MANAGEMENT’S DISCUSSION AND ANALYSIS

The following Management’s Discussion and Analysis (“MD&A”) is dated March 26, 2014 and should be read in conjunction with the unaudited condensed interim financial statements of Westridge Resources Inc. (“Westridge” of the “Company”) for the three and six months ended January 31, 2014. The MD&A should also be read in conjunction with the audited annual financial statements and MD&A for the year ended July 31, 2013. The unaudited condensed interim financial statements do not include all the information required for annual financial statements. Westridge prepares its unaudited condensed interim financial statements in accordance with International Accounting Standards (“IAS”) 34 Interim Financial Reporting, under International Financial Reporting Standards (“IFRS”), as set out in Part 1 of the Handbook of the Canadian Institute of Chartered Accounts (“CICA Handbook”).

BUSINESS DESCRIPTION AND READER GUIDANCE

Westridge Resources Inc. (“the Company or Westridge”) is an exploration stage company incorporated under the laws of the Province of British Columbia on April 30, 2007. The Company is focused on the acquisition, evaluation and exploration of mineral resource properties.

The Company’s financial statements were prepared in accordance with IFRS that are applicable to a going concern, which contemplate the realization of assets and the settlement of liabilities and commitments in the normal course of business. At January 31, 2014, the Company had accumulated losses of $5,428,232 since inception (July 31, 2013 – $5,335,159) and a working capital deficiency of $1,220,776 (July 31, 2013 – $1,127,703).

The Company’s ability to continue as a going concern is dependent upon the ability to generate profitable operations and/or raise the necessary debt or equity financing to meet obligations and repay liabilities as they come due. The Company plans to explore all alternatives possible for securing its financial viability including joint ventures, debt and equity financings, merger opportunities and asset dispositions. There are no assurances that the Company will be successful with these initiatives and there is a material uncertainty related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern and, that it may be unable to realize its assets and discharge its liabilities in the normal course of business. The financial statements do not include any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

FORWARD-LOOKING INFORMATION

Certain information in this MD&A is forward-looking and is subject to important risks and uncertainties. The results or events predicted in this information may differ materially from actual results or events. Factors which could cause actual results or events to differ materially from current expectations include the ability of the Company to implement its strategic initiatives, the availability and price of energy commodities, government and regulatory decisions, plant availability, competitive factors in the oil and gas industry and prevailing economic conditions in the regions the Company operates. Forward-looking statements are often, but not always, identified by the use of words such as "anticipate", "plan", "estimate", "expect", "may", "project", "predict", "potential", "could", "might", "should" and other similar expressions. The Corporation believes the expectations reflected in forward-looking statements are reasonable but no assurance can be given that these expectations will prove to be correct. These forward-looking statements speak only to the date of this MD&A. The Corporation disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise except as required pursuant to applicable securities laws.

OVERALL PERFORMANCE

Performance Highlights

	Three months ended January 31,		Six months ended January 31,	
	2014	**2013**	**2014**	**2013**
Revenue	$ -	$ -	$ -	$ -
Net comprehensive loss	$ (46,041)	$ (1,116,259)	$ (93,073)	$ (2,543,835)
Net loss per share – basic and diluted	$ (0.00)	$ (0.06)	$ (0.01)	$ (0.09)
Cash from (used) in operations	$ (7,966)	$ 89,640	$ (10,756)	$ (204,688)
Total assets	$ 25,181	$ 106,673	$ 25,181	$ 106,673
Capital expenditures	$ -	$ 84,217	$ -	$ 166,603

