

GOLDEN GLOBAL CORP.  
Form 10-Q  
May 14, 2012

---

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 10-Q**

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended **March 31, 2012**

or

TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number **000-54528**

**GOLDEN GLOBAL CORP.**

(Exact name of registrant as specified in its charter)

**Nevada**

(State or other jurisdiction of incorporation or organization)

**N/A**

(IRS Employer Identification No.)

**17412 105 Avenue NW, Suite 201, Edmonton, Alberta,**  
**Canada**

(Address of principal executive offices)

**T5S 1G4**

(Zip Code)

**(780) 443-4652**

(Registrant's telephone number, including area code)

**N/A**

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES  NO

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if

Edgar Filing: GOLDEN GLOBAL CORP. - Form 10-Q

any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

YES  NO

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a small reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act

YES  NO

APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY  
PROCEEDINGS DURING THE PRECEDING FIVE YEARS

Check whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Exchange Act after the distribution of securities under a plan confirmed by a court.

YES  NO

APPLICABLE ONLY TO CORPORATE ISSUERS

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

**35,947,417 common shares issued and outstanding as of May 10, 2012.**

**PART I - FINANCIAL INFORMATION**

**Item 1. Financial Statements**

Our consolidated unaudited interim financial statements for the three and nine month periods ended March 31, 2012 form part of this quarterly report. They are stated in Canadian Dollars (CDN\$) and are prepared in accordance with United States generally accepted accounting principles.

**Table of Contents**

<u>PART I - FINANCIAL INFORMATION</u>	<u>2</u>
<u>Item 1. Financial Statements</u>	<u>2</u>
<u>Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	<u>18</u>
<u>Item 3. Quantitative Disclosures about Market Risks</u>	<u>26</u>
<u>Item 4. Controls and Procedures</u>	<u>26</u>
<u>PART II - OTHER INFORMATION</u>	<u>26</u>
<u>Item 1. Legal Proceedings</u>	<u>26</u>
<u>Item 1A. Risk Factors</u>	<u>26</u>
<u>Item 2. Unregistered Sales of Equity Securities and Use of Proceeds</u>	<u>32</u>
<u>Item 3. Defaults Upon Senior Securities</u>	<u>32</u>
<u>Item 4. Mine Safety Disclosures</u>	<u>32</u>
<u>Item 5. Other Information</u>	<u>32</u>
<u>Item 6. Exhibits</u>	<u>32</u>
<u>SIGNATURES</u>	<u>35</u>

**Golden Global Corporation**

(An Exploration Stage Company)

Consolidated Balance Sheets (Unaudited)

As at March 31, 2012 and June 30, 2011

Stated in Canadian dollars

	March 31, 2012	June 30, 2011
<b>ASSETS</b>		
Current		
Cash and cash equivalents	\$ 43,814	\$ 29,833
Sales tax receivable	1,826	4,814
Total current assets	45,640	34,647
Property and equipment		
Equipment (Note 4)	119,826	154,417
Mineral properties, unproven (Note 5)	47,877	30,037
Total property and equipment	167,703	184,454
Total Assets	\$ 213,343	\$ 219,101
<b>LIABILITIES</b>		
Current		
Accounts payable and accrued liabilities	\$ 24,780	\$ 17,333
Due to related parties (Note 6)	117,403	16,576
Note payable (Note 7)	9,687	-
Total Liabilities	151,870	33,909
Going concern (Note 1)		
<b>STOCKHOLDERS' EQUITY</b>		
Capital Stock (Note 8)		
Authorized:		
75,000,000 with a par value of \$0.0001		
Outstanding but not issued		
34,247,417 common stock	3,425	3,422
Additional paid in capital	479,511	446,843
Deficit accumulated during the exploration stage	(497,427)	(341,037)
	(14,491)	109,228
Equity attributable to noncontrolling interest	75,964	75,964
Total Stockholders' Equity	61,473	185,192
Total Liabilities and Stockholders' Equity	\$ 213,343	\$ 219,101

**Golden Global Corporation**

(An Exploration Stage Company)

Consolidated Statements of Operations (Unaudited)

For the three and nine months ended March 31, 2012 and 2011, and

For the period from December 9, 2009 (Inception) to March 31, 2012

Stated in Canadian dollars

	3 months ended March 31, 2012	3 months ended March 31, 2011	9 months ended March 31, 2012	9 months ended March 31, 2011	From December 9, 2009 (Inception) to March 31, 2012
<b>Expenses</b>					
Administration fees	\$ 3,150	\$ 9,450	\$ 7,875	\$ 24,525	\$ 53,167
Consulting fees	-	13,170	13,608	20,604	53,615
Depreciation	10,681	10,740	32,156	32,215	92,490
Interest expense	2,927	-	2,927	-	2,927
Professional fees	5,569	4,693	15,832	40,156	58,846
Office and general	41,903	56,911	78,318	113,648	211,902
Travel expenses	-	-	90	15,598	15,788
	(64,230)	(94,964)	(150,806)	(246,746)	(488,735)
<b>Other Items</b>					
Foreign exchange loss	(445)	-	(445)	-	(445)
Gain on sale of equipment	65	-	65	-	65
Interest income	-	8	-	23	23
Net loss for period	(64,610)	(94,956)	(151,186)	(246,723)	(489,092)
Dividend attributed to noncontrolling interest	1,722	1,352	5,204	1,637	8,335
Net loss available to equity shareholders	\$ (66,332)	\$ (96,308)	\$ (156,390)	\$ (248,360)	\$ (497,427)
Basic and diluted income (loss) per share	\$ (0.002)	\$ (0.003)	\$ (0.005)	\$ (0.007)	\$ (0.015)
Weighted average number of shares	34,237,906	33,947,417	34,237,906	33,947,417	34,237,906

outstanding

5

---

**Golden Global Corporation**

(An Exploration Stage Company)

Consolidated Statement of Stockholder's Equity (Unaudited)

From December 10, 2009 (Inception) to March 31, 2012

Stated in Canadian dollars

	Common Stock		Additional Paid in Capital	Accumulated Deficit	Equity attributable to Golden Global Corp Shareholders	Equity attributable to noncontrolling interests	Total Equity
	Shares	Amount					
Balance, December 10, 2009	-	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
December 10, 2009, issue of shares for cash at \$.0001/sh	8,500,000	850	-	-	850	-	850
December 12, 2009, issue of shares for equipment and mineral rights	18,000,000	1,800	172,043	-	173,843	-	173,843
March 1, 2010, issue of shares for cash at \$.03/sh	1,175,000	118	35,182	-	35,300	-	35,300
April 15, 2010, issue of shares for cash at \$.03/sh	1,885,000	189	56,312	-	56,501	-	56,501
June 4, 2010 issue of shares for cash at \$.03/sh	3,460,000	346	103,454	-	103,800	-	103,800
Net loss and comprehensive loss	-	-	-	(45,139)	(45,139)	-	(45,139)
Balance, June 30, 2010	33,020,000	3,302	366,991	(45,139)	325,154	-	325,154
September 27, 2010 issue of shares for	333,667	33	9,977	-	10,010	-	10,010



McDame  
property

September 28, 2010 issue of shares for cash at \$.08/sh	593,750	59	47,441	-	47,500	-	47,500
November 30, 2010, issue of 420,000 preferred shares for cash at \$.10/sh	-	-	-	-	-	42,000	42,000
December 30, 2010, cash received on subscription for 265,000 preferred shares to be issued at \$.10/sh	-	-	-	-	-	26,500	26,500
February 2, 2011, cash received on subscription for 15,000 preferred shares to be issued at \$.10/sh	-	-	-	-	-	1,500	1,500
May 15, 2011, cash received on subscription for 123,400 preferred shares to be issued at \$.10/sh	-	-	-	-	-	12,340	12,340
May 23, 2011, cash received on subscription for 40,000 preferred shares to be issued at	-	-	-	-	-	4,000	4,000

Edgar Filing: GOLDEN GLOBAL CORP. - Form 10-Q

\$.10/sh

May 27, 2011  
issue of shares  
for cash at  
\$.10/sh

275,000

28

22,434

-

22,462

-

22,462

Preferred  
shares issuing  
cost

-

-

-

-

-

(10,376)

(10,376)

Dividend

-

-

-

(3,131)

(3,131)

-

(3,131)

Net loss and  
comprehensive  
loss

-

-

-

(292,767)

(292,767)

-

(292,767)

Balance, June

30, 2011

34,222,417 \$ 3,422 \$

446,843 \$

(341,037)\$

109,228 \$

75,964 \$

185,192

6

**Golden Global Corporation**

(An Exploration Stage Company)

