

**YORBEAU RESOURCES INC.
("Yorbeau" or the "Company")**

**Management's Discussion and Analysis
for the period ended June 30, 2008**

The following discussion and analysis was prepared as at August 13, 2008 and should be read in conjunction with the interim financial statements of the Company for the period ended June 30, 2008 and the notes thereto and the annual financial statements of the Company for the year ended December 31, 2007 and the notes thereto.

Certain statements contained in this discussion and analysis constitute forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The Company believes the expectations reflected in these forward-looking statements are based on reasonable assumptions but no assurance can be given that these expectations will prove to be correct.

General

During the period ended June 30, 2008, the Company initiated its 2008 surface exploration program that will consist of 20,000 m of surface diamond drilling at an estimated cost of \$2,000,000. The program is intended to test anomalies identified by the induced polarization resistivity (IP) survey that was conducted over the entire 12 km length of the Cadillac-Larder Lake Break straddled by the Rouyn property. The Company also carried out a rights offering which generated gross proceeds of \$2,916,353. Under the offering, 16,201,964 Class A shares were issued at a subscription price of \$0.18 per share. Net proceeds of the offering will be used to incur Canadian exploration expenses on its properties and to provide general working capital.

Subsequent to the end of the period, the Company intercepted visible gold in drill core from holes in the Lake Gamble area of its Rouyn property, the first of several targets to be drilled in its 2008 drilling program.

The first six holes on the Lake Gamble target have been completed, but the core has only been quick-logged and sampled. Each hole cut highly altered and silicified Piché formation, which is the target ultramafic formation on the Rouyn property and is the host rock for many gold deposits along the 275-km-long CLLB. The alteration and silicification, together with visible gold observed in core, supports Yorbeau's exploration concept: that the 1,500 m long zone in the Lake Gamble area where the Piché host rock exhibits certain geophysical characteristics (magnetic low, resistivity high, chargeability high) is a high-priority exploration drill target.

Results of operations

During the three month period ended June 30, 2008, the Company recorded a net loss of \$298,466 compared to a net loss of \$228,035 for the corresponding period in the previous year. This represents a net loss of \$0.01 per share. Interest and other revenues for the three months ended June 30, 2008 amounted to \$5,867. The expenses for the period totalled \$304,333, compared to \$236,486 for the period ending June 30, 2007. The administrative charges for the period increased by \$66,966 compared to the corresponding period in the previous year mainly due to an increase in consulting fees. During the six month period ended June 30, 2008, the Company incurred a total of \$563,577 in exploration expenses (compared to \$796,563 for the corresponding period in the previous year), all of which were spent on the Rouyn property.

Summary of quarterly results

The following table sets forth selected quarterly financial information for each of the eight most recently completed quarters:

<u>Quarter ending</u>	<u>Revenue</u>	<u>Net profit (loss)</u>	<u>Net profit (loss) per share, basic and diluted</u>
June 30, 2008	\$5,867	\$(298,466)	\$(0.01)
March 31, 2008	\$4,204	\$(257,515)	\$(0.01)
December 31, 2007	\$76,997	\$(615,994)	\$(0.01)
September 30, 2007	\$60,150	\$(154,966)	\$(0.01)
June 30, 2007	\$8,451	\$(228,035)	\$(0.01)
March 31, 2007	\$979	\$(223,212)	\$(0.01)
December 31, 2006	\$3,799	\$(202,422)	\$(0.01)
September 30, 2006	\$5,444	\$(253,452)	\$(0.01)

The financial statements for the periods indicated above have been prepared in accordance with Canadian generally accepted accounting principles.

Liquidity

The Company has financed its operations almost exclusively through the sale of its shares and will continue to do so for the foreseeable future.

As at June 30, 2008, the Company had cash and short term deposits of \$2,473,844 compared to \$1,183,501 as at December 31, 2007. Working capital as at June 30, 2008 was \$2,332,996 compared to \$1,059,196 as at December 31, 2007. The increase in working capital is a result of the Company's rights offering completed in June 2008 which generated gross proceeds of \$2,916,353.

Transactions with related parties

During the period, a law firm, in which a director of the Company is a partner, rendered legal and consulting services in the amount of \$99,045 (2007 - \$125,415) as well as with respect to financing (share issue expenses) in the amount of \$62,325 (2007 - \$82,600), totaling an aggregate amount of \$161,370 (2007 - \$208,015). At period-end, \$131,519 was outstanding (2007 - \$13,671).

“Administrative charges” in the Statement of Operations, Comprehensive Loss and Deficit include an amount of \$25,000 (2007 - \$25,000) paid as a royalty to Société Minière Alta Inc., of which a director of Yorbeau is the sole shareholder.

In addition, consulting services were charged to Yorbeau in the amount of \$76,960 (2007 - nil) by a company controlled by the president and chief executive officer of Yorbeau. This amount was charged to administrative expenses. As at June 30, 2008, the accounts payable include \$13,536 (2007 - nil) payable to this company.

These transactions are recorded at their exchange value.

Outstanding Share Data

The authorized share capital of the Company consists of an unlimited number of Class A common shares of which 129,379,250 were issued and outstanding as at June 30, 2008. As of August 13, 2008, options to purchase a total of 5,225,000 shares at prices ranging from \$0.25 to \$0.35 per share were also outstanding. As of August 13, 2008, warrants to purchase a total of 4,391,250 shares at prices ranging from \$0.32 to \$0.45 per share were also outstanding.

Additional information

Additional information on the Company is available on SEDAR at www.sedar.com.