



EXPLOR
Resources inc.

**Interim Management Discussion
and Analysis Report**

**For the Three-Month Period
Ended July 31, 2013**

This interim management's discussion and analysis report ("MD&A") provides an analysis of our financial position and results of operations to enable a reader to assess material changes for the three-month period ended July 31, 2013, in comparison with the same period of last year. This interim MD&A report was prepared as at September 27, 2013 to complement our condensed interim financial statements. This interim MD&A and our condensed interim financial statements are intended to provide investors with reasonable basis for assessing our results of operations and our financial performance.

Explor Resources Inc. ("Explor") was continued under the *Canada Business Corporations Act (Alberta)*. It is an exploration company operating in Canada. It holds properties in Ontario (Eastford Lake, PG 101, Carnegie, Kidd Township, Timmins Porcupine West, Golden Harker and Prosser), in Quebec (East Bay, Destor and Sauvé), and in New Brunswick (Chester). Explor Resources Inc. is a publicly listed company trading on the TSX Venture (EXS), on the USA OTCQX International (EXSFF) and on the Frankfurt and Berlin Stock Exchanges (E1H).

This MD&A contains "forward-looking statements" not based on historical facts. Forward-looking statements express, as at the date of this report, our estimates, forecasts, projections, expectations and opinions as to future events or results. Forward-looking statements herein expressed are reasonable, but involve a number of risks and uncertainties, and there can be no assurance that such statements will prove to be accurate. Therefore, actual results and future events could differ materially from those anticipated in such statements, factors could cause results or events to differ materially from current expectations expressed or implied by forward-looking statements include, but are not limited to, fluctuations in the market price of precious metals, mining industry risks, uncertainty as to calculation of mineral reserves and requirements of additional financing and the capacity of the Corporation to obtain financing.

MINING PROPERTIES

EASTFORD LAKE (ONTARIO)

History

In October 2005, the Corporation acquired a 100% interest in 137 units (13 claims) situated in the Kerr, Warden and Milligan Townships, in Ontario, in consideration of an amount of \$18,000 and the issuance of 450,000 common shares. The vendors have retained a 2% NSR royalty on these claims. In September 2007, the Corporation acquired 57 additional contiguous claims by staking and the Eastford Lake Property now covers a total area of approximately 3,140 hectares.

Location

The Eastford Lake Property is located in the Rayner Lake area, near the Abitibi Lake, at approximately 100 km to the west of the city of Timmins, Ontario. The property is accessed via a 16 kilometres all weather graver road from highway 101 to the south.

Work by Explor

In July 2009, Explor completed a round of exploratory drilling to determine the location and direction of the «**Lynx Gold Zone**»; seven drill holes for a total of 3,534.2 meters were completed to test a new model. Visible Gold (VG) was observed in two of the holes that were drilled. A total pulp metallic assay has been conducted on those areas where VG was observed. Only one hole had anomalous values less than 500ppb.

Explor completed a structural analysis of the geology using the holes drilled to date and incorporated the results into the current geological model. Nine parallel shear zones were defined in a 400 meter wide shear zone corridor. The shear zone corridor appears to have been bisected by a major fault trending north-north-east. Gold has been found in several of the shears. Two drill holes were completed to intersect where six SGH gold anomalies were coincident with the shear zones. Of these only one resulted with anomalous gold mineralization.

In 2010, Explor completed a series of four holes for a total of 3,029 meters of diamond drilling. This program focused on intersecting the gold bearing shear zones that are intersected by a major fault structure that is trending in a north north easterly direction and through the Lynx Gold Zone. Diamond Drill Hole #EG-10-24 (787m in length) and #EG-10-25 (743m in length) were drilled north of the Lynx Gold Zone to test the possibility that a gold bearing, crosscutting fault zone (hole # EG-09-23: 2.3 g/t, 2.0 g/t, 1.4 g/t, 4.6 g/t, 3.6 g/t, 2.4 g/t, 1.0 g/t, 1.6 g/t Au) may be the NNE trending extension of the Lynx Gold Zone. The best assay from Hole EG-10-24 was 512 ppb, and from Hole EG-10-25 was 414 ppb. Diamond Drill Hole #EG-10-27 (750m in length) was designed to test the crosscutting fault zone south of the Lynx Gold Zone. Best assay was 153 ppb. Diamond Drill Hole EG-10-26 (749m in length) tested the 400m wide main shear zone about 200m northwest of the Lynx Gold Zone.

The results of the 2010 diamond drill program suggest the following:

1. The cluster of gold assays in Hole EG-10-26 occurs along structural, lithological and alteration that strike northwest of the Lynx Gold Zone. This suggests that the strongest known Au mineralization in the immediate area (including the Lynx Gold Zone) occurs within and is controlled by the northwest trending Eastford Lake Fault Zone.
2. The multiple Au intersections grading up to 4.6 gpt in previously drilled hole EG-09-23 may indicate a separate gold zone parallel to the Lynx Gold Zone, or, it may be controlled by the cross fault.

The discovery of the Lynx Gold Zone in this largely unexplored area represents a major technical success. As a possible new gold camp associated with the regional Destor-Porcupine Fault, it requires further systematic drilling to test and improve the proposed geological model, extend the known gold zones and search for new mineralized zones elsewhere on the property. Explor has incorporated the drill results into the Eastford Lake Model and is evaluating its significance.

CARNEGIE (ONTARIO)

History

From 2007 to 2008, the Corporation entered into five different agreements for the acquisition of 18 claims (86 units) located in the Carnegie and Kidd Townships, Mining Division of Porcupine, in Ontario, forming the Carnegie Property, which covers approximately 1,003 hectares. To acquire these claims, the Corporation paid a total of \$53,000 and issued a total of 750,000 common shares. The vendors have retained a 2% NSR royalty on these claims.

Location

The Carnegie Property is located approximately 1.5 kilometre north of the Kidd Creek mine site and approximately 20 km north of the city of Timmins, Ontario. Excellent access is provided by Highway 655.

Work by Explor

A 2,500 meters drill program consisting of ten holes was completed by Explor in the winter of 2010 on the Carnegie Property. Rhyolite was observed in one of the holes. The drilling that was completed tested max/min as well as IP targets there were found during the 2009 winter/spring geophysical program.

A detailed examination of the core has permitted to observe lithologies, textures, alterations and mineralization in many of the holes that were drilled that indicate a strong potential for the localization of a volcanogenic massive sulfide deposit. This has necessitated a second phase of geochemical sampling to determine alteration indexes and also samples have also been submitted for Cu-Zn (copper-zinc) and gold analysis.

KIDD TOWNSHIP (ONTARIO)

History

From 2007 to 2008, the Corporation entered into six different agreements for the acquisition of 21 claims and one patented claim (105 units) located in the Kidd, Wark, Prosser and Murphy Townships, Mining Division of Porcupine, in Ontario, forming part of the Kidd Township Property. The Corporation paid a total amount of \$62,000

and issued a total of 690,000 common shares to acquire these claims and the vendors have retained a 2% NSR royalty on these claims.

On September 10, 2009, the Corporation entered into an option agreement for the acquisition of a 100 % interest in 2 additional claims (16 units) located in the Kidd Township. To acquire this interest, the Corporation paid \$6,000 and issued 80,000 common shares. The vendor has retained a 2% NSR royalty on these claims.

On March 24, 2010, the Corporation entered into an option agreement for the acquisition of a 100 % interest in 4 additional claims (16 units) located in the Kidd Township. To acquire this interest, the Corporation paid \$20,000 and issued 200,000 common shares. The vendor has retained a 2% NSR royalty on these claims. Also, in the event that a kimberlite pipe is discovered and placed into commercial production, a royalty of \$1.00 per tonne shall be paid to the vendor for every tonne of ore that is mined.

Location

The Kidd Township Property now covers an area of approximately 2,466 hectares which is located 1.5 kilometre south east of the Kidd Creek mine site and approximately 20 km north of the city of Timmins, Ontario. Excellent access is provided by Hwy 655 which passes through the middle of the property.

Work by Explor

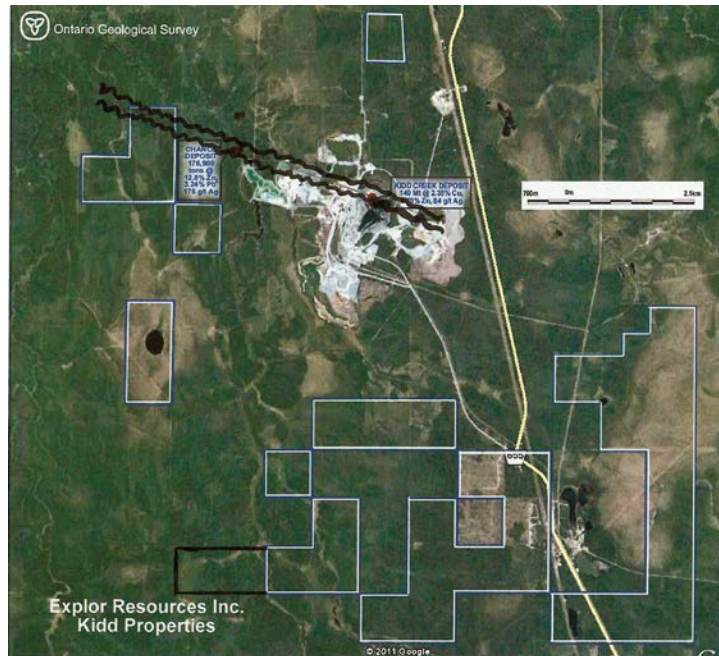
A first phase of a diamond drilling program was completed by Explor in the fall of 2008, consisting of four diamond drill holes to test geophysical targets south of the Kidd Creek Mine, in an area believed to be predominantly a sedimentary environment. Felsic and metasediments were intersected in all those holes. Highlights include a 1.1 meter section of massive to semi-massive pyrite intersected in Hole #3 down hole at 339.0 to 340.1 meters. Anomalous values of Cu, Zn and Pb were intersected in three of the four holes ranging from 100 to 200 ppm Cu, 330 ppm Zn and 780 ppm Pb in Hole #2. Hole #3 intersected 175 ppm Cu and 906 ppm Zn over 1.5 m. Three EM targets remain to be tested by diamond drilling.

Ground geophysics consisting of Max/Min have also been completed. Four targets in the Burrows Benedict fault area south east of the mine have been drilled and the results are currently being evaluated. In the north eastern part of the property, four drill targets have also been drilled. No economic sulphide mineralization was observed.