Consolidated Statement of Stockholder's Equity (Unaudited) (Continued)

From December 10, 2009 (Inception) to March 31, 2012

Stated in Canadian dollars

	Common Stock		Additional	Accumulated	Equity attributable	Equity	Total
	Shares	Amount	Paid in Capital	Deficit	to Golden Global Corp Shareholders	attributable to noncontrolling interests	Equity
Balance, June 30, 2011	34,222,417	\$ 3,422	\$ 446,843	\$ (341,037)	\$ 109,228	\$ 75,964	\$ 185,192
August 4, 2011 issue of shares for cash at \$.10/sh	25,000	3	2,247	-	2,250	-	2,250
Beneficial conversion feature on convertible promissory note	-	-	30,421	-	30,421	-	30,421
Dividend	-	-	-	(5,204)	(5,204)	-	(5,204)
Net loss and comprehensive loss	-	-	-	(151,186)	(151,186)	-	(151,186)
Balance, March 31, 2012	34,247,417	\$ 3,425	\$ 479,511	\$ (497,427)	\$ (14,491)	\$ 75,964	\$ 61,473

**Golden Global Corporation**

(An Exploration Stage Company)

Consolidated Statements of Cash Flows (Unaudited)

For the nine months ended March 31, 2012 and 2011, and

for the period from December 9, 2009 (Inception) to March 31, 2012

Stated in Canadian dollars

	9 months ended March 31, 2012	9 months ended March 31, 2011	From December 9, 2009 (Inception) to March 31, 2012
<b>Operating activities</b>			
Net loss for period	\$ (151,186)	\$ (246,723)	\$ (497,427)
Depreciation	32,156	32,215	92,490
Gain on sale of Equipment	(65)	-	(65)
Interest expense	2,927	-	2,927
Changes in non-cash working capital balances			
Sales tax receivable	2,988	(1,501)	(1,826)
Prepaid expenses	-	10,624	-
Accounts payable and accrued liabilities	7,447	33,292	33,115
Net cash provided by (used in) operating activities	(105,733)	(172,093)	(370,786)
<b>Financing activities</b>			
Common share issued	2,250	47,500	268,662
Preferred share issued non-controlling interests	-	61,258	75,964
Dividends to noncontrolling interest	(5,204)	-	(8,335)
Due to related parties	100,827	(1,637)	117,403
Note payable	37,181	-	37,181
Net cash provided by (used in) financing activities	135,054	107,121	490,875
<b>Investing activities</b>			
Mineral properties	(17,840)	(6,237)	(37,865)
Equipment	2,500	(40,911)	(38,410)
Net cash provided by (used in) investing activities	(15,340)	(47,148)	(76,275)
Increase (decrease) in cash and cash equivalents during the period			
	13,981	(112,120)	43,814
Cash and cash equivalents, beginning of the period	29,833	148,241	-
Cash and cash equivalents, end of the period	\$ 43,814	\$ 36,121	\$ 43,814
<b>Supplemental cash flow information</b>			
<b>Non-cash financing activities</b>			
- 18,000,000 shares issued for equipment of \$173,841 and \$2 for mineral rights	\$ -	\$ 173,843	\$ 173,843
- 333,667 shares issued for McDame property	\$ -	\$ 10,010	\$ 10,010
- Income taxes paid	\$ -	\$ -	\$ -
- Interest paid	\$ -	\$ -	\$ -



GOLDEN GLOBAL CORP.

(An Exploration Stage Company)

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

March 31, 2012

Stated in Canadian dollars

**Note 1 Nature and Continuance of Operations**

Golden Global Corp. ("the Company") was incorporated in the State of Nevada, USA on December 10, 2009. It owns interest in Golden Global Mining Corporation which was incorporated in the Province of Alberta, Canada on January 10, 2010. The Company is in the exploration stage and it is currently looking at developing properties it has acquired in British Columbia, Canada.

The Company has adopted June 30th as its fiscal year end.

These financial statements have been prepared in accordance with generally accepted accounting principles applicable to a going concern, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. At March 31, 2012, the Company had not yet achieved profitable operations and has accumulated losses of \$497,427 since its inception. The Company expects to incur further losses in the development of its business, all of which casts substantial doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon its ability to generate future profitable operations and/or to obtain the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. Management anticipates that additional funding will be in the form of equity financing from the sale of common stock. Management may also seek to obtain short-term loans from the directors of the Company. There are no current arrangements in place for equity funding or short-term loans.

**Note 2 Interim Reporting**

While the information presented in the accompanying interim three and nine months consolidated financial statements is unaudited, it includes all adjustments, which are, in the opinion of management, necessary to present fairly the financial position, results of operations and cash flows for the interim periods presented in accordance with accounting principles generally accepted in the United States of America. These interim financial statements follow the same accounting policies and methods of their application as the Company's June 30, 2011 annual consolidated financial statements. All adjustments are of a normal recurring nature. It is suggested that these interim consolidated financial statements be read in conjunction with the Company's June 30, 2011 annual consolidated financial statements. Operating results for the three and nine months ended March 31, 2012 are not necessarily indicative of the results that can be expected for the year ended June 30, 2012.

GOLDEN GLOBAL CORP.

(An Exploration Stage Company)

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

March 31, 2012

Stated in Canadian dollars

**Note 2 Interim Reporting (Continued)**

The consolidated financial statements, which include the Company and its subsidiary, Golden Global Mining Corporation are prepared under the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. All significant inter-company accounts and transactions have been eliminated. The consolidated financial statements include 100% of the assets, liabilities, and net income or loss of its subsidiary.

**Note 3 Summary of Significant Accounting Policies**

There have been no changes in accounting policies from those disclosed in the notes to the audited consolidated financial statements for the year ended June 30, 2011.

*Functional Currency*

The Company's functional currency is the Canadian dollar. All amounts shown on these statements are stated in Canadian dollars.

*Development Stage Company*

The Company is a development stage company as defined in the Financial Accounting Standards Board ( FASB ) Accounting Standards Codification ( ASC ) Topic 205-915, Development Stage Entities. The Company is still in the developmental stage, devoting substantially all of its present efforts to establishing its business. Its planned principal operations have not commenced, as only one subsidiary has started to realize some revenues but has not achieved full operations. All losses accumulated since inception has been considered as part of the Company's development stage activities.

*Revenue Recognition*

The Company recognizes revenue when a contract is in place, minerals are delivered to the purchaser and collectability is reasonably assured.

*Financial Instruments*

The carrying values of cash and cash equivalents, accounts payable and accrued liabilities and due to related parties approximate fair value because of the short-term nature of these instruments.

The Company has cash balances at well-known financial institutions. Balances in Canadian dollars at Canadian institutions are protected by insurance up to specified amount. Amounts not at Canadian institutions and /or over those specified amounts are subject to risk.

GOLDEN GLOBAL CORP.

(An Exploration Stage Company)

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

March 31, 2012

Stated in Canadian dollars

**Note 3 Summary of Significant Accounting Policies (continued)**

Management is of the opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

*Fair Value Measurements*

The Company follows FASB ASC 820, Fair Value Measurements and Disclosures, for all financial instruments and non-financial instruments accounted for at fair value on a recurring basis. This accounting standard established a single definition of fair value and a framework for measuring fair value, sets out a fair value hierarchy to be used to classify the source of information used in fair value measurement and expands disclosures about fair value measurements required under other accounting pronouncements. It does not change existing guidance as to whether or not an instrument is carried at fair value. The Company defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities, which are required to be recorded at fair value, the Company considers the principal or most advantageous market in which the Company would transact and the market-based risk measurements or assumptions that market participants would use in pricing the asset or liability, such as inherent risk, transfer restrictions and credit risk. The Company has adopted FASB ASC 825, Financial Instruments, which allows companies to choose to measure eligible financial instruments and certain other items at fair value that are not required to be measured at fair value. The Company has not elected the fair value option for any eligible financial instruments.

*Mineral Property Acquisition Costs and Exploration Expenses*

Mineral property exploration costs are charged to operations as incurred. Mineral property acquisition costs are initially capitalized when incurred and are amortized using the units-of-production method over the estimated life of probable, proven reserves. If mineral rights are abandoned or estimated to be impaired, any capitalized costs will be charged to operations.

*Environmental Costs*

Environmental expenditures that relate to current operations are expensed or capitalized as appropriate. Expenditures that relate to an existing condition caused by past operations, and which do not contribute to current or future revenue generation, are expensed. Liabilities are recorded when environmental assessments and/or remedial efforts are probable, and the cost can be reasonably estimated. Generally, the timing of these accruals coincides with the earlier of:

- i) completion of a feasibility study; or
- ii) the Company's commitment to a plan of action based on the then known facts.



