

## **Ressources Cartier inc.**

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

The objective of this Management's Discussion and Analysis ("MD&A") released by Ressources Cartier inc. (the "Company" or "Cartier") is to allow the reader to assess our operating and exploration results as well as our financial position for the three month period ended March 31, 2008, compared to the three month period ended March 31, 2007. This report, dated May 20, 2008, should be read in conjunction with the unaudited financial statements for the period ended March 31, 2008 and with the audited financial statements for the year ended December 31, 2007, as well as with the accompanying notes, prepared in accordance with Canadian generally accepted accounting principles. Unless otherwise indicated, all amounts are expressed in Canadian dollars. This MD&A has been prepared by management and has not been reviewed by Company's external auditors.

The Company discloses, on a regular basis, additional information on its operations, which is recorded on the System for Electronic Document Analysis and Retrieval (SEDAR) in Canada at [www.sedar.com](http://www.sedar.com).

### **Nature of Activities**

The Company, incorporated on July 17, 2006 under Part 1A of the Quebec Companies Act, is a junior mining exploration company. Its activities include the acquisition, exploration and development of mining properties in Canada. The Company specializes in searching auriferous deposits, primarily in northwestern Quebec. This region stands out as a result of its mineral potential, its accessibility, its clear existing agreements on claims, and the access to services and a qualified workforce near the Company's properties.

### **Highlights**

#### **1. Qualifying Transaction**

On June 4, 2007, the Company completed a qualifying transaction for the purposes of Policy 2.4 of the TSX Venture Exchange Inc. The qualifying transaction consisted of the acquisition of seven mining exploration properties totalling 396 claims located in northwestern Quebec in consideration of 2,200,000 common shares of the Company and the assumption of future income taxes amounting to \$442,707 since the tax rollovers were completed by the vendors. Following this transaction, the Company changed its corporate name from Investissements St-Pierre inc. to Ressources Cartier Inc.

Concurrently, the Company completed a private placement of 8,000,000 units at \$0.50 per unit for total proceeds of \$4,000,000. Each unit consists of one common share and one-half share purchase warrant. Each whole share purchase warrant entitles the holder to acquire one share at an exercise price of \$0.70 for a period of 24 months following the closing of the private placement.

## **Ressources Cartier inc.**

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

### **2. Agreement with Xstrata Canada Corporation – Xstrata Zinc Canada division**

On February 7, 2008, the Company signed an agreement with Xstrata Canada Corporation – Xstrata Zinc Canada Division ("Xstrata Zinc") entitling the Company an option to acquire a 100% interest in five blocks of map designated claims totalling 50 units and covering approximately 2,088 hectares (the "Property"). The Property is located in Abitibi, in the northwestern region of Quebec. All blocks are contiguous to the Company's Kinojevis project. In order to acquire a 100% interest in the Property, the Company must incur work expenditures on the Property totalling \$1,000,000 on or before December 31, 2010 pursuant to the following schedule:

- an aggregate amount of at least \$100,000 on or before December 31, 2008;
- an aggregate amount of at least \$400,000 on or before December 31, 2009;
- an aggregate amount of at least \$1,000,000 on or before December 31, 2010.

These expenditures may be accelerated and charged to future years' expenses and accordingly, at the Company's sole discretion, the option may be exercised sooner. The agreement allows Xstrata Zinc to buy back a 50% undivided interest in the Property or portions thereof, or, if it waives this opportunity, to retain a 2% net smelter return royalty; and the right to purchase or treat concentrate produced from the Property.

### **3. Exploration Work**

For the three month period ended March 31, 2008, the Company incurred exploration work for a total sum of \$556,957, before tax credits of \$230,241, which represents a net investment of \$326,716. There are no comparative figures for 2007 since the qualifying transaction occurred on June 4, 2007. The exploration works carried out on the Company's properties are capitalized to deferred exploration costs.

#### **Summary**

Drilling was the principal exploration activity during the months of January to March 2008. Eleven (11) drill holes were completed for a total of 3,193.9 meters. Ten (10) holes were drilled on the Kinojévis property and one (1) hole was drilled on the Dieppe-Collet property.

The best results were provided by drill hole KI-08-23 where an altered and mineralized intrusive was cut over the upper portion of the hole from 9.0 to 76.0 meters and returned a weighted average of **0.35 g/t Au over 67.0 meters**. This includes a section which graded **0.56 g/t over 20.5 meters**. Drilling is currently in progress in the MacCormack area, now recognized as having a strong potential to host a gold deposit.

Compilation of all geoscientific data is ongoing for the Kinojévis project.

## **Ressources Cartier inc.**

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

Technical reports for all the properties were produced and filed with the *ministère des Ressources naturelles et de la Faune* for assessment credits.

In February, an agreement was signed with Xstrata Canada Corporation which grants the Company an option to acquire a 100% interest in five blocks of map designated claims totalling 50 units and covering approximately 2,088 hectares. All blocks are contiguous to the Company's Kinojévis project.

Cartier has signed confidentiality agreements with potential partners, who are currently considering the acquisition, through an option, of an interest in the Bapst and Dieppe-Collet projects.

### **Diamond Drilling**

A table listing technical statistics as well as a figure locating the diamond drill holes completed for the period ending March 31<sup>st</sup> are provided at the end of this section.

