

Triex Minerals Corporation

Interim Financial Statements
(Unaudited)

as at October 31, 2005

TRIX MINERALS CORPORATION
Balance Sheets
Unaudited - prepared by management

ASSETS

| | <u>October 31 2005</u> | <u>July 31 2005</u> |
|--|----------------------------|-------------------------|
| Current | | |
| Cash and equivalents | \$ 2,398,256 | \$ 3,129,919 |
| Prepaid expenses | 89,908 | - |
| Receivables | <u>174,104</u> | <u>274,004</u> |
| | 2,662,268 | 3,403,923 |
| Equipment (Note 3) | 73,009 | 76,852 |
| Mineral properties (Note 4) | 268,053 | 129,133 |
| Deferred exploration costs (Note 5) | 1,274,139 | 722,260 |
| Deposits (Note 6) | <u>162,421</u> | <u>132,065</u> |
| | <u>\$ 4,439,890</u> | <u>\$ 4,464,233</u> |

LIABILITIES AND SHAREHOLDERS' EQUITY

| | | |
|--|---------------------|---------------------|
| Current liabilities | | |
| Accounts payable and accrued liabilities | \$ <u>102,114</u> | \$ <u>94,420</u> |
| | 102,114 | 94,420 |
| Future income taxes (Note 11) | <u>145,000</u> | <u>155,000</u> |
| | 247,114 | 249,420 |
| Shareholders' equity | | |
| Capital stock (Note 8) | 6,435,749 | 6,369,976 |
| Contributed surplus (Note 8) | 616,326 | 486,872 |
| Deficit | <u>(2,859,299)</u> | <u>(2,642,035)</u> |
| | 4,192,776 | 4,214,813 |
| | <u>\$ 4,439,890</u> | <u>\$ 4,464,233</u> |

On behalf of the Board:

"Randy C. Turner"
Randy C. Turner, Director

"John A. McDonald"
John A. McDonald, Director

The accompanying notes are an integral part of these financial statements.

TRIEX MINERALS CORPORATION
Statements of Operations and Deficit
Unaudited - prepared by management

| | Three Month Period Ended October 31 2005 | Three Month Period Ended October 31 2004 |
|---|---|---|
| EXPENSES | | |
| Amortization | \$ 3,843 | \$ - |
| Management fees | 29,745 | 6,000 |
| Office and miscellaneous | 7,413 | 1,965 |
| Professional fees | 9,303 | 10,452 |
| Regulatory and transfer agent fees | 6,666 | 3,589 |
| Rent | 6,000 | 2,000 |
| Stock-based compensation <i>(Note 9)</i> | 140,476 | 24,615 |
| Travel and promotion | 8,403 | 248 |
| Wages and benefits | 23,088 | - |
| | <hr/> | <hr/> |
| Loss before other item | (234,937) | (48,869) |
| OTHER ITEM | | |
| Interest income | 7,673 | 703 |
| | <hr/> | <hr/> |
| Loss before income taxes | (227,264) | (48,166) |
| Future income tax recovery <i>(Note 11)</i> | 10,000 | - |
| | <hr/> | <hr/> |
| Loss for the period | (217,264) | (48,166) |
| Deficit, beginning of the period | (2,642,035) | (2,232,422) |
| | <hr/> | <hr/> |
| Deficit, end of the period | \$ (2,859,299) | \$ (2,280,588) |
| | <hr/> | <hr/> |
| Basic and diluted loss per common share: | \$ (0.03) | \$ (0.01) |
| | <hr/> | <hr/> |
| Weighted average number of common shares outstanding | 8,652,826 | 4,443,826 |

The accompanying notes are an integral part of these financial statements.

TRIX MINERALS CORPORATION**Statements of Cash Flows**

Unaudited - prepared by management

| | Three Month Period Ended October 31 2005 | Three Month Period Ended October 31 2004 |
|---|---|---|
| Cash Flows from Operating Activities | | |
| Loss for the period | \$ (217,264) | \$ (48,166) |
| Items not affecting cash: | | |
| Amortization | 3,843 | - |
| Stock-based compensation | 140,476 | 24,616 |
| Future income tax recovery | (10,000) | - |
| Changes in non-cash working capital items | | |
| (Increase) decrease in receivables | (43,354) | (33,741) |
| (Increase) decrease in prepaid expenses | (89,908) | - |
| Increase (decrease) in accounts payable and accrued liabilities | 3,845 | 170,859 |
| Net cash provided by operating activities | <u>(212,362)</u> | <u>113,568</u> |
| Cash Flows from Financing Activities | | |
| Issuance of capital stock | 69,750 | 405,450 |
| Issuance costs | (14,999) | - |
| Related party transactions | - | (4,280) |
| Net cash provided by financing activities | <u>54,751</u> | <u>401,170</u> |
| Cash Flows from Investing Activities | | |
| Deposits | (30,356) | - |
| Acquisition of mineral properties | (118,673) | (4,063) |
| Deferred exploration costs | (842,320) | (148,037) |
| Deferred exploration costs recovered | 417,297 | - |
| Net cash used in investing activities | <u>(574,052)</u> | <u>(152,100)</u> |
| Increase in cash during the period | (731,663) | 362,638 |
| Cash, beginning of the period | <u>3,129,919</u> | <u>649,741</u> |
| Cash, end of the period | <u>\$ 2,398,256</u> | <u>\$ 1,012,379</u> |

Supplemental disclosure with respect to cash flows (Note 10)

The accompanying notes are an integral part of these financial statements.

TRIX MINERALS CORPORATION
NOTES TO THE FINANCIAL STATEMENTS
OCTOBER 31, 2005
Unaudited - prepared by management

1. BASIS OF PRESENTATION

The interim period financial statements have been prepared by the Company in accordance with Canadian generally accepted accounting principles. All financial summaries included are presented on a comparative and consistent basis showing the figures for the corresponding period in the preceding year. The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of annual financial statements. Certain information and footnote disclosure normally included in financial statements prepared in accordance with generally accepted accounting principles has been condensed or omitted. These interim period statements should be read together with the audited financial statements and the accompanying notes included in the Company's latest annual report. In the opinion of the Company, its unaudited interim financial statements contain all adjustments necessary in order to present a fair statement of the results of the interim periods presented.

Certain reclassifications have been made to the prior period financial statements to conform to the current period presentation.

2. NATURE AND CONTINUANCE OF OPERATIONS

The Company was incorporated on June 21, 1994 in British Columbia. The Company's primary business is the acquisition and exploration of mineral property interests and is considered to be in the exploration stage. Based on the information to date, the Company has not yet determined whether its mineral property interests contain economically recoverable ore reserves.

The recoverability of the amounts comprising mineral properties and deferred exploration costs are dependent upon the confirmation of economically recoverable reserves, the ability of the Company to obtain necessary financing to successfully complete their exploration and development and upon future profitable production.

These financial statements have been prepared in accordance with Canadian generally accepted accounting principles with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. Continued operations of the Company are dependent on the Company's ability to receive continued financial support, complete public equity financing, or generate profitable operations in the future.

