This management's 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 month periods ended April 30, 2008. The following should be read with the company's unaudited consolidated financial statements for the three and nine month periods ended April 30, 2008 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. Forward-looking statements are generally identified by terms such as "anticipate", "believe", "estimate", "expect", "plan", "future", "intend", "may", "will", "should", "predicts", "potential", "continue", and similar expressions. Forward-looking statements reflect current views of the Company and its management with respect to future events and are subject to risks, uncertainties and assumptions, both known and unknown. Many factors could cause the actual results, performance or achievements of the Company to be materially different from those referred to in any forward-looking statements. These factors include, but are not limited to, fluctuations in the prices of metals and minerals, changes in general economic conditions, discovery of unanticipated geological conditions in the Company's properties, or changes in the investment preferences and strategies of investors and potential investors in the Company's securities. Should one or more of the risks or uncertainties materialize, or should assumptions underlying the forward-looking statements prove incorrect, actual results may vary materially from those described in any forward-looking statements. Undue reliance should not be placed on any forward-looking statements. The Company does not undertake any obligation to update these forward-looking statements, except as required by applicable securities laws.

The business of the Company is the exploration and development of mineral properties, which is a business of high inherent risk. Most exploration programs fail to locate a body of commercial ore. All exploration and mining programs face a risk of unknown and unanticipated geological conditions, and promising indications from early results may not be borne out in further exploration work. Few properties which are explored are ever developed into producing mines. A mineral exploration program often requires substantial cash investment, which can be lost in its entirety if it does not result in the discovery of a commercial ore body. Mineral exploration involves risks which even a combination of careful evaluation, experience, and knowledge cannot eliminate.

DATE OF REPORT

June 26, 2008

NATURE OF BUSINESS AND OVERALL PERFORMANCE

Jurisdiction of incorporation and corporate name

The Company was incorporated under the *Company Act* (British Columbia) on July 8, 1987 as "Navarre Resources Corporation". The Company changed its name to Ameridex Minerals Corp. on June 4, 1998, and to Rocher Deboule Minerals Corporation on September 13, 2006. The Company is a reporting issuer in the provinces of British Columbia and Alberta. On January 25, 2008, the Company's application for listing on Tier 2 (from NEX) was accepted by the TSX Venture Exchange. The trading symbol for the company on the TSX Venture Exchange is "RD".

The Company has one wholly owned subsidiary, Rocher Manganese Inc., incorporated in the State of Nevada. Rocher Manganese Inc. manages the exploration work on the Company's Artillery Peak property.

The Company's head office is located at 2A-15782 Marine Drive, White Rock, British Columbia V4B 1E6.

Mineral exploration projects

The Company currently has five exploration projects.

- *Rocher Deboule property, British Columbia*. The Rocher Deboule property is an iron oxide, copper and gold exploration property located in the Omineca Mining Division of British Columbia, near Hazelton. The Company acquired its initial interest in the Rocher Deboule property in 2001. During the fiscal year ended July 31, 2007, the Company acquired additional claims near the Rocher Deboule property, and conducted some preliminary exploration work on the property. In September 2007, the Company completed a drill program consisting of 6 drill holes in the area of the Highland Boy showing. Results of the drill program are included in the Annual Information Form of the Company dated February 25, 2008, a copy of which is available on the SEDAR filing service at **www.sedar.com**. The Company has applied to the Ministry of Energy and Mines for permit to conduct a further drill program 15 drill holes at 11 drill sites for a total of 3,100 meters.

- *Artillery Peak property, Arizona.* The Artillery Peak property is a manganese exploration property, located in Mohave County, Arizona. The Company acquired the Artillery Peak property during the fiscal year ended July 31, 2007, and conducted preliminary sampling. In February 2008, the Company completed a diamond drilling program consisting of 17 holes for a total footage of 9,930 feet. Additional information on the drilling program is contained under "Status of Exploration Projects", below.

- *Lonnie Brent property, British Columbia.* The Lonnie Brent property is a niobium exploration property, located in Omineca Mining Division of British Columbia. The Company acquired the Lonnie Brent property in September 2007, and has not yet conducted any exploration work on the property.

- *Tam property, British Columbia*. The Tam property is a fluorite exploration property, located in the Liard Mining Division of British Columbia. The Company acquired the Tam property subsequent to the fiscal year ended July 31, 2007, and has not yet conducted any exploration work on the property.

- *Black Prince, Junction Creek, and Olson properties, British Columbia*. These properties are manganese exploration properties located in the Alberni and Clinton Mining Divisions of British Columbia. The Company acquired these properties during the fiscal year ended July 31, 2007, but has not yet conducted any exploration work on the properties.