GOLDEN GLOBAL CORP.

(An Exploration Stage Company)

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

March 31, 2012

Stated in Canadian dollars

**Note 3 Summary of Significant Accounting Policies (continued)**

*Cash and Cash Equivalents*

The Company considers all highly liquid instruments with maturity of three months or less at the time of issuance to be cash equivalents. As at March 31, 2012, the Company did not have any cash equivalents.

*Use of estimates*

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Management makes its best estimate of the ultimate outcome for these items based on historical trends and other information available when the financial statements are prepared. Changes in estimates are recognized in accordance with the accounting rules for the estimate, which is typically in the period when new information becomes available to management. Actual results could differ from those estimates.

*Derivative Instruments*

The Company accounts for derivative instruments according to FASB ASC topic 815 *Derivative and Hedging*. This standard established accounting and reporting standards for derivative instruments, including certain derivative instruments embedded in other contracts, and also for hedging activities.

If certain conditions are met, a derivative may be specifically designated as a hedge, the objective of which is to match the timing of gain or loss recognition on the hedging derivative with the recognition of:

(i) the changes in the fair value of the hedged asset or liability that are attributable to the hedged risk or (ii) the earnings effect of the hedged forecasted transaction. For a derivative not designated as a hedging instrument, the gain or loss is recognized in income in the period of change. The Company has not entered into derivatives contracts to hedge existing risks or for speculative purposes.

During the period ended March 31, 2012, the Company does not possess a derivative instrument, which the Company accounts for under this FASB ASC topic. The Company has an embedded instrument that it accounts for under FASB ASC topic 470 *Debt* as disclosed under *Convertible Promissory Note*.

GOLDEN GLOBAL CORP.

(An Exploration Stage Company)

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

March 31, 2012

Stated in Canadian dollars

**Note 3 Summary of Significant Accounting Policies (continued)**

*Basic and Diluted Net Income (Loss) Per Share*

The Company computes net loss per share in accordance with FASB ASC Topic 260, *Earnings Per Share*. This topic requires presentation of both basic and diluted earnings per share ( EPS ) on the face of the income statement. Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of common shares outstanding during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period including stock options, using the treasury stock method, and convertible preferred stock, using the if-converted method. In computing diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential common shares if their effect is anti dilutive.

*Noncash Transaction in Capital Stock*

The Company follows the guidelines under FASB ASC Topic 845-10-30-3, *Nonmonetary transactions*, when the fair value of neither the assets received nor the assets relinquished is determinable within reasonable limits.

*Equipment*

Property, plant and equipment are stated at cost less accumulated depreciation and amortization. Depreciation is computed using the straight-line method based upon the useful lives of the assets, estimated to be 5 years. Improvements and betterments are capitalized if they extend the useful life of the asset. Repair and maintenance costs are charged to expense as incurred. Gain (loss) related to retirement or disposition of fixed assets is recognized in the period which the gain (loss) occurs.

*Impairment of long-lived assets*

The Company evaluates the recoverability of the net carrying value of its equipment and identifiable intangible assets with definite lives, whenever certain events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable, by comparing the carrying values to the estimated future undiscounted cash flows. A deficiency in cash flows relative to the carrying amounts is an indication of the need for a write-down due to impairment. The impairment write-down would be the difference between the carrying amounts and the fair value of these assets. A loss on impairment would be recognized as a charge to earnings.

GOLDEN GLOBAL CORP.

(An Exploration Stage Company)

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

March 31, 2012

Stated in Canadian dollars

**Note 3 Summary of Significant Accounting Policies (continued)***Income Taxes*

The Company follows FASB ASC Topic 820, *Income Taxes* which requires the use of the asset and liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for future tax consequences attributable to temporary differences between the financial statements carrying amounts of existing assets and liabilities and loss carry forwards and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled.

*Convertible Promissory Note*

The Company follows FASB ASC Topic 470-20, *Debt with Conversion and Other Options* which requires the bifurcation of the instrument into debt and equity by allocating a portion of the proceeds equal to the intrinsic value of the beneficial conversion feature to additional paid-in capital. A beneficial conversion feature is an embedded conversion right that is in the money at the time of issuances. That is, the conversion feature enables the holder to obtain the underlying common stock at below market value. The resulting charge to debt is amortized and charged to operations as an interest expense.

*Recent Accounting Pronouncements*

The Company adopts new pronouncements relating to generally accepted accounting principles applicable to the Company as they are issued, which may be in advance of their effective date. Management does not believe that any recently issued, but not yet effective accounting standards, if currently adopted, would have a material effect on the accompanying financial statements.

**Note 4 - Equipment**

Equipment is capitalized and depreciated on a straight-line basis over 5 years. A breakdown of equipment is as follows:

As at March 31, 2012

	Cost	Accumulated Depreciation	Net Book Value
Furniture and fixtures	\$ 1,090	\$ 491	\$ 599
Mining equipment	208,275	89,633	118,642
Computers	1,063	478	585
	\$ 210,428	\$ 90,602	\$ 119,826

GOLDEN GLOBAL CORP.

(An Exploration Stage Company)

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

March 31, 2012

Stated in Canadian dollars

**Note 4 Equipment (continued)**

As at June 30, 2011

	Cost	Accumulated Depreciation	Net Book Value
Furniture and fixtures	\$ 1,090	\$ 327	\$ 763
Mining equipment	212,598	59,688	152,910
Computers	1,063	319	744
	\$ 214,751	\$ 60,334	\$ 154,417

**Note 5 Mineral Property**

On December 12, 2009, the Company purchased two mineral properties and mining equipment in British Columbia, Canada, from a company with common officers through the issuance of 18,000,000 shares. The properties purchased are the Thibert Creek and Dynasty claims and were recorded at the carrying value of the vendor.

On May 16, 2010, the Company made a \$10,000 deposit on property known as the McDame property, which includes placer claims #362586 and #363240 located near Cassiar, in the Liard Mining Division of British Columbia, Canada. The Company finalized the purchase of the claims on September 27, 2010 through the issuance of 333,667 shares representing an agreed value of \$10,010.

During the year ended June 30, 2011, the Company paid \$10,025 in order to keep mineral claims active until June 30, 2011.

During the nine months ended March 31, 2012, the Company paid \$17,840 in order to keep mineral claims active until October 31, 2013.

**Note 6 Related Parties balances and transactions**

As of March 31, 2012, \$117,403 (2011 - \$16,576) are due to directors of the Company. Amounts due to related parties represent advances made on demand but without interest.

During the three quarters ended March 31, 2012, \$nil (2011 - \$29,500) were paid for management and consulting services to a director and \$nil (2011 - \$4,615) was paid for consulting services to a company with common officers.

GOLDEN GLOBAL CORP.

(An Exploration Stage Company)

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

March 31, 2012

Stated in Canadian dollars

**Note 7 - Note Payable**

On March 3, 2012 the Company issued convertible promissory note of \$37,181 (\$37,500 USD). The note bears interest at 8% per annum and matures on December 19, 2012. The note is convertible to common shares of the company at 55% of the market value of the shares based on the trading value of the 10 previous trading days from conversion.

The company has determined that there is a beneficial conversion feature on this note of \$30,421 which has been allocated to additional paid-in capital.

The balance of the convertible note payable as at March 31, 2012 is as follows:

Proceeds from promissory note	\$	37,181
Value allocated to paid-in capital		30,421
Balance allocated to convertible note payable		6,760
Amortized discount		2,927
Balance, convertible note payable	\$	9,687

**Note 8 - Capital Stock - Common Shares**

On December 10, 2009, the Company's directors approved the issuance of 8,500,000 common stocks at \$.0001 for total cash proceeds of \$850. Receipt of the funds was completed on May 21, 2010.

On December 12, 2009, the Company's directors approved the issuance of 18,000,000 common stocks for equipment and mineral property with a total value of \$173,843.

On March 10, 2010, the Company's directors approved the issuance of 1,175,000 common stocks for total cash proceeds of \$35,250.

On April 15, 2010, the Company's directors approved the issuance of 1,885,000 common stocks for total cash proceeds of \$56,550.

On June 4, 2010, the Company's directors approved the issuance of 3,460,000 common stocks for total cash proceeds of \$103,800.

On September 27, 2010, the Company's directors approved the issuance of 333,667 common stocks for mineral properties with a value of \$10,010.

On September 28, 2010, the Company's directors approved the issuance of 593,750 common stocks for total cash proceeds of \$47,500.

On May 27, 2011, the Company's directors approved the issuance of 275,000 common stocks for total cash proceeds of \$22,462.



GOLDEN GLOBAL CORP.