The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

| | October 31 2005 | July 31 2005 |
|-----------------|--------------------|-----------------|
| Deficit | \$(2,859,299) | \$(2,642,035) |
| Working capital | \$2,560,154 | \$3,309,503 |

3. EQUIPMENT

| | October 31, 2005 | | | July 31, 2005 | | |
|----------------------|------------------|-----------------------------|-------------------|---------------|-----------------------------|-------------------|
| | Cost | Accumulated Amortization | Net Book Value | Cost | Accumulated Amortization | Net Book Value |
| Furniture & fixtures | \$8,195 | \$480 | \$7,715 | \$8,195 | \$74 | \$8,121 |
| Equipment | 70,396 | 5,102 | 65,294 | 70,396 | 1,665 | 68,731 |
| | \$78,591 | \$5,582 | \$73,009 | \$78,591 | \$1,739 | \$76,852 |

TRIEX MINERALS CORPORATION
NOTES TO THE FINANCIAL STATEMENTS
OCTOBER 31, 2005
Unaudited - prepared by management

4. MINERAL PROPERTIES

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties are in good standing.

The Company holds interests in various mineral claims as follows:

| CANADA | October 31 2005 | July 31 2005 |
|---|--------------------|-------------------|
| Dease River project, Northwest Territories, Canada A 50% interest, by staking. | \$ 3,015 | \$ 3,015 |
| Dismal Lake project, Northwest Territories, Canada A 50% interest in prospecting permits. | - | - |
| Leith project, Northwest Territories, Canada A 50% interest in prospecting permits. | - | - |
| Medlo project, Alberta, Canada An option to acquire a 100% interest in certain permits. To acquire the property, the Company paid \$25,000 and is required to pay \$25,000 on the later of November 1, 2006 and the date title is transferred. The property is subject to a 2.5% net revenue production royalty. The Company may buy back 1% for \$1,500,000 at any time up to June 3, 2012. | 25,000 | 25,000 |
| Mountain Lake project, Nunavut, Canada A 50% interest. | 22,584 | 22,584 |
| Old Fort Bay project, Alberta, Canada A 51% interest in prospecting permits. | 14,979 | 14,979 |
| Sandy Creek project, Nunavut, Canada A 50% interest, by staking. | 17,232 | 17,232 |
| Tak project, Ontario, Canada A 10% interest, subject to a sliding scale net smelter returns royalty ranging from 3% to 6%. | 1,250 | 1,250 |
| West Carswell project, Saskatchewan, Canada A 100% interest, by staking. | 30,947 | 30,947 |
| Wollaston NE project, Saskatchewan, Canada A 51% interest in prospecting permits. | 14,126 | 14,126 |
| Mann Lake project, Saskatchewan, Canada An option to acquire up to a 70% interest in certain claims. To acquire an initial 51% interest, the Company is required to pay \$50,000 (paid), conduct a geophysical survey and incur exploration expenditures of \$1,500,000. To earn an additional 9% interest, the Company is required to pay an additional \$50,000 and incur an additional \$1,000,000 in exploration expenditures. The Company can earn a further 10% by making a final cash payment of \$25,000 and incurring a further \$1,000,000 in exploration expenditures. The property is subject to 2.5% net smelter royalty of which the Company may buy back 1.5% for \$1,500,000. | 50,000 | - |
| | <u>\$ 179,133</u> | <u>\$ 129,133</u> |

TRIEX MINERALS CORPORATION
NOTES TO THE FINANCIAL STATEMENTS
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 Unaudited - prepared by management

4. MINERAL PROPERTIES (Continued)

| USA | October 31 2005 | July 31 2005 |
|--|--------------------|-------------------|
| Boulder Creek project, Alaska, USA | | |
| An option to acquire up to an 80% interest in certain claims. To acquire an initial 65% , the Company is required to pay \$75,000 USD (paid), issue 200,000 common shares, maintain the claims and incur \$1,500,000 (USD) in exploration expenditures. To earn an additional 15%, the Company must issue an additional 300,000 common shares and incur an additional \$1,000,000 (USD) in exploration expenditures. | 88,920 | - |
| McCarthy Marsh project, Alaska, USA | | |
| An option to acquire up to an 80% interest in certain claims. To acquire an initial 65% , the Company is required to issue 25,000 common shares and incur \$1,000,000 (USD) in exploration expenditures. To earn an additional 15%, the Company must issue an additional 200,000 common shares and incur an additional \$750,000 (USD) in exploration expenditures. | - | - |
| | <u>\$ 88,920</u> | <u>\$ 0</u> |
| | <u>\$ 268,053</u> | <u>\$ 129,133</u> |

TRIEX MINERALS CORPORATION
 NOTES TO THE FINANCIAL STATEMENTS
 OCTOBER 31, 2005
 Unaudited - prepared by management

5. DEFERRED EXPLORATION COSTS

| | Dismal Lake | Dease River | Old Fort Bay | Leith | Medlo | Mountain Lake | Mann Lake | Sandy Creek | West Carswell | Wollaston | Other | Total |
|------------------------------------|----------------|----------------|-----------------|-------|--------|------------------|--------------|----------------|------------------|-----------|--------|-----------|
| Balance, as at July 31, 2005 | \$ 19,993 | 4,427 | 485,005 | 3,287 | - | 138,466 | - | 7,873 | 48,453 | 2,143 | 12,613 | 722,260 |
| Geology | 77,658 | 39,214 | - | 59 | 7,367 | 187,414 | 303 | 84,781 | 1,740 | 1,492 | 16,937 | 416,965 |
| Airborne geophysics | 30,339 | 4,071 | - | - | - | 76,204 | - | 19,129 | 63,680 | 27,088 | - | 220,511 |
| Ground geophysics | 96 | - | - | - | - | 109,368 | 53,837 | - | 158 | - | - | 163,459 |
| Field sampling | - | - | - | - | 11,470 | - | - | - | - | - | - | 11,470 |
| Land tenure | 1,778 | 463 | 187 | 112 | 211 | 4,104 | 984 | 492 | 191 | 832 | 149 | 9,503 |
| Planning | 2,136 | 823 | 4 | 6 | 358 | 7,173 | 1,037 | 1,964 | 1,237 | 554 | 332 | 15,624 |
| Environmental and safety | - | - | - | - | - | 29 | - | - | - | - | - | 29 |
| Data Evaluation and mangement | - | - | - | - | - | - | - | - | - | - | 537 | 537 |
| Community Relations | 3,664 | 20 | - | 140 | - | 4,181 | - | 20 | - | 46 | - | 8,071 |
| | 115,671 | 44,591 | 191 | 317 | 19,406 | 388,473 | 56,161 | 106,386 | 67,006 | 30,012 | 17,955 | 846,169 |
| Recovery of costs | (56,768) | - | - | - | - | (190,650) | - | (46,872) | - | - | - | (294,290) |
| | 58,903 | 44,591 | 191 | 317 | 19,406 | 197,823 | 56,161 | 59,514 | 67,006 | 30,012 | 17,955 | 551,879 |
| Balance, as at October 31, 2005 | \$ 78,896 | 49,018 | 485,196 | 3,604 | 19,406 | 336,289 | 56,161 | 67,387 | 115,459 | 32,155 | 30,568 | 1,274,139 |

TRIEX MINERALS CORPORATION
 NOTES TO THE FINANCIAL STATEMENTS
 OCTOBER 31, 2005
 Unaudited - prepared by management