### **Dieppe-Collet Project**

#### **Drill Hole DC-08-01**

A drill program was completed on the Dieppe-Collet property in January 2008. The objective of the program was to test the extension at depth of a historic gold showing from previous drilling (T-90-6 with 1.16 g/t Au over 1.40 meters) occurring over the upper portion of the hole in a fault zone.

The hole anchored in bedrock at 44.0 meters and cored through a mafic volcanic sequence and a few sections of mafic lapilli-bloc pyroclastic units strongly carbonate-chlorite altered. A shear zone corresponding to the target was traversed between 120 and 135 meters. The shear is characterized by sericite-ankerite alteration and injected by up to 15% quartz-ankerite-(pyrite) veinlets. The lower 1.80 meters of the shear are highly altered with ankerite and possibly albite with locally up to 10% pyrite. The shear marks the contact with a gabbroic unit whose upper portion contains quartz tension veinlets with pyrite. From 184.6 to 187.0 meters the drill hole cored a zone with 80% quartz-ankerite veins and locally 3% pyrite. The latter returned 286 parts per billion (ppb) Au over 1.5 meters and most likely corresponds with the extension of the gold anomalous shear in hole T-90-6.

Cartier is seeking a partner to explore the property and has signed confidentiality agreements with potential partners who have expressed an interest to such effect.

## **Ressources Cartier inc.**

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

### **Kinojevis Project**

#### **Drill Hole KI-08-15**

This drill hole aimed at testing the western extension of the granodiorite which hosts the Rambull gold showing. The latter is localized in an outcropping area of granodiorite with quartz-tourmaline-carbonate veins and disseminated sulphides (pyrite-chalcopyrite). Previous work (circa 1960) reports grades ranging from 0.13 g/t Au to 6.53 g/t Au in trenches; from 9.6 g/t Au to 6.55 g/t Au from grab samples and 10.63 g/t Au over 0.27 meter in a drill hole. One diamond drill hole log (DDH 7 from a 1961 program and situated on the eastern shore of the Harricana River, by the village of St-Mathieu, GM # 10395) reports visible gold and a grade of **23.7 g/t Au over 1.1 meters**. The mineralization is reported as being associated to quartz-tourmaline-pyrite veins in a sheared and silica-ankerite altered granodiorite.

The hole anchored in bedrock at 18.8 meters in a sericite-ankerite altered shear zone with quartz-(pyrite) veins. From 71.0 to 99.0 meters, the hole cut a quartz porphyritic intrusive, which is highly sheared and hosting 10% quartz-ankerite-tourmaline veins with minor (1 to 3%) pyrite. This intrusive correlates with that which hosts the Rambull showing. However, no visible gold was observed. The drill hole was stopped at 300.0 meters.

The best assay results returned: 175.0 ppb Au over 1.6 meters (65.3 to 66.9 meters) and from 964 parts per million (ppm) Cu over 1.5 meters (144.0 to 145.5 meters).

#### **Drill Hole KI-08-16**

Hole KI-08-16 is the northernmost hole of a north-south section located in the central portion of the property where a north-northeastern lineament marks a flexure in the Kinojevis River.

The drill hole anchors in bedrock at 24.0 meters in a shear zone and was completed at 333.3 meters. The hole cored a shear zone over 250 meters wide within mafic volcanics. Alteration consists of chlorite and carbonate (ankerite) and several zones of quartz-ankerite veining with pyrite. These zones show potential for gold mineralization.

The best assay results from these zones returned 693 ppb Au over 1.0 meter (71.0 to 72.0 meters) and 166 ppb Au over 0.6 meter (174.0 to 174.6 meters).

#### **Drill Hole KI-08-17**

KI-08-17 was collared 275 meters south of KI-08-16 to continue the north-south drill section.

The drill hole anchored in bedrock at 3.0 meters in a shear zone and cut the remaining portion of sheared mafic volcanic cored in KI-08-16 up to 77.3 meters. The hole then cored a sheared,

## **Ressources Cartier inc.**

Management's Discussion and Analysis

For the three month period ended March 31, 2008

serpentinized and magnetic ultramafic unit to 118.5 meters. From 118.5 to 245.0 meters, it traversed a sedimentary ensemble consisting of wacke, argillite and local graphitic sections with 1 to 3% disseminated or stringer pyrite and pyrrhotite. The hole was completed at 277.9 meters in ultramafics similar to the upper portion of the hole.

Results are partial and pending.

### **Drill Hole KI-08-18**

This drill hole aimed at testing a HEM conductor outlined by a Cartier survey at the end of 2007. The conductor correlates with the west extension of the Newconex Zn-Cu-Ag sulphide deposit. It was collared near an interpreted northeastern fault cross-cutting the conductor as well as 200 meters east of drill hole 99-02 which has anomalous gold within a sericite-ankerite shear with quartz-carbonate-(pyrite). The best value in hole 99-02 returned 549 ppb Au over 1.1 meters.

The hole anchored in bedrock at 10.6 meters and traversed mafic volcanics to the end of the hole at 365.0 meters. From 10.6 meters to 50.3 meters, the hole cut a gabbro and lapilli tuf horizon. All units are variably sheared and marked by ankerite, sericite and chlorite alteration. Several zones of strong ankerite and sericite alteration with pyrite and pyrrhotite occur throughout the hole. The mineralized sections vary from 3.0 to 23.0 meters wide. Quartz-carbonate veins and veinlets occur throughout the hole and are often mineralized with 1 to 3% pyrite and pyrrhotite in the veins and in the selvages. The mafic volcanic and tuff contain 1 to 5% disseminated magnetite. Results are pending.