(An Exploration Stage Company)

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS (Unaudited)

March 31, 2012

Stated in Canadian dollars

On August 4, 2011, the Company's directors approved the issuance of 25,000 common stocks for total cash proceeds of \$2,250.

As of March 31, 2012, there are no share options or warrants outstanding.

**Note 9 Preferred Shares**

On November 30, 2010, the Company's subsidiary, Golden Global Mining Corporation, closed a private placement of 420,000 preferred shares at \$0.10 per share for a gross proceed of \$42,000. These shares bear a cumulative dividend of 8% per annum and are redeemable at the option of the Company on or before the first year anniversary from the date of closing.

On February 18, 2011 for an additional 280,000 preferred shares for a gross proceed of \$28,000. The shares for the second closing also bear a cumulative dividend of 8% per annum and are redeemable at the option of the Company on or before the second year anniversary from the date of closing.

On May 15, 2011 for an additional 123,400 preferred shares for a gross proceed of \$12,340. These shares bear a cumulative dividend of 8% per annum and are redeemable at the option of the Company on or before the second year anniversary from the date of closing.

On May 23, 2011 for an additional 40,000 preferred shares for a gross proceed of \$4,000. These shares bear a cumulative dividend of 8% per annum and are redeemable at the option of the Company on or before the second year anniversary from the date of closing.

## Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

### FORWARD-LOOKING STATEMENTS

This quarterly report contains forward-looking statements. These statements relate to future events or our future financial performance. In some cases, you can identify forward-looking statements by terminology such as "may", "should", "expects", "plans", "anticipates", "believes", "estimates", "predicts", "potential" or "continue" or the negative of these terms or other comparable terminology. These statements are only predictions and involve known and unknown risks, uncertainties and other factors that may cause our or our industry's actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by these forward-looking statements. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements. Except as required by applicable law including the securities laws of the United States, we do not intend to update any of the forward-looking statements to conform these statements to actual results.

Our consolidated unaudited financial statements are stated in Canadian Dollars (CDN\$) and are prepared in accordance with United States Generally Accepted Accounting Principles. The following discussion should be read in conjunction with our financial statements and the related notes that appear elsewhere in this quarterly report. The following discussion contains forward-looking statements that reflect our plans, estimates and beliefs. Our actual results could differ materially from those discussed in the forward looking statements. Factors that could cause or contribute to such differences include, but are not limited to, those discussed below and elsewhere in this quarterly report.

In this quarterly report, unless otherwise specified, all dollar amounts are expressed in Canadian dollars. All references to "CDN\$" refer to Canadian dollars and all references to "common shares" refer to the common shares in our capital stock.

As used in this quarterly report, the terms we, us, our and our company refer to Golden Global Corp. and our wholly-owned subsidiary Golden Global Mining Corporation (an Alberta, Canada corporation), unless otherwise indicated.

#### **General Overview**

We were incorporated on December 9, 2009 under the laws of the State of Nevada. We have a wholly-owned subsidiary, Golden Global Mining Corporation, incorporated under the laws of Alberta. Our principal executive offices are located at Suite 201, 17412 105 Avenue NW, Edmonton, Alberta, T5S 1G4. Our telephone number is (780) 443-4652. Our website address is [www.goldenglobal.ca](http://www.goldenglobal.ca). Our fiscal year end is June 30.

Other than as set out herein, we have not been involved in any bankruptcy, receivership or similar proceedings, nor have we been a party to any material reclassification, merger, consolidation or purchase or sale of a significant amount of assets not in the ordinary course of our business.

#### ***Our Current Business***

We are a start up, exploration stage company. We have only recently begun operations and we rely upon the sale of our securities to fund those operations as we have not generated any revenue. We have a going concern uncertainty as of the date of our June 30, 2011 financial statements. Our initial goal is to begin mining our placer gold claims on our McDame property located in north central British Columbia, Canada. The McDame property consists of placer claims #362586 and #363240, located near Cassiar, in the Liard Mining Division of British Columbia, Canada. Our long term aim is to explore and, if warranted, develop further mining operations on the two other properties which we own, the Thibert Creek placer gold property and Dynasty property located in north western British Columbia.





On December 12, 2009 we entered into an asset purchase and share exchange agreement with Velocity Resources Canada Ltd., an Alberta company, whereby we acquired mining equipment as well as the Thibert Creek and Dynasty properties in exchange for 18,000,000 shares of our common stock which were issued to 46 shareholders of Velocity Resources Canada Ltd. John Hope, our president, chief executive officer and director is also the president, controlling shareholder and a director of Velocity Resources Canada Ltd. John Hope received 5,423,333 shares of our common stock in the transaction. Hon Ming Tony Wong, our chief financial officer, principal accounting officer, secretary, treasurer and director, who is also a shareholder of Velocity Resources Canada Ltd., received 3,905,000 shares of our common stock. The Thibert Creek and Dynasty properties are not currently material to our operations. Although we hope to be able to explore and possibly to develop the Thibert Creek and Dynasty properties, we have not taken any steps to do so due to a lack of funding. Additionally, there can be no assurance that we will ever be able to undertake any exploration or development on these properties. In light of our limited funding, we have focused on our McDame property and will be undertaking exploration activities there. Unless we are able to raise substantially more funds, we will not be able to undertake work on the Thibert Creek and Dynasty properties. Accordingly, we have not carried out any initial, or detailed examination of the properties as would be required to estimate the costs of an exploration or development program. As a result, we do not consider the properties to be material to our business at this time. If the properties do become material to our operations at a future date, we will provide all required disclosure.

We have not undertaken any further exploration on the McDame property since we acquired it, but we do anticipate spending \$40,000 on exploration activity in the following 12 months and require additional financing of \$205,000 for the next 12 months of operations. We intend to meet our cash requirements for the next 12 months through a combination of debt financing and equity financing by way of private placements. We currently do not have any arrangements in place to complete any private placement financings and there is no assurance that we will be successful in completing any such financings on terms that will be acceptable to us. If we are unable to raise sufficient capital to carry out our business plan, we may be forced to cease operations and you may lose your entire investment.

On March 14, 2012, we entered into a securities purchase agreement (the SPA ) with Asher Enterprises, Inc., a Delaware corporation. The SPA allows an issuance and sale to Asher of an unsecured convertible promissory note in a private transaction with a principal amount of \$37,500. The proceeds received from the transaction will be used for general working capital. The SPA includes customary representations, warranties and covenants. The convertible promissory note bears interest at an annual rate of 8% which is to be paid with principal in full on the maturity date of December 19, 2012. The principal amount of the convertible promissory note together with interest may be converted into shares of our common stock, par value of \$0.0001, at the option of Asher at a conversion price equal to 55% at the market price for the convertible shares during the ten trading days prior to the conversion.

Effective May 7, 2012, the company adopted a 2012 Employee and Consultant Stock Compensation Plan. The number of shares of common stock of our company that are available for issuance under the Plan are 10,000,000 shares of our common stock, \$0.10 par value.

## **Results of Operations**

The following summary of our results of operations should be read in conjunction with our financial statements for the quarter ended March 31, 2012 which are included herein.

Edgar Filing: GOLDEN GLOBAL CORP. - Form 10-Q

Three and nine month periods ending March 31, 2012 and March 31, 2011 and from December 9, 2009 (inception) to March 31, 2012

	Three Months Ended March 31, 2012		Three Months Ended March 31, 2011		Nine Months Ended March 31, 2012		Nine Months Ended March 31, 2011		Cumulative From December 9, 2009 (Inception) to March 31, 2012	
Revenues	\$	Nil	\$	Nil	\$	Nil	\$	Nil	\$	Nil
Expenses	\$	(64,230)	\$	(94,964)	\$	(150,806)	\$	(246,746)	\$	(488,735)
Foreign exchange loss	\$	(445)	\$	Nil	\$	(445)	\$	Nil	\$	(445)
Gain on sale of equipment	\$	65	\$	Nil	\$	65	\$	Nil	\$	65
Interest income	\$	Nil	\$	8	\$	Nil	\$	23	\$	23
Net Loss	\$	(64,610)	\$	(94,956)	\$	(151,186)	\$	(246,723)	\$	(489,092)

*Expenses*

Our operating expenses for the three and nine month periods ended March 31, 2012 and 2011 and from December 9, 2009 (inception) to March 31, 2012 are outlined in the table below:

	Three Months Ended March 31, 2012		Three Months Ended March 31, 2011		Nine Months Ended March 31, 2012		Nine Months Ended March 31, 2011		Cumulative From December 9, 2009 (Inception) to March 31, 2012	
Administration fees	\$	3,150	\$	9,450	\$	7,875	\$	24,525	\$	53,167
Consulting fees	\$	Nil	\$	13,170	\$	13,608	\$	20,604	\$	53,615
Depreciation	\$	10,681	\$	10,740	\$	32,156	\$	32,215	\$	92,490
Interest Expense	\$	2,927	\$	Nil	\$	2,927	\$	Nil	\$	2,927
Professional fees	\$	5,569	\$	4,693	\$	15,832	\$	40,156	\$	58,846
Office and general	\$	41,903	\$	56,911	\$	78,318	\$	113,648	\$	211,902
Travel expenses	\$	Nil	\$	Nil	\$	90	\$	15,598	\$	15,788

Operating expenses for the three months ended March 31, 2012 were \$64,230 compared with \$94,964 for the three month period ended March 31, 2011. Operating expenses for the nine months ended March 31, 2012 were \$150,806 compared with \$246,746 for the nine month period ended March 31, 2011. Operating expenses from December 9, 2009 (inception) to March 31, 2012 were \$488,735.

