

GolfGear International, Inc.

Annual Disclosure Statement

December 31, 2011

GolfGear International, Inc.

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PART A – GENERAL COMPANY INFORMATION

ITEM I – The exact name of the issuer and its predecessor (if any).

GolfGear International, Inc.

ITEM II – The address of the issuer's principal executive offices.

GolfGear International, Inc.

1810 E Sahara Ave. Suite 1516

Las Vegas, NV 86104

Phone: (888) 519-4718

Fax: (888) 550-7067

ITEM III – The jurisdiction(s) and date of the issuer's incorporation or organization.

Incorporated in the State of Nevada on November 25, 1996

Domesticated in the State of Wyoming on September 16, 2010

PART B – SHARE STRUCTURE

ITEM IV – **The exact title and class of securities outstanding.**

<u>Title/Class</u>	<u>CUSIP#</u>	<u>Symbol</u>
Common	381689207	GEAR
Preferred Series A	381689207	GEAR
Preferred Series B	381689207	GEAR
Preferred Series C	381689207	GEAR

ITEM V – **Par or stated value and description of the security.**

A. Title/Class Par Value

Common	\$0.0001
Preferred	\$0.0001

B. Common Stock

- Dividends – through December 31, 2011, the Company has not declared or paid dividends
- Voting Rights – one vote per share of common stock
- Preemption Rights – None
- Material Rights – None
- Provisions in Charter or By-Laws that would delay, defer or prevent a Change in control of the issuer – None.

The company has not issued any new shares in the last quarter.

Preferred Stock

The Series B Preferred stock converts on a 1,000-for-1 basis. There are no Series C Preferred Stock issued. The Company issued 33,000 shares of Preferred B stock on November 3, 2011,

ITEM VI – The number of shares or total amount of the securities outstanding for each class of securities authorized

Common Stock

	<u>12-31-10</u>	<u>12-31-11</u>
Shares authorized	2,970,000,000	2,970,000,000
Shares outstanding	1,365,593,683	215,299,683
Freely tradable	49,363	71,647,800
Beneficial shareholders	0	0
Shareholders of record	229	237

Preferred Stock Series A

	<u>12-31-10</u>	<u>12-31-11</u>
Shares authorized	100,000,000	100,000,000
Shares outstanding	10	210
Freely tradable	0	0
Beneficial shareholders	1	1
Shareholders of record	1	1

Preferred Stock Series B

	<u>12-31-10</u>	<u>12-31-11</u>
Shares authorized	10,000,000	10,000,000
Shares outstanding	0	583,000
Freely tradable	0	0
Beneficial shareholders	0	2
Shareholders of record	0	5

Preferred Stock Series C

	<u>12-31-10</u>	<u>12-31-11</u>
Shares authorized	10,000,000	10,000,000
Shares outstanding	125,000	0
Freely tradable	0	0
Beneficial shareholders	1	0
Shareholders of record	1	0

PART C – BUSINESS INFORMATION

ITEM VII – The name and address of the transfer agent

PACIFIC STOCK TRANSFER COMPANY

4045 South Spencer Street, Suite 403

Las Vegas, NV 89119

Tel: (702) 361-3033

www.pacificstocktransfer.com

The transfer agent is registered with the SEC.

ITEM VIII– The nature of the issuer’s business

A. Business Development

The Issuer is a Corporation

The business started in October 1, 1996

Fiscal Year is December 31

All notes payable are being paid according to the terms or according to agreement.

Control of the company changed on August 25, 2011

The company has no foreseeable plans for a reverses split.

The Company has changed its focus to the precious metals and mining sector. The business had been operating in the building construction industry for several years and had established a reputation for quality workmanship and finishing their projects on time and on budget. The company did not pay any dividends during 2009 or 2010 and does not anticipate doing so in the near future. Any future acquisitions may require a recapitalization in the future. The company operates under the Pink Sheets service and therefore is not subject to the reporting requirements of the SEC. There has been no delisting of our securities from any exchange or quotation service.

There is no pending or threatened legal action.