A series of untested VTEM anomalies have been observed on the claims acquired in spring 2010. These claims are approximately 0.5 km to the west of the Chance deposit (Zn-Pb-Ag) (zinc-lead, silver) and to the west of Kidd Creek deposit. These claims may be on the same synvolcanic collapsed structure as the Kidd Mine and the Chance deposit. Some of the EM targets occur along magnetic boundaries suggestive of a rhyolite/basalt contacts. The Kidd Creek Mine located to the east of the property is known for Cu-Zn-Pb-Ag (copper-zinc-lead-silver) production. The Kidd Creek Mine has produced 130,000,000 tonnes of base metal ore since it started production in 1966. The presence of mafic and felsic rocks with anomalous zinc and copper make this an exploration property of merit.

In February 2011, Explor started a 4,000 meters diamond drill program on the Kidd Township Property, focusing on a 500 hectare portion of ground located approximately two kilometers east of the Kidd Creek open pit. Nine, (9) diamond drill holes were completed for a total of 4,814 meters of diamond drilling on its 100% owned Kidd Township Property.

The analysis of the 2011 drill results, the MEGATEM survey, the VTEM survey and previous historical drill results has confirmed that a major fault structure crosses the Northeastern corner of claim block 4211459. This fault structure and Explor's claims are shown on the attached plan. The claims are outlined in white and black. Both the Kidd Creek and the Chance deposits are located within this fault structure that crossed the Northern part of the claim block. The drill holes completed by Explor did not detect alteration patterns indicating proximity to hydrothermal venting, however Explor did core sulfide rich flow breccias and coarse pyroclastics, which are indicative of a volcanic mound and nearby venting, favourable area for the deposition of massive sulfides.



Geological modelling for the deposition of marine volcanogenic massive sulphides proposes that hydrothermal venting usually occurs along a deeply rooted fault “growth fault”. Hydrothermal venting and sulphide deposition can occur in multiple locations over many kilometres along such faults, resulting in a “string” of massive sulphide deposits (i.e. Noranda and Mattagami mining camps). Assuming that the Kidd Creek and Chance deposits lie along such a growth fault, the projection of this fault crosses the northern portion of claim 4211459 in the area of VTEM anomalies C1 and C2, as well as the isolated MEGATEM anomaly which lies nestled in between.

A review of the existing information on the property has revealed an area in the above referenced growth fault that is 800 meters in length and 300 meters in width that has not yet been drill tested. This area is approximately 1.0 km to the west of the Chance (Zn-Pb-Ag) deposit and lies with the same interpreted growth fault the Kidd and Chance deposit are found. The area appears to be located on the same synvolcanic collapsed structure as the Kidd Mine and the Chance Deposit. The EM targets occur along magnetic boundaries suggestive of a rhyolite/basalt contact.

In January 2013, the Corporation started a 3,000 meter diamond drill program on the property. The drill program tested targets on an area 800 meters in length and 300 meters in width that had not yet been drill tested. The results of the winter 2013 drill program are currently being evaluated.

PROSSER (ONTARIO)

History

In March 2009, the Corporation entered into an agreement to acquire a 100% interest in one patented claim (4 units) situated in the Prosser Township, in the Porcupine Mining Division, District of Cochrane, Province of Ontario. Explor paid \$6,000 and issued 60,000 common shares to acquire this claim. The vendors retained a 2% NSR royalty on this claim.

Location

The Prosser Property is located to the North East of the Kidd Creek mine site. The most obvious topographical feature in the area is the Kidd Creek open pit approximately 12 km to the south east of the property. The property is approximately 20 km north of the city of Timmins, Ontario, with excellent access provided by Hwy 655. The four units are in proximity to the Carnegie Property. This has increased Explor’s land position in the Carnegie area to 1056.8hectares. The property is located in a greenstone belt composed mainly of sequences of meta-volcanic rocks cut by faults and deformation zones.

Work by Explor

A series of untested MEGATEM airborne anomalies have been observed on the property. Explor has conducted a first phase on an exploration program, consisting of mag and VLF. Some structural targets have been identified. Phase II of the exploration program will consist of diamond drilling to identify targets.

PG 101 (ONTARIO)

History

In December 2008, the Corporation entered into an option agreement to acquire a 50% interest in a 101 mineral claims package totalling 1,626 hectares, situated in Holloway and Marriott Townships in the Larder Lake mining division, district of Cochrane, Province of Ontario. To acquire this 50 % interest, the Corporation has paid \$300,000 and issued 1,000,000 common shares over the three-year option period. Explor has the right at any time to increase its interest to 70% by the payment of \$1,000,000. The Optionor has retained a 2% NSR royalty on these claims.

In May 2009, the Corporation entered into an option agreement to acquire a 100 % interest in 25 additional units (2 claims) situated in the Marriott Township. In consideration of this acquisition, the Corporation paid \$30,000 and issued 400,000 common shares over the two-year option period.

In May 2009, the Corporation entered into another option agreement to acquire a 100 % interest in 22 additional units (2 claims) situated in the Holloway Township. In consideration for this acquisition, the Corporation has paid \$10,000 and issued 300,000 common shares. The vendors have retained a 2% NSR royalty on these claims.

Location

The PG 101 Property is adjacent to the eastern boundary of St. Andrew Goldfields' former producing Holt Mine property and only a few kilometers east of their Holloway Mine property.

The PG 101 Property is underlain by the same succession of mafic volcanic flows, breccias, and tuffs that host the known gold deposits of the area. These volcanic rocks are cut by ENE trending faults that splay from the Destor-Porcupine fault zone ("DPFZ"). The DPFZ is a major deformation zone that crosses along the north boundary of the PG 101 claims in Marriott Township. Proximity to the DPFZ, the Kirkland-Lake - Larder-Lake Break and other similar regional faults are characteristic of significant gold deposits of the Eastern Abitibi greenstone belt.

Work by Explor

In 2008-2009, Explor completed a drilling program on the PG101 Property. Hole PG101-09-01 tested a strong IP anomaly in the area of a regional east northeast trending graphitic shear. Hole PG101-09-02 was drilled on the same structure 400 meters to the southwest.

Hole PG101-09-01 returned an intersection of 52.01 g/tonne gold over a core length of three meters (equivalent to 1.843 oz/ton over 9.84 feet) in an altered high iron basalt with quartz-carbonate veining as well as several other intersections presented in the following table. Hole PG101-09-02 did not return any significant assays.

The results from the drilling indicate that the strike-slip structures that are at or near the contact between Iron-Rich and Magnesium-Rich basalts and contain graphitic material have a high potential for gold mineralization. Located along strike to the southwest are several other areas where a cross fault intersects the southwest trending structure. Within the northern area of the property, there are numerous reported strike-slip fault structures that are along strike from the Holt Mine of St. Andrew Goldfields that would constitute an area of interest.

Explor has completed 80 kilometers of line cutting and geophysics (mag and VLF) on the southwestern portion of the property, in hilly and mountainous area where it appears that cross faults intersect the southwest trending geological structure. The Corporation has completed a geophysical program to determine potential drill targets on the PG 101 Property. Some targets have been identified but no work is presently planned.

GOLDEN HARKER (ONTARIO)

History

In December 2010, the Corporation entered into an option agreement pursuant to which it acquired a 100% interest in a 15 mineral claims package located in Harker Township, in the Larder Lake mining division, district of Cochrane, Ontario. Explor paid \$25,000 and issued 400,000 common shares to acquire these claims. The vendors have retained a 2% NSR royalty on these claims.

In February 2012, the Corporation entered into an agreement pursuant to which it acquired a 100% interest in one additional claim (one unit) in the Golden Harker Property. Explor paid \$8,000 to acquire this claim. The vendor has retained a 2% NSR royalty on this claim.

Location

The Golden Harker Property is located south west of the St. Andrew Goldfield's Holt McDermott Mine property and their Holloway Mine property. Several other smaller deposits in the Harker-Holloway gold camp and in the vicinity of the Golden Harker Property include the Buffonta, Mattawasaga and East Zone deposits.

The Golden Harker Property is underlain by the same succession of mafic volcanic flows, breccias, and tuffs that host the known gold deposits of the area. These volcanic rocks are cut by ENE trending faults (including the Ghost Mountain fault) that splay from the Porcupine-Destor-Fault Zone ("PDFZ"). The PDFZ is a major deformation zone that crosses to the north of the claims through Harker Township. Proximity to the PDFZ, the Kirkland-Lake - Larder Lake Break and other similar regional faults are characteristic of significant gold deposits of the Eastern Abitibi greenstone belt.

Work by Explor

A review of historical work report filed with the Ministry of Northern Development and Mines of Ontario indicates that gold has been intersected in diamond drill holes by previous operators of these claims with up to 11.930 g/ton over 0.7 meter having been intersected.

Explor plans to complete the compilation of historic work, geological modeling, and identification of high priority targets. Phase I of the exploration program on this property has been completed. This consisted of line cutting and geophysics. The program has revealed a structure over 1 kilometer in strike length with favorable targets for gold exploration. Phase II will consist of diamond drilling the identified targets. No work is presently planned on this property.

TIMMINS PORCUPINE WEST (ONTARIO)

History

In July 2009, the Corporation entered into an option agreement pursuant to which it could acquire a 100% interest in 106 claims situated in the Bristol and Ogden Townships located in the famous Timmins-Porcupine mining camp within proximity to past and existing producers. Explor paid \$50,000 at signature and issued 1,000,000 common shares and the Corporation had to pay a total of \$60,000 CDN and issue 4,000,000 common shares over a 2 year period for an Option to acquire a 100% interest in the Timmins Porcupine West Gold Property. These conditions have already been fulfilled. These claims are subject to a 3% NSR.

In May 2010, the Corporation entered into an option agreement pursuant to which it acquired a 100% interest in one (1) claim (4 units) situated in the Ogden Township. To acquire a 100% interest in the additional claim in the Timmins Porcupine Property, Explor paid CDN \$5,000 at signature and issued 50,000 common shares. The vendors have retained a 2% NSR in these claims.

In September 2010, the Corporation entered into an option agreement pursuant to which it will acquire a 100% interest in 75 additional units (13 claims) located in the Bristol and Ogden Townships. To acquire a 100% interest in

the additional claims, Explor paid \$100,000 and issued 2,000,000 common shares over a period of two years. These claims are subject to a 2% NSR in favor of a former owner.