*Net Loss*

For the three months ended March 31, 2012 we incurred a net loss of \$64,610 as compared to \$94,956 for the same period in 2011. For the nine months ended March 31, 2012 we incurred a net loss of \$151,186 as compared to \$246,723 for the same period in 2011. Our net loss from December 9, 2009 (inception) to March 31, 2012 was \$489,092.

*Lack of Revenues*

We have limited operational history. From our inception on December 9, 2009 to March 31, 2012 we did not generate any revenues. As a mineral exploration company, we anticipate that we will incur substantial losses for the foreseeable

future and do not believe we will be able generate revenues during the next 12 months.

**Liquidity and Capital Resources**Working Capital

	At March 31, 2012	At June 30, 2011	Percentage Increase/(Decrease)
Current Assets	\$ 45,640	\$ 34,674	31.63%
Current Liabilities	\$ 151,870	\$ 33,909	347.88%
Working Capital	\$ (106,230)	\$ 765	13,986.27%

Cash Flows

	Nine Months Ended March 31, 2012	From Nine Months Ended March 31, 2011	Cumulative From December 9, 2009 (Inception) to March 31, 2012
Net Cash Provided by (Used in) Operating Activities	\$ (105,733)	\$ (172,093)	\$ (370,786)
Net Cash Provided by Financing Activities	\$ 135,054	\$ 107,121	\$ 490,875
Net Cash Provided by (Used In) Investing Activities	\$ (15,340)	\$ (47,148)	\$ (76,275)
Net Increase (Decrease) In Cash During The Period	\$ 13,981	\$ (112,120)	\$ 43,814

As of March 31, 2012 we had \$43,814 in cash and cash equivalents, current assets of \$45,640, current liabilities of \$151,870 and working capital deficit of \$106,230. As of June 30, 2011 we had current assets of \$34,647 and current liabilities of \$33,909 and working capital of \$765.

During the nine month period ended March 31, 2012 we spent net cash of \$105,733 on operating activities compared to \$172,093 for the nine month period ended March 31, 2011 and \$370,786 cumulative from December 9, 2009 (inception) to March 31, 2012.

During the nine month period ended March 31, 2012 we received net cash of \$135,054 from financing activities consisting of cash received for issuances of our common stock, amounts due to related parties and a note payable compared to \$107,121 for the nine month period ended March 31, 2011 and \$490,875 cumulative from December 9, 2009 (inception) to March 31, 2012.

During the nine month period ended March 31, 2012 we spent \$15,340 on investing activities compared to \$47,148 for the nine month period ended March 31, 2011 and \$76,275 cumulative from December 9, 2009 (inception) to March 31, 2012 in the form of purchases of equipment and payments on mineral properties.

During the nine month period ended March 31, 2012 we experienced a \$13,981 net increase in cash, mostly due to payments on mineral properties.

We anticipate that we will meet our ongoing cash requirements through equity or debt financing. We estimate that our expenses over the next 12 months (beginning April 2012) will be approximately \$205,000 as described in the table below. The estimates were prepared by John Hope, our president, chief executive officer and director, and take into consideration our disclosed plan to carry out explorations on the McDame property, which will include payment of fees to employees as well as consultants. The estimates were prepared based on prevailing labour and equipment costs and exploration standards in the Canadian mining industry. The estimates are based on Mr. Hope's personal analysis and not on third party statistics or evidence. The estimates may change significantly depending on the nature of our future business activities and our ability to raise capital from shareholders or other sources.



<b>Description</b>	<b>Estimated Completion Date</b>	<b>Estimated Expenses (\$)</b>
Legal and accounting fees	12 months	40,000
Exploration expenses	12 months	40,000
Investor relations and capital raising	12 months	15,000
Management and operating costs	12 months	45,000
Salaries and consulting fees	12 months	35,000
Fixed asset purchases	12 months	10,000
General and administrative expenses	12 months	20,000
<b>Total</b>		<b>205,000</b>

We intend to meet our cash requirements for the next 12 months through a combination of debt financing and equity financing by way of private placements. We currently do not have any arrangements in place to complete any private placement financings and there is no assurance that we will be successful in completing any such financings on terms that will be acceptable to us.

If we are not able to raise the full \$205,000 to implement our business plan as anticipated, we will scale our business development in line with available capital. Our primary priority will be to retain our reporting status with the Securities and Exchange Commission ( SEC ) which means that we will first ensure that we have sufficient capital to cover our legal and accounting expenses. Once these costs are accounted for, in accordance with how much financing we are able to secure, we will focus on product acquisition, testing and servicing costs as well as marketing and advertising of our products. We will likely not expend funds on the remainder of our planned activities unless we have the required capital.

### **Off-Balance Sheet Arrangements**

We have no off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to stockholders.

### **Inflation**

The effect of inflation on our revenues and operating results has not been significant.

### **Critical Accounting Policies**

The discussion and analysis of our financial condition and results of operations are based upon our financial statements, which have been prepared in accordance with the accounting principles generally accepted in the United States of America. Preparing financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, and expenses. These estimates and assumptions are affected by management's application of accounting policies. We believe that understanding the basis and nature of the estimates and assumptions involved with the following aspects of our financial statements is critical to an understanding of our financial statements.

#### *Functional Currency*

Our company's functional currency is the Canadian dollar. All amounts shown on these statements are stated in Canadian dollars.



*Development Stage Company*

Our company is a development stage company as defined in the Financial Accounting Standards Board ( FASB ) Accounting Standards Codification ( ASC ) Topic 205-915, Development Stage Entities. Our company is still in the developmental stage, devoting substantially all of its present efforts to establishing its business. Its planned principal operations have not commenced, as only one subsidiary has started to realize some revenues but has not achieved full operations. All losses accumulated since inception has been considered as part of our company s development stage activities.

*Revenue Recognition*

Our company recognizes revenue when a contract is in place, minerals are delivered to the purchaser and collectability is reasonably assured.

*Financial Instruments*

The carrying values of cash and cash equivalents, accounts payable and accrued liabilities and due to related parties approximate fair value because of the short-term nature of these instruments.

Our company has cash balances at well-known financial institutions. Balances in Canadian dollars at Canadian institutions are protected by insurance up to specified amounts. Amounts not at Canadian institutions and /or over those specified amounts are subject to risk.

Management is of the opinion that our company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

*Fair Value Measurements*

Our company follows FASB ASC 820, Fair Value Measurements and Disclosures, for all financial instruments and non-financial instruments accounted for at fair value on a recurring basis. This accounting standard established a single definition of fair value and a framework for measuring fair value, sets out a fair value hierarchy to be used to classify the source of information used in fair value measurement and expands disclosures about fair value measurements required under other accounting pronouncements. It does not change existing guidance as to whether or not an instrument is carried at fair value. Our company defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities, which are required to be recorded at fair value, our company considers the principal or most advantageous market in which our company would transact and the market-based risk measurements or assumptions that market participants would use in pricing the asset or liability, such as inherent risk, transfer restrictions and credit risk. Our company has adopted FASB ASC 825, Financial Instruments, which allows companies to choose to measure eligible financial instruments and certain other items at fair value that are not required to be measured at fair value. Our company has not elected the fair value option for any eligible financial instruments.

*Mineral Property Acquisition Costs and Exploration Expenses*

Mineral property exploration costs are charged to operations as incurred. Mineral property acquisition costs are initially capitalized when incurred and are amortized using the units-of-production method over the estimated life of probable, proven reserves. If mineral rights are abandoned or estimated to be impaired, any capitalized costs will be charged to operations.