During the first half of fiscal 2014, Westridge is the process of reorganizing the Company for future growth. The Company has applied to the TSX-Venture to consolidate the Company's shares on a 2 to 1 basis. The Company is currently awaiting approval. The Company is currently evaluating specific projects to determine project viability and ensuring the acquisitions are accretive to the Company. As a result, the Company does not have revenue for the period. During the first half of fiscal 2014, Westridge's capital expenditures were nil (2013 - $166,603) with the expenditures being primarily the analysis and the exploration of the Charay project in Mexico. Net loss was $46,041 and $93,073 for the three and six month periods ended January 31, 2014 compared to $1,116,259 and $2,543,835 for the same periods in 2013. The decrease in net loss for the three month period is the result of the reduction of the write off of the exploration and evaluation assets, investor relations, professional fees, advertising and promotion expenses, and management fees. The decrease in these costs is attributed to the reduced amount of individuals used to manage the company's operations and the abandonment of the Company's Charay project in Mexico. Cash used in operating activities was $7,966 and $10,756 for the three and six month period ending January 31, 2014 compared to cash from operation of $89,640 and cash used in operations of $204,688 for the same periods in 2013. This is the result of the timing of cash flows from working capital activities. Total assets has decreased from $106,673 as at January 31, 2013 to $25,181 as at January 31, 2014. This is the result of the write off of the Charay project in Mexico.

RESULTS OF OPERATIONS

Accounting and Audit

	Three months ended January 31,		Six months ended January 31,	
	2014	**2013**	**2014**	**2013**
Accounting and audit	$ 2,500	$ 10,384	$ 5,000	$ 11,234

Accounting and audit costs were $2,500 and $5,000 for the three and six month periods ending January 31, 2014 compared to $10,384 and $11,234 for both the three and six month periods ending January 31, 2013. The decrease is the result of the reduction of time required to complete the monthly records as the Company is currently re-organizing.

Advertising and Promotion

	Three months ended January 31,		Six months ended January 31,	
	2014	**2013**	**2014**	**2013**
Advertising and promotion	$ -	$ 6,974	$ -	$ 18,307

Advertising and promotion expense decreased by $6,974 to nil for the three months ended January 31, 2014 compared to $6,974 for the same period in 2013. For the six months ended January 31, 2014, advertising and promotion decreased $18,307 to nil in 2014 from $18,307 in 2013. The decrease in the advertising and promotion costs is the result in the reduction of travel for the purpose of investor relations for the purposes of financing and acquisition activities.

Bad Debts

	Three months ended January 31,		Six months ended January 31,	
	2014	**2013**	**2014**	**2013**
Bad debts	$ -	$ 27,618	$ -	$ 27,618

Bad debt expense decreased by $27,618 to nil for both the three and six months ended January 31, 2014 compared to nil for the same periods in 2013. The decrease in the expense is related to the determination of the uncollectible amounts for the foreign value added income taxes.

Investor Relations

	Three months ended January 31,		Six months ended January 31,	
	2014	**2013**	**2014**	**2013**
Investor relations	$ -	$ (23,558)	$ -	$ 550

Investor relations expense increased by $23,558 to nil for the three months ended January 31, 2014 compared to a recovery of $23,558 for the same period in 2013. For the six months ended January 31, 2014, investor relations decreased $550 to nil in 2014 from $550 in 2013. The decrease in the investor relations is due to the cancellation of the investor relation contracts in order to reduce costs incurred by the Company.

Management Fees

	Three months ended January 31,		Six months ended January 31,	
	2014	**2013**	**2014**	**2013**
Management fees	$ 14,000	$ 46,450	$ 42,500	$ 144,650

Management fees decreased by $32,450 to $14,000 for the three months ended January 31, 2014 compared to $46,450 for the same period in 2013. For the six months ended January 31, 2014, management fees decreased $102,150 to $42,500 in 2014 from $144,650 in 2013. The decrease in management fees for the three month period is due to the resignation of the management team in the second quarter of 2013 and the engagement of a new management team with a lower cost.

Professional Fees

	Three months ended January 31,		Six months ended January 31,	
	2014	2013	2014	2013
Professional fees	$ 7,554	$ 33,732	$ 7,544	$ 44,283

Professional fees decreased by $26,178 to $7,554 for the three months ended January 31, 2014 compared to $33,732 for the same period in 2013. For the six months ended January 31, 2014, professional fees decreased $36,739 to $7,544 in 2014 from $44,283 in 2013. The decrease in the professional fees is due to the decrease of legal fees in regards to the amendment of the agreement in respect to the Charay project in Mexico which occurred in 2013.

