



## **Management’s Discussion and Analysis For the Year Ended May 31, 2008**

The following discussion and analysis, originally prepared as of September 18, 2008 and updated as of December 19, 2008 for the additional financial disclosure described in the paragraph below, should be read together with the audited consolidated financial statements of Africa West for the five months ended May 31, 2008 and the year ended December 31, 2007 and the audited consolidated financial statements of Liberian Gold Corporation (formerly “Africa West Minerals Corp.”) for the periods ended December 31, 2006 and 2005 and related notes attached thereto, which are prepared in accordance with Canadian generally accepted accounting principles. All amounts are stated in Canadian dollars unless otherwise indicated.

On September 26, 2008 Africa West filed consolidated financial statements for the seventeen months ended May 31, 2008 with regulatory authorities. These consolidated financial statements include additional disclosure which is required to conform to the requirement of the regulatory authorities that the length of a company’s fiscal period cannot exceed fifteen months. The consolidated financial statements therefore added a consolidated balance sheet as at December 31, 2007 and consolidated statements of operations and deficit, of cash flows, of mineral property interests and of deferred exploration expenditures for the five months ended May 31, 2008 and the year ended December 31, 2007. The previously filed consolidated balance sheets as at May 31, 2008 and December 31, 2006 and the consolidated statements of operations and deficit, of cash flows, of mineral property interests and of deferred exploration expenditures for the year ended December 31, 2006 are also included in the consolidated financial statements.

Statements in this report that are not historical facts are forward-looking statements involving known and unknown risks and uncertainties, which could cause actual results to vary considerably from these statements. Readers are cautioned not to put undue reliance on forward-looking statements. Additional information related to Africa West is available for view on SEDAR at [www.sedar.com](http://www.sedar.com).

### **Description of Business**

On January 28, 2008 Villanova Capital Corp.’s acquisition of the 11,282,067 outstanding shares of Africa West Minerals Corp. in exchange for shares of Villanova on a one-for-one basis pursuant to the Arrangement Agreement dated October 5, 2007 (the “Arrangement Agreement”). The transaction served as Villanova’s Qualifying Transaction pursuant to the policies of the TSX Venture Exchange (the “Exchange”) and Villanova is now a Tier 2 Mining Issuer pursuant to the policies of the Exchange. Subsequent to completion of the acquisition the acquired subsidiary, Africa West Minerals Corp. changed its name to Liberian Gold Corporation, and the parent company changed its name to Africa West Minerals Corp.

Africa West is an exploration stage mineral exploration company engaged in the evaluation and development of resource properties. It currently holds properties in Liberia, West Africa and Tanzania, East Africa. Africa West trades on the TSX Venture Exchange under the symbol “AFW”.

## Management

James T. Gillis, President & CEO - Mr. Gillis has been the President of James T. Gillis Management Co. Inc. since 1985, a private company which provides management services to public companies. He is the President and Chief Executive Officer of Cassidy Gold Corp., Island Arc Exploration Corp. and Africa West Exploration Inc., a director and Chairman of the Board, Corporate Secretary & Chief Financial Officer of Navasota Resources Ltd., and a director of Providence Capital Corp.

Mr. Jeffrey Scott Ackert, Director and Vice-President, Exploration and Business Development – Mr. Ackert, a geologist, was appointed to act as a director and officer on April 22, 2008 and has been involved in gold exploration in Africa for over 10 years. Mr. Ackert has worked in Burkina Faso, Mali, Niger and Ghana in West Africa, and Tanzania and Kenya in East Africa. He has worked for several majors, including six years as a mine geologist at Barrick's Golden Patricia mine in Northern Ontario. Most recently Mr. Ackert held the positions of Vice-President of Exploration and Vice-President Technical Services for Orezone Resources Inc.

Christopher J. Wild, P.Eng, Director – Mr. Wild is currently President and Chief Executive Officer of Navasota Resources Ltd., and a director and Vice President Exploration of Cassidy Gold Corp., Africa West Exploration Inc. and Island Arc Exploration Corp. Mr. Wild served as chief mine geologist at the Mount Polley Mine, east of Williams Lake, BC, and the Goldstream Mine, north of Revelstoke, BC, prior to opening his own geological consulting business.