*Environmental Costs*

Environmental expenditures that relate to current operations are expensed or capitalized as appropriate. Expenditures that relate to an existing condition caused by past operations, and which do not contribute to current or future revenue generation, are expensed. Liabilities are recorded when environmental assessments and/or remedial efforts are probable, and the cost can be reasonably estimated. Generally, the timing of these accruals coincides with the earlier of:

- iii) completion of a feasibility study; or
- iv) our company's commitment to a plan of action based on the then known facts.

*Cash and Cash Equivalents*

Our company considers all highly liquid instruments with maturity of three months or less at the time of issuance to be cash equivalents. As at March 31, 2012, our company did not have any cash equivalents.

*Use of Estimates*

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Management makes its best estimate of the ultimate outcome for these items based on historical trends and other information available when the financial statements are prepared. Changes in estimates are recognized in accordance with the accounting rules for the estimate, which is typically in the period when new information becomes available to management. Actual results could differ from those estimates.

*Derivative Instruments*

Our company accounts for derivative instruments according to FASB ASC topic 815 *Derivative and Hedging*. This standard established accounting and reporting standards for derivative instruments, including certain derivative instruments embedded in other contracts, and also for hedging activities.

If certain conditions are met, a derivative may be specifically designated as a hedge, the objective of which is to match the timing of gain or loss recognition on the hedging derivative with the recognition of:

- (i) the changes in the fair value of the hedged asset or liability that are attributable to the hedged risk or (ii) the earnings effect of the hedged forecasted transaction. For a derivative not designated as a hedging instrument, the gain or loss is recognized in income in the period of change. Our company has not entered into derivatives contracts to hedge existing risks or for speculative purposes.

During the period ended March 31, 2012, our company does not possess a derivative instrument, which our company accounts for under this FASB ASC topic. Our company has an embedded instrument that it accounts for under FASB ASC topic 470 *Debt* as disclosed under *Convertible Promissory Note*.

*Basic and Diluted Net Income (Loss) Per Share*

Our company computes net loss per share in accordance with FASB ASC Topic 260, *Earnings Per Share*. This topic requires presentation of both basic and diluted earnings per share ( EPS ) on the face of the income statement. Basic loss per share is computed by dividing net loss available to common shareholders by the weighted average number of common shares outstanding during the period. Diluted EPS gives effect to all dilutive potential common shares outstanding during the period including stock options, using the treasury stock method, and convertible preferred stock, using the if-converted method. In computing diluted EPS, the average stock price for the period is used in determining the number of shares assumed to be purchased from the exercise of stock options or warrants. Diluted EPS excludes all dilutive potential common shares if their effect is anti dilutive.

*Noncash Transaction in Capital Stock*

Our company follows the guidelines under FASB ASC Topic 845-10-30-3, *Nonmonetary transactions*, when the fair value of neither the assets received nor the assets relinquished is determinable within reasonable limits.

*Equipment*

Property, plant and equipment are stated at cost less accumulated depreciation and amortization. Depreciation is computed using the straight-line method based upon the useful lives of the assets, estimated to be 5 years. Improvements and betterments are capitalized if they extend the useful life of the asset. Repair and maintenance costs are charged to expense as incurred. Gain (loss) related to retirement or disposition of fixed assets is recognized in the period which the gain (loss) occurs.

*Impairment of long-lived assets*

Our company evaluates the recoverability of the net carrying value of its equipment and identifiable intangible assets with definite lives, whenever certain events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable, by comparing the carrying values to the estimated future undiscounted cash flows. A deficiency in cash flows relative to the carrying amounts is an indication of the need for a write-down due to impairment. The impairment write-down would be the difference between the carrying amounts and the fair value of these assets. A loss on impairment would be recognized as a charge to earnings.

*Income Taxes*

Our company follows FASB ASC Topic 820, *Income Taxes* which requires the use of the asset and liability method of accounting for income taxes. Under this method, deferred tax assets and liabilities are recognized for future tax consequences attributable to temporary differences between the financial statements carrying amounts of existing assets and liabilities and loss carry forwards and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the year in which those temporary differences are expected to be recovered or settled.

*Convertible Promissory Note*

Our company follows FASB ASC Topic 470-20, *Debt with Conversion and Other Options* which requires the bifurcation of the instrument into debt and equity by allocating a portion of the proceeds equal to the intrinsic value of the beneficial conversion feature to additional paid-in capital. A beneficial conversion feature is an embedded conversion right that is in the money at the time of issuances. That is, the conversion feature enables the holder to obtain the underlying common stock at below market value. The resulting charge to debt is amortized and charged to operations as an interest expense.



### **Item 3. Quantitative Disclosures about Market Risks**

As a smaller reporting company, we are not required to provide the information required by this Item.

### **Item 4. Controls and Procedures**

#### *Management's Report on Disclosure Controls and Procedures*

We maintain disclosure controls and procedures that are designed to ensure that information required to be disclosed in our reports filed under the *Securities Exchange Act of 1934*, as amended, is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms, and that such information is accumulated and communicated to our management, including our president and chief executive officer (our principal executive officer) and our chief financial officer (our principal financial officer and principle accounting officer) to allow for timely decisions regarding required disclosure.

As of the end of the quarter covered by this report, we carried out an evaluation, under the supervision and with the participation of our president and chief executive officer (our principal executive officer) and our chief financial officer (our principal financial officer and principle accounting officer), of the effectiveness of the design and operation of our disclosure controls and procedures. Based on the foregoing, our president and chief executive officer (our principal executive officer) and our chief financial officer (our principal financial officer and principle accounting officer) concluded that our disclosure controls and procedures were effective as of the end of the period covered by this quarterly report.

#### *Changes in Internal Control over Financial Reporting*

During the period covered by this report there were no changes in our internal control over financial reporting that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

## **PART II - OTHER INFORMATION**

### **Item 1. Legal Proceedings**

We know of no material, existing or pending legal proceedings against our company, nor are we involved as a plaintiff in any material proceeding or pending litigation. There are no proceedings in which any of our directors, officers or affiliates, or any registered or beneficial shareholder, is an adverse party or has a material interest adverse to our interest.

### **Item 1A. Risk Factors**

Any investment in our common stock involves a high degree of risk. You should consider carefully the risks and uncertainties described below and all other information contained in this quarterly report, before you decide whether to purchase our common stock. The occurrence of any of the following risks could harm our business. You may lose part or all of your investment due to any of these risks or uncertainties.

This quarterly report also contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of certain factors, including the risks we face as described below and elsewhere in this quarterly report.

## Risks Related to Our Business

*We do not expect positive cash flow from operations in the near term. If we are unable to obtain financing in the amounts and on terms deemed acceptable to us, we may be unable to continue our business and as a result may be required to scale back or cease operations for our business.*

We do not expect positive cash flow from operations in the near term. There is no assurance that actual cash requirements will not exceed our estimates. In particular, additional capital may be required in the event that:

- drilling, exploration and completion costs for our McDame project increase beyond our expectations; or
- we encounter greater costs associated with general and administrative expenses or offering costs.

The occurrence of any of the aforementioned events could adversely affect our ability to meet our business plans.

We will depend almost exclusively on outside capital to pay for the continued exploration and development of our properties. Such outside capital may include the sale of additional stock and/or commercial borrowing. We can provide no assurances that any financing will be successfully completed.

Capital may not continue to be available if necessary to meet these continuing development costs or, if the capital is available, that it will be on terms acceptable to us. The issuance of additional equity securities by us would result in a significant dilution in the equity interests of our current stockholders. Obtaining commercial loans, assuming those loans would be available, will increase our liabilities and future cash commitments.

If we are unable to obtain financing in the amounts and on terms deemed acceptable to us, we may be unable to continue our business and as a result may be required to scale back or cease operations for our business, the result of which would be that our stockholders would lose some or all of their investment.

*We have a limited operating history and if we are not successful in continuing to grow our business, then we may have to scale back or even cease our ongoing business operations.*

We have no history of revenues from operations and limited tangible assets. We have yet to generate positive earnings and there can be no assurance that we will ever operate profitably. Our company has a limited operating history and must be considered in the development stage. The success of our company is significantly dependent on a successful acquisition, drilling, completion and production program. Our company's operations will be subject to all the risks inherent in the establishment of a developing enterprise and the uncertainties arising from the absence of a significant operating history. We may be unable to locate recoverable reserves or operate on a profitable basis. We are in the development stage and potential investors should be aware of the difficulties normally encountered by enterprises in the development stage. If our business plan is not successful, and we are not able to operate profitably, investors may lose some or all of their investment in our company.