Interest on Debt

	Three months ended January 31,		Six months ended January 31,	
	2014	2013	2014	2013
Interest on debt	$ 7,663	$ -	$ 15,326	$ -

Interest on debt increased by $7,663 to $7,663 for the three months ended January 31, 2014 compared to nil for the same period in 2013. For the six months ended January 31, 2014, professional fees increased $15,326 to $15,326 in 2014 from nil in 2013. The increase in the interest on debt is due to the Company expensing the interest on the convertible debt in the period compared to the prior period in which it was capitalized against the Charay project in Mexico.

Write off of Exploration and Evaluation Assets

	Three months ended January 31,		Six months ended January 31,	
	2014	2013	2014	2013
Write off of exploration and evaluation assets	$ -	$ 994,607	$ -	$ 2,259,855

In the first six months of the period, the Company determined there was an impairment in the Charay Exploration Project and as a result the project was written down by $2,259,855 and $994,607 for the three month period as a result of the cancellation of the Charay Gold Project Option Agreement in 2013.

LIQUIDITY AND CAPITAL RESOURCES

Liquidity

Westridge utilizes existing cash and the issuance of equity instruments to provide liquidity to the Company and finance development projects. The Company plans for major capital programs and preserves cash and plans equity issuances to finance these programs.

The following table shows how the activities of the Company was financed:

		January 31, 2014		January 31, 2013
Cash on hand, beginning of period	$	6,993	$	248,869
Cash flow from operations:				
Funds from operations		(93,073)		(268,160)
Changes in working capital		82,317		63,472
Cash flow from financing		6,040		148,651
Available for investments		2,277		192,832
Cash flow used in investing		-		(166,603)
Cash on hand, end of period	$	2,277	$	26,229

The increase in funds used in operations of $175,087 from $268,160 as at January 31, 2013 compared to $93,073 in January 31, 2014 is a result of the decrease in net loss for the period. Fluctuations in working capital represented a cash inflow of $82,317 at January 31, 2014 compared to $63,472 at January 31, 2013, resulting in an increase in accounts payable from the timing of the payments.

Cash flow from financing arose from the proceeds of $148,651 from the issuance of common shares in the first six months of fiscal 2013. In the first half of fiscal 2014, the Company had financing activities of $6,040 resulting from the accrual of interest on the shareholder loan.

During first six months of fiscal 2014, the Company did not have investing activities. During the same period of fiscal 2013, the Company spent $166,603 on investing activities. These activities include the analysis and evaluation of the mineral properties.

The following table shows the capital of the Company:

		January 31, 2014		July 31, 2013
Cash	$	(2,277)	$	(6,993)
Convertible debenture		258,000		258,000
Shareholders’ equity		(1,220,776)		(1,127,703)
Net capital	$	(965,053)	$	(876,696)

The decrease in the shareholders’ equity in the year is primarily the result of the increase in the accumulated deficit due to operations.

Working Capital

Working capital decreased from a working capital deficiency of $1,127,703 at July 31, 2013 to $1,220,776 at January 31, 2014. An increase of $63 in current assets was offset by an increase of $93,136 in current liabilities as a result of operating activities.

Cash and cash equivalents decreased $4,716 from $6,993 at July 31, 2013 to $2,277 at January 31, 2014 resulting from the operating and investing activities of the Company. Accounts receivable increased $4,779 to $22,904 at January 31, 2014 from $18,125 at July 31, 2013, primarily due to increase in GST receivable for the period.

The increase in current liabilities is due to the increase in accounts payable and accrued liabilities, resulting from the timing of payments from operating and general and administrative activities.

Contractual Obligations

The company does not have any contractual obligations.

