TripleDragon Resources Inc.

Management Discussion & Analysis for the Three Months ended June 30, 2011

The following discussion and analysis of the financial position and results of operations for TRIPLE DRAGON RESOURCES INC. (the "Company" or the "Corporation" or "TDN") should be read in conjunction with the condensed interim financial statements for the ***three months ended June 30, 2011 and 2010*** *which are prepared in Canadian dollars and using accounting policies consistent with International Financial Reporting Standards ("IFRS") and in accordance with International Accounting Standard 34 ("IAS 34"). Previously, the Company prepared its Interim and Annual Financial Statements in accordance with Canadian Generally Accepted Accounting Principles ("GAAP"). The condensed interim financial statements and notes thereto and the following discussion and analysis for the three months ended June 30, 2011 have not been reviewed by the Company's Auditor.*

The effective date of this report is October 4, 2011.

<u>Forward looking Statements</u>

This Management Discussion & Analysis may contain forward-looking information and is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ from those projected in the forward-looking statements.

Readers can identify many of these statements by looking for words such as "believes", "expects", "will", "intends", "projects", "anticipates", "estimates", "continues" or similar words or the negative thereof.

Forward-looking information is based on the opinions and estimates of management and its consultants at the date the information is given. It is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking information. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices for metals, the conclusions of detailed feasibility and technical analyses, lower than expected grades and quantities of resources, mining rates and recovery rates and the lack of availability of necessary capital, which may not be available to the Company on terms acceptable to it or at all.

Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements. There can be no assurance that the plan, intentions or expectations upon which these forward looking statements are based will occur. Forward looking statements are subject to risks, uncertainties and assumptions. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements should not be in any way construed as guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements.

Readers are cautioned not to put undue reliance on forward looking statements. The Company does not undertake to update any forward-looking statements that are contained herein, except in accordance with applicable securities laws.

Nature of Business and Overall Performance

Triple Dragon Resources Inc. (the “Company” or the “Corporation” or “TDN”) is an exploration stage company engaged in the acquisition, exploration and development of mineral properties. The Company’s primary focus is on its exploration activities with respect to its Murray Property, which is located in the Northwest Territories, Canada.

The Company is a reporting issuer in British Columbia, Alberta and Ontario and is listed on the CNSX under the symbol “TDN”.

Mineral Properties and Deferred Exploration Expenditures

Murray Property: The Murray Property consists of one mineral claim encompassing approximately 2,479.2 acres (1,003 ha) directly southeast of Murray Lake, within the south-central part of Northwest Territories. The Murray Property is about 80 km northeast of Yellowknife, NWT, and is accessible during summer months by fixed wing aircraft and in the winter by ski-equipped aircraft or snowmobile.

The Murray Property is subject to a mineral property acquisition agreement dated April 17, 2008 between the Company and Zimtu Capital Corp. (“Zimtu”) whereby the Company acquired the property for $15,509. The property was subject to a 1% NSR and a 1% GORR on diamond production which was relinquished on May 7, 2009. The Technical Report on the Murray Property, prepared for the Company by Jocelyn Klarenbach, P. Geol. and dated November 28, 2008, as revised February 9, 2009, was prepared for the Company and has been posted on the Company’s website and has been filed on SEDAR.

May Property: The Company entered into an agreement to purchase a 100% interest in one mineral claim in the Northwest Territories, known as the May Property. Pursuant to a Mineral Property Acquisition Agreement entered into on May 14, 2009, the Company is required to pay to the Vendor the following:

- $5,500 cash within 5 days of signing the agreement (paid);
- On the first anniversary of the agreement, issue the Vendor $10,000 of common shares (86,956 shares issued at $0.115);
- On the second anniversary of the agreement, issue the Vendor $15,000 of common shares (100,000 issued at $0.15); and
- A 2% Net Smelter Return royalty on the Property in favour of the vendor.

Burnt Island Property: The Company entered into an agreement to purchase a 100% interest in two mineral claims in the Gordon Lake area of the Northwest Territories, known as the Burnt Island Property. Pursuant to a Mineral Property Acquisition Agreement entered into on August 11, 2009, the Company is required to pay to the Vendor the following:

- $10,000 cash within 5 days of signing the agreement (paid);
- $10,000, in either cash or shares, for every year that the Company holds the option ($10,000 paid); and
- A 3% Net Smelter Return royalty on the Property.

Subsequent to the acquisition of the Burnt Island Property, one of the mineral claims comprising the property was converted into a mining lease.

Staircase Claims: On November 9, 2009, the Company acquired a 100% interest in 83 mineral claims located north of Prince George, B.C., comprising approximately 36,600 hectares. Of the claims, 31 were renewed in July 2010 and remain in good standing and 52 claims were allowed to lapse.

Exploration

Most recently there were two prospecting programs completed on the Staircase Claims, one in November, 2009 and the other in June, 2010. The work done on the claims was grass roots prospecting and included soil, stream and rock sampling, with a total of 26 soil, stream and rock samples taken. The purpose of the program was to assess the claims and identify lithologies and anomalous zones with areas of interest being areas of elevated magnetic susceptibility.