*Because of the early stage of development and the nature of our business, our securities are considered highly speculative.*

Our securities must be considered highly speculative, generally because of the nature of our business and the early stage of its development. We are engaged in the business of exploring and, if warranted, developing commercial reserves of gold and silver. Our properties are in the exploration stage only and are without known reserves of gold and silver. Accordingly, we have not generated any revenues nor have we realized a profit from our operations to date and there is little likelihood that we will generate any revenues or realize any profits in the short term. Any profitability in the future from our business will be dependent upon locating and developing economic reserves of gold, silver or other minerals, which itself is subject to numerous risk factors as set forth herein. Since we have not generated any revenues, we will have to raise additional monies through the sale of our equity securities or debt in

order to continue our business operations.



*As our properties are in the exploration and development stage there can be no assurance that we will establish commercial discoveries on our properties.*

Exploration for mineral reserves is subject to a number of risk factors. Few properties that are explored are ultimately developed into producing mines. Our properties are in the exploration and development stage only and are without proven reserves. We may not establish commercial discoveries on any of our properties.

*Because of the unique difficulties and uncertainties inherent in mineral exploration ventures, we face a high risk of business failure.*

Potential investors should be aware of the difficulties normally encountered by new mineral exploration companies and the high rate of failure of such enterprises. The likelihood of success must be considered in light of the problems, expenses, difficulties, complications and delays encountered in connection with the exploration of the mineral properties that we plan to undertake. These potential problems include, but are not limited to, unanticipated problems relating to exploration, and additional costs and expenses that may exceed current estimates. The expenditures to be made by us in the exploration of the mineral claim may not result in the discovery of mineral deposits. Problems such as unusual or unexpected formations and other conditions are involved in mineral exploration and often result in unsuccessful exploration efforts. If the results of our exploration programs do not reveal viable commercial mineralization, we may decide to abandon our claim and acquire new claims for new exploration. The acquisition of additional claims will be dependent upon us possessing capital resources at the time in order to purchase such claims. If no funding is available, we may be forced to abandon our operations.

*Because of the speculative nature of exploration of mineral properties, there is no assurance that our exploration activities will result in the discovery of new commercially exploitable quantities of minerals.*

We plan to continue exploration on our mineral properties. The search for valuable minerals as a business is extremely risky. We can provide investors with no assurance that additional exploration on our properties will establish that additional commercially exploitable reserves of precious metals on our properties. Problems such as unusual or unexpected geological formations or other variable conditions are involved in exploration and often result in exploration efforts being unsuccessful. The additional potential problems include, but are not limited to, unanticipated problems relating to exploration and attendant additional costs and expenses that may exceed current estimates. These risks may result in us being unable to establish the presence of additional commercial quantities of ore on our mineral claims with the result that our ability to fund future exploration activities may be impeded.

*Because we anticipate our operating expenses will increase prior to our earning revenues, we may never achieve profitability.*

Prior to completion of our exploration stage, we anticipate that we will incur increased operating expenses without realizing any revenues. We therefore expect to incur significant losses into the foreseeable future. We recognize that if we are unable to generate significant revenues from the exploration of our mineral claims, we will not be able to earn profits or continue operations. There is no history upon which to base any assumption as to the likelihood that we will prove successful, and we can provide no assurance that we will generate any revenues or ever achieve profitability. If we are unsuccessful in addressing these risks, our business will most likely fail.

*Because of the inherent dangers involved in mineral exploration, there is a risk that we may incur liability or damages as we conduct our business.*

The search for valuable minerals involves numerous hazards. As a result, we may become subject to liability for such hazards, including pollution, cave-ins and other hazards against which we cannot insure or against which we may elect not to insure. At the present time we have no coverage to insure against these hazards. The payment of such liabilities may have a material adverse effect on our financial position.



*If our exploration costs are higher than anticipated, then our profitability will be adversely affected.*

We are currently proceeding with exploration of our mineral properties on the basis of estimated exploration costs. If our exploration costs are greater than anticipated, then we will not be able to carry out all the exploration of the properties that we intend to carry out. Factors that could cause exploration costs to increase are: adverse weather conditions, difficult terrain and shortages of qualified personnel.

*As we face intense competition in the mining industry, we will have to compete with our competitors for financing and for qualified managerial and technical employees.*

The mining industry is intensely competitive in all of its phases. Competition includes large established mining companies with substantial capabilities and with greater financial and technical resources than we have. As a result of this competition, we may be unable to acquire additional attractive mining claims or financing on terms we consider acceptable. We also compete with other mining companies in the recruitment and retention of qualified managerial and technical employees. If we are unable to successfully compete for financing or for qualified employees, our exploration and development programs may be slowed down or suspended.

*As we undertake exploration of our mineral claim, we will be subject to compliance with government regulation that may increase the anticipated cost of our exploration program.*

There are several federal and provincial governmental regulations that materially restrict mineral exploration. We will be subject to the laws of the Province of British Columbia as we carry out our exploration programs. We may be required to obtain work permits, post bonds and perform remediation work for any physical disturbance to the land in order to comply with these laws. While our planned exploration program budgets for regulatory compliance, there is a risk that new regulations could increase our costs of doing business and prevent us from carrying out our exploration program.

*Any change to government regulation/administrative practices may have a negative impact on our ability to operate and our profitability.*

The laws, regulations, policies or current administrative practices of any government body, organization or regulatory agency in Canada or any other jurisdiction, may be changed, applied or interpreted in a manner which will fundamentally alter the ability of our company to carry on our business.

The actions, policies or regulations, or changes thereto, of any government body or regulatory agency, or other special interest groups, may have a detrimental effect on us. Any or all of these situations may have a negative impact on our ability to operate and/or our profitably.

*Our by-laws contain provisions indemnifying our officers and directors against all costs, charges and expenses incurred by them.*

Our by-laws contain provisions with respect to the indemnification of our officers and directors against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, actually and reasonably incurred by him, including an amount paid to settle an action or satisfy a judgment in a civil, criminal or administrative action or proceeding to which he is made a party by reason of his being or having been one of our directors or officers.

*Investors' interests in our company will be diluted and investors may suffer dilution in their net book value per share if we issue additional shares for significant amount of services or raise funds through the sale of equity securities.*

Our constating documents authorize the issuance of 75,000,000 shares of common stock with a par value of \$0.0001. In the event that we are required to issue any additional shares or enter into private placements to raise financing through the sale of equity securities, investors' interests in our company will be diluted and investors may suffer dilution in their net book value per share depending on the price at which such securities are sold. If we issue any such additional shares, such issuances also will cause a reduction in the proportionate ownership and voting power of all other shareholders. Further, any such issuance may result in a change in our control.

*Our directors and officers are residents of countries other than the United States and investors may have difficulty enforcing any judgments against such persons within the United States.*

Our directors and officers are nationals and/or residents of countries other than the United States, and all or a substantial portion of such persons' assets are located outside the United States. As a result, it may be difficult for investors to enforce within the United States any judgments obtained against our company or our officers or directors, including judgments predicated upon the civil liability provisions of the securities laws of the United States or any state thereof.

*Mr. Wong, our chief financial officer, secretary, treasurer and director, has other time commitments that will prevent him from devoting full-time to our operations, which may affect our operations.*

Because Mr. Wong, who is responsible for some of our business activities, does not devote his full working time to operation and management of us, the implementation of our business plans may be impeded. Mr. Wong has other obligations and time commitments, which may slow our operations and impact our financial results. Additionally, when Mr. Wong becomes unable to handle the daily operations on his own, we may not be able to hire additional qualified personnel to replace him in a timely manner. If this event should occur, we may not be able to implement our business plan in a timely manner or at all.

### ***Risks Related to the Ownership of Our Stock***

*Because there is no public trading market for our common stock, you may not be able to resell your shares.*

There is currently no public trading market for our common stock. Therefore, there is no central place, such as stock exchange or electronic trading system, to resell your shares. If you do wish to resell your shares, you will have to locate a buyer and negotiate your own sale. As a result, you may be unable to sell your shares, or you may be forced to sell them at a loss.

We intend to engage a market maker to apply to have our common stock quoted on the OTC Bulletin Board. This process takes at least 60 days and the application must be made on our behalf by a market maker. If our common stock becomes listed and a market for the stock develops, the actual price of our shares will be determined by prevailing market prices at the time of the sale. We do not currently meet the existing requirements to be quoted on the OTC Bulletin Board and there is no assurance that we will ever be able to meet those requirements.

We cannot assure you that there will be a market in the future for our common stock. The trading of securities on the OTC Bulletin Board is often sporadic and investors may have difficulty buying and selling our shares or obtaining market quotations for them, which may have a negative effect on the market price of our common stock. You may not be able to sell your shares at their purchase price or at any price at all. Accordingly, you may have difficulty reselling any shares you purchase from the selling security holders.