Guido E.M. Pas, Non Executive Director on the Board of Directors – Mr. Guido ('Guy') Pas, who was appointed to act as a director on April 22, 2008, is a Belgian financier based in Geneva with 35 years of experience in finance, mining and exploration. He was a Vice President of Chase Manhattan Bank (Belgium; France and Switzerland) in structured and commodity finance, from 1973 to 1983 when he joined a team at Africa-focussed oil trading companies and was CFO from 1984 to 1987. He has been involved in numerous start-up and early-stage resource ventures. In 1989, as director of Addax & Oryx he co-founded and was the chairman of Samax Resources Ltd, which enjoyed two major gold mine discoveries in Tanzania; Golden Pride, now owned and operated by Resolute, and a part of the Geita Gold Mine, now owned and operated by AngloGold Ashanti. In 1995, Mr. Pas founded and was chairman (currently non executive Director) of Mano River Resources Inc., dual listed on TSXV and AIM, a pioneer in Liberia and Sierra Leone, and equally active in Guinea. In 2004 he co-founded Synergy Resources Fund, renamed GAIA Resources Fund, which focuses on early stage private and public resource companies.

Basha Hifato, Manager of East Africa Operations – Mr. Basha Hifato is a director of Gold Rim Exploration as well as the President and CEO of Hifato Enterprises Inc., a company devoted to the expansion of knowledge, trade and investment between Canada and Sub-Saharan Africa. A graduate of Ottawa's Algonquin College Business Administration program, Mr. Hifato has been a liaison between the Kenyan and Tanzanian High Commissions and prospective investors. He was recently instrumental in bringing the Karen Heart Institute from Kenya together with the University of Ottawa Heart Institute to facilitate the sharing of information and equipment. Mr. Hifato has built a strong network of contacts within the East African community including current and former government ministers. In Canada Mr. Hifato has been a charter member of the Nepean South Rotary Club and past Vice President of the Secretariat for African Trade Development and Information Services (SATDIS).

Debbie M. Silver, Corporate Secretary & CFO - Ms. Silver was a legal assistant from 1979 until 2002, involved in corporate, mining and securities law, and has been a public company administrator since 1997. She is currently the Corporate Secretary/CFO of Cassidy Gold Corp. and Africa West Exploration Inc., administrator of Navasota Resources Ltd., and is a director and Corporate Secretary/CFO of Island Arc Exploration Corp.

Mr. Hani Zabaneh resigned as a director on April 29, 2008. Mr. Mark Newman resigned as a director on August 21, 2008.

## Performance Summary

On June 10, 2008 Africa West completed the share purchase (the “Gold Rim Acquisition”) of all of the outstanding shares of Gold Rim Exploration Inc. in consideration for which it has issued to the shareholders of Gold Rim an aggregate 4,200,000 common shares of Africa West. As a result of the Gold Rim Acquisition, Gold Rim Exploration Inc. has become a wholly-owned subsidiary of Africa West and Africa West has acquired title to the following Mining Licenses located in Tanzania and Kenya, East Africa.

Country	Property	Area	Description
Tanzania	Nyakagwe	500 ha	Within 6km of Barrick's 10 million ounce Bulyankhulu Gold Mine
Kenya	Ngira Migori	320 km <sup>2</sup>	Small scale gold production. Near former gold and copper producing McAlder Mine
	Rosterman	16 km <sup>2</sup>	Former gold producer. 250,000 ounces at 13.6 g/t
	Ugunja	1166 km <sup>2</sup>	Along strike of the Rosterman Gold Mine
	Sigalagala	32 km <sup>2</sup>	Adjacent to the Rosterman Gold Mine
	Bukura	16 km <sup>2</sup>	Gold showings in the Kakamega Greentone Belt
	Sotik	485 km <sup>2</sup>	Prospective gold property in the southern Nyanzan Province.
Liberia	Gedabo	480 km <sup>2</sup>	Prospective gold property
	Kanweaken	500 km <sup>2</sup>	Prospective gold property

On July 8, 2008 Africa West announced that exploration has commenced on the **Nyakagwe Gold Project** in Tanzania and an exploration program is proposed for the **Ngira-Migori** and **Rosterman** gold projects in Kenya. A budget of \$450,000 is planned for these East African properties.