In October, 2010, a survey was completed on the mineral claim comprising the Burnt Island Property. The survey was conducted by Sub-Arctic Surveys Ltd. and an Application for Lease and the Notice of Survey was filed with the Mining Recorders Office in the Northwest Territories. A copy of the Survey Report was also submitted to the Surveyor General Branch for review.

Disposition of Mineral Properties

CAM Property: The CAM Property consists of two mineral claims covering approximately 2,425 acres (981 hectares), located 80 km northeast of Yellowknife and just 6 km east-southeast of the Murray Property. The CAM Property was acquired by staking.

The CAM Property includes the past producing Camlaren Gold Mine, as well as other gold showings. Gold production commenced at the Camlaren Mine in 1963 when more than 11,000 tons of ore was trucked to the Discovery Mine, located 40 km to the northwest, and approximately 15,000 ounces of gold was produced. Noranda Mines Ltd. contracted the Mining Corporation of Canada Limited to erect a temporary milling plant on the property in 1980. The Camlaren Mine was developed to a depth of 1,000 feet (300 metres) and approximately 20,000 ounces of gold was produced from 1980 to 1981. During its two operational periods, the Camlaren Mine reportedly produced over 35,000 ounces of gold at an average grade of 0.57 oz/ton gold (19.54 g/t) and over 5,000 ounces of silver at an unreported grade.

Pursuant to a Purchase and Sale Agreement dated April 27, 2010, the Company sold the CAM Property to Lakeland Resources Inc. ("Lakeland") (formerly Cats Eye Capital Corp.), in consideration for 3,000,000 Lakeland common shares issued at a deemed price of $0.10 per share. Lakeland is a junior mineral exploration company listed on the TSX Venture Exchange ("TSX-V"). The 3,000,000 common shares were issued on August 19, 2010, and are subject to an escrow agreement. 10% of the shares were released from escrow on August 19, 2010, and tranches of 15% are to be released every six months thereafter (February 19/August 19). There are currently 1,350,000 shares remaining in escrow.

Results of Operations

General and Administrative

Three Months Ended June 30, 2011 and 2010

The Company incurred a net income of $108,425 for the three months ended June 30, 2011, compared to a net loss of $40,488 for the comparative three months ending June 30, 2010. The significant differences from the prior year include:

- A decrease in administration fees to $15,000 (2010 - $37,500) as the monthly fees were reduced effective May 2010, and

- An increase in the unrealized loss on marketable securities to $90,000 (2010 – $nil) as the Company did not hold any securities in the comparable period.

As at June 30, 2011, the Company has cash and cash equivalents of $3,505 (2011 - $4,855), HST receivable of $2,138 (2011 - $2,153), marketable securities of $360,000 (2011 - $450,000), accounts payable and accrued liabilities of $148,562 (2011 - $147,250), due to a related party of $161,064 (2011 - $143,933), and future income tax liability of $18,750 (2011 - $18,750) for total working capital deficiency of $116,295 (2011 - $46,987).

Selected Annual Information

The following is a summary of the financial data of the Company for the last three completed fiscal year ends:

	Fiscal year ended March 31		
	2011	2010	2009
Total Revenues	Nil	Nil	Nil
Net income (loss)	176,172	(493,956)	(794,587)
Net income (loss) (per share, basic and diluted)	0.01	(0.02)	(0.03)
Total assets	880,766	444,138	621,283
Total long term financial liabilities	8,438	Nil	Nil
Cash dividend declared per share	Nil	Nil	Nil

The information above was originally reported under Canadian GAAP. The 2011 fiscal year is the first year that must to be reported under IFRS. There were no adjustments required in order to reconcile the GAAP results to IFRS, therefore the 2011 results are reported in accordance with GAAP and IFRS while the 2010 and 2009 results are presented only in accordance with GAAP.

Summary of Quarterly Results

The following is a summary of the results from the eight previously completed financial quarters:

	June 30, 2011	March 31, 2011	December 31, 2010	September 30, 2010
Revenues	$ -	$ -	$ -	$ -
Net income (loss) (total)	$(108,425)	$(62,255)	$(305,952)	$584,867
Basic and diluted net gain (loss) (per share)	$(0.00)	$(0.00)	$(0.01)	$0.02

	June 30, 2010	March 31, 2010	December 31, 2009	September 30, 2009
Revenues	$ -	$ -	$ -	$ -
Net income (loss) (total)	$(40,488)	$(338,074)	$(49,038)	$(55,962)
Basic and diluted net gain (loss) (per share)	$(0.00)	$(0.02)	$(0.00)	$(0.00)

The information above for all quarters ending September 2009 through March 2011 was originally reported under Canadian GAAP. All of the quarters shown above after the transition date of April 1, 2010 did not require any adjustments in order to also be in compliance with IFRS. The information for the quarter ended June 30, 2011 was prepared using IAS 34 and is in compliance with IFRS.