In addition to its existing operations, the Company believes that the gold and silver mining industry presents a great opportunity for expansion of the Company's business model. To this end, the Company's management is currently in negotiations with both domestic and international mine owners and operators to acquire mining properties and existing operations.

On November 3, 2011 the Company entered into a Stock Purchase Agreement with shareholders of Western Sierra Mining Corp. wherein Western Sierra Mining Corp. became a subsidiary of GolfGear International, Inc. The agreement provided for the exchange of 33,000 shares of the Company's Class B preferred shares and cash payments totaling \$3,600,000 for shares representing approximately 60% of the outstanding common stock of Western Sierra Mining Corp. Current information regarding the activities of Western Sierra Mining Corp. can be found in their Annual Disclosure Report and is incorporated by reference.

On September 26, 2011, the Company entered into a Joint Venture Agreement with Mission Holdings, LLC that will place the Silver Cord Mine into production. The Silver Cord Mine is an historically producing silver and gold mine located in Yavapai County, Arizona with over 900 feet of developed tunnels following a prominent silver vein.

B. Business of Issuer

1. SIC Code Primary 1520, Secondary 1540.

GolfGear International Inc. is currently refocusing its primary business to the gold and silver mining industry and is in negotiations with both domestic and international mine owners and operators to acquire mining properties and existing operations.

2. The company is not a shell and has never been a "shell company".
3. Crowfoot Management Ltd. is a wholly owned subsidiary of Golfgear International Inc. It is in the business of residential and commercial construction. Its financial results are included in the GolfGear International financials. Western Sierra Mining Corp. is a subsidiary of GolfGear International, Inc. It is in the business of acquiring, developing and mining mineral properties and reserves in the western United States and primarily in Central Arizona.
4. GolfGear International does not anticipate any government regulations current or anticipated to affect the operations of the parent company or the subsidiary.
5. GolfGear International does not current spend any of its funds on research and development. We do intend to continue searching for companies which we can acquire which will complement our other business lines.

6. The costs of compliance with Federal, State or Local laws is born by each company in the normal day to day operations and is not excessive.
7. The company currently employs 6 people on a full time basis and employment of part time workers can fluctuate from 5 to 50 depending on the season and strength of the economy.

ITEM IX – The nature of products or services offered.

A. principal products or services, and their markets;

The Company is also pursuing precious metals and mining properties and its principal products will be gold and silver.

B. distribution methods of the products or services;

GolfGear International Inc. is not going to have any problem selling its precious metals as there is a very active market for that.

C. status of any publicly announced new product or service;

At this time, there are no new products or services to disclose.

D. competitive business conditions, the issuer's competitive position in the industry, and methods of competition;

The precious metals mining sector cannot meet the world demand for gold and silver.

E. sources and availability of raw materials and the names of principal suppliers;

Source and availability of raw materials is not a problem, there are a multitude of mining properties around the globe to be had and finding a good fit for us is not that much of a challenge. We are not dealing with suppliers. We are intending on being a supplier of gold and silver to the marketplace.

F. dependence on one or a few major customers;

Our target market are the precious metal consumers around the globe so there will not be a dependence on a few major customers.

G. patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration; and

Not applicable at this time.

H. the need for any government approval of principal products or services and the status of any requested government approvals.

Nothing to disclose at this time.

ITEM X – The nature and extent of the issuer's facilities

The assets of the Company are located at the sites listed below, where work is ongoing:

GolfGear International Inc. owns and maintains a 1 acre property 1 block from the water on the ever popular Shuswap lakes in the south central interior of British Columbia Canada at 5327 Anglemont Hwy., Celista, BC, Canada V0E 1M0. GolfGear has a plan to develop this property into a green living space for year round weekly rentals. GolfGear is actively working with Con-X Construction to build 10 rental units. The property has an existing 4200 sq. foot log and frame building, which is currently being rented. For more information please see item XVI.

GolfGear no longer maintains the Alberta property at #2 Bayside Park SW, Airdrie, AB, Canada T2B 3E5

GolfGear International Inc. has acquired leased office space at 1810 E Sahara Ave. Suite 1516 Las Vegas, NV 86104 and plans to maintain this arrangement indefinitely.