The Company has obtained reports on the Rocher Deboule property and the Artillery Peak property pursuant to National Instrument 43-101 – *Standards of Disclosure for Mineral Properties* ("NI 43-101"). Those reports are available on the website of the SEDAR filing service at www.sedar.com. The Company has not yet obtained NI 43-101 reports on any of the other properties listed above.

The Company reports that subject to regulatory approval it has entered into a letter of intent with Rain Investments, Ltd. a corporation that is arms length to the Company, pursuant to which the Company has acquired 12 coal permit applications (9,300 hectares) in two separate areas 100 kilometers apart and called the "coal outcrop" and the "30/14" property. The properties are located approximately 300 kilometers northwest of the Goldsource coal discovery (26 meters (86.3 feet) and 32.5 meters (106.6 feet)). The 30/14 property contains two coal intercepts 17 km apart, containing a 14 ft (4.27 meters) intercept in the north portion starting at 630 feet and a 30 ft (9.15 meters) intercept in the south portion starting at 720 feet. The coal outcrop property contains outcrop at Wapaneka Lake which were not considered economic but significant when considered along with the other coal outcrop and occurrence at depth, in that they may indicate the northern edge of a coal field lying to the south, southwest and west of Wapaneka Lake (contained in a Report dated January, 1961 titled "Silica Sand and Coal Occurrence's on Wapaneka Lake" by W. D Pearson for the Department of Mineral Resource Mine Branch Geology Division for the Province of Saskatchewan. Neither the rank nor the grade of the coal has been determined and the drill logs have not been obtained by the Company. The above information on historic work performed on the property was done prior to implementation of National Instrument 43-101; therefore, the results spoken of do not comply with modern reporting standards and should not be relied upon until such time as additional work is completed on the property, including preparation of a National Instrument 43-101 report. The coal permits are underlain by sandstones and shales of the Cretaceous-aged Mannville group.

RESULTS OF OPERATIONS

Analysis of income statement items

Net loss for the three month periods ended April 30, 2008 was $515,791, compared to $82,736 for the prior year three month period. The Company does not generate revenue from operations, and has no revenues other than interest earned on the Company's balances of cash and cash equivalents. Accordingly, the increase of the Company's net loss for the three month periods ended April 30, 2008 was due to increased expenses. The principal reasons for the increased expenses were as follows:

- Professional fees expenses increased from $4,514 to $106,652, principally as a result of increased legal and accounting costs to maintain regulatory compliance, for statutory filings, and for the private placement completed by the Company in February 2008.

- Shareholder communication expenses increased from $14,692 to $38,011, principally as a result of increased costs incurred in distributing information about the Company through web-based information services.

- Office and rental services increased from $23,070 to $39,043. The increase resulted from the increased level of activity within the Company, requiring additional office premises.

- Stock compensation expense increased from $nil to $134,910, principally as a result of incentive stock option grants during the three month period and use of the fair-value-based method for calculating the stock compensation expense.

- Wages and benefits and management fees increased in total from $nil to $73,037, principally as a result of additional personnel being hired because of the Company's increased level of activity.

Analysis of balance sheet items

Cash and cash equivalents increased from $466,206 as at July 31, 2007 to $829.604 as at April 30, 2008, principally as a result of completion of its brokered private placement .

- Mineral property interests increased from $1,029,168 as at July 31, 2007 to $2,583,980 as at April 30, 2008. Additional information on this item is given below under "*Analysis of mineral property costs*".

- The Company's share capital increased from $6,543,550 as at July 31, 2007 (24,445,892 shares) to $10,050,382 (35,861,425 shares) as at April 30, 2008. The Company issued 3,562,200 shares in a brokered private placement at a price of $0.45 per unit.

Additional information on the share purchase warrants is contained under "*Liquidity and Capital Resources*".

Analysis of mineral property costs

The following table shows a breakdown of the Company's capitalized exploration and development costs for the nine month periods ended April 30, 2008 and as at fiscal year ended July 31, 2007.