5. DEFERRED EXPLORATION COSTS (Continued)

| | Dismal Lake | Dease River | Old Fort Bay | Leith | Mountain Lake | Sandy Creek | Tak | West Carswell | Wollaston | Other | Total |
|---------------------------------|----------------|----------------|-----------------|---------|------------------|----------------|----------|------------------|-----------|--------|-----------|
| Balance, as at July 31, 2004 | \$ - | - | - | - | 4,028 | - | 19,835 | - | - | - | 23,863 |
| Geology | 27,831 | 2,689 | 5,537 | 2,890 | 39,347 | 4,485 | - | - | 3,094 | 12,613 | 98,486 |
| Airborne geophysics | 16,128 | 706 | 485,184 | - | 112,736 | 1,376 | - | 48,298 | 212 | - | 664,640 |
| Ground geophysics | - | - | - | - | 3,176 | - | - | - | - | - | 3,176 |
| Field sampling | - | - | 88 | - | - | - | - | - | - | - | 88 |
| Land tenure | 1,984 | 238 | 568 | 697 | 3,160 | 631 | - | 155 | - | - | 7,433 |
| Planning | 1,535 | - | 206 | 798 | 8,364 | - | - | - | 206 | - | 11,109 |
| Environmental and safety | 693 | 194 | - | 194 | 2,312 | 650 | - | - | - | - | 4,043 |
| Data Evaluation and mangement | 627 | - | 364 | 418 | 767 | - | - | - | 691 | - | 2,867 |
| Reporting | - | - | - | - | 39,662 | - | - | - | - | - | 39,662 |
| Community Relations | 2,512 | 600 | - | 1,299 | 4,593 | 731 | - | - | - | - | 9,735 |
| | 51,310 | 4,427 | 491,947 | 6,296 | 214,117 | 7,873 | - | 48,453 | 4,203 | 12,613 | 841,239 |
| Recovery of costs | (31,317) | - | (6,942) | (3,009) | (79,679) | - | - | - | (2,060) | - | (123,007) |
| Written off during the year | - | - | - | - | - | - | (19,835) | - | - | - | (19,835) |
| | 19,993 | 4,427 | 485,005 | 3,287 | 134,438 | 7,873 | (19,835) | 48,453 | 2,143 | 12,613 | 698,397 |
| Balance, as at July 31, 2005 | \$ 19,993 | 4,427 | 485,005 | 3,287 | 138,466 | 7,873 | - | 48,453 | 2,143 | 12,613 | 722,260 |

TRIX MINERALS CORPORATION
NOTES TO THE FINANCIAL STATEMENTS
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Unaudited - prepared by management

6. DEPOSITS

The Company has provided deposits as security against future work relating to its mineral properties.

7. RELATED PARTY TRANSACTIONS

During the period ended October 31, 2005, the Company entered into the following transactions with related parties:

- a) Paid or accrued \$6,000 (2004 - \$2,000) for rent to a company controlled by a director.
- b) Paid or accrued \$Nil (2004 - \$10,000) for professional fees included in deferred exploration costs to a company controlled by a director.
- c) Paid or accrued \$24,000 (2004 - \$6,000) for management fees to a company controlled by a director.
- d) Paid or accrued \$5,745 (2004 - \$Nil) for management fees to a company controlled by an officer.

Included in accounts payable and accrued liabilities is \$9,093 (2004 - \$31,285) owing to companies with common directors.

These transactions were in the normal course of operations and were measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

8. CAPITAL STOCK AND CONTRIBUTED SURPLUS

| | Capital Stock | | Contributed Surplus |
|--|---------------------|---------------------|------------------------|
| | Number of Shares | Amount | |
| Authorized | | | |
| Unlimited common shares without par value | | | |
| Issued | | | |
| As at July 31, 2004 | 4,232,500 | \$ 2,839,591 | \$ 72,348 |
| Private placement | 2,300,000 | 3,000,000 | - |
| Exercise of options | 25,000 | 13,500 | - |
| Stock-based compensation on exercise of options | - | 11,022 | (11,022) |
| Exercise of warrants | 2,072,500 | 1,243,500 | - |
| Stock-based compensation on exercise of warrants | - | 23,117 | (23,117) |
| Stock issuance costs | - | (184,754) | - |
| Stock-based compensation | - | - | 448,663 |
| Tax benefits renounced to flow-through share subscribers | - | (576,000) | - |
| As at July 31, 2005 | 8,630,000 | 6,369,976 | 486,872 |
| Exercise of options | 25,000 | 13,500 | - |
| Stock-based compensation on exercise of options | - | 11,022 | (11,022) |
| Exercise of warrants | 37,500 | 56,250 | - |
| Stock-based compensation | - | - | 140,476 |
| Stock issuance costs | - | (14,999) | - |
| As at October 31, 2005 | <u>8,692,500</u> | <u>\$ 6,435,749</u> | <u>\$ 616,326</u> |

During the period, 25,000 options were exercised at \$0.54 per share for gross proceeds of \$13,500 and 37,500 warrants were exercised at \$1.50 per share for gross proceeds of \$56,250.

TRIEX MINERALS CORPORATION
NOTES TO THE FINANCIAL STATEMENTS
OCTOBER 31, 2005
 Unaudited - prepared by management

9. STOCK OPTIONS AND WARRANTS

Stock options

The Company has a stock option plan in place under which it is authorized to grant options to directors and employees to acquire up to 10% of the issued and outstanding common shares. Under the plan, the exercise price of each option may not be less than the market price of the Company's stock as calculated on the date of grant less the applicable discount. The options can be granted for a maximum term of 5 years and vesting is determined at the discretion of the board of directors.

As at October 31, 2005, the Company had outstanding stock options, enabling the holders to acquire common shares as follows:

| | Number of Shares | Exercise Price | Expiry Date |
|--|---------------------|-------------------|------------------------|
| | 285,000 | \$ 0.54 | January 12, 2009 |
| | 460,000 | \$ 1.10 | December 31, 2009 |
| | 25,000 | \$ 1.40 | February 6, 2010 |
| | <u>90,000</u> | <u>\$ 1.73</u> | <u>October 1, 2010</u> |
| | <u>860,000</u> | | |

Stock option transactions are summarized as follows:

| | Number of Options | Weighted Average Exercise Price |
|------------------------------------|----------------------|---------------------------------------|
| Outstanding as at July 31, 2005 | 795,000 | \$ 0.89 |
| Granted | 90,000 | \$ 1.73 |
| Expired/cancelled | - | - |
| Exercised | <u>(25,000)</u> | <u>\$ 0.54</u> |
| Outstanding as at October 31, 2005 | <u>860,000</u> | <u>\$ 0.99</u> |
| Exercisable as at October 31, 2005 | <u>860,000</u> | <u>\$ 0.99</u> |

Stock-based compensation

During the first quarter the Company granted 90,000 (2004 - 167,500) stock options resulting in compensation costs under the Black-Scholes option-pricing model of \$140,476 (2004 - \$24,615) which was recorded as contributed surplus on the balance sheet.

TRIEX MINERALS CORPORATION
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9. STOCK OPTIONS AND WARRANTS *(Continued)*

Stock-based compensation *(Continued)*

The following weighted average assumptions were used for the Black-Scholes valuation of stock options granted during the period:

| | 2005 | 2004 |
|-------------------------|-------------|-------------|
| Risk-free interest rate | 3.67% | 2.88% |
| Expected life | 5 years | 5 years |
| Annualized volatility | 71.58% | 70.71% |
| Dividend rate | 0.00% | 0.00% |

Warrants

As at October 31, 2005, the Company had outstanding share purchase warrants, enabling the holders to acquire common shares as follows:

| Number Of Shares | Exercise Price | Expiry Date |
|---------------------|-------------------|-------------------|
| 487,500 | \$ 1.50/\$ 1.75 | November 23, 2006 |

Warrant transactions are summarized as follows:

| | Number of Warrants | Weighted Average Exercise Price |
|------------------------------------|-----------------------|---------------------------------------|
| Outstanding as at July 31, 2005 | 525,000 | \$ 1.50 |
| Granted | - | - |
| Expired/cancelled | - | - |
| Exercised | <u>(37,500)</u> | \$ 1.50 |
| Outstanding as at October 31, 2005 | <u>487,500</u> | <u>\$ 1.50</u> |
| Exercisable as at October 31, 2005 | <u>487,500</u> | <u>\$ 1.50</u> |

10. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

The significant non-cash transactions for the period ended October 31, 2005 consisted of the Company:

- a) Recognizing stock-based compensation of \$140,476 in respect of options granted.
- b) Accruing payables of \$51,259 on deferred exploration costs.

