ERIN VENTURES INC.
MANAGEMENT DISCUSSION & ANALYSIS
For the year ended June 30, 2011

Introduction

The following discussion and analysis is management's assessment of the results and financial condition of Erin Ventures Inc. (the "Company", the "Issuer", or "Erin") for the year ended June 30, 2011 and should be read in conjunction with the audited financial statements for the year ended June 30, 2011 and related notes. The Company's financial statements are prepared in accordance with Canadian GAAP. The Company's reporting currency is Canadian dollars. The date of this Management's Discussion and Analysis is November 2, 2011. Additional information on the Company is available on SEDAR at www.sedar.com.

Description of Business

Erin Ventures Inc. (the "Issuer", "Erin", or the "Company") is a TSX Venture Exchange listed company (symbol – EV). Erin is an exploration stage company engaged in the acquisition, exploration and development of mineral properties in the United States, Serbia and Canada with the aim of developing them to a stage where they can be exploited at a profit or to arrange joint ventures whereby other companies provide funding for development and exploitation.

Forward Looking Statements

Certain information included in this discussion may constitute forward-looking statements. Forward-looking statements are based on current expectations and entail various risks and uncertainties. These risks and uncertainties could cause or contribute to actual results that are materially different than those expressed or implied. The Company disclaims any obligation or intention to update or revise any forward-looking statement, whether as a result of new information or future events.

Resource Properties & Description of Activities

Deep River Project, North Carolina

Erin announced on July 5, 2006 that it entered into a strategic alliance with Triangle Minerals, Inc. ("TMI"), a North Carolina based corporation. The objective of this alliance is to acquire, explore and develop specifically targeted mineral properties of merit, within the south eastern United States ("the Area of Interest").

Key terms of the Strategic Alliance Agreement are:

- The term of the Agreement is 5 years.
- Erin acquires a 100% interest in the project, subject to completion of a minimum work program totalling US $400,000, during the first year of the Agreement.
- Additionally, Erin has committed US $50,000 for land acquisition within the Area of Interest.
- A five year management contract with TMI, whereby TMI will manage the land acquisition and exploration program, under Erin's supervision.
- TMI is to receive from Erin: annual stock-based payments of US $30,000, with respect to facilities rental; 600,000 stock options per year, to a maximum of 1.8 million stock options; competitively priced management fees; and a 0.8% production royalty from any eventual production of gold, silver and/or other metals.

Erin has completed its work commitment, and as a result has acquired 100% interest in the project.

Santa Rosa Mine, Panama

October 26, 2009 Erin announced that it has entered into an agreement to purchase majority control of the assets of the Santa Rosa Gold Mine in Panama.

The main terms of the agreement are as follows:

1. Erin in conjunction with Pageland Minerals Ltd agree to collectively purchase 100% of the assets of the Santa Rosa Mine, including the land title, mineral rights, buildings, equipment and historic exploration and production data from Canazas Mining Company, a Panamanian Corporation comprised of former workers at the Santa Rosa Mine, for a total of US$1,550,000.
2. Erin will retain an undivided 75% interest and Pageland will retain an undivided 25% interest in the Santa Rosa Mine, with each partner responsible for their prorata share of the purchase price and the payments and expenditures going forward.
3. Erin shall act as operator of the mine.
4. A US$75,000 down payment was made to Canazas at the time of signing of the agreement.
5. A second payment of $75,000 is due upon the completion of transfer of land title at Santa Rosa.
6. US$500,000 becomes due and payable when the mineral rights and mining permits associated with the Santa Rosa Mine have been reestablished by the Panamanian government and granted exclusively to Canazas.
7. A second payment of US$500,000 is payable 90 days after the first payment of $500,000.
8. A final payment of US $400,000 is payable 180 days after the first payment of $500,000.
9. Canazas will receive the 10% of the net profits of the operations of Santa Rosa Mine. Net profits are defined as gross revenues less direct and indirect operating, recovery, mining and smelting costs, general and administrative expenses, interest, taxes and royalties and all other expenses relating to operating of Santa Rosa Mine.
10. Erin agrees to transfer title to the land back to Canazas when mining operations are complete.

On May 5, 2011 Erin reported that it had abandoned all activities in Panama due to the concession on the Santa Rosa Property being granted to a third party.

