



Management Discussion & Analysis for the Three months ended June 30, 2009

The following is a discussion and analysis of the operations, results, and financial position of the Company for the three months ended June 30, 2009 and should be read in conjunction with the March 31, 2009 audited financial statements and the related notes attached thereto, which are prepared in accordance with Canadian generally accepted accounting principals. The effective date of this report is August 17, 2009.

Forward looking Statements

Statements in this report that are not historical facts are forward looking statements involving known and unknown risks and uncertainties, which could cause actual results to vary considerably from these statements. Forward looking statements are based on the estimates and opinions of management of the Company at the time the statements were made. Readers are cautioned not to put undue reliance on forward looking statements.

Nature of Business and Overall Performance

Triple Dragon Resources Inc. (the "Company") 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.

On April 16, 2008, the Company underwent a change of control. Certain shareholders of the Company and Zimtu Capital Corp. ("Zimtu") completed a share sale transaction pursuant to which Zimtu acquired a total of 16,875,000 common shares of the Company, representing 75.3% of the issued and outstanding share capital. Of the common shares that Zimtu holds, 14,391,667 common shares were transferred within escrow. A further 2,225,000 common shares were also sold privately by certain shareholders. In connection with the change of control of the Company, the current board of directors resigned in favour of the appointment of three new directors, namely, David Hodge, Shaun Ledding and Geoff Balderson. On July 10, 2008, the Company discontinued out of the British Virgin Islands and continued as a corporation into British Columbia. The Company filed an updated Listing Statement on the Canadian National Stock Exchange (the "CNSX") on June 6, 2008 and resumed trading as a mineral exploration company on June 9, 2008.

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

Properties

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 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.

Exploration

During the summer of 2008, the Company prospected, located historic trenches, and collected a total of 198 rock samples for analysis. The project required locating, mapping, and sampling of historic trenches and workings. Six trench areas were outlined and an effort was made to accurately determine which trench area corresponded to which historical trench zone; however, the historical zone location maps did not adequately geo-reference, likely due to the approximate nature of the historic hand drawn maps.

Prospecting was conducted across a large portion of the Property, with sporadic samples collected from veined and altered sections. Sampling was concentrated in the trench areas, which historically had shown the highest gold assay values. A total of 198 rock samples were collected for analysis, taken from throughout the Property. Of the 198 samples collected, 57 were grab samples, 133 samples were from trenches/pits, 4 were excavated trench/pit material, and 4 were from the historic mine shaft.

The Technical Report on the Murray Property, prepared for the Company by Jocelyn Klarenbach 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.

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.

Exploration

The Company is in the process of conducting exploration on the CAM Property to follow up on historic showings and further assess the mineralization potential of the property. This includes a

property-wide program of field mapping and sampling with an emphasis on known mineralized showings and trends. The current condition of the Camlaren Mine shaft is being reviewed and tailing piles near the mine are being sampled. A compilation of all available historic data on the area is also ongoing.

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 dated May 14, 2009 between the Company and Dave Nickerson, the Company shall 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; and
- On the second anniversary of the agreement, issue the Vendor \$15,000 of common shares.

There is a 2% Net Smelter Return royalty on the Property in favour of the vendor of the Company.

Results of Operations

General and Administrative

Three Months ended June 30, 2009 and 2008

The Company incurred a net loss of \$50,882 for the three months ended June 30, 2009, compared to a net loss of \$419,979 for the comparative period ending June 30, 2008. The decrease in net loss of \$369,097 was due to a decrease in professional fees of \$25,927, an increase in shareholder communication expenses of \$4,165, a decrease in transfer agent and regulatory fees of \$10,336, an increase in travel and promotion expenses of \$5,245, a decrease in stock based compensation of \$344,713, and a decrease in interest income of \$3,092.

As at June 30, 2009, the Company has cash and cash equivalents of \$329,198 (2009 - \$419,000), GST receivables of \$3,402 (2009 - \$4,865), prepaid expenses of \$6,552 (2009 - \$Nil), due from related party of \$17,657 (2009 - \$5,766), and accounts payable and accrued liabilities of \$17,423 (2009 - \$14,918) for total working capital of \$339,386 (2009 - \$409,223).