There were no significant non-cash transactions for the period ended October 31, 2004.

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11. INCOME TAXES

a) A reconciliation of income taxes at statutory rates with reported taxes is as follows:

| | October 31 2005 | October 31 2004 |
|---|--------------------|--------------------|
| Loss before income taxes | \$ (227,264) | \$ (48,166) |
| Expected income tax (recovery) | \$ (79,815) | \$ (17,157) |
| Stock-based compensation | 49,335 | 8,768 |
| Share issuance costs | (3,722) | (484) |
| Non-deductible items | 32,168 | 2,130 |
| Unrecognized (recognized) benefit of non-capital losses carried forward | (7,966) | 6,743 |
| Total income tax recovery | \$ (10,000) | \$ - |
| Represented by: | | |
| Current income tax | \$ - | \$ - |
| Future income tax recovery | \$ (10,000) | \$ - |

b) Significant components of the Company's future income tax assets and liabilities are as follows:

| | October 31 2005 | July 31 2005 |
|---|--------------------|-----------------|
| Future income tax assets: | | |
| Equipment | \$ \$1,000 | \$ 1,000 |
| Financing costs | 52,000 | 56,000 |
| Mineral properties and deferred exploration costs | | - |
| Non-capital losses available for future periods | 200,000 | 210,000 |
| Capital losses available for future periods | 8,000 | 8,000 |
| | 261,000 | 275,000 |
| Future income tax liabilities: | | |
| Mineral properties and deferred exploration costs | (406,000) | (430,000) |
| | (145,000) | (155,000) |
| Valuation allowance | - | - |
| Net future income tax liability | \$ (145,000) | \$ (155,000) |

The Company has approximately \$616,000 of non-capital losses which may be applied to reduce taxable income in future years. If not utilized, the losses expire through to 2015.

During the 2005 fiscal year, the Company issued 1,250,000 (2004 – Nil) common shares on a flow-through basis for gross proceeds of \$1,687,500 (2004 – \$Nil). The flow-through agreements require the Company to renounce certain tax deductions for Canadian exploration expenditures incurred on the Company's mineral properties to the flow-through participants. The Company subsequently renounced exploration expenditures of \$1,687,500 which resulted in a \$576,000 charge against capital stock, a recovery to income of \$421,000, and a future income tax liability of \$155,000. As at October 31, 2005, proceeds from flow-through financing of \$417,389 are obligated to be spent on Canadian exploration expenditures.

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12. COMMITMENT

The Company entered into an employment agreement for four years commencing April 20, 2005 to pay, in each of the next four years, \$125,000, \$135,000, \$145,000 and \$155,000 respectively. In addition, the Company has agreed to grant 150,000 stock options and pay a \$50,000 bonus pursuant to the agreement.

13. SEGMENTED INFORMATION

The Company primarily operates in one reportable segment, being the acquisition and exploration of mineral property interests in Canada and the United States.

| Jurisdiction | Assets |
|---------------------|---------------|
| Canada | \$ 1,442,194 |
| USA | \$ 99,998 |

14. FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, receivables, deposits, accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest or currency risks arising from these financial instruments. The fair value of these financial instruments approximates their carrying values, unless otherwise noted.

Credit risk

The Company is exposed to credit risk only with respect to uncertainties as to the timing and amount of collectibility of receivables. The Company mitigates credit risk through the ability to dilute the payee's interest in a specific project from which the receivable arose.

15. SUBSEQUENT EVENTS

On November 9, 2005, Triex announced that it had negotiated an option and joint venture agreement with Uranerz Energy Corporation concerning the Cochrane River property, located northeast of the Athabasca Basin in northern Saskatchewan. The property consists of two Mineral Prospecting Permits covering a total of 67,480 hectares and adjoins the southern boundary of the Company's Wollaston NE Property.

The agreement with Uranerz provides that Triex can earn an initial 60% joint venture interest by incurring \$1,500,000 in exploration expenditures on or before May 1, 2008, and making cumulative cash payments to Uranerz of \$75,000 in three annual installments of \$25,000 each. Following earn-in, Triex was a second option to earn an additional 10% joint venture interest by incurring an additional \$1,500,000 in exploration expenditures on or before November 1, 2009.

FORM 51-502F1

MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Date of Report – December 7, 2005 for the three month period ended October 31, 2005

This Management's Discussion and Analysis ("MD&A") reviews the activities of Triex Minerals Corporation ("Triex" or the "Company") and compares the financial results for the three months ended October 31, 2005 ("first quarter fiscal 2006") with those of the corresponding period in the prior year. It should be read in conjunction with the unaudited financial statements and accompanying notes for both periods and the audited financial statements for fiscal 2005 (the 12 month period ended July 31, 2005), copies of which are filed on the SEDAR website.

The Company prepares its financial statements in accordance with Canadian generally accepted accounting principles on a "going-concern" basis, and these statements are filed with the relevant regulatory authorities in Canada. All monetary amounts are in Canadian dollars unless otherwise noted.

FORWARD-LOOKING INFORMATION AND REPORT DATE

This MD&A contains certain forward-looking information. All information, other than historical facts included herein, including without limitation data regarding potential mineralization, exploration results and future plans and objectives of Triex, is forward-looking information that involves various risks and uncertainties. There can be no assurance that such information will prove to be accurate and future events and actual results could differ materially from those anticipated in the forward-looking information.

The forward-looking information is only provided as of the date of this MD&A, December 7, 2005 (the "Report Date").

DESCRIPTION AND OVERVIEW OF BUSINESS

Triex is an exploration company focused on the acquisition and exploration of uranium properties. The Company was incorporated in the province of British Columbia on June 21, 1994.

The first quarter fiscal 2006 was a particularly active one in terms of property acquisitions. During this period, Triex successfully negotiated option and joint venture agreements with respect to five properties in regions that are seeing intense competition for properties of merit.

Triex currently has no producing properties, and consequently no operating income or cash flow. To date the Company has been dependent on the equities markets to fund its capital requirements and it is anticipated that this will continue to be the case for the foreseeable future. The Company also enters into joint ventures or other arrangements to share the costs and risks associated with the acquisition and exploration of uranium properties.

The Company defers (capitalizes) all acquisition and exploration costs until the property to which those costs are related is placed into production, sold or abandoned. The recorded cost of mineral property interests is based on cash paid, the assigned value of shares issued as consideration and exploration and development costs incurred, which may not reflect recoverable value, depending on the Company's ability to bring such interests into production. The decision to abandon a property is largely determined from exploration results and as a result, the amount and timing of write-offs of mineral property acquisition and deferred exploration costs typically cannot be predicted in advance. Such write-offs may produce material differences in financial results reported from one reporting period to the next.

PRIMARY OBJECTIVES AND ASSETS OF THE COMPANY

In March 2004, the Management and Directors of Triex determined that going forward, the Company's main corporate objective would be to locate and acquire, by way of staking, acquisition, or joint venture, mineral exploration rights to properties that are deemed to be highly prospective for hosting economic uranium deposits. Since that time, the Company has embarked on an aggressive property acquisition program and now holds interests in 13 properties in northern Canada and Alaska.