### **Drill Hole KI-08-19**

KI-08-19 was collared 334 meters south of KI-08-17 to continue the north-south drill section. The hole was stopped at 51 meters in overburden due to technical difficulties.

A new attempt, KI-08-19A, was collared 67 meters further south.

### **Drill Hole KI-08-19A**

The drill hole anchored in bedrock at 60.7 meters in a slightly hematized and pyritic diorite. The intrusive is not shown on any of the compilation maps. It then drilled an ensemble of wackes variably biotitized due to contact metamorphism of the Pr essac-LaCorne Batholith. The hole was stopped at 358.5 meters. Both major units of the hole are separated by a section of ultramafic flow from 201.0 to 214.7 meters.

### **Drill Hole KI-08-20**

This drill hole is located south of the Kinojevis River. It aimed at testing a magnetic low thought to signature an intrusive located within a flexure in the fault.

## **Ressources Cartier inc.**

Management's Discussion and Analysis

For the three month period ended March 31, 2008

The hole anchored in bedrock at 30.0 meters. The hole mostly traversed highly sheared mafic to ultramafic flows. The units are chloritic and carbonatized and past 100.0 meters down hole the core is characterized by biotite alteration. From 102.5 to 147.0 meters, the flows are highly sheared with 1-2% disseminated pyrite. The hole was stopped at 303.0 meters. Results are pending.

### **Drill Hhole KI-08-21**

This hole aimed at testing the Destor-Porcupine fault zone at the western extremity of the property. As well it tested an EMH conductor and an interpreted felsic intrusive situated south of the Kinojevis River.

The hole anchored in bedrock at 90.0 meters in ultramafic flows to 184.5 meters and then cored through mafic volcanic. The latter are intruded with three quartz porphyritic intrusives locally hematized and pyritic. From 184.5 to 193.5 meters, the unit is silicified and contains 10 to 15% pyrite. The hole was stopped at 383.0 meters in a brecciated rhyolite locally pyritic. The hole was stopped due to technical difficulties.

Results are pending.

### **Drill Hole KI-08-22**

Drill hole KI-08-22 aimed at testing 150 meters west of the volcanogenic massif sulphides (VMS) horizon mapped in surface trench #11. 2007 trenching exposed a cherty exhalite horizon consisting of bedded fine tuff, chert and massive sulphides overlying a 250 meters thick rhyolite dome. The upper portion of the rhyolite is brecciated, strongly chloritic and Zn and Au anomalous, channeling sampling has returned: **0.74 g/t Au and 556 ppm Zn over 0.96 meter and 0.90 g/t Au over 0.73 meter**. Sulphide stringers cut the chloritic rhyolite and has returned **1.4 g/t Au (grab sample)**.

The hole anchored in bedrock at 4.0 meters in a rhyolite to 95.0 meters and continued in ultramafics to the end of hole. Two facies are present in the rhyolite sequence. From 50.0 to 53.0 meters and 61.5 to 74.5 meters, the hole cut brecciated facies. The first section is a flow breccia with 15 to 20% sulphides, mainly pyrite and minor sphalerite. The second section is a rhyolitic intrusive breccia with local sulphide replacement of some fragments. These facies indicate a clear potential for a volcanogenic massive sulphide (VMS) environment. The textures and volcanic facies are show proximity indicators.

The hole then continues to 258.2 meters in sheared ultramafics that gradually become ankerite-fuchsite schists. The latter correlates with the northern edge of the Destor-Porcupine fault zone. This part of the shear is essentially unexplored and now shows the presence of mafic dykes strongly albitized and strewn with quartz-ankerite-pyrite veinlets as a wide stockwork ensemble.

## **Ressources Cartier inc.**

Management's Discussion and Analysis

For the three month period ended March 31, 2008

The dykes were cored over 17.6 meters (from 176.9 to 194.5 meters) and 20.9 meters (from 211.0 to 231.9 meters). These dykes are similar to those associated with the gold mineralization of the Kerr-Addison mine on the Larder-Lake Cadillac fault and the Holloway deposit along the Destor-Porcupine fault.

The best assay results are associated with the albitized dykes and returned a weighted average of 156 ppb Au over 17.5 meters (from 176.5 to 194.0 meters) and 268 ppb Au over 13.6 meters (from 212.4 to 226.0 meters).

### **Drill Hole KI-08-23**

Hole KI-08-23 is collared 165 meters south of hole KI-08-22. It aimed at testing the northern edge of the Destor-Porcupine fault zone 250 meters west of KI-07-03.

It anchored in bedrock at 9.0 meters and cored a mafic to intermediate intrusive to 76.0 meters. The intrusive is strongly albitized and injected with 15 to 30% quartz-ankerite-pyrite (3%) veinlets. Pyrite is disseminated within the intrusive as well as within the intrusives. Grades range from hundreds of ppb up to **1.37 g/t Au**. The intrusive returned a weighted average of **0.35 g/t Au over 67.0 meters**. This includes a section which graded **0.56 g/t over 20.5 meters**. These dykes are similar to those associated with the gold mineralization of the Kerr-Addison mine on the Larder-Lake Cadillac fault and the Holloway deposit along the Destor-Porcupine fault.

