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

FORM 10-QSB

(Mark One)

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the quarterly period ended December 31, 2005

or

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the transition period from _____ to _____

BONANZA GOLD, INC.

(Exact Name of Small Business Registrant as Specified in its Charter)

WASHINGTON	000-50603	91-0745418
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
26505 N. Bruce Road, Chattaroy, Washington	99003-7720	
(Address of principal executive offices)	(Zip Code)	

(509) 238-6613

(Registrant's telephone number, including area code)

Check whether the issuer (1) has filed all documents and reports required to be filed by Sections 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 filings for the past 90 days. YES ☒ NO ☐

Indicate by check mark whether the registrant is a shell company (as defined by Rule 12b-2 of the Exchange Act.) ☒ Yes ☐ No

APPLICABLE ONLY TO CORPORATE ISSUERS:

At January 16, 2006, 7, 378, 815, shares of the registrant's common stock were outstanding.

Transitional Small Business Disclosure format (check one): Yes ☐ No ☒

SEC 2334 (9-05) Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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BONANZA GOLD, INC.**Balance Sheet at December 31, 2005 (unaudited)****ASSETS**

Current assets:

Cash \$ 3,014Total assets \$ 3,014**LIABILITIES AND STOCKHOLDERS' EQUITY**

Current liabilities:

Accounts payable \$ -

Stockholders' equity:

Common stock, \$.001 par value; 200,000,000 shares authorized; 7,378,815 shares issued and outstanding	7,379
Preferred stock; 10,000,000 authorized	-
Additional paid-in capital	587,523
Accumulated deficit	<u>(591,888)</u>

Total stockholders' equity 3,014Total liabilities and stockholders' equity \$ 3,014

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

BONANZA GOLD, INC.
Statements of Operations
For the Three and Nine Month Periods Ended
December 31, 2005 and 2004 (unaudited)

	<u>December 31, 2005</u>		<u>December 31, 2004</u>	
	<u>Three Months</u>	<u>Nine Months</u>	<u>Three Months</u>	<u>Nine Months</u>
OPERATING EXPENSES:				
Legal and accounting	\$ 1,503	\$ 14,013	\$ 1,520	\$ 15,750
General and administrative expenses		721	907	1,144
Total operating expenses	<u>1,503</u>	<u>14,734</u>	<u>2,427</u>	<u>16,894</u>
OTHER (INCOME):				
Interest income	<u>(4)</u>	<u>(40)</u>	<u>(30)</u>	<u>(93)</u>
Total other (income)	<u>(4)</u>	<u>(40)</u>	<u>(30)</u>	<u>(93)</u>
NET LOSS	\$ <u>1,499</u>	\$ <u>14,694</u>	\$ <u>2,397</u>	\$ <u>16,801</u>
NET LOSS PER SHARE	\$ <u>Nil</u>	\$ <u>Nil</u>	\$ <u>Nil</u>	\$ <u>Nil</u>
WEIGHTED AVERAGE NUMBER OF SHARES OUSTANDING – BASIC	<u>7,378,815</u>	<u>7,378,815</u>	<u>7,378,815</u>	<u>7,378,815</u>

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

BONANZA GOLD, INC
Statements of Cash Flows
For the Nine Months Periods Ended
December 31, 2005 and 2004 (unaudited)

	<u>2005</u>	<u>2004</u>
Cash flows from operating activities:		
Net loss	\$ (14,694)	\$ (16,801)
Change in:		
Accounts payable	<u>(819)</u>	<u>-</u>
Net cash used by operating activities	<u>(15,513)</u>	<u>(16,801)</u>
Net change in cash	(15,513)	(16,801)
Cash, beginning of period	<u>18,527</u>	<u>38,320</u>
Cash, end of period	<u>\$ 3,014</u>	<u>\$ 21,519</u>

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

Bonanza Gold, Inc.
Notes to Financial Statements

1. Basis of Presentation:

These unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information, as well as the instructions to Form 10-QSB. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. The financial statements included herein reflect all normal recurring adjustments that, in the opinion of management, are necessary for a fair presentation. The results for interim periods are not necessarily indicative of trends or of results to be expected for the full year ending March 31, 2006.

Basic earnings per share is arrived at by dividing net income (loss) available to common stockholders by the weighted average number of common shares outstanding, and does not include the impact of any potentially dilutive common stock equivalents. There were no common stock equivalents as of December 31, 2005.

These financial statements should be read in conjunction with the financial statements and notes thereto for the fiscal year ended March 31, 2005, included in the registrant's Annual Report on Form 10-KSB.