In Tanzania, the **Nyakagwe Gold Project**, located 6km from Barrick's 10.2 million ounce Bulyankhulu Gold Mine, has recently undergone surface geochemical sampling that has indicated several anomalous areas. These areas have been ground-truthed and selected anomalous trends are now being trenched. Sampling of the trenches will help determine the near surface dimensions of the anomalous zones. A surface magnetic survey will commence in the next several weeks in order to aid in the interpretation of the gold mineralization. It is anticipated that drill targets for 2000 metres of Reverse Circulation (RC) drilling will be determined at this time. Near surface mineralization at the Nyakagwe Gold Project is characterized by gold associated with east – west and northwest – southeast trending quartz reefs. Previous grab samples from some of the reefs returned values from 2.0 to 10.8 g Au/t. The area has been subject to small scale artisanal mining over the last two decades. The total budget for this project is \$350,000.

In Kenya, the **Ngira-Migori Gold Project** will undergo a first phase regional surface geochemical sampling program with subsequent trenching on selected anomalous trends. This program is expected to start in the next several weeks and will be completed by the end of August 2008. The Ngira-Migori property is located in the southern part of Kenya, within the Migori Archean greenstone belt, and adjacent to the past producing gold and copper McCaLder Mine. Mineralization in this area is characterized by gold in quartz reefs as well as gold associated with massive to disseminated sulphides. Surface grab sampling at 2 of the mineralized reefs returned from 30ppb to 16.7 gAu/t. The budget for the Ngira-Migori project is \$75,000.

Also in Kenya, the **Rosterman Gold Project**, located near the town of Kakamega in the Western Province, is the site of the past producing Rosterman Gold Mine. The mine was worked to a depth of 2000 feet between 1935 and 1952 and produced over 250,000 ounces of gold at an average grade of 13.6 gAu/t. A compilation of all historic data will be undertaken over the next several months to evaluate the orebody. It is anticipated that a three dimensional geological model could be produced from this historic data. Gold mineralization at the Rosterman Mine is typically associated with stacked sigmoidal quartz reefs hosted within and adjacent to a diorite. The

country rock is generally Nyanzan Series mafic volcanic lavas and medium to coarse grained Kavirondan metasediments. A budget of \$25,000 will be used for the Rosterman compilation.

Two other gold projects in Kenya, the Ugunja Project and the Sotik Project will be subject to an additional budget later this year. The Kanweaken and Gedabo Exploration Program in Liberia, West Africa will be on hold during the rainy season. It is expected that work will recommence there in October 2008.

In Liberia, West Africa, Africa West has a 100% interest in the **Kanweaken and Gedabo exploration licenses**, situated approximately 350 km S.E. of Monrovia, the capital of Liberia, and 50 km N. of the port town of Harper. The Government of the Republic of Liberia has granted to Africa West's indirectly owned subsidiary, Liberian Gold Corporation Inc., mineral exploration rights over approximately 480 km<sup>2</sup> (formerly 960 km<sup>2</sup>) on the eastern side of the Gedabo area, situated in the Maryland and River Gee Counties, Republic of Liberia, and mineral exploration rights over approximately 500 km<sup>2</sup> (formerly 1000 km<sup>2</sup>) in the Grand Kru, Maryland and River Gee Counties, Republic of Liberia. The exploration licenses for the above two properties are under the terms of Mineral Exploration Agreements (MEA) issued by the Government of the Republic of Liberia issued to Liberian Gold Corporation Inc. The licenses include rights to all mineral commodities. The MEAs were effective March 5, 2005 and had a term of three years (Exploration Period) from March 22, 2005. An extension of two years was granted to Africa West by the Government of Liberia effective June 12, 2008 and expiring on June 9, 2010. Pursuant to the extension of the Agreements, Africa West was required to reduce the size of the Licenses by 50%.

### Selected Annual Information

The following table shows the financial results derived from Africa West's financial statements for each of the three most recently completed fiscal periods.