The current address for all Officers and Directors is 1810 E Sahara Ave. Suite 1516 Las Vegas, NV 86104

Phone: (888) 519-4718

Fax: (888) 550-7067

Western Sierra mining Corp's facilities are listed in their Annual Report and incorporated by reference.

PART D – MANAGEMENT STRUCTURE AND FINANCIAL INFORMATION

ITEM XI – The name of the chief executive officer, members of the board of directors, as well as control persons

A. Officers and Directors

<u>Name/Address</u>	<u>Officer/Director</u>	<u>Shares Beneficially Owned</u>
Dale Geck 1810 E Sahara Ave. Suite 1516 Las Vegas, NV 86104 Phone: (888) 550-7067	CEO, President, Director	20,000,000 Common Shares 10 class A shares 400 preferred B shares
Ricardo Caicedo 1810 E Sahara Ave. Suite 1516 Las Vegas, NV 86104 Phone: (888) 550-7067	Shareholder	200 class A shares

Listed below are the names of all Directors and Executive Officers of the Company, all positions and offices with the Company held by such person, the period during which he has served as such, and the principal occupations and employment of such persons during the last five years:

Dale Geck, CEO, President, Director

Compensation from Issuer:

	<u>YE 12/31/11</u>
Salary	\$60,000
or compensated with shares	

B. Legal/Disciplinary History

Within in the last five years, none of the foregoing persons has been convicted in a criminal proceeding or has been named as a defendant in a criminal proceeding; been subject to an order, judgment or decree by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities or banking activities; been subject to a finding or judgment by a court of competent jurisdiction, the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator, of a violation of federal or state securities or commodities law; or been subject of an order by a self-

regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Family Relationships

There are no family relationships among or between the issuer's directors, officers or beneficial owners of more than five percent of any class of the issuer's equity securities.

D. Related Party Transactions

There are no transactions within the last three fiscal years involving the issuer in which (i) the amount involved exceeds the lesser of \$120,000 or one percent of the average of the issuer's total assets at year-end for its last three fiscal years and (ii) any related person had or will have a direct or indirect material interest.

E. Conflicts of Interest

There were no conflicts of interest with any executive officer or director with competing professional or personal interests.

ITEM XII – Financial information for the issuer's most recent fiscal period.

SEE FOLLOWING PAGES

GolfGear International, Inc.

Consolidated Balance Sheets (Unaudited)

	ASSETS	
	December 31, 2011	December 31, 2010
CURRENT ASSETS		
Cash and cash equivalents	\$ 215,998	\$ 472
Note receivable	20,000	-
Total current assets	235,998	472
PROPERTY AND EQUIPMENT, net	614,150	542,908
MINING PROPERTIES AND ORE RESERVES	12,746,027	-
Total Assets	<u>\$ 13,596,175</u>	<u>\$ 543,380</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Accounts payable	\$ -	\$ -
Advances from shareholders	215,127	194,343
Current maturities of long-term debt	1,457,450	-
Total current liabilities	1,672,577	194,343
LONG-TERM LIABILITIES	4,221,249	1,305,000
TOTAL LIABILITIES	5,893,826	1,499,343
STOCKHOLDERS' EQUITY		
Preferred stock - par value \$.0001, 120,000,000 and 120,000,000 shares authorized respectively, 583,210 and 125,010 shares issued and outstanding respectively	58	13
Common stock - par value \$.0001, 2,970,000,000 and 2,970,000,000 shares authorized respectively, 215,299,683 and 150,593,683 shares issued and outstanding respectively	21,530	15,059
Paid-in capital	3,308,814	(177,073)
Minority interest	4,620,268	-
Retained earnings (deficit)	(248,321)	(793,962)
Total stockholders' equity	7,702,349	(955,963)
Total Liabilities and Stockholders' Equity	<u>\$ 13,596,175</u>	<u>\$ 543,380</u>

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

GolfGear International, Inc.