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The Athabasca Basin region is of particular interest. It is located in parts of northern Saskatchewan and Alberta. It is a unique area, known for excellent geological structures that host numerous world-class uranium deposits with extremely high grades, profitable existing operations, available infrastructure, and a favourable permitting and development environment. While the ore grades of deposits in the Athabasca Basin can be very high, typically uranium targets in this region have a limited surface expression. Exploration programs usually include regional and airborne surveys (magnetic, electromagnetic and gravity), detailed surveys comprising ground geophysics, prospecting and geochemistry, as well as various drilling techniques.

Also of interest is the Hornby Bay Basin, located in Nunavut and the Northwest Territories. While not as well known as the Athabasca Basin, it is a region where past exploration work has generated favourable uranium results warranting further investigation and the Company believes these indicate the potential for the discovery of economic uranium deposits.

The Company has also recently broadened its geographic base by acquiring options on two properties in the Seward Peninsula of Alaska, one of which is the largest known uranium showing in Alaska.

Positive Uranium Fundamentals

Uranium is typically marketed in the form of U_3O_8 , also known as “yellowcake”, which reflects the distinctive colour of this chemical. Spot prices for yellowcake have been strengthening since hitting a low of approximately US\$7.00 per pound of U_3O_8 in late 2000, having risen to the current price of more than US\$32.00 per pound of U_3O_8 .

The supply side of the equation has seen few new sources of mine supply in several decades. This is largely due to a long period of depressed prices, resulting in under-investment by the mining industry to discover and develop new deposits to replace those being mined out, the difficulty in permitting new projects in certain areas of the world, and the perceived supply overhang arising from programs to reintroduce the highly-enriched uranium (“HEU”) content of Soviet nuclear warheads as a source of fuel supply for the nuclear power industry. To date, these alternative forms of supply have filled the widening gap between worldwide consumption and production, and served to postpone the inevitable increase in price that was needed to spur new exploration and development activity.

On the demand side, demand from existing power plants is stable to increasing, with 435 nuclear reactors operating in 33 countries, providing 15% of the world’s electricity. Idled capacity is being brought back on stream to meet a growing demand for energy and the construction of new nuclear power plants is being approved, particularly in the new growth economies such as China and India. It is estimated a total of 35 reactors are in various stages of construction around the world, and that there will be another 130 nuclear power plants built by 2020. As a consequence, uranium consumption is expected to grow from the 173.3 million pounds of U_3O_8 used each year at present, to over 200 million pounds per year in 2020. Since current mine production is only 93 million pounds per year, the supply deficit has been met by running-down stockpiles of yellowcake and converting HEU supplies.

Yellowcake stockpiles are nearing exhaustion, and the Russians have indicated future sales of HEU to western processing plants will be curtailed. These increasingly positive supply-demand fundamentals are generating long-term, upward price pressure that management believes will justify the discovery and development of additional uranium mines.

Company Well Positioned

Management has assembled, both within and outside the Company, a seasoned team with previous uranium industry experience, along with the resources and financial backing to be a leader in the rapidly growing junior uranium exploration industry.

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With working capital of \$2,560,154 at October 31, 2005, Triex is well-positioned to acquire properties in prospective areas and to fund early-stage, grassroots exploration programs on its own properties, or those where an interest is being earned under an option from another party. The ultimate size and nature of these programs will be determined by the attributes of the properties the Company acquires.

Property Interests

The Company holds interests in more than a dozen properties, located primarily in the Athabasca Basin, the Hornby Bay Basin and in Alaska. Most of these properties provide exposure to areas that management believes have excellent potential to host uranium deposits:

- Triex holds a 100% interest in one property (West Carswell, in Saskatchewan).
- Seven properties are held in joint ventures with other companies, with the Company holding a 50 % or 51% interest and acting as operator.
- The Company has options on five other properties in which it will earn a majority interest, generally in the range of 60% to 80%, by funding exploration activities typically over a three to four year time frame. These option agreements also usually provide for the payment of annual option payments to the optionors, in some cases the payments consist of cash only, but others require the issuance of Triex shares as well. The option agreements provide that once Triex has earned its interest, a joint venture will be formed with the Company as the initial operator. Each party will either fund exploration programs in proportion to its interest, or have that interest diluted.

ATHABASCA BASIN PROJECTS

West Carswell Project, Saskatchewan

Triex acquired, by staking, 8,157 hectares in two claim blocks in western Saskatchewan in July 2005. The West Carswell properties straddle broadly defined, northwest-southeast trending boundary zones defined on regional aero-magnetic maps. The Cluff Lake mine, a former major uranium producer in the Basin, is located within the Carswell structure 15 kilometres to the east of the properties. Up to its closing in 2002, the Cluff Lake mine produced over 63 million pounds of uranium with grades in excess of 6% U₃O₈.

The properties are located in a highly prospective area for uranium in the Athabasca Basin, and cover structural trends indicated by regional government magnetic surveys on the western flanks of the Carswell Dome structure. The setting is similar to that which hosts the Shea Creek uranium deposit 20 kilometres to the southeast that is being actively explored by UEX Corporation and COGEMA Resources Inc. UEX and COGEMA have reported exceptionally good intersections in recent drilling at Shea Creek, including 27.4% U₃O₈ over 8.8 metres and 7.73% U₃O₈ over 14.1 metres.

An airborne MEGATEM II geophysical survey carried out in August (see August 11, 2005 news release) identified a conductor, sub-parallel to survey lines, and orthogonal to the northwest-southeast regional grain. A follow-up survey was flown on north-south lines in October to better define the anomaly. The conductive anomaly has sharp boundaries and is most clearly defined at depth (late time EM responses). It is approximately 4.3 km long east-west by 1.2 km wide north-south.

The Government of Saskatchewan requires claim holders to incur eligible exploration expenditures of \$12.00 per hectare on mineral claims. For the West Carswell properties, this amounts to \$97,884.

Wollaston NE Project, Saskatchewan

Triex holds a 51% joint venture interest (Roughrider Uranium Corp. – 49%) on the Wollaston NE project. It consists of six Mineral Prospecting Permits that cover an area of approximately 185,000 hectares north of Wollaston Lake, in northeastern Saskatchewan. The property is immediately to the northeast of the Athabasca Basin on the along-strike continuation of the so-called Wollaston-Mudjatic Transition Zone along which all of the significant uranium deposits within the eastern part of the Athabasca Basin occur. The center of the project is approximately 80 km to the northeast of Cameco Corporation's basement-hosted Eagle Point Mine, which is the exploration target analogue for the Wollaston NE project.

A broadly defined low on regional aero-magnetic maps defines the zone. There are numerous uranium occurrences on the property. Previous exploration has delineated abundant conductors on the property and compilation of all previous work on the property has been completed.

The Government of Saskatchewan requires permit holders to incur eligible expenditures of \$1.25 per hectare during the first year of the permit, increasing to \$4.00 per hectare for the second year. In order to hold the six permits covering this property, Triex must incur at least \$230,594 of eligible expenditures during the first year.