	May 31, 2008 (5 months)	December 31, 2007 (12 Months)	December 31, 2006 (12 months)
Interest Income	\$ 2,653	\$ 1,569	\$ 1,371
Net Income (Loss)	\$ (317,224)	\$ (183,204)	\$ (75,501)
Net Income (Loss) per Share	\$ (0.01)	\$ (0.02)	\$ (0.03)
Total Assets	\$ 2,539,442	\$ 1,083,975	\$ 853,101
Shares Outstanding	22,639,067	11,282,067	2,600,000

### Results of Operations

Africa West has incurred a loss of \$137,717 during the five months ended May 31, 2008 compared to a loss of \$183,204 for the twelve months ended December 31, 2007. All expenditures are comparative to the same period in the prior year except for advertising and promotion, dues, conferences and subscriptions, management fees, wages and benefits, transfer agent and filing fees, and travel all of which increased significantly from the prior period.. Increases in expenditures in these categories are a result of Africa West's growth over the last five month period and becoming a public entity. Africa West's exploration activities have also increased significantly from the prior period.

Financing cost of \$74,861 for the year ended December 31, 2007 were as a result of Africa West becoming a public entity and will not be incurred in future periods. A major portion of the professional fees of \$33,707 in the period ended May 31, 2008 and \$36,744 in the year ended December 31, 2007 were as a result of Africa West becoming a public entity and will not be incurred in future periods.

### Fourth Quarter

Africa West has incurred a loss of \$39,945 during the quarter ended May 31, 2008. All expenditures are comparative to the same period in the prior year. Africa West's exploration activities have increased significantly from the prior year.

## Summary of Results

	Three Months Ended May 31/08	Two Months Ended Feb 29/08	Three Months Ended Dec 31/07	Three Months Ended Sep 30/07	Three Months Ended Jun 30/07
Total assets	\$2,539,442	\$1,869,020	\$1,102,000	\$1,114,913	\$1,075,566
Resource properties and deferred costs	\$1,410,804	\$1,166,766	\$1,058,370	\$981,490	\$977,105
Working capital (deficiency)	\$657,532	\$351,7221	\$(170,861)	\$13,434	\$25,824
Deficit	\$454,941	\$371,603	\$454,941	\$207,295	\$174,761
Revenues	\$-	\$-	\$-	\$-	\$-
Net loss	\$70,738	\$66,979	\$183,204	\$32,533	\$13,572
Earnings (loss) per share	\$(0.01)	\$(0.01)	\$(0.02)	\$(0.01)	\$(0.01)

The significant changes in key financial data from April 1, 2007 to May 31, 2008 can be attributed to the closing of private placements, to increased exploration activity and the reverse take over of Villanova Capital Corp.

## Liquidity

Africa West does not currently own or have an interest in any producing resource properties and has not yet derived any revenues from the sale of resource products in the first financial year. Africa West's exploration activities have been funded through the issuance of common shares pursuant to private placements and the exercise of stock options and warrants, and Africa West expects that it will continue to be able to utilize this source of financing until it develops cash flow from its operations. There can be no assurance, however, that Africa West will be able to obtain required financing in the future on acceptable terms, or at all. In the near term, Africa West plans to continue its exploration activities on its currently held properties.

	May 31, 2008
Working capital	\$657,532
Deficit	\$454,941

## Capital Resources

Africa West may from time to time choose to raise money in the capital markets if favourable conditions are present. During the quarter ended May 31, 2008 it did not issue any shares. It is anticipated that additional financing will be required for further exploration programs on Africa West's properties during the next fiscal year.

## Financing

On June 10, 2008 Africa West completed a non-brokered private placement whereby an aggregate 6,344,167 Units of Africa West were issued at a price per Unit of \$0.15 for gross proceeds of \$951,624.85. Each Unit consisted of one common share and one-half of one non-transferable share purchase warrant, each whole warrant entitling the holder thereof to acquire one additional common share at a per share price of \$0.25 until June 9, 2010, subject to accelerated expiry in certain circumstances. All securities issued are subject to a four month hold period until October 10, 2008. The proceeds from the private placement are being used, in part, to make payments for, and conduct exploration on, the properties acquired pursuant to the Gold Rim Acquisition and for general corporate purposes. Africa West paid an aggregate \$16,590 cash and issued 192,570 Units and 49,000 finder's warrants (each finder's warrant entitling the holder to purchase one common share in the capital of Africa West at a per share price of \$0.15 until June 9, 2010) as finder's fees to four arm's-length entities in connection with identification of subscribers to this private placement.