Consolidated Statements of Operations (Unaudited)

	Year Ended December 31, <u>2011</u>	Year Ended December 31, <u>2010</u>
REVENUES	<u>\$ 8,945</u>	<u>\$ -</u>
OPERATING COSTS AND EXPENSES		
Professional fees	97,625	1,500
Exploration expenses	17,555	-
Maintenance	-	8,064
Legal fees	8,424	-
License, permits, fees	748	-
Office expenses	11,526	(2,954)
Reporting company expenses	16,981	5,878
Other	-	-
	<u>152,859</u>	<u>12,488</u>
Total Expenses		
	<u>152,859</u>	<u>12,488</u>
Operating Loss	(143,914)	(12,488)
OTHER INCOME (EXPENSES)		
	148	-
Interest expense	<u>(3,592)</u>	<u>-</u>
Income before income taxes	(147,358)	(12,488)
Provision for income taxes	-	-
NET INCOME (LOSS)	<u>\$ (147,358)</u>	<u>\$ (12,488)</u>
Earnings Per Share (see Note 2)		
Weighted average number of common stock outstanding	<u>135,124,491</u>	<u>150,593,683</u>
Net loss per share	<u>\$ -</u>	<u>\$ -</u>

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

GolfGear International, Inc.
Statement of Stockholders' Equity
(Unaudited)

	<u>Preferred Stock</u>		<u>Common Stock</u>		<u>Paid-in</u>	<u>Minority</u>	<u>Accumulated</u>	<u>Total</u>	
	<u>Shares</u>	<u>Amount</u>	<u>Shares</u>	<u>Amount</u>	<u>Capital</u>	<u>Interest</u>	<u>Deficit</u>		
Balance, January 12, 2010 - Emergence from Administrative Bankruptcy	-	\$ -	49,903,454	\$ 4,990	\$ (4,990)	\$ -	\$ -	\$ -	
Issuance of Series C preferred stock for acquisition of assets (January 15, 2010)	125,000	13			(162,014)		(781,474)	(943,475)	
Issuance of common stock for services (February 8, 2010)			98,500,000	9,850	(9,850)			-	
Balance, March 31, 2010	125,000	\$ 13	148,403,454	\$ 14,840	\$ (176,854)	\$ -	\$ (781,474)	\$ (943,475)	
Effect 250:1 reverse (April 14, 2010)			(147,809,771)	(14,781)	14,781			-	
Issuance of common stock for services (May 11, 2010)			150,000,000	15,000	(15,000)			-	
Issuance of Series A preferred stock for services (May 11, 2010)	10	-						-	
Issuance of common stock for services (December 30, 2010)			1,215,000,000	121,500	(121,500)			-	
Net loss							(12,488)	(12,488)	
Balance, December 31, 2010	125,010	\$ 13	1,365,593,683	\$ 136,559	\$ (298,573)	\$ -	\$ (793,962)	\$ (955,963)	
Issuance of Series B preferred stock for services (February 10, 2011)	600,000	60			(60)			-	
Issuance of common stock for services (July 18, 2011)			150,000,000	15,000	(15,000)			-	
Issuance of common stock for services (August 18, 2011)			145,000,000	14,500	(14,500)			-	
Return and cancellation of common shares (September 26, 2011)			(5,000,000)	(500)	500			-	
Issuance of common stock in exchange for license (September 26, 2011)			5,000,000	500	1,331,964				
Return and cancellation of common shares (September 30, 2011)			(1,000,394,000)	(100,039)	100,039			-	
Return and cancellation of common shares (September 30, 2011)			(415,000,000)	(41,500)	41,500			-	
Return and cancellation of Series C preferred stock (September 30, 2011)	(125,000)	(13)			13			-	
Return and cancellation of Series B preferred stock (September 30, 2011)	(50,000)	(5)			5			-	
Conversion of debt to equity (September 30, 2011)					162,001		692,999	855,000	
Return and cancellation of common shares (October 31, 2011)			(24,900,000)	(2,490)	2,490			-	
Issuance of Series A preferred stock for services (October 31, 2011)	200	-						-	
Issuance of Series B preferred stock in excahnge for stock (November 3, 2011)	33,000	3			3,330,399	4,620,268		3,330,402	
Cancellation of common stock in issued in exchange for license (Dec. 31, 2011)			(5,000,000)	(500)	(1,331,964)				
Net loss							(147,358)	(147,358)	
Balance, December 31, 2011	583,210	\$ 58	215,299,683	\$ 21,530	\$ 3,308,814	\$ 4,620,268	\$ (248,321)	\$ 7,702,349	

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

GolfGear International, Inc.