Mann Lake Project, Saskatchewan

The Company holds an option to earn an initial 51% joint venture interest (which may be increased up to a 70% interest) in the 3,473 hectare Mann Lake uranium project. The project is located in the eastern Athabasca Basin, Saskatchewan, approximately 25 kilometres southwest of the McArthur River mine, which is the largest high-grade uranium deposit in the world. (See Sept. 26, 2005, news release). The Mann Lake Project is within the corridor of uranium deposits in the eastern part of the Athabasca Basin. It is approximately 15 km northeast along-strike from Cameco Corporation's Millennium Deposit, at the northern end of the B1 conductor which is spatially associated with Millennium. The region between McArthur River and Cree Lake at the southern margin of the basin has been, and continues to be, extensively explored.

A prospective, regional hydrothermal zonation is defined. Regional conductors are drill-tested at reconnaissance spacing. The project is centered on an area of discontinuity, or offset, of regional conductors and has not been previously drill tested. A ground-based TEM survey of four east-west lines was completed in 1999. Four weak conductors were defined at Marean Lake. Two northwest-southeast lines of gravity were completed in 2005 and define a gravity contrast boundary zone that is orthogonal to the regional grain of conductors; the boundary is possibly an offsetting structure.

Triex can earn the initial 51% interest in the project by incurring \$1,500,000 of exploration expenditures on or before March 20, 2007, and making a cash payment of \$50,000. The Company can increase its interest to 60% by incurring a cumulative \$2,500,000 of expenditures on or before March 20, 2008, and can further increase its interest to 70% by spending a cumulative \$3,500,000 on or before March 20, 2009; cumulative cash payments will be \$125,000 at a 70% earn-in.

Old Fort Bay Property, Alberta

Triex has a 51% joint venture interest (Roughrider Uranium Corp. – 49% interest) in 11 contiguous exploration permits consisting of approximately 220,000 acres in the Athabasca Basin in northeast Alberta. The Old Fort Bay property lies immediately south of Lake Athabasca and is centred approximately 50 kilometres northwest of COGEMA's former Cluff Lake uranium mine (63 million lbs U_3O_8 @ 0.5% U_3O_8) and 50 kilometres northwest of COGEMA's Maybelle River uranium prospect.

Previous drilling reported from Old Fort Bay indicated uranium values up to 292 ppm, as well as gold values of 0.08 oz/ton and enrichment of nickel, zinc and silver. A paper published by the Geological Survey of Canada in 1982 suggests that the drilling results obtained may indicate they originate from a geochemical halo around an

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ore deposit. None of the prior work was performed to NI 43-101 reporting standards and has not been verified or confirmed by the Company or a third party. Consequently, it should not be relied upon to provide material indications of economic mineralization.

Further work on this property will be limited to compilation costs to prepare reports on the results of the airborne geophysical survey that was completed in fiscal 2005.

HORNBY BAY BASIN PROJECTS

Mountain Lake, Dismal Lake, Dease River, Sandy Creek and Leith Peninsula Properties

The Company has a 50% interest in joint ventures (Pitchstone Exploration Ltd. – 50%) covering five properties in the Hornby Bay Basin, known as the Leith Peninsula, Sandy Creek, Dease River, Dismal Lake and Mountain Lake properties. The Mountain Lake property is the principal focus of the joint venture's exploration activities in the Hornby Bay Basin. The property consists of eight mineral claims totaling 6,647 hectares and is situated approximately 550 km north of Yellowknife. Triex is the operator of the project.

The Mountain Lake deposit was originally discovered by consultants doing prospecting and drilling on behalf of Imperial Oil Limited in the mid-1970's. A total of 57 diamond drill holes were completed on the property and a preliminary, independent study of the deposit estimated an inferred 6.9 million pounds of uranium, with grades ranging from 0.3-0.5% U₃O₈. While this study was not performed to National Instrument 43-101 reporting standards and has not been verified or confirmed by the Company or a third party, Triex believes it may be relevant to future exploration on the property and demonstrates that the property is highly prospective.

The mineralization at Mountain Lake occurs mainly as pitchblende, coffinite and sooty black uranium oxides hosted in a sandstone-conglomerate unit of the mid-Proterozoic Dismal Lakes Group. It exists in three major lenses and several minor ones within an area about 1.1 kilometres long and 340 metres wide. Individual mineralized lenses range in thickness from 1.5 metres to 6 metres. Uranium grades of 0.1% to 0.3% U₃O₈ over thicknesses of 1 to 2 metres are typical of these lenses. Fracture-controlled mineralization with grades up to 5.19% U₃O₈ over 0.9 metres within the sandstone unit have also been reported.

Late in fiscal 2005, Triex and Pitchstone staked two strategic areas contiguous to the Dismal Lake permits, designated as the Sandy Creek claims (30,990 hectares) and the Dease River (5,165 hectares) properties. Work on these properties during the first quarter fiscal 2006 consisted primarily of prospecting, geological mapping and airborne geophysical surveys, the latter done in conjunction with surveys on the adjacent properties jointly controlled by Pitchstone and Triex.

During the first quarter fiscal 2006, the joint venture completed a 684 line-kilometre MEGATEM II airborne survey on the Mountain Lake and Dismal Lake projects. The survey was designed to identify lithologic and structural characteristics of the Mountain Lake deposit and to extrapolate this information to the remainder of the claims. This work was followed-up by a 40 line-kilometre ground geophysical program consisting of magnetic, resistivity and both time and frequency domain electromagnetic surveys. In addition, an 81 line-kilometre GEOTEM survey at 300 metre spacing, was completed over a test area of the Dismal Lake project. Other exploration work recently completed on the projects included ground and airborne radiometric surveying, geological mapping and prospecting.

Results from the exploration programs are currently being compiled and integrated with historic geological and drill data.

ALASKAN PROPERTIES

Boulder Creek Property

The Company may earn up to an 80% joint venture interest in the 2,500 hectare Boulder Creek uranium project located on the Seward Peninsula, approximately 160 kilometres northeast of Nome. Boulder Creek is the largest known uranium showing in Alaska. It is a sandstone-hosted 'roll-front' deposit with predominantly epigenetic mineralization. Uranium was leached from a Late Cretaceous alkalic quartz monzonite and deposited in roll-fronts mode within a reducing environment of Paleocene, arkosic, carbonaceous conglomerates and sandstones of the Boulder Creek Basin. Originally discovered by Houston Oil and Gas, drilling between 1979 and 1981 outlined one million pounds of U₃O₈ (Dickinson, Cunningham and Ager, 1987, Journal of Economic Geology). The resource estimate was completed prior to NI 43-101 reporting standards being implemented and the estimate has not been independently audited.

Previous operators completed 3,300m of core drilling in 52 holes and about 60m of near-surface split-tube sampling in 21 holes, focused on the Discovery Zone area. Surface grab samples reported by previous operators returned up to 34% U₃O₈. The deposit is not fully defined and is open along strike. Average grade is 0.27% U₃O₈ and average thickness is 3m within a deposit area of approximately 1,000m long by 100m wide. Depths range from surface to 120m. There has not been systematic evaluation of the regional potential of the belt for additional deposits.

Triex can earn an initial 65% interest by completing US\$1,500,000 in exploration expenditures over the period ending April 1, 2009, with an initial cash payment of US\$75,000 to the optionor (Full Metal Minerals Ltd. and issuance of 50,000 shares each year for a total of 200,000 shares. The Company will have the right to acquire an additional 15% interest in the Project by issuing an additional 300,000 shares to Full Metal Minerals and incurring an additional US\$1,000,000 in expenditures on or before April 1, 2010.

McCarthy Marsh Property

In September 2005, Triex executed a second option and joint venture agreement with Full Metal Minerals and acquired the right to earn up to an 80% joint venture interest in the 2,720 hectare McCarthy Marsh property. This property, which consists of 42 State of Alaska claims, is located approximately 25 kilometres to the southwest of the Boulder Creek property, and approximately 40 kilometres north of the coastal town of Elim, Alaska.