In March 2011, the Corporation entered into an option agreement pursuant to which it acquired a 100% interest in 3 patented mining claims located in the Ogden Township in Ontario. To acquire a 100% interest in the additional patented claims in the Timmins Porcupine Township, Explor paid a total of \$20,000 and issued 200,000 common shares over a period of one year. The optionors have retained a 2% NSR in these claims. A geophysical program was completed on part of this property and 3 targets were identified.

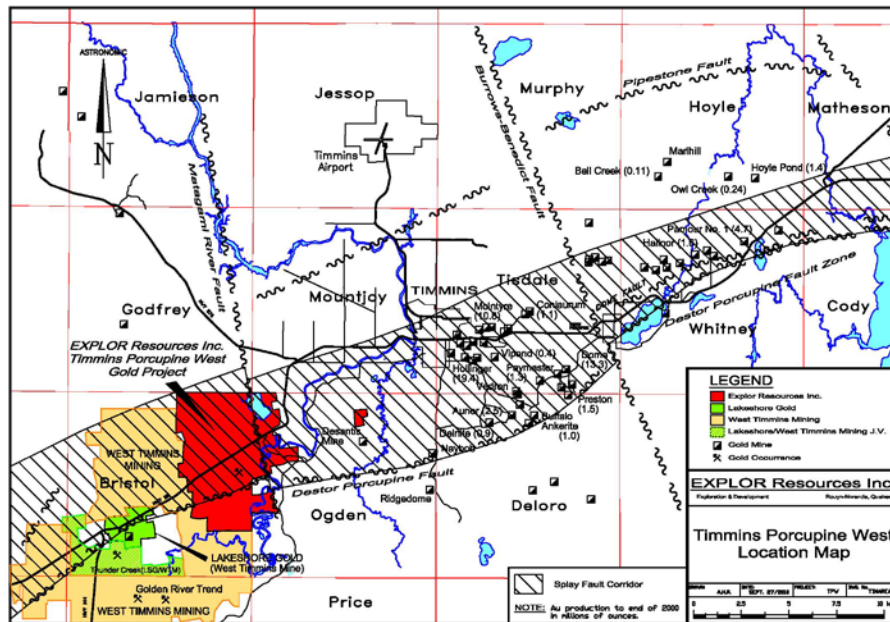
In March 2012, the Corporation entered into a sale agreement pursuant to which it acquired a 100% interest in 3 parcels of mining lands comprising 3 units located in the Bristol Township. To acquire a 100 % interest in the additional units of the Timmins Porcupine Property, Explor paid \$60,000 at signature. The vendor has retained a 2% NSR in these units.

Location

The Timmins Porcupine West Property consists of 185 unpatented mining units and 3 patented mining claims located in the Bristol and Ogden Townships in the Timmins-Porcupine Mining Camp for a total 3,200 hectares as shown on the attached property map. The property is contiguous with West Timmins Mining Inc. (WTM) where WTM intersected 83.40 meters (273.55 feet) grading 12.75 g/t (0.37 oz/t) on their property. (WTM Press Release June 24, 2009) The highway 101 bisects the property and provides access from the city of Timmins located 13 km to the east.

The property has been explored since 1927 by numerous ground geophysical surveys and diamond drilling of up to 111 holes. In 1984, Dome Exploration discovered and delineated a gold mineralized zone that is approximately 350 meters long and 45 meters wide. The zone strikes east northeast and dips to the north at 70 to 80 degrees. Drill programs by Teck Corporation, Cameco Gold and Tom Exploration Inc., have extended the mineralization to 350 meters of depth. The gold mineralization to date appears to be associated with a major porphyry unit.

The most significant deposits in Timmins are spatially associated with porphyry units that are in proximity to the Porcupine Destor Fault. The deposits appear to be also associated with splay faults that trend off to the North of the Porcupine Destor fault inside an interpreted splay fault corridor as shown on the attached plan.



Work by Explor

The existing historical data has been used to create a 3D litho and mineralization model which has generate high quality deep drill targets from the significant shallow gold mineralization inside the splay fault corridor favourable rock package.

The modelling confirms the association of gold mineralization with Quartz feldspar (QFP) and syenite porphyry, found at both the Lakeshore and West Timmins Properties. The modelling has revealed a geo-synclinal structure with a north and south limb with the majority of the drilling to date has been focused on the south limb of the geo-syncline in two mineralized zones. The “A” Zone identified through modelling strikes east northeast and dips to the north at 70 to 80 degrees. The drilling has confirms the association of gold mineralization with Quartz feldspar (QFP) and syenite porphyry, found at both the Lakeshore and West Timmins Properties. Five mineralized zones designated “A” thru “E” have been identified. The larger zones of mineralization display a strong spatial relationship with proximity to syenite intrusive rocks and high Fe-tholeitic volcanic rocks. The model may be viewed on our website: www.explorresources.com.

The most recent drill results on the TPW property are as follows. For earlier drill results, please refer to the annual MD&A:

Hole #	From (m)	To (m)	Interval		Gold	
			(m)	(ft)	(g/tonne)	(oz/ton)
Hole #99			No significant values			
Hole #100	297.0	298.0	1.00	3.28	2.091	0.061
	469.5	471.0	1.50	4.92	1.441	0.042
	534.0	540.0	6.00	19.69	9.072	0.265
Hole #101	242.5	249.0	6.50	21.33	6.896	0.201
	255.5	258.0	2.50	8.20	2.816	0.082
	297.5	298.5	1.00	3.28	4.834	0.141
Hole #102	84.0	85.5	1.50	4.92	1.326	0.039
	317.0	324.5	7.50	24.61	1.119	0.033
Hole #103	300.0	303.0	3.00	9.84	2.110	0.062
Hole #104	163.5	165.0	1.50	3.28	2.335	0.061
	192.0	193.5	1.50	4.92	6.293	0.184
	207.5	211.5	4.00	13.12	1.769	0.052
	220.0	221.5	1.50	4.92	7.244	0.211
	256.5	258.0	1.50	4.92	2.654	0.077
	393.0	394.5	1.50	4.92	1.657	0.048
Hole #105			No significant values			
Hole #106	79.5	81.5	2.00	6.56	5.000	0.146
	126.0	127.5	1.50	4.92	1.093	0.032
	228.0	229.5	1.50	4.92	2.109	0.062
	316.5	321.0	4.50	14.76	5.100	0.149
	375.0	378.0	3.00	9.84	1.228	0.036
	379.5	382.5	3.00	6.56	1.435	0.042
	393.0	394.5	1.50	4.92	2.183	0.064
	403.5	405.0	1.50	4.92	1.222	0.036
Hole #107	98.0	101.5	3.50	11.48	1.168	0.034
	199.5	201.0	1.50	4.92	2.160	0.063
	208.5	210.0	1.50	4.92	1.000	0.029
	226.5	228.0	1.50	4.92	1.384	0.040
	423.0	424.5	1.50	4.92	1.141	0.033
Hole #108	189.0	190.5	1.50	4.92	2.740	0.080
	222.0	223.5	1.50	4.92	1.377	0.040
	315.0	316.5	1.50	4.92	1.740	0.051
	322.5	324.0	1.50	4.92	1.470	0.043

<u>Hole #</u>	<u>From</u>	<u>To</u>	<u>Interval</u>		<u>Gold</u>	
	(m)	(m)	(m)	(ft)	(g/tonne)	(oz/ton)
Hole # 109	327.0	328.5	1.50	4.92	2.090	0.061
	373.5	379.5	6.00	19.68	3.094	0.090
	36.0	37.5	1.50	4.92	12.96	0.378
	54.0	55.5	1.50	4.92	2.710	0.079
	121.5	123.0	1.50	4.92	3.671	0.107
	142.5	144.0	1.50	4.92	2.043	0.060
	160.5	162.0	1.50	4.92	1.225	0.036
	172.5	174.0	1.50	4.92	2.557	0.075
	192.0	193.5	1.50	4.92	1.347	0.039
	327.0	333.0	6.00	19.68	3.645	0.106
Hole #110	358.5	360.0	1.50	4.92	1.974	0.058
	160.5	162.0	1.50	4.92	1.593	0.046
	198.0	204.0	6.00	19.68	1.276	0.037
	372.0	373.5	1.50	4.92	1.454	0.042
	373.5	375.0	1.50	4.92	1.790	0.052
Hole #111	112.5	114.0	1.50	4.92	1.747	0.051
	303.0	309.0	6.00	19.68	1.771	0.052
	439.5	441.0	1.50	4.92	10.050	0.293
Hole #112B	129.0	130.5	1.50	4.92	1.205	0.035
	226.5	228.0	1.50	4.92	5.466	0.159
	570.0	571.5	1.50	4.92	1.138	0.033
Hole #113	140.0	142.5	2.50	8.20	1.484	0.043
	225.0	226.5	1.50	4.92	2.773	0.081
	441.0	442.5	1.50	4.92	1.589	0.046
	451.5	453.0	1.50	4.92	2.091	0.061
Hole #114	321.5	322.5	1.50	4.92	2.820	0.082
Hole #115	90.0	91.5	1.50	4.92	3.630	0.106
	93.0	96.0	3.00	9.84	2.391	0.070
	163.5	166.0	2.50	8.20	3.195	0.093
	196.5	198.0	1.50	4.92	1.230	0.036
	226.5	232.5	6.00	19.68	3.229	0.094
	244.5	246.0	1.50	4.92	1.270	0.037
	400.5	402.0	1.50	4.92	2.420	0.071
	420.0	421.5	1.50	4.92	1.320	0.039
	442.5	444.0	1.50	4.92	1.490	0.043
	Hole #117	117.0	120.0	3.00	9.84	11.168
238.5		241.5	3.00	9.84	2.377	0.069
418.5		421.5	3.00	9.84	8.986	0.262
Hole #118	88.5	90.0	1.50	4.92	4.810	0.140
	241.5	243.0	1.50	4.92	3.017	0.088
Hole #119	483.0	484.5	1.50	4.92	15.980	0.466
	416.1	417.1	1.00	3.28	3.940	0.115

Assays are conducted on NQ sized half core sections. The diamond drill core is logged and sampled following general industry practices whereby logged and sample marked core is sawn in half, with one-half bagged and tagged for shipment to the assay laboratory and the remaining half of the sawn core returned to the core box for storage and future reference. Blanks and assay standards are inserted at regular intervals in each sample batch. Assays are conducted using a standard fire assay technique on a 30 gram sample with a gravimetric finish by Laboratoire Expert Inc., of Rouyn-Noranda, Quebec or Activations Laboratories Ltd., of Timmins Ontario. Routine duplicates are completed by Laboratoire Expert inc. and or Activations Laboratories Ltd. Pulps and rejects are returned and stored in secure containers. Intersections are reported using drilled widths unless specified otherwise, with assay values.