Statements of Cash Flows (Unaudited)

	Year Ended December 31, <u>2011</u>	Year Ended December 31, <u>2010</u>
Operating Activities		
Net loss	\$ (147,358)	\$ (12,488)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	-	-
Stock compensation	97,500	-
Loss on disposal of assets	-	-
(Increase) decrease in assets:		
Other assets	-	-
Increase (decrease) in liabilities:		
Accounts payable and accrued expenses	(9,246)	12,795
Total adjustments	<u>88,254</u>	<u>12,795</u>
Net cash used in operating activities	(59,104)	307
Investing Activities		
Acquisition of subsidiary	357,779	-
Purchases of property and equipment	(83,149)	-
Net cash provided by investing activities	<u>274,630</u>	<u>-</u>
Financing Activities		
Issuance of stock for cash	-	-
Payments on borrowings	-	-
Proceeds from borrowings	-	-
Net cash provided by financing activities	<u>-</u>	<u>-</u>
Net increase in cash and cash equivalents	215,526	307
Cash and cash equivalents at beginning of period	<u>472</u>	<u>165</u>
Cash and cash equivalents at end of period	<u><u>\$ 215,998</u></u>	<u><u>\$ 472</u></u>
<u>Supplemental cash flow information:</u>		
Cash paid during the period for interest	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
Cash paid during the period for income taxes	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
<u>Noncash investing and financing activities:</u>		
Acquisition of assets by issuance of stock	\$ 1,332,464	\$ -

GOLFGEAR INTERNATIONAL, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2011
(Unaudited)

NOTE 1 - Organization and Basis of Presentation

GolfGear International Inc. (the "Company") was incorporated in November, 1996. From inception through January, 2010, the Company marketed golf equipment and supplies. Effective October 7, 2009, the Company's shareholders approved a Share Exchange Agreement to acquire all of the shares of Crowfoot Management Ltd. (the "Agreement"). Pursuant to the Agreement, Crowfoot Management Ltd. ("Crowfoot") was purchased on a share for share exchange. Crowfoot is engaged in the construction business and focused on the development of green technologies. On November 3, 2011 the Company entered into a Stock Purchase Agreement with shareholders of Western Sierra Mining Corp. wherein Western Sierra Mining Corp. became a subsidiary of GolfGear International, Inc. The agreement provided for the exchange of 33,000 shares of the Company's Class B preferred shares and cash payments totaling \$3,600,000 for shares representing approximately 60% of the outstanding common stock of Western Sierra Mining Corp.

In the opinion of management, the accompanying balance sheets and related statements of income, cash flows, and stockholders' equity, consisting only of normal recurring items, necessary for their fair presentation in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"). Preparing financial statements requires management to make estimates and assumptions that affect the amounts of assets, liabilities, revenue, and expenses. Actual results and outcomes may differ from management's estimates and assumptions.

NOTE 2 - Summary of Significant Accounting Policies

Principals of Consolidation

The consolidated financial statements include the accounts of Golfgear International, Inc. and its subsidiary, Western Sierra Mining Corp. Inter-company balances or transactions, if any, have been eliminated.

Cash and Cash Equivalents

The Company considers those short-term, highly liquid investments with original maturities of three months or less as cash and cash equivalents.

GOLFGEAR INTERNATIONAL, INC.
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Impairment of Long-Lived Assets

In accordance with Statement of Financial Accounting Standards ("SFAS") 121, "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to be Disposed of," the Company reviews its long-lived assets for impairments. Impairment losses on long-lived assets are recognized when events or changes in circumstances indicate that the undiscounted cash flows estimated to be generated by such assets are less than their carrying value and, accordingly, all or a portion of such carrying value may not be recoverable. Impairment losses then are measured by comparing the fair value of assets to their carrying amounts. The Company recognized no impairment loss at December 31, 2011.