2. Nature of Business and Plan of Operation:

The objectives of the Company are to seek, investigate and, if such investigation warrants, acquire an interest in business opportunities presented to it by persons or firms who, or which, desire to seek the perceived advantages of a publicly registered corporation. The Company has no recurring source of revenue and has incurred operating losses since inception. These conditions raise substantial doubt about the Company's ability to continue as a going concern as expressed by the Company's independent accountants in their report on the Company's March 31, 2005 financial statements. The interim financial statements do not contain any adjustments which might be necessary if the Company is unable to continue as a going concern.

ITEM 2: MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

General

This report contains both historical and prospective statements concerning the Company and its operations. Prospective statements (known as "forward-looking statements") may or may not prove true with the passage of time because of future risks and uncertainties. The Company cannot predict what factors might cause actual results to differ materially from those indicated by prospective statements.

The objectives of the Company are to seek, investigate and, if such investigation warrants, acquire an interest in business opportunities presented to it by persons or firms who, or which, desire to seek the perceived advantages of a publicly registered corporation. The Company has no recurring source of revenue and has incurred operating losses since inception. These conditions raise substantial doubt about the Company's ability to continue as a going concern, as expressed by the Company's independent accountants in their report on the Company's March 31, 2005, financial statements. The interim financial statements do not contain any adjustments, which might be necessary, if the Company is unable to continue as a going concern.

Financial Condition and Liquidity

During the nine month period ended December 31, 2005, the Company used \$15,513 of cash for operating activities, compared to \$16,801 used for operating activities for the nine month period ended December 31, 2004. The Company has no recurring revenue from operating activities. As of December 31, 2005, the Company had a cash balance of \$3,014 and no accounts payable. Management believes that the Company will have to raise additional funds to meet operating expenses for the next twelve months.

ITEM 3. CONTROLS AND PROCEDURES

An evaluation was performed by the Company's principal executive officer and principal financial officer of the effectiveness of the design and operation of the Company's disclosure controls and procedures. And on that evaluation, the Company's principal executive officer and principal financial officer concluded that disclosure controls and procedures were effective as of December 31, 2005, in ensuring that all material information required to be filed in this quarterly report has been made known to them in a timely fashion.

There has been no change in the Company's internal controls over financial reporting during the quarter ended December 31, 2005, that will materially affect, or is likely to materially affect, the Company's internal controls over financial reporting.

PART II

ITEM 1. LEGAL PROCEEDINGS

NONE

ITEM 2. CHANGES IN SECURITIES

NONE

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

NONE

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

NONE

ITEM 5. OTHER INFORMATION

NONE

ITEM 6. EXHIBITS

Exhibit 31 Certification required by Rule 13a-14(a) or Rule 15d-14(a) and section 302 of the Sarbanes-Oxley Act of 2002

Exhibit 32 Certification required by Rule 13a-14(b) or Rule 15d-14(b) and section 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. Section 1350.

SIGNATURES

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

Bonanza Gold, Inc.
(Registrant)

By: /s/ Robert E. Kistler
Robert Kistler
President, Treasurer, and Director

January 18, 2006
Date

Certifications

I, Robert E. Kistler, certify that:

1. I have reviewed this quarterly report on Form 10-QSB of Bonanza Gold, Inc.
2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the small business issuer as of, and for, the periods presented in this report;
4. I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e) and internal controls over financial reporting (as defined in Exchange Act Rules 13a – 15(f) and 15d – 15(f) for the small business issuer and have:
 - (a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the small business issuer, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) evaluated the effectiveness of the small business issuer's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) disclosed in this report any change in the small business issuer's internal control over financial reporting that occurred during the small business issuer's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the small business issuer's internal control over financial reporting; and
5. I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the small business issuer's auditors and the audit committee of the small business issuer's board of directors (or persons performing the equivalent functions):
 - (a) all significant deficiencies and material weaknesses in the design or operation of internal controls over financial reporting which are reasonably likely to adversely affect the small business issuer's ability to record, process, summarize and report financial information; and
 - (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the small business owner's internal controls over financial reporting;

Date: January 18, 2006

/s/ Robert E. Kistler

Robert E. Kistler
President, Treasurer,
Chief Executive Officer and
Principal Accounting Officer

CERTIFICATION PURSUANT TO THE SARBANES-OXLEY ACT

18 U.S.C. SECTION 1350

AS ADOPTED PURSUANT TO SECTION 906

OF THE SARBANES-OXLEY ACT OF 2002

I, Robert E. Kistler, President and Chief Executive Officer of Bonanza Gold, Inc. (“the “Registrant”) do hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to my knowledge:

1. This Quarterly Report on Form 10-QSB of the Registrant for the period ended December 31, 2005, as filed with the Securities and Exchange Commission (the “report”), fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. The information contained in the report fairly presents, in all material respects, the financial condition and results of operations of the Registrant.

Date: January 18, 2006

/s/ Robert E. Kistler

Robert E. Kistler

President, Treasurer,

Chief Executive Officer and

Principal Accounting Officer