Volujski Kljuc Gold Project, Serbia

On November 30, 2009, Erin announced that the Serbian Ministry of Mining has issued Erin's wholly owned subsidiary, Balkan Gold, an exclusive exploration license for the Volujski Kljuc ("VK") alluvial gold deposit in Serbia.

The property covers approx. 24 kilometres of the Pek River valley in eastern Serbia. The Pek River drainage system has been known to carry gold values since ancient times. Records show that various mining operations over 17 cumulative years recovered approx. 2,300 kg of gold (60,000 ounces, worth US$66,000,000 at current gold prices) with the first production in 1905 and the last in 1941.

Through to 1989, 3435 drill holes were completed: 1051 Banka drill holes and 2384 Keystone drill holes. Calculations completed in 1951 identified 29 million cubic metres of auriferous gravel grading 0.17 g Au/cubic meter from surface to bedrock. An additional 9 – 75 cm caisson holes were drilled on the property by Serbia's copper conglomerate, RTB Bor, in the late1980's to test the validity of the grade with larger sample volumes. The program was successful and resulted in over-all grades being increased significantly to 0.29 g Au/cubic metre from surface to bedrock.

Erin has been actively pursuing land leases with landowners in the Volujski Kljuc area, and will not proceed with exploration until such time as a significant land package has been obtained.

During the year ended June 30, 2011, Erin did not report any new exploration on the VK property.

Piskanja Property, Serbia

On May 11, 2010, Erin reported that it has entered in to a binding agreement with the Serbian state-owned mining company, JP PEU, for the joint development of the Piskanja boron deposit, located in Serbia.

The key terms in the agreement are as follows:

1. Erin's wholly-owned Serbian subsidiary, Balkan Gold d.o.o. ("Balkan") will apply for an exclusive exploration license on the Piskanja property, and conduct a geological study on the deposit. If results are positive, Balkan will then compose a feasibility study for mine development. Balkan is responsible for 100% of the costs related to these studies, and retains 100% ownership at this stage.
2. When the feasibility study is complete, Balkan and JP PEU will form a joint venture company that will apply for an exploitation license. However, in the event that JP PEU's corporate structure does not allow for it to enter into this joint venture (as is currently the case), Balkan will retain the right to apply for the exploitation license on its own, and retain 100% interest in the project.
3. Ownership in the joint venture company will be directly proportional to the value of the assets contributed by each party.
    a. Balkan will be responsible for providing all the funding required to develop the mine and ore processing facilities.
    b. JP PEU will contribute certain existing infrastructure assets in its possession (such as a power substation, access roads, rail spur, office and maintenance buildings in strategic proximity to the property) and historical research data from previous exploration programs at Piskanja. The determination of the assets to be contributed by JP PEU to the joint venture shall be at the sole discretion of Balkan. These assets will be contributed at their established fair market value.
4. An official determination of percentage ownership will occur at the completion of the mine development, and be based upon the amount that has been actually spent by Balkan on exploration and mine development, and the fair market value of the assets contributed by JP PEU.
5. Balkan and JP PEU agree that the joint venture company will primarily employ manpower from the Ibarski Mine, as qualified and required.
6. Each party will have representation on the board of directors of the joint venture company on a basis that reflects their prorata ownership of the joint venture company.

The Piskanja property has a historic resource (that is not NI 43-101 compliant and must be verified) of approximately seven million tonnes of 39 per cent B_2O_3 (boron) as colemanite and ulexite, based upon historic drill data (some of which, was conducted by Erin previously). The deposit is open both to the south and the east.

On August 31, 2010, the Company reported that it has been granted an exploration license for the Piskanja boron deposit in Serbia, by the Serbian Ministry of Mining and Energy. The license covers an area of approximately 3 square kilometres, and includes the entire known historical mineralized area along with a substantial amount of previously unexplored ground.

Under Serbian law, a mineral exploration license is granted exclusively, for a 3 year period (extendable at the request of the license holder). Upon successful completion of the exploration program, the license holder has the sole right to apply for an exploitation (mining) license.

Erin is planning an exploration program on the Piskanja deposit, which has a historical estimate of approximately seven million tonnes grading 39 per cent B_2O_3 (boron), with a goal of establishing a NI43-101 compliant resource.

On April 27, 2011, the Company reported that exploration is well underway in preparation for a quality drilling program to develop a NI 43-101 qualified resource at the Piskanja borate project in Serbia. The intent is to initiate drilling in June of this year. The first phase of drilling will consist of approximately 5,000 metres of HQ size core drilling.