SELECTED QUARTERLY FINANCIAL INFORMATION

Financial Quarter Ended (Unaudited)

	2014		2013	
	Jan 31	Oct 31	July 31	Apr 30
Revenue	$ -	$ -	$ -	$ -
Net loss	$ (46,041)	$ (47,042)	$ (229,735)	$ (72,548)
Basic loss per share	$ (0.00)	$ (0.00)	$ (0.01)	$ (0.00)
Dilute loss per share	$ (0.00)	$ (0.00)	$ (0.01)	$ (0.00)
Total assets	$ 25,181	$ 26,786	$ 25,118	$ 97,665

	2013		2012	
	Jan 31	Oct 31	July 31	Apr 30
Revenue	$ -	$ -	$ -	$ -
Net loss	$ (1,116,259)	$ (1,427,578)	$ (462,678)	$ (480,823)
Basic loss per share	$ (0.06)	$ (0.09)	$ (0.03)	$ (0.02)
Dilute loss per share	$ (0.06)	$ (0.09)	$ (0.03)	$ (0.02)
Total assets	$ 106,673	$ 1,076,734	$ 2,439,271	$ 1,946,537

In the second quarter of 2014, the Company incurred a net loss of $46,041. The loss is comprised of management fees, accounting fees, and filing fees to maintain the Company in its listing position. In the first quarter of fiscal 2014, the Company incurred a net loss of $47,042. This is the result of the decrease in the write off of exploration and evaluation assets along with the decrease in operating costs associated with the day to day activities of the Company. In the fourth quarter of fiscal 2013, net loss for the period decreased as a result of lower consulting fees, management fees, and advertising and promotion costs used to manage the company's operations. In the third quarter of fiscal 2013, net for the period decreased as a result of lower advertising and promotion, investor relation and management fees attributed to the reduced amount of individuals used to manage the company's operations. Professional fees decreased in the period resulting from the decrease in legal services related to the exploration property. Stock based compensation decreased in the period as a result of the extended vesting period on the options granted in 2013. In the second quarter of fiscal 2013, net loss for the period has increased as a result of the recovery of certain expenses, reduction in management fees, professional fees, and advertising and promotions. This was offset by a write off of the exploration and evaluation assets of $994,607 due to the cancellation of the Charay mineral properties. Net loss has increased from the first quarter of fiscal 2013 due to the write off of the exploration and evaluation properties as a result of the adjustment to the exploration agreement on the Charay properties.

OFF-BALANCE SHEET ARRANGEMENTS

Disclosure is required of all off-balance sheet arrangements that are reasonably likely to have a current or future effect on the results of operations or financial condition of the Company. Westridge does not have such off-balance sheet arrangements.

BUSINESS RISKS

In the normal course of business the Company is exposed to a variety of risks and uncertainties. In addition to the risks associated with liquidity and capital resources, critical accounting estimates, financial instruments, credit risk and market risk described in this MD&A, the Company is exposed to various operational, technical, financial and regulatory risks and uncertainties, many of which are beyond its control and may significantly affect future results. Operations may be unsuccessful or delayed as a result of competition for services, supplies and equipment, mechanical and technical difficulties, the ability to attract and retain employees and contractors on a cost-effective basis, commodity and marketing risk and seasonality.

The Company is exposed to considerable risks and uncertainties including, but not limited to;

- finding mineral reserves on an economical basis;
- uncertainties related to estimating the Company's reserves;
- financial risks including access to debt or equity markets which the Company is dependent upon in order to meet obligations and liabilities as they fall due;
- technical problems which could lead to unsuccessful drilling programs and environmental damage;
- obtaining timely regulatory approvals;
- third party related operational risks including the ability to obtain access to certain properties, access to third party processing facilities, railway and other transportation infrastructure;
- fluctuations in commodity prices;
- adverse factors including climate, geographical and weather conditions and labour disputes;
- timing of future debt and other obligations;
- regulatory legislation and policies, including the fulfilment of contractual minimum work programs, the compliance with which may require significant expenditures and non-compliance with which may result in fines, penalties, production restrictions, suspensions or revocations of contracts;
- changes to taxation policies, laws and interpretations thereof; and,
- obtaining comprehensive and appropriate insurance coverage at reasonable rates;

CHANGES IN ACCOUNTING POLICIES AND RECENT ACCOUNTING PRONOUNCEMENTS

CRITICAL ACCOUNTING ESTIMATES AND POLICIES

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions, based on its experience, concerning the future in applying accounting policies and practices involving the use of estimates that are critical in determining the financial results of the Company.