Phase I Drilling (November 2009 – February 2010):

In November 2009, Explor initiated a nine (9) hole, NQ-sized, diamond-drill program totalling 12,065.9 metres that was completed in February 2010. This drilling program is referred to herein as Phase I.

The Phase I program targeted the so-called “A Zone” mineralization, one of five mineralized zones identified on the Property, and located on the south limb of the Porcupine Geosyncline.

The Phase I program helped to substantiate the deposit model and outlined the “A” Zone over 900 m of strike and to a depth of between 400 m and 600 m.

Phase II Drilling (April 2010 – July 2010):

Drilling by Explor in 2010 continued with Phase II diamond-drilling program, consisting of 19 holes (TPW-10-10 to TPW-10-27; including TPW-10-11A) comprising 12,658 m of NQ core. The Phase II drilling program tested the projected down-dip continuation of the “A” Zone to 800 m to 1000 m depths, as well as the other identified mineralized zones on the Property; namely zones “B”, “C”, “D” and “E”.

Phase II drilling helped to further delineate the “A” Zone to 1875 m along strike and to a depth of between 400 m and 1000 m.

Phase III Drilling (October 2010 – August 2011):

In October 2010, a proposed 10,000 metre diamond-drilling program (Phase IIIa) was initiated. It comprised 11,976.5 m of NQ core from 15 holes (TPW-10-28 to TPW-10-36A), including five (5) wedge-holes off of hole TPW-10-30; namely holes TPW-10-30W1, TPW-10-30W2, TPW-10-30W2A, TPW-10-30W3, and TPW-10-30W3A.

In February 2011, it was announced that the drilling program would be expanded a further 20,000 metres based on promising early results. The expanded program (Phase IIIb), which began in May 2011, included an additional 25 holes (TPW-11-37 to TPW-11-55A) and 31 wedge-holes. The expanded program comprised 26,884.8 m.

The Phase III program concluded in August 2011, having completed 38,861.3 m of drilling.

The Phase III drilling program continued to delineate the “A” zone, increasing its defined strike-length to at least 1975 metres. The main mineralization was reported to be concentrated between 550 m and 850 m below surface.

Phase IV Drilling (October 2011 – March 2012):

The Phase IV drilling program on the Property comprises an announced 30,000 metre program was announced in a Press Release dated October 4, 2011 and was designed to continue to expand the extent of the known mineralization of the “A” Zone. The program began in October 2011 with Hole TPW-11-56 to Hole 12-73 and has comprised a total of fifteen (17) holes and 26 wedge holes. The Phase IV program ended in March 2012 with a total of 30,000 metres having been completed.

Phase V Drilling (March 2012-December 2012):

The 2012 drilling program on the Property comprised an announced 30,000 metre program (Press Release of March 27, 2012) designed to continue to expand the extent of the known mineralization of the “A” Zone and to test the North limb of the synclinal. The program began in March 2012 with Hole TPW-12-74 and has comprised a total of 24 holes (TPW-12-74 to TPW-12-98) and 12 wedge holes.

Phase VI Drilling (January 2013 –up to date):

In January 2013, the Corporation announced a 10,000 meter drill program (Press Release of January 10, 2013) designed to test and to expand the known near the surface gold mineralization in order to determine the open pit resource potential of the property. Results are pending.

On August 27, 2013, the Corporation released a new estimate of the mineral resources on the TPW property:

Open Pit Mineral Resources at a 0.30 g/t Au cut-off grade are as follows:

Indicated: 213,000 oz (4,283,000 tonnes at 1.55 g/t Au)
Inferred: 77,000 oz (1,140,000 tonnes at 2.09 g/t Au)

Underground Mineral Resources at a 1.70 g/t Au cut-off grade are as follows:

Indicated: 396,000 oz (4,420,000 tonnes at 2.79 g/t Au)
Inferred: 393,000 oz (5,185,000 tonnes at 2.36 g/t Au)

It should be noted that the drilling to June 30, 2013 has yielded **an increase of 104% in Indicated ounces and 190% increase in Indicated tonnes over the December 2012 resource**. Additional near surface planned drilling is expected to further increase the potential open pit-able resource.

The following tables summarize the sensitivity to the Mineral Resource Estimate in the Indicated and Inferred resource categories at various cut-off grades. Explor reported the open pit resource at a 0.30 g/t Au cut-off grade and the underground resource at a 1.70 g/t Au cut-off grade, as follows:

Open Pit Resource Sensitivity	INDICATED			INFERRED		
	Cut-Off g/t Au	Tonnes	Au g/t	Au oz	Tonnes	Au g/t
0.70	3,737,500	1.69	203,700	1,136,000	2.10	76,700
0.60	3,895,300	1.65	207,000	1,136,200	2.10	76,700
0.50	4,091,700	1.60	210,400	1,139,900	2.09	76,800
0.40	4,220,900	1.56	212,300	1,139,900	2.09	76,800
0.30	4,283,200	1.55	213,000	1,139,900	2.09	76,800
0.25	4,291,800	1.54	213,100	1,140,100	2.09	76,800
0.20	4,305,100	1.54	213,200	1,140,100	2.09	76,800

Underground Resource Sensitivity	INDICATED			INFERRED		
	Cut-Off g/t Au	Tonnes	Au g/t	Au oz	Tonnes	Au g/t
2.00	3,313,900	3.10	329,800	4,193,000	2.48	334,400
1.90	3,792,100	2.95	359,600	4,570,900	2.44	357,900
1.80	4,069,800	2.88	376,200	4,835,800	2.40	373,600
1.70	4,420,200	2.79	395,900	5,185,200	2.36	393,300
1.60	4,709,300	2.72	411,200	5,520,700	2.32	411,100
1.50	5,003,900	2.65	425,900	5,772,000	2.28	423,700

(1) Mineral resources which are not mineral reserves do not have demonstrated economic viability. The estimate of mineral resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues, although the Company is not aware of any such issues.

(2) The quantity and grade of reported Inferred resources in this estimation are uncertain in nature and there has been insufficient exploration to define these Inferred resources as an Indicated or Measured mineral resource and it is uncertain if further exploration will result in upgrading them to an Indicated or Measured mineral resource category.

(3) The mineral resources in this press release were estimated using the Canadian Institute of Mining, Metallurgy and Petroleum (CIM), CIM Standards on Mineral Resources and Reserves, Definitions and Guidelines prepared by the CIM Standing Committee on Reserve Definitions and adopted by CIM Council.

(4) Grade capping from none to 20 g/t was utilized on composites within the mineralized domains. Ordinary Kriging (OK) was utilized for grade interpolation and was based on 1.5m composites within a 5m long x 2.5m wide x 5m high block model.

(5) A bulk density of 2.85 t/m³ was used for all tonnage calculations based on samples taken by the authors of this resource estimate.

(6) A June 30, 2013 two year trailing average gold price of US\$1,638/oz and an exchange rate of US\$1.00S=C\$1.00 was utilized in the Au cut-off grade calculations of 0.30 g/t Au for open pit Mineral Resources and 1.70 g/t for underground Mineral Resources. Underground mining costs were assumed at C\$70/t, with process costs of C\$10/t and G&A of C\$5/t. Open pit mining

costs were \$2.00/tonne for mineralized material and waste rock while overburden mining costs were \$1.50/tonne. Process recovery was assumed at 95%.

It is important to note that the strike length of the gold mineralization is greater than 2,000 meters. The continuity of mineralization continues to be confirmed, and the structure remains open on strike and at depth. Explor has intersected gold mineralization in 113 out of 118 holes drilled to date and 64 out of 65 wedges. Explor has concentrated its efforts on the south limb of the syncline and very little work has been completed on the north limb of the syncline.

The mineral resource estimates were prepared by Eugene Puritch, P.Eng. and Antoine Yassa, P.Geo. of P&E Mining Consultants Inc. ("P&E") of Brampton, Ontario, Independent Qualified Persons ("QP"), as defined by National Instrument 43-101.

A NI 43-101 compliant technical report supporting this mineral resource has been filed on SEDAR on August 29, 2013.

Additional near surface planned drilling is expected to further increase the potential open pit able resource.

EAST BAY (QUEBEC)

History

In 2007, the Corporation entered into two agreements for the acquisition of 33 claims of the East Bay Property, situated in the Duparquet Township, in the Rouyn-Noranda mining camp, Province of Quebec, for a consideration of \$15,360 and the issuance of 51,429 common shares. The vendors have retained respectively a 1% NSR royalty and a 2% NSR royalty on these claims.

In January 2008, the Corporation acquired 20 additional claims located in the Duparquet Township in consideration of a payment of \$12,000 and the issuance of 125,000 common shares. The vendor has retained a 2% NSR royalty on these claims.

In July 2009, the Corporation acquired 38 additional claims situated in the Duparquet Township in consideration of \$20,000.

In October 2010, the Corporation acquired 14 additional claims located in the Duparquet and Hebecourt Townships for a consideration of \$33,500. The vendor has retained a 2% NSR royalty on these claims.

Location

The East Bay Property is located in the western central part of Duparquet Township approximately one kilometer west of the town of Duparquet, Quebec. Excellent access is provided by a paved road that connects Highway 101 from Matheson, Ontario to Rouyn-Noranda, Quebec to the property at approximately two kilometres off the highway. The property covers an area of approximately 3,203.71 hectares along the Porcupine-Destor Fault zone.

Work by Explor

Explor has completed a study and a complete compilation of work executed in the past, followed by line cutting, magnetic survey and VLF to determine the localization of structural targets on the property. After analysing all of this information, in July 2013, the Corporation started an initial 1,500 meters drill program on the property consisting of 4 drill holes. Results are pending.

DESTOR (QUEBEC)

History

In February 2007, Explor entered into an agreement to acquire 10 claims situated in the Destor Township in the Rouyn-Noranda mining camp, Province of Quebec. As a consideration for this property, the Corporation paid \$5,000 and issued 100,000 common shares and committed itself to realized work for \$200,000 prior to December 31, 2009.