On August 8, 2011, the Company announced that it is actively engaged in the due diligence process with several potential strategic partners regarding the development of its Piskanja boron project in Serbia. Erin is in discussions with various potential partners that have the ability to provide needed capital, technical expertise (general mining and boron-specific), boron-specific marketing expertise, boron-specific value added expertise (e.g. boric acid production and sales experience), as well as substantial end-users of boron and boron derivatives who are looking to secure long term purchase arrangements. In conjunction with the drilling program currently underway, a series of due diligence site visits to the Piskanja property have been recently conducted by these potential strategic partners.

"The global boron market is very large in terms of the dollar value of annual sales, geographical locations of producers and consumers, and the number of industrial applications for boron. However, it is relatively small in terms of the number of participants, especially on the production side" said Tim Daniels, President of Erin Ventures. "Because it is a tightly controlled market with a handful of producers, we believe that our best course of action to effectively penetrate the market and maximize returns is to secure multiple strategic partners who are well established in various facets of the boron industry. We have analyzed our needs, and have sourced potential partners that have the ability to make us a strong competitor in this industry."

Erin is continuing discussions with these potential partners, and hopes to formalize some of these relationships once their due diligence processes have been completed over the coming months. Erin is currently considering the first two proposals from potential partners. One for project-specific financing, and one for a long-term purchase contract. A third potential partner has requested a bulk sample for analysis.

On October 27, 2011, the Company announced that the primary goal of this phase of exploration is to establish a resource estimate of sufficient size and quality (i.e. number of tonnes of boron, with sufficient grade to be economic), compliant with Serbian mining laws, so that Erin may proceed with the application for a mining license as soon as possible. It is anticipated that this application will be made early in 2012.

To meet this goal, Erin is conducting a diamond drill program at Piskanja (previously announced July 19, 2011) totalling approximately 15 holes (5,000 metres) of HQ and larger diameter vertical core drilling. The program consists of in-fill drilling and the twinning of certain historical holes. Engineering, geohydrology, environmental and other required studies are underway in conjunction with this drilling. This phase of exploration will form the base for a scoping study on developing a plan for mining the deposit.

Two drill rigs are currently working around the clock on site. Drilling performance to date has not met with management's expectations due to the limited availability of modern diamond drilling equipment in the region.

Two additional wire-line rigs with vastly superior capabilities are scheduled to be on site within the next two weeks. Erin is increasing the number and quality of rigs in order to expedite the exploration process.

Inspection of the core from the first three holes by Erin's geologists shows that drilling to date is confirming the continuity and extension of the upper and lower borate beds, with bed thicknesses varying from 2 to 7 plus meters. B2O3 values and bed thickness are proving to be consistent with historical drilling results. The first chemical analyses are expected to be released shortly.

Additionally, Erin is awaiting chemical analysis from 4 holes drilled by Erin in a prior program, which were not previously assayed. These samples were collected during Erin's RC (reverse circulation) drilling program in 1997, and stored in a secure location since that time.

Erin also reports that it remains actively engaged in the due diligence process with potential strategic partners regarding the development of its Piskanja boron project in Serbia (as reported in its new release August 8, 2011).

Erin is in advanced discussions with potential partners that have the ability to provide capital, technical expertise, boron-specific marketing expertise, boron-specific value-added expertise (e.g. boric acid production and sales experience), as well as substantial end-users of boron and boron derivatives.

Quartz Claims, Yukon Canada

On May 4, 2010, Erin entered into an agreement to acquire 36 quartz claims, subject to approval of the TSX Venture Exchange. The purchase price for the claims will be a cash payment of $25,000, the issuance of 1,500,000 common shares (at $0.07 per share), the issuance of 1,500,000 warrants with an exercise price of $0.10 per share expiring June 1, 2012, and payment of a 3% net smelter royalty. To acquire the 100% interest in the property (subject to the royalty) Erin was also required to expend $20,000 in exploration on the property by June 1, 2010 (completed subsequent to year end). Erin has also agreed to expend a further $100,000 on the property by May 15, 2011.

The 36 lode Quartz mineral claims are adjacent to the White Gold Property held by Underworld Resources (TSX Venture: UW) located in the Yukon. The Erin Ventures' claims (known as the AU Claims) are directly to the northeast, approximately 14 km from Underworld's White Gold discovery (since acquired by Kinross Gold).