The hole continued through sheared ultramafics variably altered with an ankerite-chlorite-fuchsite assemblage and quartz-ankerite veining. From 93.5 to 118.0 meters, it cored through a section consisting of 80% quartz-ankerite veins. From 220.0 meters to the end of hole, the deformation of the ultramafics is less intense. The drill hole was stopped at 300.0 meters.

**Note: The following diamond drill holes were completed from March 31<sup>st</sup> to May 20<sup>th</sup>. As of the date of this report, drilling was in progress in the MacCormack discovery area.**

### **Drill Hole KI-08-24**

The hole aimed at testing the shear zone, in the vicinity of trench # 01, 300 meters east of drill hole KI-07-03.

It anchored in bedrock at 13.0 meters and traversed strongly ankerite-fuchsite-quartz and locally pyrite altered ultramafic up to 199.0 meters. From 145.0 to 160.0 meters, it traversed several albite-ankerite altered and deformed porphyritic dykes injected with quartz veinlets. Mineralization consists of fine disseminated pyrite within the veins. The southern edge (199 meters downhole) of the shear zone is marked by a porphyritic dyke over 57.0 meters. The latter is fractured and injected with quartz-ankerite-pyrite veins. Hematite is the dominant alteration with few albite altered zones with 2 to 3% pyrite that mark the upper and lower portions of the

## **Ressources Cartier inc.**

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

intrusive. The drill hole was stopped in schistose unaltered ultramafics at 273.0 meters. The dyke correlates with the Au enriched dyke cored in hole KI-07-03.

The lower portion of the dyke is Au anomalous from 249.0 to 255.5 meters with a high of 480 ppb Au over 0.8 meter.

### **Drill Hole KI-08-25**

Hole **KI-08-25** was lost in overburden at 43.0 meters. A new attempt was made with KI-08-25A.

### **Drill Hole KI-08-25A**

This hole is located north of KI-08-20. It aimed at testing the Destor-Porcupine fault zone in an area marked by a flexure as indicated by the magnetic signatures.

The drill hole anchored in bedrock at 42.0 and traversed a schistose ultramafic flow and intrusive to 272.0 meters. From 78.0 to 109.5 meters, the hole cut a strongly ankeritized mafic dyke, weakly sericitic with quartz-ankerite-pyrite veinlets. The lower portion of the altered dyke is marked by an ankerite (80%)-chlorite-serpentine and local pyrite and chalcopyrite mineralized mylonite. From 272.0 to 327.0 meters, the hole traversed a sheared mafic to ultramafic flow, fractured to locally brecciated with 15 to 30% quartz-calcite veinlets with 3 to 5% coarse pyrite within the veins and the selvedges. **From 327.0 to 336.0 meters, it cored a cherty tuff with massive to semi-massive sulphides and magnetite.** The hole was stopped at 399.3 meters.

Results are pending.

### **Drill Hole KI-08-26**

Hole KI-08-26, is located 300 m north of KI-08-25A, in order to complete the drill section and locate the shear corridor in an area where it is poorly mapped.

The hole anchored in bedrock at 33.0 meters in sheared mafic volcanics to 347.0 meters and was stopped in schistose ultramafic flows at 393.7 meters. The latter are moderately to strongly sheared and characterized by chlorite-sericite-carbonate alteration with quartz-calcite veinlets. Mineralization consists of 1 to 3% disseminated pyrite to pyrrhotite.

Results are pending.



## **Ressources Cartier inc.**

Management's Discussion and Analysis

For the three month period ended March 31, 2008

### **Drill Hole KI-08-27**

Hole KI-08-27 is located 3 kilometers east of KI-08-25A and 26 drill hole sections, along the eastern extension of the Destor-Porcupine fault zone in an area where it is poorly mapped.

The hole anchored in bedrock at 27.0 meters in a sheared and quartz-calcite veined mafic to intermediate volcanic. From 118.0 to 269.0 meters, the hole cuts schistose ultramafic volcanics. The lower portion of the unit is marked by a silicified and sericitized, weakly mineralized, felsic dyke from 269.0 to 297.0 meters. This dyke marks the contact with a thick ensemble of argillite and graphitic siltstone up to 403.0 meters. The hole was completed at 424.7 meters in a chlorite-ankerite-quartz altered shear zone.

Results are pending.