The Corporation has been granted an extension by the vendor of the property to incur \$220,000 in exploration expenses prior to December 2010. In December 2010, the Corporation obtained a second extension of one year to complete the exploration work, i.e. until December 31, 2011. To obtain this extension, the Corporation issued 50,000 common shares and 50,000 Common Share purchase warrants, valid for a period of 24 months at a price of \$0.60 per share. The vendors have retained a 2.5% NSR royalty on these claims. Explor has fulfilled its work commitment and now owns a 100% interest in the Destor Property.

Location

The Destor Property is located in the central part of the Destor Township approximately 42 km north of Rouyn-Noranda, Quebec. Excellent access is provided by Highway 393 that crosses the northern part of the property and connects to the town of Duparquet, Quebec. It covers approximately 279 hectares.

Work by Explor

Explor completed a VTEM survey, compilation and analysis of all existing geological information on the property. In January 2011, a 2,500 drill program was completed. Drill Holes EXS-D-11-02, 03 and 05 were directed under or within 100 metres of historic holes which had returned encouraging gold intersections. Drill Hole EXS-D-11-04 was drilled 200 m along the geological projection of an historic drill hole which had returned anomalous gold mineralization. Drill Holes EXS-D-11-01, 06 and 07 were drilled on untested targets.

Drilling was successful in uncovering gold in wide-ranging concentrations from decametre-wide geochemically anomalous zones, to metre-scale intervals of higher grade material.

Though anomalous gold was encountered in all seven drill holes of the program, Drill Holes EXS-D-11-01, 03, 04 and 06 were particularly enriched. In the short term, no work is planned on this property.

SAUVÉ (QUEBEC)

History

In December 2010, the Corporation acquired 30 claims totalling 1,905 hectares, situated in the northwest corner of the Sauvé Township, 6 km east of the old mining town of Joutel, Quebec and some 50 km southwest of the mining town of Matagami, Quebec. The Corporation paid \$25,000 and issued 250,000 common shares over a two-year period to acquire a 100% interest in these claims. The vendors have retained a 2% NSR royalty on these claims.

Location

The property is easily accessible via the paved provincial highway which links these two localities with the town of Amos to the south and then by a network of forestry roads. The property overlies a geological environment which offers potential for gold and base metals. It lies on the eastern fringe of the Joutel mining camp, where both gold and base metals were mined in the 1970s to the 1990s.

Work by Explor

Explor has completed the compilation of historic work, geological modeling, and the identification of high priority targets. Explor has started a two phase exploration program. Phase I will consist of line cutting and confirming geophysics to determine the location of the structural targets. Phase II will consist of diamond drilling the identified target or targets. Phase I consisting of an airborne geophysical program has been completed and is currently being evaluated. Initial observations of the data are very encouraging. Phase II will consist of diamond drilling the identified target or targets.

CHESTER PROPERTY (NEW BRUNSWICK)

History

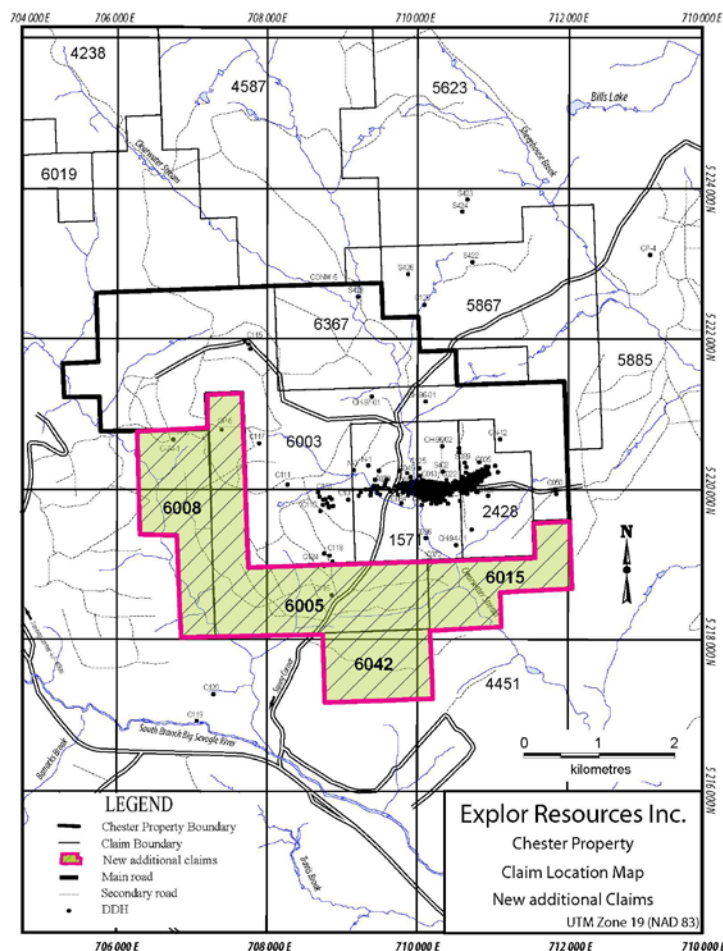
In February 2013, the Corporation entered into an option agreement to acquire a 100% interest in seventy-five (75) contiguous claim units located in the Northumberland County, in New Brunswick, known locally as the Chester

Property. To acquire a 100% interest in this property, the Corporation already paid \$50,000 and issued 6,500,000 common shares. At the second anniversary date of the agreement, the Corporation will pay \$50,000 and at the third anniversary of the agreement, the Corporation will pay \$50,000. The vendor has retained a 1.0% NSR in the property. There is an existing 1% NSR on part of the property in favor of a former owner.

In April 2013, Explor entered into an option agreement to acquire a 100% interest in 39 contiguous mining additional units in the Chester Property. To acquire this 100% interest in the Chester Property, the Corporation paid \$30,000 and Issued 750,000 common shares. The vendors have retained a 2.0% NSR in the additional claims units.

Location

The Chester Property now consists of a total of 114 contiguous mineral Claims units located in the southern edge of the **Bathurst Mining Camp (BMC)**. It is located approximately 50 kilometres WNW of Miramichi City and approximately 70 kilometres SW of the City of Bathurst. The property is easily accessible from Bathurst via Highway 134 to Miramichi and an all-weather paved road to the property. The Chester Property now totalizes 2,508 hectares (6,197.40 acres).



The Chester Property is known to contain a copper deposit and a volcanogenic massive sulphide (VMS) deposit. These are contained within the Clearwater Stream Formation of the Sheephouse Brook Group. Work in the last ten years has determined the age of the Clearwater Formation at 469 +/- 0.3 million years, which is the same time horizon as the Brunswick deposits and other significant deposits in the Bathurst Camp.

Explor is currently conducting phase 1 of a two phase exploration program. Phase 1 will consist of studying and compiling the existing information, followed by soil sampling, prospecting, geological mapping and geophysical

surveys to determine drill targets. Phase 2 will consist of Diamond Drilling the targets and resource estimation. There appears to be numerous untested drill targets as shown on the soil geochemical surveys and previous geophysical survey. These were found to be within the Clearwater Stream Formation. It is anticipated that this new mineralization may be correlated down dip to the southeast and southwest of the known mineralization found in historical holes S-435 and S-436. These two historical diamond drill holes intersected very interesting values. Hole #S-436 intersected 23.16 meters of 1.53% Cu, 1.55% Pb and 0.94% Zn, and Hole #S-435 intersected 20.85 meters of 1.43% Cu.³ The holes are approximately 140 meters apart and about 320 m in depth.

In a NI 43-101 Technical Report “*Technical Report Chester Copper Property New Brunswick Canada*” prepared in March 2008 by Robert C. Sim, P. Geo. and Bruce M. Davis, FAus IMM, the following resource estimate was reported:

179 holes (13,635m) drilled in 2006-2007

Measured & Indicated:

712,000 tonnes @1.94% Cu, 0.09% Zn & 4.9 g/t Ag^{1 234}

Inferred:

920,000 tonnes @1.76% Cu (assayed for Cu only)^{1 23 4}

It should be noted that there exist the potential to double the known resource with additional drilling following the known mineralized structure to the west and northwest.

A preliminary review of the analysis conducted on the drill cores for other base metals has found that the cores had high readings of indium, gallium, gold, silver, cobalt and bismuth. These metals, depending on the price and average grade could significantly impact the economic viability of a mining project on the Chester Property.

- 1 Based on 0.5% Cu cut-off grade according to a NI 43-101 compliant technical report (March 2008).
- 2 Based on a NI 43-101 technical entitled “*Technical Report Chester Copper Property New Brunswick Canada*” prepared in March 2008 by Robert C. Sim, P. Geo., and Bruce M. Davis, FAus IMM and filed on SEDAR.
- 3 Source of this information is from the New Brunswick Ministry of Energy and Mines - Mineral and Petroleum’s mineral occurrence database Reference No. 71. In 1966, Sullivan Mining Group became owner of the property under the name Chester Mines Limited. Details of Holes #S-1 to S-228 are found in Assessment Report 470750 and details of Hole #S-228 to S-438 are found in Assessment Report 470747. The Sullivan Mining Group excavated a 500 meter long exploration decline in the early 1970’s and prepared mining plans. Mining was abandoned due to low metal prices.
- 4 This information is based on a 2008 technical report filed on SEDAR. It is considered as historical resource. A qualified person has not done sufficient work to qualify the historical resource as a current resource.

Work is continuing on Phase 1 and is expected to be completed in the early fall of 2013.

Analysis of the Exploration Expenditures

The Corporation has incurred in the three-month period ended July 31, 2013, exploration and evaluation expenditures totalizing \$941,965 (\$1,984,386 in 2012).

ONTARIO							
	Timmins Porcupine West	Golden Harker	Kidd Twp	PG-101	Eastford Lake	Carnegie	Prosser
	\$	\$	\$	\$	\$	\$	\$
Geology	139,930	-	5,770	-	-	-	-
Drilling	422,574	-	-	-	-	-	-
Analyses	12,995	-	138	-	-	-	-
Line Cutting	10,650	-	-	-	-	-	-
Geophysics	-	-	3,000	-	-	-	-
Leases	23,724	-	-	-	-	-	-
General Exploration Expenses	17,721	499	906	267	267	267	267
Total	627,594	499	9,814	267	267	267	267

	QUEBEC			NEW BRUNSWICK
	East Bay	Sauvé	Destor	Chester
	\$	\$	\$	\$
Geology	34,340	-	-	117,465
Drilling	135,270	-	-	-
Analyses	366	-	-	-
Geophysics	-	-	-	-
Leases	257	-	-	546
General Exploration Expenses	3,297	284	10,940	225
Total	173,530	284	10,940	118,236

Analysis of Acquisitions, Impairments and Renewal of Mining Claims

These amounts represent the costs pertaining to the payments in cash or in shares of the Corporation following options agreements for the acquisition of mining properties during the three-month period ended July 31, 2013.