On June 13, 2011, the Company announced (www.sedar.com) that it commenced its 2011 exploration program on 36 lode Quartz mineral claims located in the Yukon. The program conducted by Homegold Resources Ltd will include field mapping, prospecting and soil samples in conjunction with a geochemical survey over the claim area. The program is expected to be complete by mid June 2011.

Erin Ventures Inc.
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Selected Annual Information

The following table summarizes selected financial data for Erin for each of the three most recently completed financial fiscal years. The information set forth below should be read in conjunction with the audited financial statements, prepared in accordance with Canadian generally accepted accounting principles, and related notes.

	Year ended June 30, 2011	2010	2009
Total revenues	$ -	$ -	$ -
Loss before discontinued operations and extraordinary items	$ (1,052,143)	$ (608,455)	$ (580,733)
Basic and diluted loss per share before discontinued operations and extraordinary items	$ (0.01)	$ (0.01)	$ (0.01)
Net loss	$ (1,144,265)	$ (1,365,375)	$ (597,941)
Basic and diluted loss per share	$ (0.00)	$ (0.02)	$ (0.01)
Total assets	$ 4,822,843	$ 2,489,017	$ 2,345,565
Total long-term liabilities	$ -	$ -	$ -
Cash dividends per share	$ -	$ -	$ -

Selected Quarterly Information

The following selected financial information is derived from the unaudited interim financial statements of the Company prepared in accordance with Canadian generally accepted accounting principles ("GAAP").

	Q4 Jun 30 2011	Q3 Mar 31 2011	Q2 Dec 31 2010	Q1 Sept 30 2010	Q4 June 30 2010	Q3 Mar 31 2010	Q2 Dec 31 2009	Q1 Sept 30 2009
Total revenues	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Net loss before discontinued operations:								
Total	$(431,009)	$(121,235)	$(363,192)	$(136,707)	$(167,007)	$(133,440)	$(167,103)	$(140,905)
Per share	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)
Per share, fully diluted	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)
Net loss:								
Total	$(180,492)	$(463,874)	$(363,192)	$(136,707)	$(923,927)	$(133,440)	$(167,103)	$(140,905)
Per share	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)
Per share, fully diluted	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)

Fourth Quarter

The Company did not have any significant events or transactions occur during the quarter ended June 30, 2011.

Results of Operation

The following discussion should be read in conjunction with the audited consolidated financial statements and related notes thereto for the year ended June 30, 2011 (the "Period") that is attached. There have been no major changes in accounting policies during the Period that impact Erin during the Period.

During the year ended June 30, 2011, the Company incurred a net loss of $1,144,265 (2010 - $1,365,375). Significant fluctuations during the year included:

i) Filing fees of $30,565 (2010 - $22,242). The increase is primarily due to increased filings with the exchange during the current year.

ii) Investor relations fees of $Nil (2010 - $22,000). The Company took investor relation functions in house during the current year. The function was primarily handled by Blake Fallis, whose fees are included in management fees.

The investor relation activities included such activities as:

a) corporate and shareholder communications and investor relations including preparation of press releases and other material and responding to shareholder inquiries on a timely basis;
b) public relations and promotional matters;
c) assisting in fund raising;
d) preparation, design, layout and implementation of marketing materials, web site design, corporate logos, design, implementation and management of marketing campaigns.
e) sourcing potential property acquisitions, strategic alliances, and management personnel.

iii) Office and administration costs of $127,145 (2010 - $92,754) This increase in office expense is primarily attributable to Erin securing a new space for its head office at a higher rate than what was paid previously in a co-shared location.

iv) Stock-based compensation of $235,300 (2010 - $31,680) increased due to an increase in stock options granted and the fair value attributed to them.

v) Transfer agent fees of $23,837 (2010 - $7,412) increased due to an increase in share transactions in the current period, including the exercise of stock options and share purchase warrants.

vi) Travel and promotion of $90,684 (2010 - $102,625). Erin's travel fees will continue to be significant as the Company maintains projects in places like Serbia, Canada and Carolina, requiring significant travel.