## Critical Accounting Estimates

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions about future events that affect amounts reported in the

financial statements. Actual results could differ from these estimates. Significant accounting estimates used in the preparation of Africa West's financial statements are:

(a) **Carrying value of mineral property interests**

The amounts shown for mineral property interest represent acquisition holding and exploration costs, and do not necessarily represent present or future recoverable values. The recoverability of these amounts is dependent upon the confirmation of economically recoverable reserves, the ability of Africa West to obtain the necessary financing to successfully complete their development and to meet the requirements from time to time, of lenders, including shareholders, who are providing this financing and upon future profitable production.

Africa West reviews the carrying values of its mineral property interests whenever events or changes in circumstances indicate that their carrying values may exceed their estimated net recoverable amounts determined by reference to estimated future operating results and undiscounted net cash flows. An impairment loss is recognized when the carrying value of those assets exceeds their fair value.

(b) **Carrying value of other capital assets**

Africa West reviews the carrying values of its other capital assets whenever events or changes in circumstances indicate that their carrying values may exceed their estimated net recoverable amounts determined by reference to estimated future operating results and undiscounted net cash flows. An impairment loss is recognized when the carry value of those assets exceeds their fair value.

(c) **Asset retirement obligations**

Africa West recognized the fair value of liabilities for asset retirement obligations in the period in which they occur and/or in which a reasonable estimate of such costs can be made. The asset retirement obligation is recorded as a liability with a corresponding increase to the carrying amount of the related long-lived asset. Subsequently, the asset retirement cost is allocated to expenditures using a systematic and rational method and is also adjusted to reflect year-to-year changes in the liability resulting from passage of time and revisions to either timing or the amount of the original estimate of the undiscounted cash flow.

## **New Accounting Pronouncements**

New accounting pronouncements issued by the Canadian Institute of Chartered Accountants ("CICA") and which Africa West intends to adopt in these financial statements or, if required, adopt in the preparation of its future financial statements are:

(a) **Comprehensive Income**

Africa West has adopted new CICA Handbook Section 1530, which introduces new standards for reporting and disclosure of comprehensive income. Comprehensive income is the change in equity (net assets) of an enterprise during a reporting period from transactions and other events and circumstances from non-owner sources. It includes all changes in equity during a period except those resulting from investments by owners and distributions to owners. Commencing with the current fiscal year, a statement of other comprehensive income will be included with the consolidated financial statements, which will include unrealized gains and losses of financial instruments that are not required to be included in operations. There is currently no impact on these financial statements of this standard.

(b) **Financial Instruments**

Africa West has also adopted the new accounting recommendations of the Canadian Institute of Chartered Accountants for the recognition, measurement and disclosure of financial instruments and hedges.

(c) **Capital disclosures**

In December 2006, the CICA issued Section 1535 of the CICA Handbook, Capital Disclosures, which applies to fiscal years beginning on or after October 1, 2007. This section establishes standards for disclosing information about an entity's capital and how it is managed.

Africa West will implement these disclosures in the first quarter of the 2009 fiscal year.

(d) **Goodwill and intangible assets**

In February 2008, the CICA issued Section 3064, Goodwill and Intangible Assets, replacing Section 3062, Goodwill and Other Intangible Assets, and Section 3450, Research and Development Costs. The new pronouncement establishes standards for the recognition, measurement, presentation, and disclosure of goodwill subsequent to its initial recognition and of intangible assets by profit-oriented enterprises. Standards concerning goodwill are unchanged from the standards included in the previous Section 3062. The adoption of this section is not currently expected to affect Africa West.