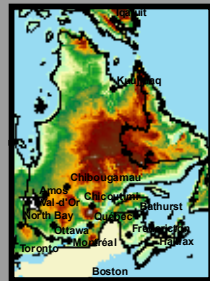
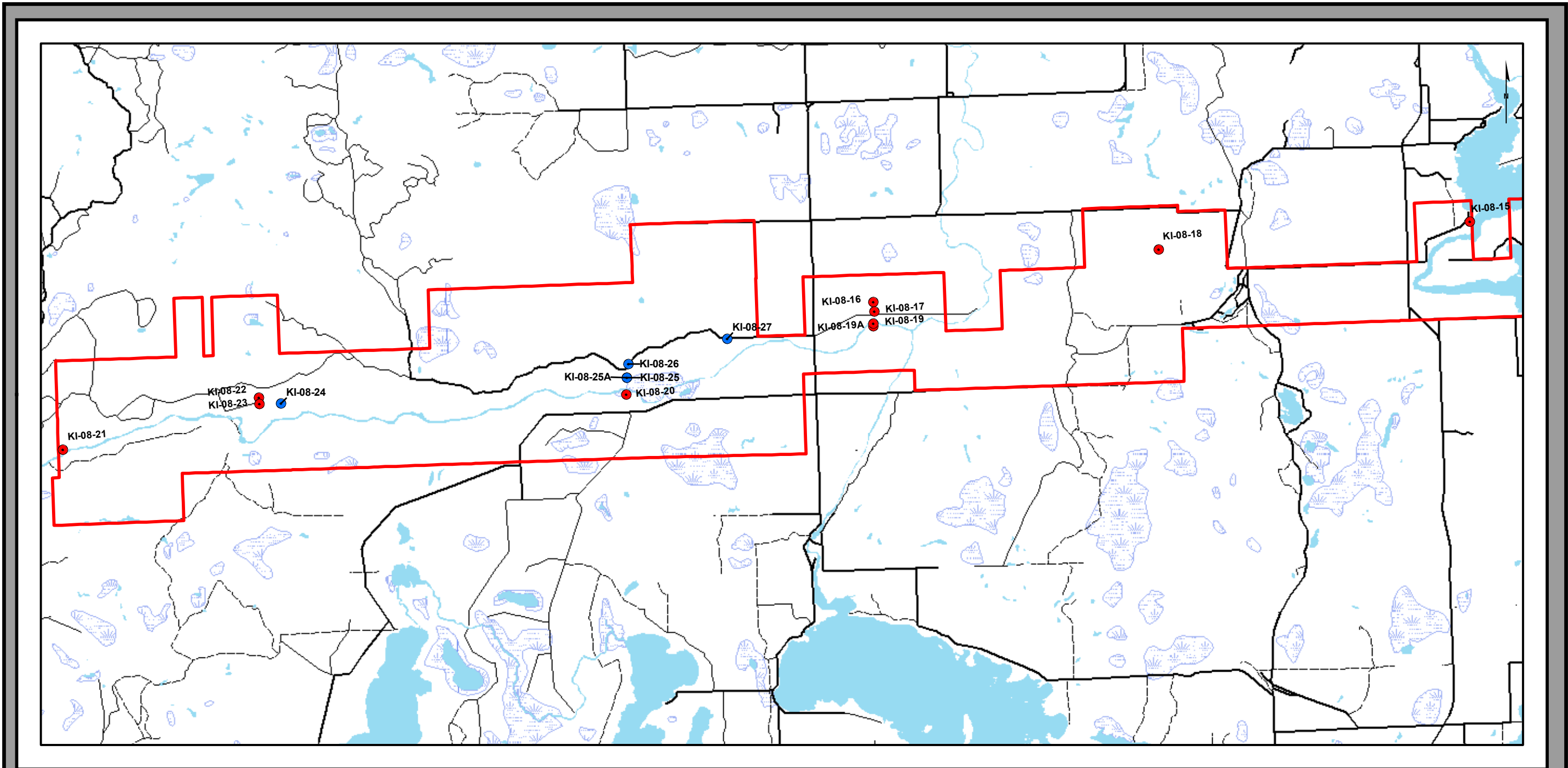
### Kinojévis project

Hole No.	Easting	Northing	Azimuth	Dip	Drilling as at March 31, 2008 (meters)			
	(meters)	(meters)			January	February	March	Total
KI-08-15	713,232	5,373,896	180	-50	300			300
KI-08-16	696,657	5,371,673	180	-50	333			333
KI-08-17	696,682	5,371,398	180	-50	278			278
KI-08-18	704,589	5,373,126	180	-50		365		365
KI-08-19	696,659	5,371,064	180	-50		51		51
KI-08-19A	696,663	5,370,997	180	-50		359		359
KI-08-20	689,799	5,369,101	180	-50		303		303
KI-08-21	674,144	5,367,565	180	-50			383	383
KI-08-22	679,583	5,369,002	180	-50			258	258
KI-08-23	679,605	5,368,837	180	-50			300	300
<b>TOTAL</b>					<b>911</b>	<b>1,078</b>	<b>941</b>	<b>2,930</b>

### Dieppe-Collet project

Hole No.	Easting	Northing	Azimuth	Dip	Drilling as at March 31, 2008 (meters)			
	(meters)	(meters)			January	February	March	Total
DC-07-01	613,365	5,476,741	180	-50	264			264
<b>TOTAL</b>					<b>264</b>			<b>264</b>

<b>TOTAL</b>					<b>1,175</b>	<b>1,078</b>	<b>941</b>	<b>3,194</b>
--------------	--	--	--	--	--------------	--------------	------------	--------------



**Legend**

Property	Road
DDH Janv.-March 2008	Limited Road
DDH April-May, 15th 2008	Trail
	Wetland
	Lake

<b>Cartier Resources Inc.</b>	
<b>Kinojévis Property</b>	
DDH Location	
0 1.5 3 6 Km <span style="float: right;">Projection UTM Nad 83 zone 17</span>	
Compilation/dessin/drawing : M. Naud, tech. géo.sig	Date: May 2008
Supervisé/Supervised : P. Berthelot, géo., B.Sc.	Date: May 2008
Approuvé/Approved :	Date:
<b>InnovExplo</b> Experts-Consells / Consulting Firm Mines & Exploration www.innovexplo.com	NTS : 32D09,10 Plan no :

## **Ressources Cartier inc.**

Management's Discussion and Analysis

For the three month period ended March 31, 2008

### **Technical Reports**

The following reports were filed with the ministère des Ressources naturelles et de la Faune for assessment credits:

