FORM 51-102F1
Management Discussion and Analysis
Jiulian Resources Inc.
Nine Months Ended November 30, 2007

The following discussion and analysis is prepared as at January 31, 2008 and should be read in conjunction with the unaudited financial statements of Jiulian Resources Inc. (the "Corporation") for the period ended November 30, 2007 including the notes therein. These interim financial statements have been prepared by management and have not been reviewed by the Company's independent external auditor. Additional information relevant to the Corporation is available for review on SEDAR at www.sedar.com.

Certain statements contained in the following Management Discussion and Analysis ("MD&A") may constitute forward-looking statements. Such forward-looking statements involve a number of known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Corporation to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements.

General Overview

The Corporation was incorporated on October 17, 2006 under the laws of British Columbia as a Capital Pool Company ("CPC") defined in CPC Policy 2.4 of the TSX Venture Exchange (the "Exchange"). The Corporation completed its initial public offering ("IPO") on June 19, 2007, and its shares were listed and commenced trading on the Exchange on June 4, 2007, under the symbol "JLR.P". The Corporation's principal purpose is to identify and evaluate businesses and assets with a view to completing a "Qualifying Transaction" (as defined in Policy 2.4) within twenty four months following the date of listing of the Corporation's shares on the Exchange as defined in the CPC Policy.

These interim financial statements have been prepared by management in accordance with Canadian generally accepted accounting principles. All dollar figures included therein and in the following management discussion and analysis ("MD&A") are quoted in Canadian dollars.

In the opinion of management, all adjustments consisting of normal recurring adjustments, considered necessary for a fair presentation of the Corporation's financial position, results of operations and cash flows, have been included. The Corporation has not commenced operations and therefore, no segmented information is available.

Results of Operations

As at November 30, 2007, the Corporation had no active business operations. For the three month period and nine month period ended November 30, 2007, the Corporation incurred general and administrative expenses of $15,545 and $79,724, respectively. With a positive offset by way of interest income received, the net losses in those two periods were $3,018 and $65,339 respectively. General and administrative expenses for the three month and nine month periods ended November 30, 2007 consisted of the following:

	Three months ended November 30, 2007	Nine months ended November 30, 2007
Professional fees	$ 27	$ 10,477
Employee Stock Compensation	0	24,500
Share Issuance/Filing fees	11,487	26,855
Office & Travel	4,031	17,892
Total Expenses:	$ 15,545	$ 79,724
Other Income:	(12,526.44)	(14,385)
Net Loss for the Period	$ 3,018	$ 65,339

Loss per share has not been presented since the outstanding shares at February 28, 2007 are escrow shares that are contingently returnable and are excluded from the loss per share calculation.

Basic and diluted loss per share is $0.02 per share as at November 30, 2007, based on the number of weighted average number of shares outstanding.

Liquidity

As at November 30, 2007 and February 28, 2007, the Corporation had positive working capital of $1,907,079and $121,216, respectively, including $1,914,424 and $141,246 in cash, cash equivalent or redeemable term deposit.

On June 19, 2007, the Corporation completed the IPO and received net proceeds of $155,566.33 from Leede Financial Markets Inc. (the “agent”), after deducting agent’s fees, commissions, options and related tax. Pursuant to the agency agreement, the agent received a commission of 10% of the gross proceeds.

On November 6, 2007, the Corporation completed a private placement and received net proceeds of $1,663,200.

While the Corporation is a CPC, no more than 30% of the gross proceeds from the sale of securities issued by the Company may be used for general and administrative purposes (including IPO related expenses) with the balance to be available for specified expenses in connection with the identification and evaluation of assets or businesses in connection with initiating and completing a Qualifying Transaction. The Corporation estimates that its monthly permitted general and administrative expenses going forward until the completion of a Qualifying Transaction, as ultimately anticipated, will be less than $7,000 per month on average, offset to some extent by interest income.

Capital Resources and Off-Balance Sheet Arrangements

As of November 30, 2007, the Corporation had no commitments for capital expenditures and no off-balance sheet arrangements, other than a one-year office lease agreement listed below:

	Year 2007	Year 2008	Total $
Office Lease:	$850	$14,050	$14,900

Financial Instruments and Other Instruments

The Corporation's financial instruments consist of cash, term deposit and accrued liabilities. It is management's opinion that the Corporation is not exposed to significant interest, currency or credit risks arising from these financial instruments and that the fair values of these financial instruments approximate their carrying values.

Related Party Transactions

The Company received a loan from a director of the Company in the amount of $10,078. The loan is unsecured, non-interest bearing and has no specific date of repayment. Accordingly the fair value cannot be determined.

Share Capital

On incorporation, 2,700,000 common shares were issued at a price of $0.05 per share for proceeds of $135,000. The 2,700,000 common shares were placed in escrow pursuant to an Exchange prescribed CPC escrow agreement and will be released in accordance with the terms of the escrow agreement.

On June 19, 2007, the Corporation completed its IPO of 2,000,000 common shares at $0.10 per share for total proceeds of $200,000.

On November 6, 2007, the Corporation completed a non-brokered private placement and issued 4,620,000 common shares of the Corporation at a price of $0.36 per share.

The Corporation also granted stock options to purchase up to 390,000 common shares and agent's options to purchase up to 200,000 common shares, as detailed in the notes to the financial statements dated as at November 30, 2007 and accompanying this report.

The Corporation is authorized to issue an unlimited number of common shares. As at November 30, 2007 and as of the date of this report, there were 9,320,000 common shares issued and outstanding in the capital of the Corporation. Of the 9,320,000 shares, 2,000,000 shares are free-trading shares, 4,620,000 shares are subject to statutory hold periods up to March 7, 2008 and 2,700,000 shares are being held in escrow.

Proposed Transactions

The Corporation issued a press release on December 20, 2007 announcing that it has entered into an acquisition agreement, with a possible earn-in of up to a 98% equity interest in a nickel-copper exploration property located at Sunite Zuoqi area, Inner Mongolia, China, with Inner Mongolia Tuoye Mining Development Co., a Chinese private exploration company. This transaction has not yet closed.

Internal Controls over Financial Reporting

There have not been any changes to the internal controls over financial reporting or any other factors during the period ended November 30, 2007, that have materially affected, or are reasonably likely to materially affect, the internal control over financial reporting of the Corporation.

Risks and Uncertainties

As of the date hereof, the Corporation has not completed its Qualifying Transaction as per the Capital Pool Company listing requirements of the TSX Venture Exchange, and there can be no assurance that the Corporation will be able to complete a suitable Qualifying Transaction within the time period permitted.

Any Qualifying Transaction will be subject to Exchange acceptance and may be subject to shareholder approval.

"X. Charlie Cheng"President, CEO