	For the period ended April 30, 2008	**As at fiscal period ended July 31, 2007**
Rocher Deboule		
Acquisition and Staking	$ (7,774)	$ 118,300
Assays and Analysis	32,167	1,491
Camp and Supplies	57,828	66
Drilling	146,826	-
Geological and Geophysical	150,730	204,425
Geological Travel and Accommodation	6,001	1,930
Freight and Transport	71,524	1,629
Sub-total	**$ 457,302**	**$ 327,841**
Artillery Peak		
Acquisition and Staking	$ 37,228	$ 679,103
Assays and Analysis	16,635	1,426
Drilling	692,550	-
Geological and Geophysical	100,812	16,987
Geological Travel and Accommodation	8,300	1,388
Sub-total	**$ 855,525**	**$ 698 ,904**
Black Prince, Junction Creek, Olson		
Acquisition and Staking	$ -	$ 1,477
Assays and Analysis	4,484	-
Geological and Geophysical	-	946
Sub-total	**$ 4,484**	**$ 2,423**
Tam Property		
Acquisition and Staking	$ 182,500	$ -
Sub-total	**$ 182,500**	**$ -**
Lonnie Brent Property		
Acquisition and Staking	$ 55,000	$ -
Sub-total	**$ 55,000**	**$ -**
Total	**$ 1,554,811**	**$ 1,029,168**

Acquisition and staking costs for Tam property include 350,000 common shares issued for deemed consideration of $157,500 and cash in the amount of $25,000. Acquisition and staking costs for the Lonnie Brent property include 100,000 common shares issued for deemed consideration of $45,000 and cash in the amount of $10,000.

Status of exploration projects

Rocher Deboule property, British Columbia

The Company acquired its initial properties in the area in 2001. The claims acquired by the Company in 2001 consisted of 1,325 hectares. Subsequently, the Company has staked additional claims. In addition, during the fiscal year ended July 31, 2007 the Company acquired a 100 % interest in mineral claims covering an additional 758 hectares for $60,000 cash and 130,000 shares of the Company. The property now consists of mineral claims covering 8,199 hectares. The Company owns a 100% interest in the Rocher Deboule property.

During the fiscal year ended July 31, 2007, the Company conducted preliminary aeromagnetic surveys of the property. In September 2007, the Company completed a drill program consisting of 6 drill holes in the area of the Highland Boy showing. Results of the drill program are included in the Annual Information Form of the Company dated February 25, 2008, a copy of which is available on the SEDAR filing service at www.sedar.com. The Company has applied to the Ministry of Energy and Mines for permit to conduct a further drill program 15 drill holes at 11 drill sites for a total of 3,100 meters.

The Company has obtained a NI 43-101 report on the Rocher Deboule property prepared by A.A. Burgoyne, P. Eng., M.Sc., dated December 18, 2007. A copy of the report is also available on the SEDAR filing service at www. sedar.com.

Artillery Peak property, Arizona

In June, 2007 the Company purchased the Artillery Peak property, which consists of 90 unpatented lode mining claims in the Mohave County, Arizona. The purchase price for the Artillery Peak properties was 1,000,000 shares in the Company and USD$96,000 cash. The property is subject to a 2% net smelter return royalty in favour of the Vendors. The Company has the right to buy back 1% of the net smelter return royalty for USD$2,000,000. Apart from the net smelter return royalty, the Company owns a 100% interest in the Artillery Peak property.

In February 2008, the Company completed 17 HQ diamond drill holes for 9,930 feet (3.027 meters) on its Artillery Mountains Manganese property in North-western Arizona. Rocher has acquired, by staking, 247 lode claims for a total of 4,900 acres (1,983 Hectares). Manganese bearing sedimentary beds is known to exist over much of this area. Geological mapping by the USGS and the US Bureau of Mines during the latter part of WWII and the early part of the cold war, when manganese was considered a strategic metal, has outlined numerous areas of interest. Rocher has staked most of these areas. The drilling just completed has tested two of these areas and has found Manganese in both. A NI 43-101 qualifying report has been completed and a resource calculation has provided the following results:

Category	Tonnage	Grade Mn	Total lbs
Indicated	9,272,442	3.79%	772,475,549
Inferred	2,553,000	3.82%	215,050,000

The following parameters were used to define the Indicated Resource:

- A cut-off grade of 1% Mn was used equivalent to US$40.00 per tonne.
- A current price of US$2.00 per pound manganese was used.
- Blocks were plotted on section and projected half way to the next hole, up to a distance of 50 meters.
- All intercepts were used as reported, no grades were cut.
- Intersections were assayed at 10 foot intervals and some samples extended into the waste thus providing a measure of dilution. Internal dilution was included in the sample.
- The specific gravity was measured for two samples and the resulting average of 2.00 tonnes per cubic meter was used.
- Areas were calculated by computer generated measurements.
  - Assay intervals were consistent at 10 feet with no minimum applied.
  - The Indicated Resource calculated according to these parameters is 9,272,442 tonnes of 3.79% Mn, for a total Indicated Resource of 772,475,549 pounds of contained manganese.