Liquidity and Solvency

The Company's activities have been funded primarily through equity financing and unsecured loans along with the incidental mining revenues, and the Company expects that it will continue to be able to utilize these sources of financing until it develops significant cash flow from operations. There can be no assurance, however, that the Company will be successful in its efforts. If such funds are not available or other sources of finance cannot be obtained, then the Company will be forced to curtail its activities to a level for which funding is available or can be obtained. The Issuer has and continues to maintain good relations with its creditors and suppliers.

The Issuers liquid asset position increased to $2,245,152 as at June 30, 2011 compared to $1,060,754 as at June 30, 2010. This represents an increase in liquid assets of $1,184,398 and was the result of the completion of private placement financings and option and warrant exercises. Current liabilities stood at $354,276 as at June 30, 2011 compared with $528,375 as at June 30, 2010.

The Issuer had a working capital surplus of $1,890,876 as at June 30, 2011 as compared with a working surplus of $532,379 as at June 30, 2010.

Erin's Resource Properties increased to $2,556,190 as at June 30, 2011 compared to $1,434,372 as at June 30, 2010.

Contractual Commitments

TMI Joint Venture

Erin acquires a 100% interest in the project, subject to completion of a minimum work program totalling US $400,000, during the first year of the Agreement. Additionally, Erin has committed US $50,000 for land acquisition within the Area of Interest and a five year management contract with TMI, whereby TMI will manage the land acquisition and exploration program, under Erin's supervision at a cost of US$60,000 per year.

The objective of this alliance is to acquire, explore and develop specifically targeted mineral properties of merit, within the south eastern United States.

To date, this agreement in good standing and Erin has earned 100% equity interest in the project.

Yukon Property

The company has entered into an agreement to purchase a 100% interest in a Yukon property, which has 36 Quartz Claims, in exchange for:

i. Cash payment of $25,000 (paid)
ii. 1,500,000 common shares of the Company (issued)
iii. 1,500,000 warrants, exercisable into one common share of the Company for $0.10 for two years (issued)
iv. Payment of 3% net smelter royalty.
v. $20,000 expenditure of exploration on the property by June 30, 2010 (completed)

Further $100,000 expenditure of exploration on the property by May 15, 2011 (during the year ended June 30, 2011 the Company was given an extension).

Capital Expenditures

As at June 30, 2011, the Issuer's capital assets were valued at $2,577,691 compared to $1,437,263 as at June 30, 2010. This represents an increase of $1,140,428 or 79% of long term assets and reflects the increased carrying value of Erin's resource properties with the acquisitions in Serbia.

Off Balance Sheet Arrangements

There are no off-balance sheet arrangements to which the Issuer is committed.

Capital Resources

During the year ended June 30, 2011 the Company:

i) issued 22,500,000 units at $0.10 per unit for private placements. Each unit consisted of one common share and one share purchase warrant. For 16,500,000 warrants, each warrant entitles the holder to purchase one common share at $0.15 per share until December 2, 2011 and at $0.25 per share until December 2, 2012. For 6,000,000 warrants, each warrant entitles the holder to purchase one common share at $0.15 per share until January 7, 2012 and at $0.25 per share until January 7, 2013. All of the proceeds have been allocated to shares issued and none to the warrants.

ii) issued 407,834 shares, valued at $45,000, for services rendered on the Santa

i) issued 1,500,000 units for mineral property option payments. Each unit consisted of one common share and one share purchase warrant. Each warrant entitles the holder to purchase one common share at $0.10 per share until September 21, 2012. The shares were valued at $180,000 based on the market price of the shares on the date issued, and the warrants were valued at $139,100 using the Black-Scholes option pricing model.

Related Party Transactions

Management fees	Tim Daniels	Director /CEO	$ 96,000	$ 96,000
Management fees	Blake Fallis	CFO	60,000	65,000
Consulting fees on resource property	Dragoljub Jujic	Director	48,000	15,000

The Company also incurred the following costs charged by directors of the Company, companies controlled by directors of the Company and a spouse of a director of the Company:

	Year ended June 30, 2011	Year ended June 30, 2010
Resource property costs		
Geological consulting	$ -	$ 60,654
Administration	5,630	29,492
Acquisition costs	38,775	21,100
Office and miscellaneous	60,000	60,000
Consulting fees	20,000	-
Rent	9,000	12,000
Recovery of advances receivable	(4,500)	(6,000)
Travel and promotion	3,000	3,000

Critical Accounting Estimates

A summary of all of the Company's significant changes in its accounting policies is included in Note 2 to the financial statements for the year ended June 30, 2011.