The Company can earn an initial 65% interest by completing US\$1,000,000 in exploration expenditures over the period ending April 1, 2009, with an initial issuance of 25,000 shares. The Company will have the right to acquire an additional 15% interest in the Project by issuing an additional 200,000 shares to Full Metal Minerals and incurring an additional US\$750,000 in expenditures on or before April 1, 2010.

RESULTS OF OPERATIONS

Triex is in the business of exploring for, and where warranted, developing uranium deposits. The Company has no producing properties, and consequently no sales or revenues.

For the three months ended October 31, 2005, Triex recorded a net loss before income taxes of \$227,264. This compares to a loss of \$48,166 reported for the three months ended October 31, 2004.

General and administrative expenses for the three months ended October 31, 2005 were \$234,937 (2004 - \$48,869).

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- The largest single component of the increase in G&A expenses was a non-cash charge due to stock-based compensation expense that amounted to \$140,476 for the three month period ended October 31, 2005 (2004 - \$24,615) incurred as the result of the granting of stock options in both 2005 and 2004.
- Management fees for the first quarter fiscal 2006 at \$29,746 (2004 - \$6,000) increased significantly, reflecting the Company's growth and increased activity levels.
- Wages and benefits, which were nil in the first quarter fiscal 2005, were \$23,088 in the first quarter fiscal 2006 as the result of having hired management and technical staff in order to aggressively pursue exploration opportunities.
- Professional fees for accounting, audit and legal services decreased marginally from \$10,452 in the first quarter fiscal 2005 to \$9,303 during the first quarter fiscal 2006. Although there was increased activity in both the legal and accounting areas, particularly in meeting increasingly burdensome compliance requirements, to some degree these matters were dealt with internally.
- Generally, the increases in other G&A expense categories from the first quarter fiscal 2005 to the first quarter fiscal 2006 reflect the increase in business activities associated with taking the Company from a largely dormant state, to one where it is actively pursuing opportunities in the uranium exploration sector.

Interest income was higher, and bank charges were lower, in the first quarter fiscal 2006, as a result of higher cash balances on deposit as compared with the first quarter fiscal 2005.

Exploration Activities and Property Expenditures

During the fiscal quarter ended October 31, 2005, Triex spent \$138,920 on mineral property acquisitions (2004 - \$4,063).

Deferred exploration expenditures during the first quarter fiscal 2006 were \$846,169 before cost recoveries from venture partners of \$294,290, meaning net expenditures during the fiscal quarter were \$551,879 (2004 - \$148,037).

Aggregate first quarter fiscal 2006 deferred exploration expenditures on the Hornby Bay Basin properties of \$655,438 (gross, \$361,148 net after cost recoveries from the joint venture partner) accounted for more than three-quarters of the exploration expenditures deferred in the quarter ended October 31, 2005. Almost 60% of the Hornby Bay Basin expenditures were incurred on the Mountain Lake property. Geology (prospecting, geological mapping) and geophysical surveys (airborne and ground) accounted for the bulk of exploration expenditures deferred in the quarter.

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:

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| Quarter Ended: | Oct. 31 | Jul. 31 | Apr. 30 | Jan. 31 | Oct. 31 | Jul. 31 | Apr. 30 | Jan. 31 |
|--|----------|---------|----------|----------|----------|----------|----------|----------|
| Year: | 2005 | 2005 | 2005 | 2005 | 2004 | 2004 | 2004 | 2004 |
| (a) Net sales or total revenue | \$ Nil | \$ Nil | \$ Nil | \$ Nil | \$ Nil | \$ Nil | \$ Nil | \$ Nil |
| (b) Income (loss) from continuing operations | | | | | | | | |
| (i) In total (000s) | \$(223) | \$263 | \$(148) | \$(477) | \$(48) | \$(58) | \$(62) | \$(48) |
| (ii) On a per share basis | \$(0.03) | \$0.04 | \$(0.02) | \$(0.06) | \$(0.01) | \$(0.01) | \$(0.01) | \$(0.01) |
| Quarter Ended: | Oct. 31 | Jul. 31 | Apr. 30 | Jan. 31 | Oct. 31 | Jul. 31 | Apr. 30 | Jan. 31 |
| Year: | 2005 | 2005 | 2005 | 2005 | 2004 | 2004 | 2004 | 2004 |
| (c) Net income (loss) | | | | | | | | |
| (i) In total (000s) | \$(223) | \$263 | \$(148) | \$(477) | \$(48) | \$(58) | \$(62) | \$(48) |
| (ii) On a per share basis | \$(0.03) | \$0.04 | \$(0.02) | \$(0.06) | \$(0.01) | \$(0.01) | \$(0.01) | \$(0.01) |

Note: Per share amounts are calculated using the weighted average number of shares outstanding. Fully diluted loss per share amounts have not been calculated, as they would be anti-dilutive.

Liquidity and Capital Resources

Triex has no operations that generate cash flow. The Company's long term financial success will depend on the discovery and/or development of one or more economically-viable uranium deposits, a process that could take many years, consume significant resources, and is largely based on factors that are beyond the control of Triex and its management.

In order to finance its activities and working capital requirements, the Company continues to be dependent on its ability to continue to raise equity funds, something largely determined by positive investor sentiment towards mineral exploration, and uranium in particular. The ability to raise funds will also be influenced by Triex's track record in securing and exploring attractive properties. There is no assurance that equity or any other type of funding will be available to Triex at the times and in the amounts required to fund the Company's activities.

Debt financing has not been used, and Triex has no current plans to use debt financing.

Cash and Financial Condition

The Company's cash position was \$2,398,256 at October 31, 2005 (July 31, 2005 - \$3,129,919) and working capital was \$2,560,154 (July 31, 2005 - \$3,309,503).

Triex has no debt, does not have any unused lines of credit or other arrangements in place to borrow funds, and has no off-balance sheet arrangements. Triex does not use hedges or other financial derivatives.

Financing Activities

In the first quarter fiscal 2006, the Company raised \$13,500 as a result of stock options being exercised and \$56,250 as the result of warrants being exercised. In the first quarter fiscal 2005, the Company raised \$414,510, being the net result of the exercise of options (\$6,750), warrants (\$398,700), less the repayment of amounts due related parties (\$4,280).

Investing Activities

The increased acquisition and exploration costs for the first quarter fiscal 2006 as compared to the first quarter fiscal 2005 reflect the Company's expanded mineral exploration efforts, in particular the expenditures on the properties in the Hornby Bay Basin. In the first quarter fiscal 2006, net cash used in investing activities totaled \$478,124 (2005 - \$152,100). Deferred exploration expenditures in first quarter fiscal 2006 were \$308,848 (2005 - \$148,037). Mineral property acquisition costs were \$138,920 (2005 - \$4,063) and \$30,356 was posted as deposits (2005 - \$Nil) for performance bonds on various exploration permits issued to the Company during the

year. As several new property interests were only acquired late in the first quarter fiscal 2006, expenditures on those properties in the current quarter were minimal.