Properties	Payments in Cash	Payments in Shares
	\$	\$
Chester	25,000	40 000
Timmins Porcupine West		40 000
	25,000	80,000

Royalties on the mining properties are as follows:

PROJECT NAME	ROYALTY	PROJECT NAME	ROYALTY
Sauvé	2%	Prosser	2%
East Bay	1% and 2%	Destor	2.5%
Carnegie	2%	Timmins Porcupine West	3% and 2%
Eastford Lake	2%	PG-101	2%
Chester	1% and 2%	Golden Harker	2%
Kidd Township	2%		

Person responsible of the technical information

The qualified person pursuant to National Instrument 43-101, responsible of the technical information of the Corporation is Mr. Christian Dupont, P.Eng.

FINANCIAL DATA

This discussion and analysis of the condensed interim financial statements should be read with the condensed interim financial statements of July 31, 2013 and with the audited annual financial statements for the year ended April 30, 2013. The condensed interim financial statements for the three-month period ended July 31, 2013 as well as the corresponding period for last year have been prepared in accordance with *International Financial Reporting Standards* ("IFRS"). All monetary values contained in this MD&A are expressed in Canadian currency.

Significant Financial Data

The following table summarizes some financial data presented in the statements of financial position of the Corporation:

YEARS ENDED APRIL 30	2013	2012	2011
	\$	\$	\$
Total Assets	38,819,882	37,615,731	28,062,909
Total Liabilities	2,275,771	3,004,379	2,976,216
Revenue	32,834	21,574	19,083
Net Loss	1,138,226	2,747,498	2,192,627
Net loss per share on a diluted basis	0.01	0.02	0.02

Condensed Interim Statement of Financial Position

As at April 30, 2013, our total assets amounts to \$38,819,882 compared to \$37,615,731 as April 30, 2012. The main difference between these periods is mainly the exploration and evaluation assets as well as the term deposits. Total liabilities are \$2,275,771 (\$3,004,379 in 2012) and are composed of \$104,663 (\$655,776 in 2012) for accounts payable and accrued liabilities, of 104,872 (\$0 in 2012) for its bank overdraft, of \$1,016,899 (\$1,325,332 in 2012) for its income taxes and deferred taxes and of 1,049,337 (\$1,023,271 in 2012) for other liability, representing the commitment of the Corporation following flow-through financings completed. As at April 30, 2013, total equity is \$36,544,111 compared to \$34,611,352 as at April 30, 2012.

As at July 31, 2013, the Corporation has two guaranteed term deposits for an amount of 1,625,000 in two financial institutions bearing interest at a rate between 1.20%, 1.24% and 1.34%.

Summary of Quarterly Results (Non-Audited)

	July 31	April 30	January 31	October 31	July 31	April 30	January 31	October 31
	2013	2013	2013	2012	2012	2012	2012	2011
	\$	\$	\$	\$	\$	\$	\$	\$
Total Assets	39,373,873	38,819,882	38,431,513	36,503,425	37,918,438	37,615,731	34,843,887	35,156,249
Total Liabilities	2,417,672	2,275,771	3,175,667	2,432,025	3,384,643	3,004,379	4,686,254	4,448,053
Interest revenue	1,946	12,608	4,015	13,127	3,084	7,762	9,225	1,497
Net loss and comprehensive loss	207,373	369,060	224,564	464,720	79,882	1,342,650	620,928	414,359
Net loss per share on a diluted basis	0.00	0.00	0.00	0.00	0.00	0.01	0.00	0.00

Statements of the Net Loss and of the Comprehensive Loss for the Period Ended July 31, 2013

Being a mining exploration company, Explor does not generate any regular earnings so in order to survive; the Corporation has to issue capital stock.

Revenues

The recorded revenues are interests received.

Summary of the administrative expenses for the last fourth quarters

	July 31, 2013	April 30, 2013	January 31, 2013	October 31, 2012
Maintenance and repairs	280	330	247	277
Taxes and permits	4,629	772	975	3,538
Rent expenses	7,914	40,295	3,193	3,016
Office expenses	7,039	21,730	15,796	12,038
Directors' insurances	3,188	3,115	3,115	3,115
Compensation paid in relation with good standing of mining claims	36,450	-	-	77,500
Travelling and entertainment expenses	15,917	33,331	82,189	140,655
Registration, listing fees and shareholders' information	19,383	55,905	72,527	22,129
Consultant fees	109,236	227,540	88,383	56,013
Professional fees	37,966	42,387	41,900	69,750
Amortization of property, plant and equipment	2,776	3,980	3,037	3,038
Share-based compensation	14,625	4,075	2,325	2,325
Interests and bank expenses	1,304	3,806	1,687	1,422
Impairment of exploration and evaluation assets	-	795,796	-	-
Part XII.6 Taxes	-	12,666	-	-

- a) During the three-month period ended October 31, 2012, the Corporation has recorded traveling and promotion fees by participating in conventions and different meetings with investors abroad.
- b) During the three-month period ended October 31, 2012, the professional fees are higher because of the accounting of audit fees.
- c) During the three-month period ended April 30, 2013, the Corporation recorded rent expenses for the last three years that have been invoiced by a company controlled by the President of Explor for an accommodation located near the Timmins Porcupine West Property being used by Explor's personnel.

- d) During the three-month period ended April 30, 2013, the consultants fees have increased in comparison with other quarters because management incurred additional fees of approximately \$120,000 with investors' relations firms in order to make the Corporation known to the financial community.
- e) During the three-month ended January 31, 2013, the item registration, listing fees and shareholders' information is higher because of expenses incurred for the annual and special meeting of shareholders.
- f) During the three-month periods ended April 30, 2013, the Corporation has impaired exploration and evaluation assets for the mining properties Moose Brook and Gold Brook, both located in New Brunswick.

The following table summarizes some of financial data presented in the statement of the net loss and comprehensive loss ended for the three-month periods ended July 31:

	<u>2013</u>	<u>2012</u>
Maintenance and repairs	280	1,006
Taxes and permits	4,629	1,698
Rent expenses	7,914	3,263
Office rent	7,039	8,622
Directors' insurances	3,188	3,115
Compensation paid in relation with good standing of mining claims	36,450	24,700
Travelling and entertainment expenses	15,917	78,290
Registration, listing fees and shareholder's information	19,383	12,006
Consultants fees	109,236	61,690
Professional fees	37,966	29,075
Amortization of property, plant and equipment	2,776	3,038
Share-based compensation	14,625	2,325
Interest and bank expenses	1,304	1,681

During the three-month period ended July 31, 2013, the loss before tax of the Corporation is at \$207,373 compared to \$79,882 as at July 31, 2012.

- During the year, the rent expenses have increased of about \$36,000 because the Corporation recorded this expense for the last three years, which has been invoiced by a company controlled by the President of Explor, for an accommodation located near the Timmins Porcupine West property, used by Explor's personnel. An amount of \$36,450 was paid in compensation paid in relation with good standing of mining claims, which represents an increase of \$11,750. The travelling and entertainment expenses decreased by \$62,373.
- Consultant fees have increased by \$47,546. This increase is mainly caused by the hiring of three investors' relations firms in order to make the Corporation known to the financial community so it could increase its visibility with new investors.
- The Corporation has recorded \$4,488 as legal fees while \$24,377 is linked to secretarial fees, translation, receptionist, accounting fees as well as management with the different regulatory authorities.
- The Corporation has recorded an amount of \$14,625 for the granting of 1,100,000 options to investors relation consultants and to a new director. This represents an increase compared to last year.

CASH FLOWS

The cash movements linked to operating activities amounted to \$150,444. An amount of \$449,232 was used as investments activities. The Corporation incurred \$966,965 as exploration expenditures and mining claims.

During the three-month period ended July 31, 2013, the Corporation recorded \$750,000 following a private placement. The related share issuance expenses amounted to \$79,531. As at July 31, 2013, the Corporation has one guaranteed term deposit of \$75,000 that bear interest at a rate of 1.20%, maturing in August 2013. Explor also has other term deposits for a total amount of \$1,550,000 bearing interest at a rate of 1.24% and 1.34%, maturing in January 2014 and in March 2014, redeemable at any time.

These financing activities are directly linked to the sector of activity of Explor and are in accordance with the plans of management.

SOURCE OF FINANCING

In December 2012, the Corporation closed three private placements, out of which \$15,000 is in common shares, that will be assigned to its working capital and to exploration and evaluation work and \$2,360,000 is in flow-through shares that will be assigned to exploration and evaluation work on the mining properties located in Quebec and in Ontario and Explor will have until December 31, 2013 to fulfill its commitments.

In February 2013, the Corporation has closed a private placement representing \$1,600,000 in common shares that will be assigned to exploration and evaluation work as well as its working capital.

In June 2013, the Corporation closed a private placement representing \$750,000 in flow-through shares that will be assigned to exploration and evaluation work and Explor will have until December 31, 2014 to fulfill its obligations.

Since some of its financings completed are composed of flow-through units, the Corporation is obligated to allocate the expenditures as exploration and evaluation expenses. Furthermore, the Corporation realizes common shares financings to pay for its current expenditures. Management is aware that it will have to continue its efforts in order to realize others financings to pursue its projects. Exploration and development of the properties of the Corporation might need in the future more financial resources. In the past, the Corporation has been able to finance itself by private placements and public placements. However, there is no guarantee that it will be able to do it in the future.

OBLIGATION AND CONTRACTUAL COMMITMENTS

Pursuant to flow-through shares agreements, as at the date of the MD&A, the Corporation has to incur an amount of \$2,885,772 at the latest on December 31, 2013 and \$750,000 at the latest on December 31, 2014. There is currently a risk that the Corporation will be unable to raise financings even if Management believes it will be able to do the necessary financing to realize its future commitments.

In February 2013, the Corporation entered into an option agreement to acquire the Chester Property. To acquire a 100% interest in 75 contiguous claims units situated in the Northumberland County, in the Province of New Brunswick, the Corporation already paid \$50,000 and issued 3,500,000 common shares. At the second anniversary date of the agreement, the Corporation will pay \$50,000 and at the third anniversary of the agreement, the Corporation will pay \$50,000 and issue 3,000,000 common shares. The vendor has retained a 1% NSR royalty on the property and there is an existing 1% NSR royalty on some of the claims in favor of a former owner.