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		
	2009	2008	2007
Total Revenues	Nil	Nil	Nil
Income (loss) from continuing operations	(794,587)	(859,495)	(867,016)
Income from continuing operations (per share)	(0.03)	(0.04)	(0.26)
Income from continuing operations (per share, fully diluted)	(0.03)	(0.04)	(0.26)
Net Income (loss)	(794,587)	(859,495)	(867,016)
Net Income (loss) (per share)	(0.03)	(0.04)	(0.26)
Net income (loss) (per share, fully diluted)	(0.03)	(0.04)	(0.26)
Total assets	621,283	678,346	512,859
Total long term financial liabilities	Nil	Nil	Nil

	Fiscal year ended March 31		
	2009	2008	2007
Cash dividend declared per share	Nil	Nil	Nil

Summary of Quarterly Results

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

	June 30, 2009	March 31, 2009	December 31, 2008	September 30, 2008	June 30, 2008	March 31, 2008	December 31, 2007	September 30, 2007
Revenues	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Income (loss) before discontinued and extraordinary items (Total)	\$(50,882)	\$(178,223)	\$(88,040)	\$(108,345)	\$(419,979)	\$4,918	\$(44,126)	\$(34,795)
Basic and diluted loss before discontinued and extraordinary items (Per share)	\$(0.00)	\$(0.01)	\$(0.00)	\$(0.00)	\$(0.02)	\$0.00	\$(0.00)	\$(0.00)
Net income (loss) (total)	\$(50,882)	\$(178,223)	\$(88,040)	\$(108,345)	\$(419,979)	\$4,918	\$(44,126)	\$(34,795)
Basic and diluted net loss (per share)	\$(0.00)	\$(0.01)	\$(0.00)	\$(0.00)	\$(0.02)	\$0.00	\$(0.00)	\$(0.00)

Liquidity and Solvency

The Company has total assets of \$572,906 (2009 - \$621,283). The primary assets of the Company are cash and cash equivalents of \$329,198 (2009 - \$419,000), GST receivables of \$3,402 (2009 - \$4,865), due from related party of \$17,657 (2009 - \$5,766), prepaid expenses of \$6,552 (2009 - \$Nil), and property costs of \$216,097 (2009 - \$191,652). The Company has no long-term liabilities and has working capital surplus of \$339,386 (2009 - \$409,223).

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 capital resources of the Company include cash and cash equivalents, GST recoverable, due from related party, prepaid expenses, and property costs totaling to \$621,283 (2009 - \$572,906).

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 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 perform exploration work on the Murray Property.

Off Balance Sheet Arrangements

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

Transactions with Related Parties

During the three months ended June 30, 2009, the Company paid a related company \$37,500 (2009 - \$212,500) in administrative fees. The Company also paid \$Nil (2009 - \$15,509) for the purchase of a property to the related company and has a receivable of \$17,657 (2009 - \$5,766) from the same related company.

Financial Instruments and Other Instruments

The carrying value of the Company's financial instruments, consisting of cash and cash equivalents and accounts payable approximate their fair values due to the short maturity of such instruments. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

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		
	2009	2008	2007
Capitalized or Expensed Exploration and Development Costs	\$191,652	Nil	Nil
General and Administration Expenses	\$800,342	\$873,862	\$867,016
Gain on sale of marketable securities	Nil	Nil	Nil
Gain on sale of mineral properties	Nil	Nil	Nil

Disclosure of Outstanding Share Capital

Authorized: unlimited number of common shares without par value.

Issued:

	Number of Shares	Share Capital
Opening balance, March 31, 2007	20,825,000	\$ 2,082,500
Issued during the period:		
Shares issued for cash at \$0.25 per share	1,600,000	400,000
Share issuance costs	-	(90,000)
Balance, March 31, 2008	22,425,000	\$ 2,392,500
Flow Through shares issued for cash at \$0.15 per share	1,000,000	150,000
Shares issued for cash at \$0.15 per share	1,000,000	150,000
Share issuance costs	-	(1,500)
Balance, March 31, 2009 and June 30, 2009	24,425,000	\$ 2,691,000

On December 31, 2008, the Company completed the first tranche of its public offering of 1,000,000 units at a price of \$0.15 per unit for total proceeds of \$150,000. Each unit consists of one flow-through common share and one share purchase warrant. Each share purchase warrant is exercisable into one additional common share of the Company at a price of \$0.25 until December 31, 2009.

On January 21, 2009, the Company completed the second tranche of its private placement. The Company issued 1,000,000 units at a price of \$0.15 per unit for total proceeds of \$150,000. Each unit consists of one common share and one share purchase warrant exercisable at \$0.25 per share until January 20, 2010. The common shares comprising the units bear a four month hold period, expiring May 20, 2009. A finder's fee of \$1,500 was paid to Union Securities Ltd. Proceeds from the private placement will be used towards the 2009 exploration program on the Murray Property and for general working capital.

Warrants: The following warrants are outstanding and exercisable:

Expiry Date	Exercise Price	Number of Shares
December 31, 2009	\$ 0.25	1,000,000
January 21, 2010	\$ 0.25	<u>1,000,000</u>
		2,000,000

Options: The following incentive stock options are outstanding and exercisable:

Expiry Date	Exercise Price	Number of Shares
June 11, 2013	\$ 0.20	2,192,500
February 3, 2014	\$ 0.25	<u>250,000</u>
		2,442,500

Escrow shares: The Company has a total of 6,090,000 common shares held in escrow, to be released on November 18, 2009 (3,045,000) and May 18, 2010 (3,045,000).

