

**Rocher Deboule Minerals Corporation**  
(formerly Ameridex Minerals Corp.)  
**Management Discussion and Analysis**  
**For Three and Nine Months Ended April 30, 2007**

This management discussion and analysis of Rocher Deboule Minerals Corporation. (the “Company”) contains analysis of the Company’s operational and financial results for the three and nine months ended April 30, 2007. The following should be read with the company’s audited financial statements for the year ended July 31, 2006 and related notes thereto which have been prepared in accordance with Canadian generally accepted accounting principles.

## **FORWARD LOOKING STATEMENTS**

Certain statements contained in the report constitute forward-looking statements. When used in this document the words “anticipate”, “believe”, “estimate”, “expect”, “plan”, “future”, “intend”, “may”, “will”, “should”, “predicts”, “potential”, “continue”, and similar expressions, as they relate to Rocher Deboule Minerals Corporation or its management, are intended to identify forward-looking statements. Such statements reflect current views of Rocher Deboule Minerals Corporation with respect to future events and are subject to certain known and unknown risks, uncertainties and assumptions. These statements should not be relied upon. Many factors could cause the actual results, performance or achievements to be materially different for many future results, performance or achievements that may be expressed or implied by such forward-looking statements. Should one or more of these risks or uncertainties materialize, or should assumptions underlying the forward looking statements prove incorrect, actual results may vary materially from those described herein as anticipated, believed, estimated or expected. Rocher Deboule Minerals Corporation does not intend, and does not assume any obligation to update these forward looking statements.

**1.1. Date of report**                                      June 26, 2007

### **1.2. Nature of Business and Overall Performance**

Rocher Deboule Minerals Corporation (the “Company”), incorporated under The Company Act (British Columbia) on July 8, 1987 as “Navarre Resources Corporation” and is a reporting issuer in British Columbia and Alberta, Canada. On June 4, 1998, the Company change its name to Ameridex Minerals Corp. The Company’s shares were traded on the Canadian Venture Exchange (now the TSX Venture Exchange) under the symbol “AMD” and in 2002 the shares of the company were halted for the failure to file financial information.

On September 13, 2006 the Company again changed its name to Rocher Deboule Minerals Corporation to reflect the property which it intends to explore. Currently, the Company’s filings are up to date and as of October 2, 2006, the Company’s shares have been trading on the NEX Board under the symbol “RD.H”.

Rocher Deboule Minerals Corporation is a junior exploration company which is engaged in the exploration and development of mineral properties. Exploration and development requires significant amounts of capital and even if the funds were available, the outcome is dependent on finding sufficient quantities and grades of minerals, permitting the project, dealings with various stakeholder groups, constructing the processing and ancillary facilities and starting commercial production. This process takes time, and many factors including commodity prices, political and economic conditions may change, affecting the viability of the project.

The Company’s head office is located in White Rock, British Columbia and currently holds a 100% interest in the following exploration property:

#### **Rocher Deboule Property, Omineca Mining Division, Hazelton, B.C.**

During the 2001 fiscal year the Company purchased four staked claims consisting of 53 units centred around the main underground workings at the headwaters of Juniper Creek, nine kilometres south of Hazelton, B.C., in the Omineca mining division.

#### *History of the property*

The property consists of 6,665 acres covering the Rocher Deboule mine 1915-54, the Victoria mine 1926- 40 the Highland boy 1917 and Cap mines 1917. The majority of the base and precious metals recovered from these mines were from seven veins which run East – West in the Western part of the identified Bulkley Intrusion. It is hypothesized in the geological report, February 2006 that these veins maybe part of a larger hydrothermal structure. If this were the case, the main structure would most likely located in the middle of the claim block. Work carried out by the Geological Survey Branch for the Ministry of Energy (GSBME) and Mines seems to support this hypothesis. Airborne magnetic surveys

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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

During the nine month period, 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. Pending on the results of the surveys, the company will be conducting 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 Nine months ended April 30, 2007 and 2006**

The loss for the three months ended April 30, 2007 was \$82,736 compared to \$12,848 for the prior period. The loss for the nine months end April 30, 2007 was \$149,974 compared to \$45,907 for the prior period. Expenses were higher in the current periods 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 NEX. Advertising and promotional expenses as well as corporate overhead expenses were higher due to the increased activities after the enlistment on the NEX. (see "statements of operations and deficit").

**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:</b>	<b><u>Apr-30</u></b>	<b><u>Jan-31</u></b>	<b><u>Oct-31</u></b>	<b><u>Jul-31</u></b>	<b><u>Apr-30</u></b>	<b><u>Jan-31</u></b>	<b><u>Oct-31</u></b>
<b>Year:</b>	<b><u>2007</u></b>	<b><u>2007</u></b>	<b><u>2006</u></b>	<b><u>2006</u></b>	<b><u>2006</u></b>	<b><u>2006</u></b>	<b><u>2005</u></b>
Total Revenues	\$ --	--	--	\$ --	\$ --	\$ --	\$ --
Loss							
in total	<u>82,736</u>	<u>24,098</u>	<u>44,901</u>	<u>53,858</u>	<u>12,848</u>	<u>17,183</u>	<u>15,855</u>
Per share basis <sup>(1)</sup>	<u>\$ 0.005</u>	<u>0.002</u>	<u>0.006</u>	<u>\$ 0.009</u>	<u>\$ 0.003</u>	<u>\$ 0.004</u>	<u>\$ 0.004</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 nine month period, the amount of \$17,500 (2005 - \$15,000) was paid to the President of the company and \$12,000 (2005 - \$6,000) 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

**1.7 Liquidity and Capital Resources**

As at April 30, 2007 the Company had a cash balance of \$537,538 and working capital of \$202,960 compared to a deficiency of \$713,060 at July 31, 2006. During the period, the company issued 7,016,761 shares for the settlement of \$701,676 in debt. 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. At the date of this report, the company had 9,930,000 warrants outstanding with an exercise price of \$0.15, all of which are expected to be exercised on or before the expiry date of September 15, 2007.

**1.8 Outstanding share data**

At the date of the report, the company had 21,503,892 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.

**1.10 Subsequent to the Period**

The entered into an agreement to purchase 100%, the Artillery Peak manganese properties located in Mojave county, Arizona, U.S.A. for the consideration of 1,000,000 free trading shares and \$96,000 US cash. The company will pay a total of \$96,000 (U.S.) (\$40,000 to be paid immediately and the remaining to be paid over 14 months at \$4,000 per month) and issue one million shares. These properties are subject to a 2% net smelter return (NSR) with the right to buy back 1% of the NSR for \$2,000,000 US.