Financial Instruments and Other Instruments

The Company designated cash as held for trading assets, measured at fair value. Accounts payable and accrued liabilities are designated as other financial liabilities and measured at amortized cost. Management did not identify any material embedded derivatives, which require separate recognition and measurement. The Company had neither available-for-sale, nor held-to-maturity instruments during the year ended June 30, 2011.

Outstanding Share Capital – As at November 2, 2011

Outstanding common shares – 154,904,857

Outstanding stock options

Options	Price	Expiry Date
200,000	$0.10	December 16, 2011
100,000	$0.15	February 16, 2012
100,000	$0.30	February 16, 2012
300,000	$0.10	June 30, 2012
300,000	$0.17	August 24, 2012
300,000	$0.155	October 13, 2012
1,750,000	$0.15	October 15, 2012
300,000	$0.15	January 1, 2013
330,000	$0.10	September 16, 2013
300,000	$0.155	October 13, 2013
300,000	$0.155	October 13, 2014
2,100,000	$0.16	December 7, 2015
6,380,000		

Outstanding share purchase warrants

Number of Warrants	Exercise Price	Expiry Date
3,590,000	$0.20	November 26, 2011
2,625,000	$0.15	May 7, 2012
4,985,500	$0.20	June 2, 2012
1,500,000	$0.10	September 15, 2012
16,500,000	$0.15/$0.25	December 2, 2011/2012
6,000,000	$0.15/$0.25	January 7, 2012/2013
35,200,500		

Protection Rights Plan

On October 11, 2011, the Company announced that it has now officially adopted the Shareholder Protection Rights Plan previously approved by shareholders. The Shareholder Protection Rights Plan (commonly known as a “Poison Pill”) is intended to provide shareholders of the Corporation with protection against hostile take over bids. The Rights Plan attaches to all common shares but is not exercisable or independently transferable until separation, which will only occur following a time that a bidder acquires or seeks to acquire 20% or more of the outstanding shares of the Corporation. Upon separation all shareholders except the bidder will have the right to acquire additional shares at a substantial discount, effectively diluting the holdings of the bidder. Separation of the rights will not occur in the event of a “permitted bid”, being a bid that, among other things, requires the bid to be open for at least 35 days and be subject to acceptance by shareholders holding at least 50% of the shares not owned by the bidder. The Shareholder Protection Rights Plan will expire September 20, 2014 unless it is renewed or replaced by the Corporation with the approval of the shareholders.

Risks and Uncertainties

The reader is advised that the following is merely a summary of the risks and uncertainties faced by the Issuer.

Mining exploration is an inherently risky business with no guarantees that further exploration will result in an economically viable mine. Amongst the risks faced by the Issuer are such things as foreign government risks; title risks; currency fluctuations and deflationary risks; exploration and mining risks; competition risks; financing risks; uninsurable risks; permits and licences risks; mineral prices risks; and environmental regulations risks.

The mineral industry is intensely competitive in all its phases. The Company competes with many other companies who have greater financial resources and experience. The market price of precious metals and other minerals is volatile and cannot be controlled. Exploration for minerals is a speculative venture. There is no certainty that the money spent on exploration and development will result in the discovery of an economic ore body. The Company’s activities outside of Canada make it subject to foreign currency fluctuations and this may materially affect its financial position and results. The Company has limited financial resources, no source of operating cash flows and no assurances that sufficient funding, including adequate financing, will be available to conduct further exploration and development of its projects or to fulfill its obligations under the terms of any option or joint venture agreements. If the Company’s generative exploration programs are successful, additional funds will be required for development of one or more projects. Failure to obtain additional financing could result in the delay or indefinite postponement of further exploration and development or the possible loss of the Company’s properties.

Foreign Currency Risk
The Company has operations in Canada, the United States and Serbia subject to foreign currency fluctuations. The Company's operating expenses are incurred in Canadian dollars, United States dollars ("US dollars") and Serbian dinars, and the fluctuation of the Canadian dollar in relation to these other currencies will have an impact upon the profitability of the Company and may also affect the value of the Company's assets and the amount of shareholders' equity. The Company has not entered into any agreements or purchased any instruments to hedge possible currency risks.

Further development on the Issuer's properties is dependent upon the Issuer securing additional financing or arranging for other parties to participate in and/or fund such development. There is no assurance that that such arrangements can be secured.