(e) **Business combinations**

The proposed amended recommendations of the CICA for accounting for business combinations will apply to Africa West's business combinations, if any, with an acquisition date subsequent to the effective date. Whether Africa West would be materially affected by the proposed amended recommendations would depend upon the specific facts of the business combinations, if any. Generally, the proposed recommendations will shift from a parent company conceptual view of consolidation theory (which results in the parent company recording the book values attributable to non-controlling interests) to an entity conceptual view (which results in the parent company recording the fair values attributable to non-controlling interests).

Adoption of this section is not expected to affect Africa West.

(f) **Convergence with International Financial Reporting Standards**

In 2006, Canada's Accounting Standards Board ratified a strategic plan that will result in Canadian GAAP, as used by public companies, evolving and being converged with International Financial Reporting Standards (IFRS) over a transitional period currently expected to be complete by 2011. The International Accounting Standards Board currently has projects underway that should result in new pronouncements.

This Canadian convergence initiative is currently very much in its infancy. Consequently Africa West has not yet assessed the impact of the ultimate adoption of IFRS on Africa West.

### **Off-Balance Sheet Arrangements**

Africa West does not have any off-balance sheet arrangements which may affect its current or future operations or conditions.

### **Outstanding Share Data**

The authorized capital of Africa West consists of an unlimited number of common shares and an unlimited number of preferred shares, issuable in series with special rights and restrictions attached. As of September 18, 2008 there were 33,375,804 common shares issued and outstanding, of which 4,833,500 were held in escrow, 3,990,000 stock options outstanding, and the following warrants and broker's options outstanding:

<i>Price</i>	<i>Expiry Date</i>	<i>Number</i>
\$0.10	Sep 5/09	200,000
\$0.55	Jan 28/10	503,500
\$0.25	Jun 9/10	3,268,368
\$0.15	Jun 9/10	49,000

## Related Party Transactions

Related parties are directors and officers, and companies controlled by directors and officers of Africa West. The following summarizes Africa West's related party transactions for the periods ended May 31, 2008:

	Three months Ended May 31, 2008	Seventeen months Ended May 31, 2008
Management Fees	\$13,500	\$22,725
Rent	\$1,986	\$11,480
Consulting and Exploration Fees	\$2,797	\$2,797
Professional fees	\$ -	\$65,095
Interest expense	\$ -	\$551

Management fees and consulting and exploration fees were paid to a company controlled by a director of Africa West. Professional fees were paid to a legal firm of which a partner was a director of Africa West. Rent was paid to a company with common management, and interest was paid to a director of Africa West.

## Financial Instruments

Africa West's financial instruments consist of cash, receivables, prepaid expenses and accounts payable. Unless otherwise noted, it is management's opinion that Africa West is not exposed to significant interest, currency or credit risks arising from these financial instruments. The fair value of these financial instruments is approximately equal to their carrying values, unless otherwise noted. As at May 31, 2008 \$685,312 cash and cash equivalents are held in Canadian dollars and \$46,597 cash and cash equivalents are held in US dollars. Africa West does not use derivative instruments or foreign exchange contracts to hedge against gains or losses arising from foreign exchange fluctuations.

## Investor Relations

Investor relations activities are currently being performed by directors, officers and key personnel.

## Disclosure Controls and Risk Factors

Africa West continues to refine its disclosure controls and procedures to enable management to comply with all disclosures required by the TSXV Exchange and securities law in a timely and complete manner. Development-stage mineral exploration companies face a variety of risks and, while unable to eliminate all of them, Africa West aims at managing and reducing such risks as much as possible. Few exploration projects successfully achieve development stage, due to factors that cannot be predicted or anticipated, and even one such factor may result in the economic viability of a project being detrimentally impacted such that it is neither feasible nor practical to proceed. Africa West closely monitors its activities and those factors that could impact them, and employs experienced consultants to assist in its risk management and to make timely adequate decisions.

Environmental laws and regulations could also impact the viability of a project. Africa West has ensured that it has complied with these regulations, but there can be changes in legislation outside Africa West's control that could also add a risk factor to a project. Operating in a specific country has legal, political and a currency risk that must be carefully considered to ensure their level is commensurate to Africa West's assessment of the project.