- *Programme de forage 2007 Propriété Bapst* (a report for diamond drilling on the Bapst property in 2007)
- *Programme de forage 2007 Propriété Dieppe-Collet* (a report for diamond drilling on the Dieppe-Collet property in 2007)
- *Programme de forage 2007 Propriété Lac Castagnier* (a report for diamond drilling on the Lac Castagnier property in 2007)
- *Dollier Property summer 2007 sampling program*
- *Travaux d'échantillonnage en rainures d'un affleurement de décapage sur la propriété LaMorandière* (a report for trenching and sampling on the LaMorandière property in 2007)
- *Rapport de la campagne de forage 2007 sur la propriété Kinojévis secteur St-Marc* (a report for diamond drilling on the Kinojévis property in the St-Marc area in 2007)
- *Rapport de la campagne de forage 2007 sur la propriété Kinojévis secteur St-Mathieu* (a report for diamond drilling on the Kinojévis property in the St-Mathieu area in 2007)
- *Levé pulse-EM en surface* (a report for surface pulse-EM survey on the Kinojévis property in the MacCormack area in 2007)
- *Levée Électromagnétique (EHM) – secteur Newconex* (a report for an EMH survey on the Kinojévis property in the Newconex deposit area in 2007)
- *Cartographie sommaire des décapages 2007 sur la Propriété Kinojévis (sites de décapages 1 à 13)* (a report for trenching on the Kinojévis property in the St-Marc area in 2007)

Cartier has received notice that the requested credits were accepted for all of the reports that were filed.

Cartier will continue to produce its technical reports on a regular basis in order to maximize the assessment credits its work efforts provide and maintain all of its exploration rights.

## Ressources Cartier inc.

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

### Quarterly Financial Information Summary

	Quarter 31-03-08	Quarter 31-12-07	Quarter 30-09-07	Quarter 30-06-07
	\$	\$	\$	\$
Interest income	26,709	40,448	47,579	17,999
Net loss	(141,788)	(184,257)	(97,266)	(267,918)
Basic and diluted net loss per share	(0.01)	(0.01)	(0.01)	(0.03)
Basic and diluted weighted average number of shares outstanding	16,550,000	16,550,000	16,480,435	9,562,638

	Quarter 31-03-07	Quarter 31-12-06	Quarter 30-09-06
	\$	\$	\$
Interest income	7,964	1,198	-
Net loss	(36,740)	(79,428)	(33)
Basic and diluted net loss per share	(0.01)	(0.04)	-
Basic and diluted weighted average number of shares outstanding	6,200,000	1,882,608	226,667

### Selected Financial Information

	Balance sheet 31-03-08 \$	Balance sheet 31-12-07 \$
Cash and cash equivalents	2,540,825	3,230,457
Property, plant and equipment	57,524	60,928
Mining properties	1,433,234	1,433,234
Deferred exploration costs	1,081,904	755,188
Total assets	6,004,161	6,118,581
Current liabilities	190,467	175,326
Shareholders' Equity	5,409,432	5,538,993

## **Ressources Cartier inc.**

Management's Discussion and Analysis

For the three month period ended March 31, 2008

### **Results of Operations**

For the three month period ended March 31, 2008, the net loss amounted to \$141,788 or \$0.01 per share, compared to \$36,740 or \$0.01 per share as of March 31, 2007. Following the qualifying transaction which occurred on June 4, 2007, the Company started its exploration work.

Interest income stood at \$26,709 and \$7,964 for the periods ended March 31, 2008 and 2007 respectively. Administrative expenses amounted to \$168,497 and \$44,704 for the same periods. Administrative expenses for the period ended March 31, 2008 are as follows: salaries amounting to \$26,788, consultant-related fees for an amount of \$49,236, business development for an amount of \$43,642 and shareholder information expenses of \$11,667. For the three month period ended March 31, 2007, administrative expenses were mainly composed of professional fees \$25,304, insurance taxes and permits for an amount of \$3,866 and shareholder information expenses of \$14,174.

### **Balance Sheets**

#### **Current Assets**

As at March 31, 2008, the Company's cash and cash equivalents amounted to \$2,540,825, compared to \$3,230,457 as at December 31, 2007. The decrease results from the exploration costs and administrative expenses during this period. The working capital was \$3,241,032, compared to \$3,693,905, for the same reasons.

## Ressources Cartier inc.

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

### Deferred Exploration Costs as at March 31, 2008

	<b>Kinojévis</b>	<b>Others</b>	<b>March 31</b>	<b>December 31</b>
		<b>Properties</b>	<b>2008</b>	<b>2007</b>
	<b>\$</b>	<b>\$</b>	<b>Total</b>	<b>Total</b>
			<b>\$</b>	<b>\$</b>
Balance – Beginning of period	<b>677,551</b>	<b>77,637</b>	<b>755,188</b>	-
Expenses incurred during the period				
Drilling	377,368	67,818	445,186	631,437
Analysis	-	-	-	69,301
Geophysics	7,607	-	7,607	177,075
Stripping	-	-	-	128,808
Geology	48,451	1,522	49,973	-
Geology planning	5,017	-	5,017	-
Geology mapping	23	23	46	95,660
Geology compilation	-	-	-	45,890
Geotechnics	-	678	678	37,481
Core shack rental and maintenance	12,613	1,028	13,641	11,559
Office expenses	15,072	726	15,798	16,540
Duties, taxes and permits	2,775	4,988	7,763	14,523
Depreciation of exploration equipment	2,931	326	3,257	3,704
Stock-based compensation	7,192	799	7,991	44,280
	<b>479,049</b>	<b>77,908</b>	<b>556,957</b>	<b>1,276,258</b>
Tax credits	<b>(199,513)</b>	<b>(30,728)</b>	<b>(230,241)</b>	<b>(521,070)</b>
Net expenses during the period	<b>279,536</b>	<b>47,180</b>	<b>326,716</b>	<b>755,188</b>
Balance – End of period	<b>957,087</b>	<b>124,817</b>	<b>1,081,904</b>	<b>755,188</b>