Legal Proceedings
Erin Ventures Inc. has undertaken legal action against Elektroprevreda-Serbia (the Serbian government's wholly owned, national power corporation). Erin is seeking compensation regarding the Piskanja boron property in Serbia. This claim seeks monetary compensation for losses and certain damages, totalling approximately US$15 million. Erin has retained Serbian legal council that has agreed to conduct their services on a contingency basis, receiving 5% of any financial reward received by Erin regarding this matter. All court fees and other miscellaneous costs regarding this matter have been advanced and Erin does not expect any further material costs relating to this settlement of this matter.

Qualified Persons Review
Pursuant to NI 43-101, the Issuer confirms that James E Wallis, M.Sc. (Eng), P. Eng., a consultant to the company, who is a Qualified Person under National Instrument 43-101 has reviewed the technical information contained herein.

Approval
The Board of Directors of Erin has approved the disclosure contained in this Management Discussion & Analysis. A copy of this Management Discussion & Analysis will be provided to anyone who requests it.

Controls and Procedures
Disclosure controls and procedures ('DC&P') are intended to provide reasonable assurance that information required to be disclosed is recorded, processed, summarized and reported within the time periods specified by securities regulations and that information required to be disclosed is accumulated and communicated to management. Internal controls over financial reporting ('ICFR') are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Canadian generally accepted accounting principles. TSX Venture listed companies are not required to provide representations in their annual filings relating to the establishment and maintenance of DC&P and ICFR, as defined in Multinational Instrument MI 52-109. In particular, the CEO and CFO certifying officers do not make any representations relating to the establishment and maintenance of (a) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation, and (b) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP. The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in their certificates regarding absence of misrepresentations and fair disclosure of financial information. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in MI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Management's Responsibility for Financial Statements

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the accompanying financial statements.

Management maintains a system of internal controls to provide reasonable assurance that the Company's assets are safeguarded and to facilitate the preparation of relevant and timely information.

International Financial Reporting Standards ("IFRS")

In 2006, AcSB published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five year transitional period. In February 2008, the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada's own GAAP. The date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date of January 1, 2011 will require the restatement for comparative purposes of amounts reported by the Company for the year ended June 30, 2011. While the Company has begun assessing the adoption of IFRS for 2011, the financial reporting impact of the transition to IFRS cannot be reasonably estimated at this time.

In 2008, the Canadian Accounting Standards Board confirmed that publicly listed companies will be required to adopt IFRS for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. Early adoption may be permitted, however it will require exemptive relief on a case by case basis from the Canadian Securities Administrators. The Company expects its first financial statements presented in accordance with IFRS to be for the three-month period September 30, 2011, which includes presentation of its comparative results for fiscal 2011 under IFRS. In order to prepare for the changeover to IFRS, the Company will develop an IFRS conversion plan comprised of three phases:

PHASE	**DESCRIPTION AND STATUS**
PRELIMINARY PLANNING AND SCOPING	The IFRS conversion plan will include consideration of the impacts of IFRS on the Company's financial statements, internal control over financial reporting, information systems and business activities such as foreign operations, if any, compensation metrics, and personnel and training requirements. Based on Management's preliminary review of IFRS and current Company processes, minimal impact is expected on information systems and compensation metrics.
DETAILED IMPACT ASSESSMENT	This phase involves detailed review of IFRS relevant to the Company and identification of all differences between existing Canadian GAAP and IFRS that may or will result in accounting and/or disclosure differences in the Company's financial statements, along with quantification of impact on key line items and disclosures. The phase includes identification, evaluation and selection of accounting policies necessary for the Company's conversion to IFRS and evaluation of the impact on outstanding operational elements such as debt covenants and budgeting.
IMPLEMENTATION	This phase will embed the required changes for conversion to IFRS into the underlying financial close and reporting process and business processes. This will include finalization and approval of accounting policy changes, collection of financial information necessary to prepare IFRS compliant financial

	statements, implementation of additional internal controls, and preparation and approval of completed IFRS financial statements. The IFRS changeover is expected to impact the presentation and/or valuations of balances and transactions in the Company's quarterly and annual financial statements and related notes effective July 1, 2011, however continued progress on the IFRS conversion plan is necessary before the Company is able to describe or quantify those effects.

Other Matters

Additional information relating to the Company can be found on SEDAR at www.sedar.com and also on the Company's website at www.erinventures.com.