Liquidity and Solvency

The Company has total assets of $805,784 (2011 - $880,766). The primary assets of the Company are cash and cash equivalents of $3,505 (2011 - $4,855), HST receivable of $2,138 (2011 - $2,153), marketable securities of $360,000 (2011 - $450,000), and mineral properties and deferred exploration expenditures of $440,141 (2011 - $423,758). The Company has long-term future income tax liabilities of $8,438 (2011 - $8,438) and has working capital deficiency of $116,295 (2010 - $46,987).

Capital Resources

The Company has had to rely upon the sale of equity securities for the cash required for capital acquisitions, exploration and development, and administration, among other things.

The Company manages its common shares, stock options and warrants as capital.

The Company will continue to require funds to meet obligations and, as a result, will have to continue to rely on equity and debt financing during such period. There can be no assurance that financing, whether debt or equity, will always be available to the Company in the amount required at any particular time or for any particular period or, if available, that it can be obtained on terms satisfactory to the Company.

The Company's principal property, the Murray Property, is in the exploration stage only and is without known bodies of commercial ore. Development of the Murray Property will only follow upon obtaining satisfactory results. Exploration and development of natural resources involve a high degree of risk and few properties which are explored are ultimately developed into producing properties. There is no assurance that the Company's exploration and development activities will result in any discoveries of commercial bodies of ore. The long term profitability of the Company's operations will be in part directly related to the cost and success of its exploration programs, which may be affected by a number of factors.

The Company's revenues, if any, are expected to be in large part derived from the extraction and sale of base and precious metals from the property. The price of base and precious metals has fluctuated widely, particularly in recent years, and is affected by numerous factors beyond the Company's control such as including international, economic and political trends, expectations of inflation, currency exchange fluctuations and interest rates.

The Company has no specific work commitments on the Murray Property but, as discussed above, will continue to explore the Property.

Off Balance Sheet Arrangements

There are no off-balance sheet arrangements to which the Company is committed.

Transactions with Related Parties

The Company incurred the following fees and expenses in the normal course of operations and are measured at the exchange amount.

	Three months ended June 30,	
Related party transactions	2011	2010
Administration fees	15,000	37,500
Transfer agent and regulatory fees	831	-
Total	15,000	37,500

Related party balances	June 30, 2011	March 31, 2011
Zimtu Capital Corp.	143,131	126,125
Commerce Resources Corp.	17,933	17,808
Total Payable	161,064	143,933

Zimtu Capital Corp. ("Zimtu") is related by way of common directorship with a director of the Company and provides monthly administrative and managerial services (see Note 10).

Commerce Resources Corp. ("Commerce") is related by way of common directorship. Commerce reimbursed a third party for mineral property costs incurred by the Company.

These transactions are in the normal course of operations and have been valued in these financial statements at the exchange amount which is the amount of consideration established and agreed to by the related parties.

Other MD&A Requirements

Additional Disclosure for Venture Issuers without Significant Revenue

As the Company has not had significant revenue from operations in its last three financial years, the following is a breakdown of the material costs incurred:

	Year ended March 31		
	2011	2010	2009
Capitalized Exploration and Development Costs	$423,758	$278,603	$164,316
Capitalized Property held for Sale	Nil	$130,571	$27,336
General and Administration Expenses	$116,218	$536,706	$800,342
Gain on sale of marketable securities	$150,000	Nil	Nil
Gain on sale of mineral properties	$160,997	Nil	Nil

Disclosure of Outstanding Share Capital

The Company has an authorized share capital of an unlimited number of common shares without par value. The following table describes the issued and outstanding share capital of the Company:

	September 21, 2011	**June 30, 2011**	**March 31, 2011**
Common shares	24,611,956	24,611,956	24,511,956
Stock Options	1,371,250	1,371,250	2,442,500
Warrants	2,000,000	2,000,000	2,000,000
Fully Diluted Shares	27,983,206	27,983,206	28,954,456

For additional details of outstanding share capital, refer to the unaudited condensed interim financial statements for the three months ended June 30, 2011.

Changes in Accounting Policies

Adoption of International Financial Reporting Standards (IFRS)

The Company prepared its June 30, 2011 Condensed Interim Financial Statements using accounting policies consistent with International Financial Reporting Standards ("IFRS") and in accordance with International Accounting Standard 34 ("IAS 34"). Previously, the Company prepared its Interim and Annual Financial Statements in accordance with Canadian generally accepted accounting principles ("GAAP").

See Note 4 of the condensed interim financial statements for the three months ending June 30, 2011 for a detailed listing of the Company's new accounting policies in accordance with IAS 34. In addition, see Note 13 of the condensed interim financial statements for reconciliations between the Company's previous Canadian GAAP results and IFRS results.

The adoption of IFRS has had no significant impact on the Company's operations or financial results.

Proposed Transactions and Subsequent Events

None.

Additional Information

Additional information about the Company can be found on their Disclosure Hall page at www.cnsx.ca or on www.sedar.com.