Revenue Recognition

Revenues, if any, will be recognized when earned.

Income Taxes

The Company records deferred income taxes using the liability method as prescribed under the provisions of SFAS No. 109. Under the liability method, deferred tax assets and liabilities are recognized for the expected future tax consequences of temporary differences between the financial statement and income tax bases of the Company's assets and liabilities. An allowance is recorded, based upon currently available information, when it is more likely than not that any or all of the deferred tax assets will not be realized. The provision for income taxes includes taxes currently payable, if any, plus the net change during the year in deferred tax assets and liabilities recorded by the Company.

GOLFGEAR INTERNATIONAL, INC.
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Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates.

Environmental Remediation Costs

Environmental remediation costs are accrued based on estimates of known environmental remediation exposure. Such accruals are recorded even if significant uncertainties exist over the ultimate cost of the remediation. It is reasonably possible that the Company's estimates of reclamation liabilities, if any, could change as a result of changes in regulations, extent of environmental remediation required, means of reclamation or cost estimates. Ongoing environmental compliance costs, including maintenance and monitoring costs, are expensed as incurred. There were no environmental remediation costs accrued at December 31, 2011.

Advertising Costs

The Company's policy regarding advertising costs are to expense them as they are incurred. The Company had not incurred any advertising costs during the period ended December 31, 2011.

Recently Issued Accounting Pronouncements

SFAS No. 149 "Amendment of Statement 133 on derivative instruments and hedging activities". This statement amends and clarifies financial accounting and reporting for derivative instruments embedded in other contracts (collectively referred to as derivatives) and for hedging activities under SFAS 133, "Accounting for derivative instruments and hedging activities".

SFAS No. 150 "Accounting for certain financial instruments with characteristics of both liabilities and equity". This statement establishes standards for how an issuer classifies and measures certain financial instruments with characteristics of both liabilities and equity.

The Company believes that the above standards would not have a material impact on its financial position, results of operations or cash flows.

GOLFGEAR INTERNATIONAL, INC.
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(Unaudited)

NOTE 3 - Going Concern

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. This basis of accounting contemplates the recovery of the Company's assets and the satisfaction of its liabilities in the normal course of business. Through December 31, 2011, the Company had incurred cumulative losses of \$248,321 and has negative working capital of \$1,436,579 as of December 31, 2011. The Company's ability to continue as a going concern is dependent upon obtaining financing adequate to fulfill its exploration activities, development of its properties and achieving a level of revenues adequate to support the Company's cost structure. Management's plan of operations anticipates that the cash requirements for the next twelve months will be met by obtaining capital contributions through the sale of its common stock and cash flows from operations. There is no assurance that the company will be able to implement the plan.

NOTE 4 - Stockholders' Equity

At various stages in the Company's development we have issued shares of common stock for services or assets with a corresponding charge to operations or property and equipment. In accordance with SFAS 123, these transactions, except for stock issued to employees, have been recorded on the Company's books at the fair value of the consideration received or the fair value of the common stock issued, whichever is more reliably measured.

The Company's Certificate of Incorporation, as amended, authorizes the issuance of up to 2,9000,000,000 shares of common stock at a par value of \$.0001 per share. On May 13, 2010, the Company's Board of Directors approved a 250:1 reverse stock split. This resulted in a decrease in outstanding common stock from 148,403,454 to 593,614 of which 49,353 were free-trading and 544,261 were restricted. The share and per-share data for all periods presented has been retroactively adjusted to reflect the stock split.

2010:

On January 15, 2010, the Company issued 125,000 Preferred C shares to a non-related party in a share for share swap to purchase all of the stock of Crowfoot Management Ltd.

On February 8, 2010, the Company issued 98,500,000 common restricted shares to a non-related party in exchange for services rendered to the Company.

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In May, 2010, the Company issued to an officer of the Company 150,000,000 common restricted shares and 10 Preferred A shares for services rendered to the company.