In February 2013, the Corporation hired the Investor Relations firm of Switzerland, Star Capital GmbH as Explor's European investor relations advisor for a period of one year. Star Capital will be paid a monthly fee of 3,000 € plus allowable disbursement. Additionally, Star Capital will receive stock options in the amount of 500,000 common shares at a price of \$0.15 valid for a period of twelve months.

In May 2013, the Corporation entered into a representation with the lawyer firm Burns Figa & Will P.C. of Colorado in order that this firm act as Principal American Liaison (PAL) to assist Explor with the American Exchange OTCQX. The Corporation will pay an annual amount of US \$5,000 so Burns Figa & Will will act as PAL for Explor. The annual fees to stay on the OTCQX are of \$15,000 per year.

In May 2013, the Corporation entered into an Investor Relations Agreement with Envoy Strategic Partners to provide Explor with Canadian investor relations, marketing and consultant services for the Canadian market for Explor for a period of six months. Envoy Strategic Partners will be paid a monthly fee of \$2,900 plus allowable disbursements. Additionally, Envoy Strategic Partners will receive incentive stock options in the amount of 100,000 common shares at an exercise price of \$0.15 per common share, valid for a period of six months.

In June 2013, the Corporation has entered into Memorandum of Understanding ("MOU") with the first nations Flying Post and Mattagami (the "First Nations") pertaining to the exploration of the Timmins Porcupine West Property. This agreement was required in order to comply with the new laws in Ontario concerning the exploration of lands in which the First Nations have ancestral rights. In connection with this agreement, the Corporation has

issued a total of 1,000,000 to the First Nations. The Corporation will pay 2% of the all direct costs of exploration incurred on the Timmins Porcupine West Property after the signature date of the agreement with the First Nations. Finally, the Corporation paid an amount of \$2,000 to the First Nations as negotiation fees.

In July 2013, the Corporation renewed its one year agreement with Stratostar Marketing Group LLC. The firm provides investor relations & marketing services to the Corporation and receives a remuneration of \$6,000 US per month. In connection with this agreement, at the signature date, the Corporation granted 500,000 share purchase options to Stratostar, each option allowing the holder to purchase one share at an exercise price of \$0.10 per share for a period of one year.

RELATED PARTY TRANSACTIONS AND COMMERCIAL GOALS

Company controlled by the President of Explor Resources Inc.

During the three-month period ended July 31, 2013, the Corporation incurred administrative consultant fees amounting to \$24,600 (\$40,250 in 2012), general administrative expenses amounting to \$10,059 (\$4,766 in 2012), exploration expenses amounting to \$107,926 (\$78,672 in 2012) with a company controlled by the President of Explor Resources Inc. The balance to be paid to this related company is \$38,743.

Also, during the three-month period ended July 31, 2013, the Corporation incurred general administrative of an amount of \$477 (\$0 in 2012) with the President of Explor Resources Inc. As at July 31, the balance to this related company is \$512.

Company controlled by a director of Explor Resources Inc.

The Corporation has incurred exploration and evaluation expenses amounting to \$13,500 (\$0 in 2012) with a company controlled by a director of Explor Resources Inc.

During the three-month period ended July 31, 2013, the Corporation recorded a share-based compensation of an amount of \$12,500 for a new member of the Board of directors (\$0 in 2012).

These transactions are concluded in the normal course of business and are measured at the amount of consideration established and agreed by the parties.

Long-Term Debt

The Corporation has no long-term debt.

FINANCIAL RISK, MANAGEMENT OBJECTIVES AND POLICIES

The Corporation's activities are exposed to financial risks: market risk, credit risk and liquidity risk.

Market Risks

Fair Value

Fair value estimates are made at the statement of financial position date, based on relevant market information and other information about the financial instruments. Fair value of cash and cash equivalents, cash in trust, other receivable, of cash and term deposits reserved for exploration and evaluation, due to a related company as well as accounts payable and accrued liabilities approximate carrying value due to their short-term.

Fair Value Hierarchy

Cash and cash equivalents, cash in trust and cash and term deposits reserved for exploration and evaluation are measured at fair value and they are categorized in level 2. This valuation is based on valuation techniques based on inputs other than quote prices in active markets that are either directly or indirectly observable.

Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument fluctuates due to changes in market interest rates. Except for term deposits, the Corporation's financial instruments do not bear interest. Since term deposits bear interest at fixed rates (1.2%, 1.24% and 1.34%), the risk of loss from market fluctuations in the

interest rate is therefore minimal. However, fixed interest rates expose the Corporation to the risk of variation in fair value due interest rates changes.

Currency Risk

During the three-month period ended July 31, 2013, the Corporation made transactions in US dollars and euros. Consequently, certain assets, liabilities and expenses are exposed to foreign exchange fluctuation. As at July 31, 2013, the Corporation has no amount in the statement of financial position arising from transactions in foreign currency. The Corporation believes that a 5% change in exchange rates is reasonably possible.

Credit Risk

Credit risk is the risk that a party to a financial instrument fails to discharge an obligation and causes the other party to incur a financial loss. Financial instruments which potentially expose the Corporation to credit risk mainly consist of cash and cash equivalents, cash in trust, cash and term deposits reserved for exploration and evaluation and other receivable. The credit risk on cash and cash equivalents and term deposits reserved for exploration and evaluation is limited because the counterparties are banks with high credit ratings assigned by international credit-rating agencies. Therefore, the Corporation does not expect any treasury counterparties to fail in respecting their obligations. The Corporation is subject to concentration of credit risk since a term deposit of approximately 97% of the total of term deposits is held by a single Canadian financial institution. Credit risk on cash in trust is low. The carrying value of cash and cash equivalents, cash in trust and cash and term deposits reserved for exploration and evaluation represents the Corporation's maximum exposure to credit risk and there has been no significant change in credit risk since previous year.

Liquidity Risk

Liquidity risk is the risk that the Corporation will not be able to meet the obligations associated with its financial liabilities. Liquidity risk management serves to maintain a sufficient amount of cash and to ensure that the Corporation has sufficient financing sources. The Corporation establishes budgets to ensure it has the necessary funds to fulfill its obligations. As at July 31, 2013, the Corporation's working capital is amounting to approximately \$130,000. As at July 31, 2013, its statutory commitments in relation with flow-through financings are amounting to \$4,148,019. In order to continue its operation, the Corporation will have to find additional fund and despite the fact it has been successful in the past, there is no guarantee for the future. Actually, there remains a risk that the Corporation will be unable to find cash even if the management believes that it will find the necessary cash to meet its future commitments.

RISK FACTORS

Exploration Risks

Exploration and mining involve a high degree of risk. Few exploration properties end up going into production. Other risks related to exploration and mining activities include unusual or unforeseen formations, fire, power failures, labor disputes, flooding, explosions, cave-ins, landslides and shortages of adequate or appropriate manpower, machinery or equipment. The development of a resource property is subject to many factors, including the cost of mining, variations in the quality of the material mined, fluctuations in the commodity and currency markets, the cost of processing equipment, and others, such as aboriginal claims, government regulations including regulations regarding royalties, authorized production, import and export of natural resources and environmental protection. Depending on the price of the natural resources produced, the Corporation may decide not to undertake or continue commercial production. There can be no assurance that the expenses incurred by the Corporation to explore its properties will result in the discovery of a commercial quantity of ore. Most exploration projects do not result in the discovery of commercially viable mineral deposits.

Environmental and Other Regulations

Current and future environmental laws, regulations and measures could entail unforeseeable additional costs, capital expenditures, restrictions or delays in the Corporation's activities. Environmental regulations and standards are subject to constant revision and could be substantially tightened, which could have a serious impact on the Corporation and its ability to develop its properties economically. Before it commences mining a property, the Corporation must obtain environmental permits and the approval of the regulatory authorities. There is no assurance that these permits and approvals will be obtained, or that they will be obtained in a timely manner. The cost of complying with government regulations may also impact the viability of an operation or altogether prevent the economic development of a property.

Financing and Development

Development of the Corporation's properties therefore depends on its ability to raise the additional funds required. There can be no assurance that the Corporation will succeed in obtaining the funding required. The Corporation also has limited experience in developing resource properties, and its ability to do so depends on the use of appropriately skilled personnel or signature of agreements with other large resource companies that can provide the required expertise.

Commodity Prices

The factors that influence the market value of gold and any other mineral discovered are outside the Corporation's control. Resource prices can fluctuate widely, and have done so in recent years. The impact of these factors cannot be accurately predicted.

Risks Not Covered by Insurance

The Corporation may become subject to claims arising from cave-ins, pollution or other risks against which it cannot insure itself or chooses not to insure itself due to the high cost of premiums or other reasons. Payment of such claims would decrease and could eliminate the funds available for exploration and mining activities.

Tax

No assurance can be given that Canada Revenue Agency or that the Quebec Ministry of Revenue will agree with the Corporation's characterization of expenditures as Canadian exploration expenses.

Dependence on Key Personnel

The development of the Corporation is and will continue to be dependent on its ability to attract and retain highly qualified management and mining personnel. The Corporation faces competition for personnel from other mining companies.

Conflict of Interest

Certain directors of the Corporation are also directors, officers or shareholders of other companies that are similarly engaged in the business of acquiring, developing and mining of natural resources properties. Such associations may give rise to conflicts of interests from time to time. The directors of the Corporation are required by law to act honestly and in good faith of view of the best interests of the Corporation and to disclose any interest, which they may have on any project or opportunity of the Corporation. If a conflict arises at the meeting of the board of directors, any director in conflict will disclose his interest and abstain from voting on such matter.

Disclosure Controls and Procedures

The Corporation's President and the Chief Financial Officer are responsible for establishing and maintaining the Corporation's disclosure controls and procedures in accordance with the Multilateral Instrument 52-109 of the Canadian Securities Administrator. These controls and procedures have been evaluated as at July 31, 2013 and have been determined to be effective.

Internal Controls over Financial Reporting

The Corporation's President and the Chief Financial Officer are responsible for establishing and maintaining the Corporation's disclosure controls and procedures in accordance with the Multilateral Instrument 52-109 of the Canadian Securities Administrator. These controls and procedures have been evaluated as at July 31, 2013 and have been determined to be effective.