NEW AND PENDING ACCOUNTING STANDARDS

The International Accounting Standards Board ("IASB) and IFRS Interpretations Committee ("IFRIC") have issued the following new standards to March 28, 2013. These standards have not been applied in preparing the Company's second quarter of fiscal 2013 condensed interim financial statements as their effective date fall in subsequent periods.

There are no other standards that have been issued, but are not yet effective, that the Company anticipates will have a material effect on the financial statements once adopted. The Company does not anticipate that it will early adopt any of the revised standards.

IFRS 9 'Financial Instruments: Classification and Measurement' is a new financial instruments standard effective for annual periods beginning on or after January 1, 2015 that replaces IAS 39 and IFRIC 9 for classification and measurement of financial assets and financial liabilities.

IFRS 10 'Consolidated Financial Statements' is a new standard effective for annual periods beginning on or after January 1, 2013 that replaces consolidation requirements in IAS 27 (as amended in 2008) and SIC-12.

IFRS 11 'Joint Arrangements' is a new standard effective for annual periods beginning on or after January 1, 2013 that replaces IAS 31 and SIC-13.

IFRS 12 'Disclosure of Interest in Other Entities' is a new standard effective for annual periods beginning on or after January 1, 2013 and applies to entities that have an interest in a subsidiary, a joint arrangement, an associate or an unconsolidated structured entity.

IFRS 13 'Fair Value Measurement' is a new standard effective for annual periods beginning on or after January 1, 2013 that replaces fair value measurement guidance in other IFRSs.

AS 19 (Amendment) 'Employee Benefits' is effective for annual periods beginning on or after January 1, 2013 and revises recognition and measurement of post-employment benefits.

IAS 28 'Investments in Associate and Joint Ventures' is effective for annual periods beginning January 1, 2013 and outlines the accounting for investments in associates.

IAS 32 (Amendment) 'Financial Instruments: Presentation' is effective for annual periods beginning on or after January 1, 2014 and revises certain aspects of the requirements on offsetting.

CONTROLS AND PROCEDURES

Disclosure controls and procedures ('DC&P') are intended to provide reasonable assurance that information required to be disclosed is recorded, processed, summarized and reported within the time periods specified by securities regulations and that information required to be disclosed is accumulated and communicated to management. Internal controls over financial reporting ('ICFR') are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

TSX Venture listed companies are not required to provide representations in filings relating to the establishment and maintenance of DC&P and ICFR, as defined in Multinational Instrument MI- 52-109. In particular, the CEO and CFO certifying officers do not make any representations relating to the establishment and maintenance of (a) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation, and (b) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP. The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in their certificates regarding absence of misrepresentations and fair disclosures of financial information. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in MI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

TRANSACTIONS WITH RELATED PARTIES

During the three and six month period ended January 31, 2014, the Company expensed $16,250 and $47,500 (2013 - $46,650 and $109,650) to directors, officers, former officers or companies controlled by directors or officers for management, administrative, and accounting services.

As at January 31, 2014, the balance due to related parties consists of $113,715 (July 31, 2013 - $136,960) payable to a director and officer of the Company. This balance is non-interest bearing, unsecured and has no fixed terms of repayment.

These transactions are in the normal course of operations and are measured at the exchange amount established and agreed to by the related parties.

SUBSQUENT EVENTS

Subsequent to January 31, 2014, the Company received TSXV approval to consolidate the Company's issued and outstanding shares on a 2 to 1 basis.

OUTSTANDING SHARE DATA

Common shares

The following table sets forth the Company's outstanding share data:

Total common shares January 31, 2014	17,739,815
Total outstanding warrants	889,800
Effect of share consolidation	(9,314,807)
Total outstanding stock options	-
Total diluted common shares at March 26, 2014	9,314,808