OUTLOOK

Acquisition & Exploration Expenditures

During the remaining three quarters of fiscal 2006, the Company plans an expanded exploration program on a number of its properties:

- At the **West Carswell Project, Saskatchewan**, an approximately \$200,000 program for 28 line-kilometres of follow-up ground geophysics including both UTEM and Moving-Loop EM at 400m spacings will be completed in November. An approximately 4,000m diamond drill program budgeted at \$1,200,000 is planned for January to March 2006 to test the conductor: permitting and contracting for this program are underway. Winter drilling is necessary in order to test targets beneath lakes.
- The work plan and budget for the **Wollaston NE Project, Saskatchewan** includes an estimated \$250,000 - \$300,000 program consisting of airborne geophysics. The Company's share of this program is 51%. In November, Fugro Airborne Surveys will conduct a detailed, helicopter-borne DIGEM V geophysical survey over four grid areas, based on historic mineral occurrences, previously delineated conductors and the location of major boundary zones on modern airborne magnetic maps. Just under 3,000 line-kilometres will be flown at a line spacing of 100m. Follow-up prospecting, mapping and geochemistry will be conducted in the summer of 2006 pending results; follow-up ground geophysics (EM) will be conducted at the same time or in March, prior to spring break-up, if advantageous.
- At the recently acquired **Cochrane River Project, Saskatchewan**, a \$200,000 airborne geophysical survey will be flown by Fugro as an "add-on" to the survey being conducted on the Wollaston NE Project. A follow-up ground geophysical program will be conducted during the summer of 2006, but budgeting is problematic at this time, as the size of the program will be determined in large measure by the number of anomalies identified in the airborne survey.
- At the **Mann Lake Project, Saskatchewan**, an estimated \$200,000 program of moving loop EM and gravity surveys will be completed in November to better refine features both parallel and orthogonal to the B1 conductor. Three moving loop EM profiles will be completed, representing approximately 15 line-kilometres, together with 12 lines of gravity survey. A follow-up diamond drilling program for about 4,000m at a cost of approximately \$1,200,000 is planned for mid-2006, assuming the results of the geophysical surveys identify targets of interest. The property has not been drilled previously. Proximity to the highway connecting the McArthur River Mine and Key Lake Mill facilitates cost-effective exploration of the Mann Lake property.
- At the **Hornby Bay Basin projects, Nunavut & NWT**, Triex and its partner will conduct an exploration program consisting of ground geophysics follow-up and alteration mapping at an estimated cost of \$1,200,000 over the deposit area and along strike on favourable structural and stratigraphic trends in order to establish drill targets for testing significant anomalies.
- At the **Boulder Creek Project, Alaska**, the results from the recently completed mapping, prospecting and grid-based soil and biogeochemical sampling program will be used to identify and delineate areas with anomalous concentrations of uranium for follow-up investigation. The work will be carried out in the late spring and over the summer months of 2006, at a cost of approximately \$650,000. This program will focus on resource expansion via in-fill drilling to improve deposit delineation and drilling along strike to both the northwest and southeast to test for deposit extensions and/or additional deposits.

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- At the nearby **McCarthy Marsh Project, Alaska**, Triex is proposing a \$400,000 airborne geophysical program in the early spring of 2006. Assuming favourable results, this program would be followed shortly thereafter by a ground geophysical program to further investigate anomalies identified in the airborne survey. Perhaps as much as \$200,000 might be spent, but the size of the program will be determined in large measure by the number of anomalies to be investigated.

The Company will also be actively seeking to expand its property portfolio by acquiring other properties of merit during fiscal 2006.

Corporate G&A expenses

Quarterly G&A expenses for the remainder of fiscal 2006 are likely to be higher than in the current quarter, given that the Company's renewed focus on exploration and resulting increases in exploration, negotiation and financing activity levels is likely to lead to higher costs across a number of expense categories.

Additional Funds May be Required

It is anticipated that for the next fiscal quarter, Triex's current working capital position should be sufficient to fund the Company's activities. However, if the Company is successful in generating favourable exploration results at its existing properties and in securing additional properties, further funds will be required to cover staking and acquisition costs, or proceed with significant exploration programs to test the merits of any properties. As a result, Triex may complete additional equity financings, and these may include flow-through securities to fund the Company's Canadian exploration budgets.

Risk Factors Relating to the Company's Business

As a company active in the mineral resource exploration industry, Triex is currently exposed to a number of risks.

There can be no assurances the Company will continue to be able to access the capital markets for the funding necessary to acquire and maintain exploration properties and to carry out its desired exploration programs. This may impact its wholly-owned projects, and may also result in Triex's interest in joint ventures being diluted as a result of not being able to fund its share of joint venture exploration programs.

Based on the current market and outlook for uranium, there is intense competition to acquire and maintain exploration rights to uranium exploration properties, and Triex competes with other companies which may possess greater technical and financial resources than itself. Even if it acquires desirable properties, there can be no assurances that the Company will be able to successfully defend and maintain its property claims, or complete its budgeted exploration programs due to any number of factors beyond its control.

Ultimately, even if uranium deposits are obtained by Triex, the economic benefits from the development of any potential projects may be affected by industry, government or regulatory factors beyond the capacity of the Company to anticipate and control.

OUTSTANDING SHARE DATA

As of the Report Date, there were 9,082,000 common shares issued and outstanding, or 10,040,000 common shares on a fully diluted basis. Between the end of the first quarter fiscal 2006 on October 31, 2005 and the Report Date, the Company issued 389,500 shares and received proceeds of \$584,250 as the result of the exercise of warrants at \$1.50 per share.

As of the Report Date, there were a total of 98,000 warrants outstanding having an exercise price of \$1.75 per share that will expire on November 23, 2006. If these warrants were to be exercised, it would put an additional

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\$171,500 into the Company's treasury.

As of the Report Date, there were 860,000 stock options outstanding under the Company's incentive stock option plan, at exercise prices that range from \$0.54 per share to \$1.73 per share and with expiry dates that extend from January 12, 2009 through October 1, 2010. All options have vested and if they were all to be exercised, it would put an additional \$850,600 into the Company's treasury.

TRANSACTIONS WITH RELATED PARTIES

During the first quarter fiscal 2006, the Company entered into the following transactions with Rand Explorations Ltd. ("Rand"), a private company that is a related party, inasmuch as Rand is controlled by Randy Turner, a director of the Company:

- a) Paid or accrued \$6,000 (2005 - \$2,000) for rent.
- b) Paid or accrued \$Nil (2005 - \$10,000) for professional fees included in deferred exploration costs.
- c) Paid or accrued \$24,000 (2005 - \$6,000) for management fees.

In the same fiscal quarter, the Company paid management fees of \$5,745 (2005 - \$Nil) to Adera Company Management Inc., a company controlled by J. Christopher Mitchell, the Company's Chief Financial Officer.

Amounts due to Rand are non-interest bearing and unsecured, with no specific terms of repayment.

These transactions are in the normal course of operations and are measured at the agreed amount, which is the amount of consideration established and agreed to with the related party.

ITEMS SUBSEQUENT TO OCTOBER 31, 2005

On November 9, 2005, Triex announced that it had negotiated an option and joint venture agreement with Uranerz Energy Corporation concerning the Cochrane River property, located northeast of the Athabasca Basin in northern Saskatchewan. The property consists of two Mineral Prospecting Permits covering a total of 67,480 hectares and adjoins the southern boundary of the Company's Wollaston NE Property.

The agreement with Uranerz provides that Triex can earn an initial 60% joint venture interest by incurring \$1,500,000 in exploration expenditures on or before May 1, 2008, and making cumulative cash payments to Uranerz of \$75,000 in three annual installments of \$25,000 each. Following earn-in, Triex was a second option to earn an additional 10% joint venture interest by incurring an additional \$1,500,000 in exploration expenditures on or before November 1, 2009.

In the opinion of management, other than those discussed above, there are no material items since year-end that require discussion in this MD&A.