The inferred estimate in the MacGregor Mine zone is based on the following parameters:

- The area of the zone was measured within the limits indicated in the geological interpretation.
- The area was calculated between the surface outcrop on the east and the claim boundary on the west. And between hole ADH#4 in the MacGregor Mine workings on the north and hole ADH#6 on the south, less the indicated resource already included.
- The thickness was calculated by averaging all the intercepts within that zone.
- Tonnages were calculated using 2.00 tonnes per cubic meter.

The inferred estimate in the Chapin Wash Zone is based on the following parameters:

- The area of the zones was measured within the limits indicated in the geological interpretation.
- The area was calculated between the surface outcrop in Chapin Wash and the West Splay of the Common Corner Fault.
- The thickness was taken from the outcrop in the Chapin Wash.
- Tonnages were calculated using 2.00 tonnes per cubic meter.
- Grades used were taken from channel samples taken from the outcrop in the Chapin Wash.

  Total Inferred Resource was estimated according to the above parameters at 2,553,000 tonnes of 3.82% Mn. for a total of 215,050,000 pounds of contained manganese.

The Indicated Resource is situated in shallow dipping sedimentary beds where the terrain would allow open pit mining with a low stripping ratio.

Both the Indicated and Inferred Resource mineralization in the MacGregor Zone is open down dip to the west. The Inferred Resource in the Chapin Wash is open to the west on the Rocher Claims although it may be displaced by the Common Corner Fault West Splay.

A Phase II drilling program of fill-in rotary percussion drilling is currently being permitted.Hole ADH#25 drilled 1.6 kilometers south of Love's mine, in the South Chapin Wash area, revealed a new hidden zone called the South Chapin Zone (no outcrop), where grades and widths are comparable to those in the MacGregor Open Pit and Priceless Open Pit deposits and other deposits in the area which were worked in earlier times.

The Indicated Resource in the South Chapin Zone is open in all directions. A 100 meter square grid of rotary percussion drilling is planned to investigate this occurrence. Mapping and sampling are continuing on the property. Six metallurgical test samples totalling 1.5 tonnes of material have been collected. These samples were shipped to Tucson and testing is underway at the Mountain States R&D International Inc., Vail Metallurgical Test Laboratories, near Tucson, Az. The object of the testing is to test the economics of leaching and electroplating the manganese to produce a "flake", the premium product, for the domestic and foreign markets. Negotiations for some of the adjacent patented claims have been finalized within the past few days and these acquisitions are expected to provide a significant increase to our resource over the next few months. Drilling programs for these patented claims are in the planning stage.

Lonnie Brent property, British Columbia.

The Lonnie Brent property is a niobium exploration property. The property covers approximately 3,477 hectares in the Omineca Mining Division of British Columbia. The Company initially staked mineral claims covering an area of approximately 692 hectares. In October 2007, the Company acquired additional claims covering approximately 2,735 hectares at a cost of $10,000 and 100,000 shares of the Company. The Company owns a 100% interest in the Lonnie Brent property. The Company does not yet have a NI 43-101 report on the property, and has not yet conducted any exploration work on the property.

Tam property, British Columbia.

The Tam property is a fluorite exploration property. The property covers approximately 1,805 hectares in the Liard Mining Division of British Columbia. The Company has acquired an option to acquire the Tam property. To exercise this option, the Company must make cash payments totalling $300,000 over a 4 year period and issue a total of 500,000 shares of the Company. A $25,000 cash payment has been made, and 350,000 shares have been issued. The property is subject to a 1% net smelter return royalty in favour of the vendors, which the Company can purchase for $300,000 in the next 10 years. Apart from the net smelter return royalty, on exercise of the option, the Company will acquire a 100% interest in the Tam property. The Company does not yet have a NI 43-101report on the property, and has not yet conducted any exploration work on the property.

Black Prince, Junction Creek, and Olson properties, British Columbia.

These properties are manganese exploration properties. These properties cover approximately 730 hectares located in the Alberni and Clinton Mining Divisions of British Columbia. These claims were staked by the Company. The Company owns a 100% interest in each of these properties. The Company does not yet have a NI 43-101report on the properties, and has not yet conducted any exploration work on the properties.