ADDITIONAL INFORMATION FOR EMERGING ISSUERS WITHOUT SIGNIFICANT INCOME

The Corporation provides information on deferred exploration and evaluation expenses found in note 7 of its unaudited interim condensed financial statements for the three-month period ended July 31, 2013.

INFORMATION ON OUTSTANDING SHARES

As at July 31, 2013, the capital stock of Explor is composed of 199,832,468 common shares issued and outstanding and as the date of this MD&A, it is composed of 204,832,468 common shares issued and outstanding.

Options

The Corporation has a stock option plan intended for its officers, consultants and directors. As at September 27, 2013, the stock options are as follows:

<u>Number</u>	<u>Exercise price</u>	<u>Expiration</u>
100,000	\$0.15	11-15-2013
500,000	\$0.15	02-16-2014
2,100,000	\$0.20	03-19-2014
100,000	\$0.30	05-13-2014
500,000	\$0.10	07-08-2014
2,650,000	\$0.92	01-28-2015
1,700,000	\$0.50	12-24-2015
1,550,000	\$0.30	12-20-2016
500,000	\$0.10	07-02-2018
<u>9,000,000</u>	<u>\$0.10</u>	<u>08-16-2018</u>
18,700,000		

Share Purchase Warrants

As at September 27, 2013, the Corporation's outstanding purchase warrants are as follows:

<u>Number</u>	<u>Exercise price</u>	<u>Expiration</u>
1,503,333	\$0.50	10-05-2013
4,786,000	\$0.70	12-20-2013
7,625,000	\$0.60	12-22-2013
675,000	\$0.70	12-23-2013
150,000	\$0.70	12-30-2013
300,000	\$0.70	12-31-2013
336,905	\$0.19	12-31-2013
7,500,000	\$0.10	06-13-2014
3,333,333	\$0.23	12-17-2014
4,250,000	\$0.23	12-20-2014
<u>12,000,000</u>	<u>\$0.15</u>	<u>02-19-2016</u>
42,459,571		

Warrants issued to Brokers

As at September 27, 2013, the Corporation's outstanding options issued to brokers are as follows:

<u>Number</u>	<u>Exercise price</u>	<u>Expiration</u>
71,667	\$0.30	10-05-2013
600,000	\$0.10	06-13-2014
722,500	\$0.15	12-20-2014
<u>800,000</u>	<u>\$0.10</u>	<u>02-19-2016</u>
2,194,167		

STRATEGY AND PERSPECTIVE

The Corporation main focus is on finding high quality exploration properties in the Abitibi Greenstone Belt. It is one of the largest greenstone belts in the world and it has produced over 180,000,000 ounces of gold and more than 450,000,000 tons of Cu-Zn ore. We believe that they are still several “elephants” to be discovered in the Abitibi Greenstone Belt.

Recently, the Corporation has acquired a copper VMS property located in the Bathurst mining camp in New Brunswick that shows a lot of potential. Although our portfolio of exploration properties is impressive, we considered this acquisition as a good opportunity for Explor to add a project in an advanced exploration stage to its portfolio. The ramp on the property is an important element that might accelerate the development of this VMS and copper property.

But in the short term, the Corporation is focusing most of its exploration efforts to the Timmins Porcupine West Gold Project. The continued success of Lake Shore Gold Corp. in the West Timmins Mining Camp and the intersection by West Timmins Mining Inc. (WTM) of **12.75 g/tonne over an interval of 83.40 meters (0.37 oz/ton over an interval of 273.55 feet)** on their property in 2009, (WTM Press Release June 24, 2009) has prompted Explor to acquire the Timmins Porcupine West Property (“TPW”) in July 2009. Over the years, we added other claims to this Property. The TPW Property has a total surface area of 3200 hectares contiguous with Lakeshore’s West Timmins Mining property. Another neighbour located to the west of TPW, Metals Creeks Resources (“MEK”) has recently reported an intersection of 210.19 g/t Au over 12.53 m, which is very encouraging. (MEK Press Release of May 22, 2013). Explor has completed a 3D model on the property and very interesting deep targets have been defined.

The Corporation has completed some 119 holes to date, including 65 wedges off of the main pilot holes. Explor has drilled some of the deep targets revealed in the 3D modelling. The testing started in the fall of 2009 and continues to date. Since the acquisition of the property in late July 2009, the Corporation has confirmed the structural model and completed an initial NI 43-101 technical report on the property and two updates of the mineral resources. A new update of the mineral resource was released on August 27, 2013 and a technical report supporting this new estimate was filed on SEDAR on August 29, 2013. The new estimate consists of:

Open Pit Mineral Resources at a 0.30 g/t Au cut-off grade are as follows:

Indicated:	213,000 oz (4,283,000 tonnes at 1.55 g/t Au)
Inferred:	77,000 oz (1,140,000 tonnes at 2.09 g/t Au)

Underground Mineral Resources at a 1.70 g/t Au cut-off grade are as follows:

Indicated:	396,000 oz (4,420,000 tonnes at 2.79 g/t Au)
Inferred:	393,000 oz (5,185,000 tonnes at 2.36 g/t Au)

It should be noted that the Open pit Indicated resource increase from 74,000 oz to 213,000 oz and the Indicated underground mineral resource increased from 224,000 oz to 396,000 oz. The conversion of Inferred to Indicated oz is important in bringing the Corporation closer to being able to complete a PEA on the property. The Corporation is looking at several scenarios to accelerate the exploration of the TPW Property. The current market downturn has made it more difficult to find financing opportunities but Explor believes in the value of the TPW Project and remains committed to its exploration and eventual development. A new open pit mineable resource has been defined in addition to the underground resource on the latest update of the mineral resources as stated in Press Release dated April 16, 2013 and August 27, 2013. This is good news for the Corporation since it firms up and converts a significant portion of the Inferred to Indicated oz. The mineralized structure has over 2000 meters of strike length and is open on both end and at depth with potential to significantly increase the resource by additional diamond drilling. Additional drilling and consequently resource increase could conceivably accelerate the development of the TPW property.

To be able to finance the development of the TPW property, the Corporation has announced on September 17, 2013 its intention to proceed with a rights offering. The right offering is to provide long term shareholders with an

opportunity to increase or keep their position in Explor and for the Corporation to raise sufficient funds to continue developing the TPW property.

The Corporation also announced on September 17, 2013, its intention to proceed with a consolidation of its shares on a basis of 5 existing common shares for one new share. Although the Corporation is seeking the approval of its shareholders for this consolidation, it may not be implemented if the Corporation is successful in raising sufficient funds with its rights offering. If, the shareholders approve the share consolidation at the Annual and Special Meeting of Shareholders to be held on October 22, 2013, the Corporation may change its name to Explor Gold Resources Inc. or any other name determine by the Board of Directors. All these steps are taken in order to prepare the Corporation to be at the forefront when the markets turnaround occurs. The Board believe that these steps are in the best interests of the Corporation.

The Corporation is also very happy to have signed a Memorandum of Understanding (“MOU”) with the Flying Post First Nation and the Mattagami First Nation. This preliminary agreement is the first step in establishing a working relationship with the First Nations that have ancestral rights in the land where the Timmins Porcupine West Property is located.

The MOU will serve as a framework to govern the relationship between Explor and the First Nations in accordance with their intention of further building a relationship characterized by cooperation and mutual respect, in connection with the development of the Timmins Porcupine West Property. This represents an important milestone in moving the project forward and we welcome our new partners.

The MOU sets out the areas in which Explor and the First Nations have agreed to work together notably on mutual key interests such as environmental protection, employment, business opportunities, education and training for the First Nations communities.

The Corporation continues to engage Stratastar Marketing Group LLC (“Stratastar”) of Centennial, Colorado, an independent Investor Relations and Marketing firm, to provide investor relations counsel to the Corporation in the Canadian and American marketplace. In an effort to reach the European Market, Explor has hired Capital Star GmbH (“Capital Star”) as European Investor Relations firm to provide investor relations counsel to the Corporation for the European market and Envoy Strategic Partners to reach the Canadian Market.

In March 2013, the Corporation acquired the Chester Property, located in New Brunswick. This copper and VMS Property is a great asset for Explor. The Corporation will work on a plan to increase the existing resource to the point that a PEA is warranted.

In July 2013, the Corporation started a 1,500 drill program on the East Bay Property located in the Duparquet Township. Explor owns 3,203.73 ha of land in this section of the Porcupine-Destor Fault Zone. The drill program is comprised of four holes. The stringers and geology (porphyry) bear a similarity to the Timmins Porcupine West Project in Timmins. Results are pending.

In July 2013, the Corporation added a European representation to the Board. Jonathan Challis joined the Board of directors of Explor. Mr. Challis is a mining engineer with over 30 years of experience in the operation, management, financing and analysis of mining projects around the world. Mr. Challis started his professional life as a mining Engineer with Gold Fields of South Africa Limited in 1974 before returning to Europe where he worked as a mining analyst and project financier for several European Institutions. He subsequently joined McLeod Young Weir in London in 1987 as a mining analyst prior to relocating to Toronto in 1990. In 1994, he joined CM Oliver in Toronto as a Director and Senior Mining Analyst, prior to moving back to London where he was instrumental in establishing a European presence for that company. In 1997, he joined Ivanhoe Capital Corporation and was involved in several Canadian resources companies in the roles of CEO, President and director. Mr. Challis is currently a Director and CEO of SEAM Ltd., a private UK based mineral exploration company active in Eastern Africa. Mr. Challis is currently a Director of South East African Mining Ltd., Rye Patch Gold Corp, West African Iron Ore, Quartet Mining Ltd. and Goldfield Empires Ltd. Previously, he was a Director of Peregrine Diamonds Ltd.; Peregrine Metals Ltd. and Sunward Resources Ltd. With his vast experience and skills, Mr. Challis is a great addition to the Board of Explor and will surely help the Corporation move forward.

The Corporation continues to evaluate and study properties in the Abitibi Greenstone Belt as they become available in order to determine if they have the potential to increase shareholder value. In the coming months, the Corporation will continue to focus our efforts on the exploration programs that we have in place.

ADDITIONAL INFORMATION AND ONGOING DISCLOSURE

This interim MD&A was prepared as of September 27, 2013. The Corporation regularly discloses additional information by means of press releases and interim financial statements and MD&A on SEDAR's website (www.sedar.com) or on the Corporation's web site (www.explorresources.com).

CERTIFICATE

This MD&A was approved by the board of directors.

(s) Christian Dupont _____

Christian Dupont

September 27, 2013