$ 648,979
Liabilities			
Current			
Trade and other payables	\$ 24,930	\$ -	\$ 24,930
Total Liabilities			
Shareholders' equity			
Share capital	27,514,512	-	27,514,512
Contributed surplus	1,879,086	-	1,879,086
Accumulated deficit	(28,769,549)	-	(28,769,549)
Total shareholders' equity	624,049	-	624,049
Total liabilities and shareholders' equity	\$ 648,979	\$ -	\$ 648,979

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

Reconciliation of Statement of Financial Position as at December 31, 2010 Date

	Canadian GAAP	Effect of Transition to IFRS	IFRS
Assets			
Current			
Cash and cash equivalents	\$ 462,589	\$ -	\$ 462,589
Receivables	10,123	-	10,123
Prepaid expenses and advances	3,954	-	3,954
	476,666		476,666
Non-current			
Exploration and evaluation assets	20,246	-	20,246
Total Assets	\$ 496,912	\$ -	\$ 496,912
Liabilities			
Current			
Trade and other payables	\$ 34,961	\$ -	\$ 34,961
Total Liabilities			
Shareholders' equity			
Share capital	27,514,512	-	27,514,512
Contributed surplus	1,905,695	-	1,905,695
Accumulated deficit	(28,958,256)	-	(28,958,256)
Total shareholders' equity	461,951	-	461,951
Total liabilities and shareholders' equity	\$ 496,912	\$ -	\$ 496,912

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

Reconciliation of the Statement of Comprehensive Loss for the Three Months Ended March 31, 2010

	Canadian GAAP	Effect of Transition to IFRS	IFRS
Interest and other income	\$ 582	\$ -	\$ 582
Expenses			
Administrative and general	38,118	-	38,118
Exploration	3,581	-	3,581
	41,699	-	41,699
Total comprehensive loss	(41,117)	-	(41,117)
Deficit, beginning of period	(28,728,432)	-	(28,728,432)
Deficit, end of period	(28,769,549)	-	(28,769,549)
Basic and diluted loss per common share	\$ (\$0.01)	\$ -	\$ 0.01

ORSA VENTURES CORP.
(An Exploration Stage Company)
NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
THREE MONTHS ENDED MARCH 31, 2011
(Expressed in Canadian Dollars)

Reconciliation of the Statement of Comprehensive Loss for the Year Ended December 31, 2010

	Canadian GAAP		Effect of Transition to IFRS		IFRS
Interest and other income	\$ 3,741	\$	-	\$	3,741
Expenses					
Administrative and general	226,342		-		226,342
Exploration	7,223		-		7,223
	233,565		-		233,565
Total comprehensive loss	(229,824)		-		(229,824)
Deficit, beginning of year	(28,728,432)		-		(28,728,432)
Deficit, end of year	(28,958,256)		-		(28,958,256)
Basic and diluted loss per common share	\$ (\$0.02)	\$	-	\$	(\$0.02)