Newly Adopted Accounting Policies

Effective April 1, 2008, the Company adopted the requirements of CICA Handbook sections 3862, and 3863. These sections increase the disclosures currently required, which will enable users to evaluate the significance of financial instruments for an entity's financial position and performance, including disclosures about fair value. In addition, disclosure is required of qualitative and quantitative information about exposure to risks arising from financial

instruments, including specified minimum disclosures about credit risk, liquidity risk and market risk. The quantitative disclosures must provide information about the extent to which the entity is exposed to risk, based on information provided internally to the entity's key management personnel. The adoption of these new standards did not impact the amounts reported in the Company's financial statements as they primarily related to disclosures.

Effective April 1, 2008, the Company adopted Section 1535 "Capital Disclosures". This standard requires disclosure of an entity's objectives, policies and processes for managing capital, quantitative data about what the entity regards as capital and whether the entity has complied with any capital requirements and, if it has not complied, the consequences of such noncompliance.

The Company manages its common shares, stock options and warrants as capital. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares. It is the Company's objective to safeguard its ability to continue as a going concern, so that it can continue to explore and develop its project for the benefit of its stakeholders. The Company is not subject to any externally imposed capital requirement.

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the exploration and development of its mineral properties. The Board of Directors has not established quantitative capital structure criteria for management, but will review on a regular basis the capital structure of the Company to ensure its appropriateness to the stage of development of the business.

The properties in which the Company currently has interest are in the development stage and the Company is dependent on external financing to fund its activities. In order to carry out planned exploration and development and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

In order to facilitate the management of capital and maintenance and development of future mining sites, the Company may issue new equity, incur additional debt, option its properties for cash and/or expenditure commitments from optionees, enter into joint venture arrangements, or dispose of certain assets. The Company's investment policy is to hold cash in interest bearing accounts at high credit quality financial institutions to maximize liquidity. In order to maximize ongoing development efforts, the Company does not pay dividends. The Company expects to continue to raise funds, from time to time, to continue meeting its capital management objectives.

Effective April 1, 2008, the Company adopted the requirements of the CICA Handbook Section 1400 – General Standards of Financial Statement Presentation which includes an assessment by management of the Company's ability to continue as a going concern. When management is aware, in making its assessment, of material uncertainties related to events or conditions that may cast doubt upon the Company's ability to continue as a going concern, these uncertainties should be disclosed. The disclosures required by this standard are provided in Note 1.

New Accounting Pronouncements

On April 1, 2009, the Company will be required to adopt CICA Section 3064, Goodwill and Intangible Assets. This new standard provides guidance on the recognition, measurement, presentation and disclosure of goodwill and other intangible assets. The adoption of this standard is not expected to have any material impact on the Company's financial statements.

In January 2009, the CICA issued Section 1582 "Business Combinations" to replace Section 1581. Prospective application of the standard is effective January 1, 2011, with early adoption permitted. This new standard effectively harmonizes the business combinations standard under Canadian GAAP with International Financial Reporting Standards ("IFRS"). The new standard revises guidance on the determination of the carrying amount of the assets acquired and liabilities assumed, goodwill and accounting for non-controlling interests at the time of a business combination.

The CICA concurrently issued Section 1601 "Consolidated Financial Statements" and Section 1602 "Non-Controlling Interests" which replace Section 1600 "Consolidated Financial Statements. Section 1601 provides revised guidance on the preparation of consolidated financial statements and Section 1602 addresses accounting for non-controlling interests in consolidated financial statements subsequent to a business combination. These standards are effective January 1, 2011, unless they are early adopted at the same time as Section 1582 "Business Combinations".

On February 13, 2008, Canada's Accounting Standard Board confirmed January 1, 2011 as the effective date for complete convergence of Canadian GAAP to International Financial Reporting Standards ("IFRS"). The official changeover date will apply for interim and financial statements relating to fiscal years beginning on or after January 1, 2011. The Company has determined that the key elements of this IFRS changeover on the Company will be in the areas of accounting for resource properties' acquisition and exploration costs, impairment of long-lived assets, accounting for share capital including stock options and warrant valuations and general IFRS disclosure requirements. The Company is currently assessing the specific impact on the Company's financial reporting and developing an implementation timetable.

The Company intends to adopt these requirements as set by the AcSB and other regulatory bodies. Although the Company has not completed development of its IFRS changeover plan, when finalized it will include an analysis of key GAAP differences and a plan to assess accounting policies under IFRS as well as potential IFRS exemptions. The Company anticipates completing its development and changeover plan by the third quarter of fiscal 2010. The Company cannot reasonably estimate the effect of adopting these requirements on the Company's financial statements at this time.

The Company will also continue to monitor standards development as issued by the IASB and the AcSB as well as regulatory developments as issued by the Canadian Securities Administrators, which may affect the timing, nature or disclosure of its adoption of IFRS.

Proposed Transactions and Subsequent Events

There are no proposed transactions or subsequent events.

Additional Information

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