SUMMARY OF QUARTERLY RESULTS

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

Quarter Ended: Year:	30-Apr 2008	31-Jan 2008	31-Oct 2007	31-Jul 2007	30-Apr 2007	31-Jan 2007	31-Oct 2006	31-Jul 2006
Total Revenues	$1,843	$13,034	$16,650	$ 4,643	$ -	$ -	$ -	$ -
Loss in Total	$515,791	$919,376	$189,553	$111,316	$82,736	$24,098	$44,901	$53,858
Per share basis[1]	$0.01	$0.003	$0.005	$ 0.005	$ 0.005	$ 0.002	$ 0.006	$ 0.009

[1] *Fully diluted loss per share amounts have not been calculated as they would be anti-dilutive*

LIQUIDITY AND CAPITAL RESOURCES

As at April 30, 2008 the Company had a cash balance of $829,604 and working capital of $510,347, compared to a working capital of $182,164 at July 31, 2007. The increase in working capital was due principally to brokered private placement in February, 2008.

As at July 31, 2007, the Company had 7,435,000 share purchase warrants outstanding from the private placement. Subsequent to July 31, 2007, 7,403,333 of the share purchase warrants were exercised, for proceeds to the Company of $1,110,500. The remaining 31,667 share purchase warrants expired on September 15, 2007 without being exercised.

On February 29, 2008, the Company completed a private placement of 3,562,200 units at a price of $0.45 per unit. Each unit consisted of one common share and one share purchase warrant. The gross proceeds of the offering were $1,603,000. Each share purchase warrant entitles to holder to purchase one additional common share at a price of $0.90 for a period of two years. As at the date of this report, none of the share purchase warrants have been exercised.

As at June 24, 2008, the Company had working capital of approximately $672,762, including cash and cash equivalents of approximately $628,721. These amounts include the proceeds of the private placement described above. Excluding exploration costs, the Company's current general and administrative cash expenditures are approximately $95, 000 per month. Other than ongoing general and administrative expenditures, the principal expenditures planned by the Company for the next three months are the planned exploration work on the Artillery Peak property and Rocher Deboule property, described above under "Status of Exploration Projects".

The Company does not generate revenue from operations, and has been dependent upon its ability to raise equity capital through the issuance of shares to pay ongoing operating expenses and the costs associated with its exploration and development activities. The Company believes it has adequate working capital to fund its minimum operations over the next twelve months.

OUTSTANDING SHARE DATA

As at April 30, 2008, the Company had 35,861,425 common shares issued and outstanding. As at the date of this report, the Company has 35,861,425 common shares issued and outstanding, which includes the shares issued in the private placement described above.

As at July 31, 2007, the Company also had outstanding share purchase warrants to purchase 7,435,000 common shares of the Company. Each share purchase warrant entitled the holder to acquire one additional common share at a price of $0.15 per share. Subsequent to July 31, 2007, 7,403,333 share purchase warrants were exercised, yielding proceeds to the Company of $1,110,500. The remaining 31,667 warrants expired September 15, 2007 without being exercised.

On February 29, 2008, the Company issued 3,562,200 share purchase warrants pursuant to the private placement described above. As at the date of this report, none of the warrants have been exercised.

As at April 30, 2008, the Company has granted options to purchase 2,075,000 shares to directors, officers, employees, and consultants of the Company. The options have a five year term, and an exercise price of $0.55. During the three month period ended April 30,, 2008, under the fair-value-based method, $134,910 was recorded as stock-based compensation expense in respect of options vested to directors, officers, employees and consultants. The fair value of the stock options granted was estimated on the date of the grant using the Black-Scholes option pricing model using the assumptions shown in the following table.

Stock options granted during the three month periods ending April 30, 2008

Dividend yield	0%
Expected volatility	173.35%
Risk-free interest rate	4.08%
Expected lives	3 years

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have material off-balance sheet arrangements.

RELATED PARTY TRANSACTIONS

During the three month periods ended April 30, 2008, the Company entered into the following related party transactions.

Office and personnel sharing arrangements

The Company shares its office premises with Adanac Molybdenum Corp., Goldrea Resources Corp., and Molycor Gold Corp. In addition, certain personnel are shared by the companies. The personnel in question include the following:

- Mr. Larry Reaugh is a director and officer of each of the companies;
- Mr. Edward Lee is a director and officer of each of the companies;
- Ms. Teresa Piorun is an officer of each of the companies.

Expenses relating to the common office facilities are shared among the companies and allocated according to the relative amount of space used by each of the companies. The salary and related costs of common personnel are allocated according to the time expended by the personnel in question.

Disclosure Controls and Procedures

The CEO and CFO have evaluated the effectiveness of the Company's disclosure controls and procedures and have concluded, based on their evaluation that they were effective as of April 30, 2008 to provide reasonable assurance that all material information relating to the Company will be made known to management and disclosed in accordance with applicable securities regulations.

ADDITIONAL INFORMATION

Additional information about the Company is available at the website of the System for Electronic Document Analysis and Retrieval ("SEDAR") at www.sedar.com.