On December 30, 2010, the Company issued 1,215,000,000 common restricted shares to a non-related party in exchange for services rendered to the Company.

2011:

On February 10, 2011, the Company issued 600,000 Series B preferred shares in exchange for services.

On July 18, 2011, the Company issued 150,000,000 common restricted shares in exchange for services.

On August 18, 2011, the Company issued 145,000,000 common restricted shares in exchange for services.

In September, 2011, a total of 1,415,394,000 common shares, 50,000 Series B preferred shares and 125,000 Series C preferred shares were returned to the Company and cancelled.

On September 30, 2011, debt to related parties totaling \$855,000 was forgiven and contributed back to the Company resulting in an increase in the Company's Paid-In Capital of a like amount.

In October, 2011, a total of 24,900 common shares were returned to the Company and cancelled.

On November 3, 2011, a total of 33,000 Series B preferred shares were issued to acquire controlling interest in Western Sierra Mining Corp.

Stock Options and Warrants

There are no outstanding unexpired warrants or options as of December 31, 2011.

NOTE 5 - Commitments and Contingencies

GOLFGEAR INTERNATIONAL, INC.
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(Unaudited)

Litigation

At December 31, 2011, the Company was not party to any legal proceedings. To the knowledge of management, no federal, state or local governmental agency is presently contemplating any proceeding against the Company.

NOTE 6 - Related Parties

The Company received periodic advances from its principal stockholder based upon the Company's cash flow needs. See Note 4 for equity transactions with related parties.

NOTE 7 - Mining Properties

Gold River Mines:

On May 5, 2008, the Western Sierra acquired eight mining properties from Gold River Exploration Inc. Two of these properties were subsequently sold. The remaining properties have a total of 88,000 oz. proven/probable gold reserves and 755,000 oz. of proven/probable silver reserves. At \$1,600/oz. gold and \$30/oz. silver, the gold reserves total \$228,000,000 and the silver reserves total \$22,000,000.

Gold Star:

On October 15, 2011, a shareholder of Western Sierra contributed several mining properties including the Gold Star and Gold Crown. The Gold Star consists of 350 acres in central Arizona and has 168,750 oz. of proven gold reserves valued at \$270,000,000. The acquisition was recorded on Western Sierra's books at \$3,500,000, the posted selling price of the property.

Other:

Western Sierra has also acquired and/or expanded the Gold Crown, State Land Lease in Skull Valley and Table Mesa.

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DECEMBER 31, 2011
(Unaudited)

NOTE 8 - <u>Notes Payable</u>	December 31, <u>2010</u>	December 31, <u>2011</u>
Notes payable to shareholders, unsecured, due October 23 - November 14, 2004, bearing no interest	\$ -	\$107,450
Note payable, unsecured, due January 2, 2013, bearing no interest	-	100,000
Notes payable to one shareholder for consulting fees, unsecured, due September 1, 2012, bearing no interest, convertible into 30,000,000 and 40,000,000 shares of common stock respectively	-	-
Notes payable to two officers for accrued compensation, unsecured, due January 2, 2013, bearing no interest	-0-	1,074,321
Notes payable to two shareholders, unsecured, due January 2, 2013, bearing no interest	-0-	346,928
Notes payable to three shareholders, unsecured, payments of \$450,000 due quarterly, bearing no interest	-0-	3,600,000
Notes payable to shareholders, unsecured, due January 1, 2013, non-interest bearing	<u>1,305,000</u>	<u>450,000</u>
	1,305,000	5,678,699
Less: Current portion	(<u>-0-</u>)	(<u>1,457,450</u>)
Long-Term Debt	<u>\$1,305,000</u>	<u>\$4,221,249</u>

Maturities of long-term debt are as follows:

2012	1,907,450
2013	<u>2,313,799</u>
Total	<u>\$4,221,249</u>

GOLFGEAR INTERNATIONAL, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2011
(Unaudited)

NOTE 9 - Income Taxes

The Company has adopted FASB 109 to account for income taxes. No provision for income taxes has been recorded in these financial statements based on the net operating loss carry-forward of \$248,321 as of December 31, 2011 that will be offset against future taxable income. Due to the uncertainty as to the utilization of net operating loss carry-forwards, an evaluation allowance has been made to the extent of any tax benefit that net operating losses may generate.