### Deferred Exploration Costs

As at March 31, 2008, the deferred exploration costs amounted to \$1,081,904 compared to \$755,188 as at December 31, 2007. Most of the exploration costs were for the Kinojévis property, which totaled \$479,049 before the tax credits of \$199,513, for a net amount of \$279,536. The exploration costs incurred during the period ended March 31, 2008 mainly consisted of drilling for \$445,186.

## **Ressources Cartier inc.**

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

### **Liabilities**

As at March 31, 2008, the current liabilities were \$190,467, compared to \$175,326 as at December 31, 2007.

### **Shareholders' Equity**

During the three month period ended March 31, 2008, the small fluctuation of the shareholders' equity of \$129,561 comes from the net loss of the period of \$141,788 and the stock-based compensation of \$12,227.

### **Cash Flows**

Cash flows used from operating activities amounted \$164,847 and \$53,575, respectively, for the three month periods ended March 31, 2008 and 2007. These cash flows result mainly from the net losses of the operations of the same periods, which are \$141,788 and \$36,740 respectively.

Cash flows used in investing activities were respectively \$524,785 and nil for three month periods ended March 31, 2008 and 2007, since the qualifying transaction was completed on June 4, 2007. These investments were exclusively composed of \$524,785 in deferred exploration costs.

### **Liquidity and Financing Sources**

As at March 31, 2008, the Company's cash and cash equivalents amounted to \$2,540,825, compared to \$3,230,457, on December 31, 2007.

### **Risks and Uncertainties**

The Company, like all other mining exploration companies, is exposed to a variety of financial and environmental risks as well as risks related to the very nature of its activities. It is also subject to risks related to other factors, such as the price of metals and market conditions in general.

### **Financial Risks**

The Company is an exploration company. Its capacity to assume the continuity of its operations depends on its ability to obtain new funds. Although the Company has been successful in doing so in the past, there is no guarantee that it will succeed in the future.

The Company's financing comes mostly from share issues. The success of these issues depends on the stock markets, the investors' attractiveness for exploration companies, and the price of



## **Ressources Cartier inc.**

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

metals. In order to continue its exploration activities and to support its current activities, the Company has to maintain and increase its exposure within the financial community to realize new financings.

The Company estimates that the quality of its properties and their geological potential will allow Cartier to obtain the required financing for their development.

### *Permits and Licenses*

The Company's operations may require permits and licenses from different governmental authorities. There cannot be any assurance that the Company will obtain all the required permits and licenses in order to continue the exploration, development, and mining operations on the projects.

### *Metal Prices*

Even if the exploration programs of the Company are very successful, some factors out of the Company's control may affect the marketing of the minerals found. Historically, metal prices have largely fluctuated and are affected by many factors which are out of the Company's control, including international, economic and politic trends, inflation expectations, exchange rate fluctuations, interest rates, global and regional consumption models, speculative activities and the worldwide production level. The effects of these factors cannot be precisely predicted.

### *Key Employees*

The management of the Company rests on some key managers whose loss could have a negative impact on the rhythm and the success of the operations. The Company's success is linked to its capacity to attract and keep qualified personnel. Competitiveness in the mining industry is high and the success of the Company stands mostly on its senior managers and its qualified personnel in geology.

## **Off-Balance Sheet Arrangements**

As at March 31, 2008, the Company had not concluded any off-balance sheet arrangements.

## **Capital Structure on May 20, 2008**

Common shares outstanding (1)	16,550,000
Warrants	4,936,000
Stock options	<u>1,200,000</u>
Total fully diluted	<u>22,686,000</u>

## **Ressources Cartier inc.**

Management's Discussion and Analysis

For the three month period ended March 31, 2008

- (1) In accordance with the TSX Venture Exchange Inc.'s requirements, 3,200,000 common shares were placed in escrow in accordance with a security escrow agreement. Pursuant to this escrow agreement, 25% of the escrowed shares (800,000) were released at the closing of the qualifying transaction on June 4, 2007, and the balance of the 2,400,000 escrowed shares will be released in tranches of 800,000 shares every six months thereafter, which means on the 6th, 12th, and 18th month following the initial release.

### **Capital Disclosures**

The Company's objective in managing capital is to ensure sufficient liquidity to pursue its organic growth strategy and undertake selective acquisitions. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares and acquire or sell mining properties to improve its financial performance and flexibility.

The Company's capital is composed of shareholders' equity. The Company's primary uses of capital are to finance exploration expenditures and mining properties acquisitions. To effectively manage its capital requirements, the Company has created a rigorous planning and budgeting process to help determine the funds required to ensure the Company has appropriate liquidity to meet its operating and growth objectives.

