



**Rocher Deboule Minerals Corporation**  
*(formerly Ameridex Minerals Corp.)*  
**Management Discussion and Analysis**  
**For Three and Six Months Ended January 31, 2007**

Branch for the Ministry of Energy (GSBME) and Mines seems to support this hypothesis. Airborne magnetic surveys conducted in 1967-1969 identified a large magnetic high anomaly, located in the central part of the claims which is a good indicator for a large magnetic body.

Stream settlement sampling around the area was also conducted. Sample #93M831897 conducted by the GSBME returned a in the ninety-five percentile for Au, La, Fe and Cu. The sample also yielded high readings for Co, U and REE were obtained. These readings are usually associated with Iron Oxide Copper Gold (IOCG) anomalies and targets.

The Geological Report and further information can be obtained at the company's website [www.rdminerals.ca](http://www.rdminerals.ca).

Update on the Rocher Deboule Property

Subsequent to the period ended January 31, 2007 the company acquired 100% interest for claims covering 12,263 hectares in and around the Rocher Deboule property for the consideration of \$55,000 cash and 90,000 common shares. The company plans to conduct geophysical surveys on the property in the summer of this year. Depending on the results of the surveys, the company is planning to conduct a drill program.

**1.3 Selected Annual Information**

	<b>As at and for the financial year ended July 31,</b>			
	<b><u>2006</u></b>	<b><u>2005</u></b>	<b><u>2004</u></b>	<b><u>2003</u></b>
(a) Total Revenues	\$ Nil	\$ Nil	\$ Nil	\$ Nil
(b) Loss:				
i) In total	\$ 99,744	\$ 126,701	\$ 67,153	\$ 53,265
ii) On a per share basis <sup>(1)</sup>	\$ 0.03	\$ 0.03	\$ 0.02	\$ 0.01
(c) Total assets	\$ 357,738	\$ 26,337	\$ 63,419	\$ 1,950
(d) Total liabilities	\$ 1,029,110	\$ 950,165	\$ 860,546	\$ 731,924
(e) Total shareholders' deficiency	\$ -5,063,933	\$ -4,964,189	\$ -4,837,488	\$ -4,770,355

<sup>(1)</sup> Fully diluted loss per share amounts have not been calculated as they would be anti-dilutive

**1.4 Results of Operations for the Three and Six months ended January 31, 2007 and 2006**

The loss for the three months ended January 31, 2007 was \$24,098 compared to \$17,183 for the prior period. The loss for the six months end January 31, 2007 was \$67,238 compared to \$33,038 for the prior period. Expenses were higher in the current period due to the Company's transfer agent fees in relations to the shares for debt and private placement, professional fees for the reenlistment on the Venture Exchange and promotional expenses incurred.

**1.5 Summary of Quarterly Results**

The following tables summarize information derived from the Company's financial statements for each of the eight most recently completed quarters:

<b>Quarter Ended: Year:</b>	<b><u>Jan-31 2007</u></b>	<b><u>Oct-31 2006</u></b>	<b><u>Jul-31 2006</u></b>	<b><u>Apr-30 2006</u></b>	<b><u>Jan-31 2006</u></b>	<b><u>Oct-31 2005</u></b>	<b><u>Jul-31 2005</u></b>
Total Revenues	\$ --	\$ --	\$ --	\$ --	\$ --	\$ --	\$ --
Loss							
in total	<u>24,098</u>	<u>44,901</u>	<u>53,858</u>	<u>12,848</u>	<u>17,183</u>	<u>15,855</u>	<u>59,060</u>
Per share basis <sup>(1)</sup>	<u>\$ 0.002</u>	<u>\$ 0.006</u>	<u>\$ 0.009</u>	<u>\$ 0.003</u>	<u>\$ 0.004</u>	<u>\$ 0.004</u>	<u>\$ 0.009</u>

<sup>(1)</sup> Fully diluted loss per share amounts have not been calculated as they would be anti-dilutive

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**1.6 Related Party Transactions**

During the three month period, the amount of \$7,500 (2005 - \$7,500) paid to the President of the company and \$4,500 (2005 - \$3,000) was paid to the Corporate Secretary and Chief Financial Officer of the company for management services in respect to day to day operations of the Company.

During the six month period, the amount of \$15,000 (2005 - \$15,000) accrued to the President of the company and \$9,000 (2005 - \$6,000) was accrued to the Corporate Secretary and Chief Financial Officer of the company for management services in respect to day to day operations of the Company

**1.7 Liquidity and Capital Resources**

As at January 31, 2007 the Company had a cash balance of \$664,562 and working capital \$337,179 compared to a deficiency of \$713,060 at July 31, 2006. The Company issued 7,016,761 shares for the settlement of \$701,676 in debts. Included in this amount is \$434,721 of related party debt, \$218,480 in subscriptions received in prior years for cancelled private placements, and \$48,475 in accounts payable. The Company issued 10,000,000 units pursuant to a private placement for gross proceeds of \$1,000,000. Each unit consisted of one common share and one a share purchase warrant exercisable at a price of \$0.15 for one year. Proceeds included \$352,200 received prior to July 31, 2006, and \$59,800 that had previously been classified as loans and bonus payable.

**1.8 Outstanding share data**

At the date of the report, the company had 20,840,892 issued and outstanding shares.

**1.9 Off-Balance Sheet arrangements**

At the date of the report the company has committed to a \$170,000 contract in respect to an airborne survey to be conducted on the Rocher Deboule mineral property.