*The continued sale of our equity securities will dilute the ownership percentage of our existing stockholders and may decrease the market price for our common stock.*

Given our lack of revenues and the doubtful prospect that we will earn significant revenues in the next several years, we will require additional financing of \$205,000 for the next 12 months, which will require us to issue additional equity securities. We expect to continue our efforts to acquire financing to fund our planned development and expansion activities, which will result in dilution to our existing stockholders. In short, our continued need to sell equity will result in reduced percentage ownership interests for all of our investors, which may decrease the market price for our common stock.

*We do not intend to pay dividends and there will thus be fewer ways in which you are able to make a gain on your investment.*

We have never paid dividends and do not intend to pay any dividends for the foreseeable future. To the extent that we may require additional funding currently not provided for in our financing plan, our funding sources may prohibit the declaration of dividends. Because we do not intend to pay dividends, any gain on your investment will need to result from an appreciation in the price of our common stock. There will therefore be fewer ways in which you are able to make a gain on your investment.

*Because the SEC imposes additional sales practice requirements on brokers who deal in shares of penny stocks, some brokers may be unwilling to trade our securities. This means that you may have difficulty reselling your shares, which may cause the value of your investment to decline.*

Our shares are classified as penny stocks and are covered by Section 15(g) of the Securities Exchange Act of 1934 (the Exchange Act ) which imposes additional sales practice requirements on brokers-dealers who sell our securities in this offering or in the aftermarket. For sales of our securities, broker-dealers must make a special suitability determination and receive a written agreement prior from you to making a sale on your behalf. Because of the imposition of the foregoing additional sales practices, it is possible that broker-dealers will not want to make a market in our common stock. This could prevent you from reselling your shares and may cause the value of your investment to decline.

*Financial Industry Regulatory Authority (FINRA) sales practice requirements may limit your ability to buy and sell our common stock, which could depress the price of our shares.*

FINRA rules require broker-dealers to have reasonable grounds for believing that an investment is suitable for a customer before recommending that investment to the customer. Prior to recommending speculative low-priced securities to their non-institutional customers, broker-dealers must make reasonable efforts to obtain information about the customer's financial status, tax status and investment objectives, among other things. Under interpretations of these rules, FINRA believes that there is a high probability such speculative low-priced securities will not be suitable for at least some customers. Thus, FINRA requirements make it more difficult for broker-dealers to recommend that their customers buy our common stock, which may limit your ability to buy and sell our shares, have an adverse effect on the market for our shares, and thereby depress our share price.

*Our security holders may face significant restrictions on the resale of our securities due to state blue sky laws.*

Each state has its own securities laws, often called blue sky laws, which (i) limit sales of securities to a state's residents unless the securities are registered in that state or qualify for an exemption from registration, and (ii) govern the reporting requirements for broker-dealers doing business directly or indirectly in the state. Before a security is sold in a state, there must be a registration in place to cover the transaction, or the transaction must be exempt from registration. The applicable broker must be registered in that state.



We do not know whether our securities will be registered or exempt from registration under the laws of any state. A determination regarding registration will be made by those broker-dealers, if any, who agree to serve as the market-makers for our common stock. There may be significant state blue sky law restrictions on the ability of investors to sell, and on purchasers to buy, our securities. You should therefore consider the resale market for our common stock to be limited, as you may be unable to resell your shares without the significant expense of state registration or qualification.

*Our compliance with the Sarbanes-Oxley Act and SEC rules concerning internal controls will be time-consuming, difficult, and costly.*

It will be time-consuming, difficult and costly for us to develop and implement the internal controls, processes and reporting procedures required by the Sarbanes-Oxley Act. We may need to hire additional personnel to do so, and if we are unable to comply with the requirements of the legislation we may not be able to obtain the independent accountant certifications that the Sarbanes-Oxley Act requires publicly traded companies to obtain.

Under Section 404 of the Sarbanes-Oxley Act and current SEC regulations, we will be required to furnish a report by our management on our internal control over financial reporting beginning with our Annual Report on Form 10-K for our fiscal year ending June 30, 2011. We will soon begin the process of documenting and testing our internal control procedures in order to satisfy these requirements, which is likely to result in increased general and administrative expenses and may shift management's time and attention from revenue-generating activities to compliance activities. While we expect to expend significant resources to complete this important project, we may not be able to achieve our objective on a timely basis.

## **Item 2. Unregistered Sales of Equity Securities and Use of Proceeds**

On March 14, 2012, we issued a convertible promissory note to one US person, in a transaction pursuant to exemptions from the registration requirements of the Securities Act of 1933, as amended. The transaction was made in reliance upon the exemption from registration provided by Section 4(2) of the Securities Act and Rule 506 of Regulation D of the Securities Act. The sale of the Note did not involve a public offering and was made without general solicitation or general advertising.

## **Item 3. Defaults Upon Senior Securities**

None.

## **Item 4. Mine Safety Disclosures**

Not applicable.

## **Item 5. Other Information**

None.



**Item 6. Exhibits****Exhibit Description  
Number****(3) (i) Articles of Incorporation; (ii) By-laws**

- 3.1 Articles of Incorporation of Golden Global Corp. (Incorporated by reference to our Registration Statement on Form S-1 filed on October 5, 2010).
- 3.2 Certificate of Correction filed with the Nevada Secretary of State on February 19, 2010. (Incorporated by reference to our Registration Statement on Form S-1 filed on October 5, 2010).
- 3.3 Bylaws of Golden Global Corp. (Incorporated by reference to our Registration Statement on Form S-1 filed on October 5, 2010).

**(4) Instruments Defining the Rights of Security Holders**

- 4.1 Form of Share Certificate (Incorporated by reference to our Registration Statement on Form S-1 filed on October 5, 2010).

**(10) Material Contracts**

- 10.1 McDame Asset Purchase Agreement dated May 16, 2010 (Incorporated by reference to our Registration Statement on Form S-1/A filed on December 1, 2010).
- 10.2 Asset Purchase Agreement with Velocity Resources Canada Ltd., dated December 12, 2009 (Incorporated by reference to our Registration Statement on Form S-1/A filed on December 1, 2010).
- 10.3 Addendum to Asset Purchase Agreement with Velocity Resources Canada Ltd., dated December 12, 2009 (Incorporated by reference to our Registration Statement on Form S- 1/A filed on January 26, 2011).
- 10.4 Securities Purchase Agreement with Asher Enterprises, Inc., dated March 14, 2012 (Incorporated by reference to our Current Report on Form 8-K filed on March 23, 2012)
- 10.5 Convertible Promissory Note with Asher Enterprises, Inc., dated March 14, 2012 (Incorporated by reference to our Current Report on Form 8-K filed on March 23, 2012)
- 10.6 2012 Employee and Consultant Stock Compensation Plan (Incorporated by reference to our Registration Statement filed on Form S-8 on May 8, 2012)

**(21) Subsidiaries of the Registrant**

- 21.1 Golden Global Mining Corporation (an Alberta, Canada corporation)

**(31) Rule 13a-14(a) / 15d-14(a) Certifications**

31.1\* Certification filed pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 of the Principal Executive Officer

31.2\*

Certification filed pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 of the Principal Financial Officer and Principal Accounting Officer

**(32) Section 1350 Certifications**

32.1\* Certification filed pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 of the Principal Executive Officer

32.2\* Certification filed pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 of the Principal Financial Officer and Principal Accounting Officer

**Exhibit Description  
Number**

**101\*\* Interactive Data File**

101.INS XBRL Instance Document

101.SCH XBRL Taxonomy Extension Schema Document

101.CAL XBRL Taxonomy Extension Calculation Linkbase Document

101.DEF XBRL Taxonomy Extension Definition Linkbase Document

101.LAB XBRL Taxonomy Extension Label Linkbase Document

101.PRE XBRL Taxonomy Extension Presentation Linkbase Document

\* *Filed herewith.*

\*\* *Furnished herewith. Pursuant to Rule 406T of Regulation S-T, the Interactive Data Files on Exhibit 101 hereto are deemed not filed or part of any registration statement or prospectus for purposes of Sections 11 or 12 of the Securities Act of 1933, are deemed not filed for purposes of Section 18 of the Securities and Exchange Act of 1934, and otherwise are not subject to liability under those sections.*

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**GOLDEN GLOBAL CORP.**

(Registrant)

Date: May 14, 2012

*/s/ John Robert Hope*

**John Robert Hope**

President, Chief Executive Officer and Director

(Principal Executive Officer)

Date: May 14, 2012

*/s/ Hon Ming Tony Wong*

**Hon Ming Tony Wong**

Chief Financial Officer, Secretary, Treasurer and Director

(Principal Financial Officer and Principal Accounting Officer )