The Company expects its current capital resources and its ability to obtain additional financing will support further exploration and development of its mineral properties.

### **Financial Instruments and Valuation of Investments**

The fair value of cash and cash equivalents and accounts payable and accrued liabilities approximates their carrying value due to their short-term maturity.

### **Significant Accounting Estimates**

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the reporting periods. The significant items requiring the use of management's judgment consist of the valuation of mining assets, stock-based compensation and future income taxes. Actual results could differ significantly from estimates.

## **Ressources Cartier inc.**

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

### **Mining Assets**

Mining exploration properties are composed of claims and deferred exploration costs. Costs incurred on unexploited properties that are identified as having a development potential are deferred until the project profitability has been determined. These costs are then transferred to the related mining properties. Costs are written off when the properties are allowed to lapse or when cost recovery is uncertain. Management defines uncertainty as follows: when there are no available financial resources for the development of properties over three consecutive years or when the results derived from exploration work do not justify any additional investments.

Costs that are not related to specific properties are reflected in earnings. The proceeds from the disposal of mining assets are applied against mining properties, and then are applied against the related exploration costs, and any residual amount is allocated to earnings. Government assistance as well as credits on mining duties and other credits related to exploration work are applied against deferred exploration costs.

### **Accounting Changes**

Since January 1<sup>st</sup>, 2008, the Company adopted the following new accounting standards issued by the CICA:

#### Capital Disclosures

The CICA issued section 1535, "Capital Disclosures". This section establishes standards for disclosing information about an entity's capital and management of its capital. The information provided by an entity should focus in particular on its objectives, policies and processes for managing capital, and disclose whether the entity has complied with imposed capital requirements and the consequences of non-compliance to them.

#### Financial Instruments – Disclosures and Financial Instruments – Presentation

The CICA issued new sections 3862 and 3863, which will replace section 3861, "Financial Instruments – Disclosure and Presentation". These sections require the disclosure of additional details of financial assets and liabilities categories as well as a detailed analysis on the risks associated with the entity's financial instruments, including how it manages these risks. These standards harmonize disclosures with International Financial Reporting Standards ("IFRS").

## **Ressources Cartier inc.**

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

### **Related Party Transactions**

The Company was provided consulting services from a company controlled by a director.

	<b>March, 31 2008</b>	<b>March, 31 2007</b>
	<b>\$</b>	<b>\$</b>
<b>Consultants</b>	<b>15,000</b>	<b>-</b>

These transactions are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. There is no amount unpaid as at March 31, 2008.

### **Commitments**

The Company has agreed, under operating leases and equipment rental contracts, to pay a total amount of \$126,067 during the next five years. Minimum lease payments are as follows:

	\$
2008	38,518
2009	48,349
2010	22,800
2011	15,300
2012	1,100
	<u>126,067</u>

### **Internal Controls over Disclosure and Financial Reporting**

The President and Chief Executive Officer, as well as the Chief Financial Officer, are responsible for maintaining disclosure controls and procedures (as defined in Multilateral Instrument 52-109 of the Canadian Securities Administrators), and have designed such disclosure controls and procedures, or caused them to be designed under their supervision, to provide reasonable assurance that material information relating to the Company, is made known to them by others within the Company, particularly during the period in which the filings must be prepared pursuant to the Canadian securities legislation.

The President and Chief Executive Officer, as well as the Chief Financial Officer, are also responsible for maintaining internal control over financial reporting, and have designed such internal control over financial reporting, or caused it to be designed under their supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with Canadian GAAP.

## **Ressources Cartier inc.**

Management's Discussion and Analysis  
For the three month period ended March 31, 2008

As an emerging company, the Company's board is composed of a limited number of key-persons, which means that the segregation of duties is limited and must be offset by a more reliable supervision by the Chief Executive Officer and the Chief Financial Officer.

For the period ended March 31, 2008, an evaluation was made under the supervision, and jointly with the Company's management, including the President and Chief Executive Officer and also the Chief Financial Officer, as to the effectiveness of disclosure controls and procedures. Based on this evaluation, the President and Chief Financial Officer have concluded that the design and operation of these controls and procedures were efficient as of March 31, 2008 and were executed in order to provide reasonable assurance as to the appropriate disclosure of material information relating to the Company.

### **Outlook**

In 2008, Cartier will maintain its corporate development program and will put emphasis on the following: the controlled and aggressive exploration of its projects, the search for partners for its «non-core» assets and the generation of new projects.

The majority of the exploration work will be focused on the Kinojévis project where approximately 10,000 meters of the Company's drill program should be completed. The results compilation will continue during 2008 in order to generate new drilling targets.

As a result of project generation efforts, a high potential sector for gold mineralization has been identified. The Company is planning to acquire this property and will look for an exploration partner.

Cartier has signed confidentiality agreements with potential partners, who are currently considering the acquisition, through an option, of an interest in the Bapst and Dieppe-Collet projects.

Exploration expenditures incurred to date on the Company's properties have ensured Cartier the renewal of its claims on all its projects for several years to come.

(S) Philippe Cloutier  
Philippe Cloutier  
President and CEO

(S) Jean-Yves Laliberté  
Jean-Yves Laliberté  
Chief Financial Officer

### **Forward-Looking Statements**

Certain statements in this MD&A may constitute forward-looking statements involving various risks and uncertainties. The Company's results and performance may be different than those expected based on these forward-looking statements.