Deferred income taxes reflect the net tax effect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Deferred tax assets and the related valuation account as of December 31, 2011 is as follows:

	<u>2011</u>
Deferred tax asset:	
Net operating loss carry-forward	\$ 248,321
Valuation allowance	<u>(248,321)</u>
	\$ -

At December 31, 2011, the Company had net operating loss carry-forwards totaling \$248,321 that, if conditions of the Internal Revenue Codes are met, can be carried forward to offset future earnings. This carry-forward will expire in various amounts through 2030.

ITEM XIII – Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.

SEE ATTACHED FINANCIAL STATEMENTS

ITEM XIV – Beneficial Owners.

NONE

ITEM XV - The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:

Legal Counsel

Don Paradiso
5499 N. Federal Hwy
Suite D
Boca Raton, FL 33487
(954) 801-3573
donparadiso@myfloridacorporatelawyer.com

ITEM XVI – Management’s Discussion and Analysis or Plan of Operation

Crowfoot Management continues to look at opportunities in the construction and housing industries in Canada and the Middle East.

In addition to its existing operations, the Company believes that the gold and silver mining industry presents a great opportunity for expansion of the Company’s business model. To this end, the Company’s management is currently in negotiations with both domestic and international mine owners and operators to acquire mining properties and existing operations.

On November 3, 2011 the Company entered into a Stock Purchase Agreement with shareholders of Western Sierra Mining Corp. wherein Western Sierra Mining Corp. became a subsidiary of GolfGear International, Inc. Current information regarding the activities of Western Sierra Mining Corp. can be found in their Annual Disclosure Report and is incorporated by reference. The Company plans to significantly expand Western Sierra over the next two years.

On September 26, 2011, the Company entered into a Joint Venture Agreement with Mission Holdings, LLC that will place the Silver Cord Mine into production. The Silver Cord Mine is an historically producing silver and gold mine located in Yavapai County, Arizona with over 900 feet of developed tunnels following a prominent silver vein. The Company intends to begin a drilling program immediately to establish and quantify proven reserves and then design a production plan based on this data.

Environmental Issues

We are not aware of any significant environmental concerns or existing reclamation requirements. Any costs or delays associated with obtaining required permits could have an impact on our ability to timely complete our planned activities.

Off-Balance Sheet Transactions

The Company does not have any transactions, agreements or other contractual arrangements that constitute off-balance sheet arrangements.

Defaults of Senior Securities

The Company is not presently in default on any promissory notes.

Other Information

Increase in Authorized Shares

There has been no increase since initial disclosure.

Departure of Director or Principal Officers; Appointment of Principal Officer

On August 25, 2011, Ricardo Caicedo resigned as the Company's President and Director and Carole Montigny resigned as the Company's Treasurer and Director. On October 10, 2010, Dale Geck was appointed President and Director and Layne Geck was appointed Secretary and director. On December 30, 2011, Layne Geck resigned and Dale Geck was appointed as sole Director

PART E – ISSUANCE HISTORY

ITEM XVII– List of securities offerings and shares issued for services in the past two years.

NONE

PART F – EXHIBITS

ITEM XVIII– Material Contracts

NO CHANGES SINCE INITIAL DISCLOSURE

ITEM XIX – Articles of Incorporation and Bylaws.

NO CHANGES SINCE LAST QUARTERLY FILING

The company articles of incorporation and corporate bylaws are listed in section XIX of the October 2010 Initial Disclosure

ITEM XX – Purchases of Equity Securities by the Issuer and Affiliated Purchasers

NONE

ITEM XXI – Issuer’s Certifications

1. I, Dale Geck, have reviewed this December 31, 2011, Annual Disclosure Statement of GolfGear International, Inc.;
2. Based on my knowledge, this disclosure statement 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 the disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: April 17, 2012

/s/ *Dale Geck*

Dale Geck, President and CEO