



**FORM 51-102F1
MANAGEMENT DISCUSSION AND ANALYSIS
FOR THE THREE MONTH PERIOD ENDED JANUARY 31, 2011**

Introduction

This management's discussion and analysis (MD&A) of Revolution Resources Corp. and its subsidiary, Storgold Resources Ltd, is the responsibility of management and covers the three month period ended January 31, 2011. The MD&A takes into account information available up to and including March 10, 2011 and should be read together with the unaudited consolidated financial statements for the quarter ended January 31, 2011 and with the audited consolidated Financial Statements, notes and MD&A for the year ended October 31, 2010 and for the periods ended October 31, 2009, December 31, 2009 and the Prospectus, all of which are available on the SEDAR website at www.sedar.com.

Throughout this document the terms *we*, *us*, *our*, *the Company* and *Revolution* refer to Revolution Resources Corp. All financial information in this document is prepared in accordance with Canadian generally accepted accounting principles (GAAP) and presented in Canadian dollars unless otherwise indicated.

Forward-Looking Statements

Some of the statements contained in this document constitute forward-looking information within the meaning of the Securities Act (British Columbia), Securities Act (Ontario), Securities Act (Nova Scotia) and the Securities Act (Alberta). Forward-looking information includes disclosure regarding possible or anticipated events, conditions or results of operations which are based on assumptions about future economic conditions and courses of action, and includes future oriented financial information with respect to prospective results of operations or financial position or cash flow that is presented either as a forecast or a projection. Forward-looking information is often, but not always, identified by the use of words such as seek, anticipate, believe, plan, estimate, expect and intend; statements that an event or result is due on or may, will, should, could, or might occur or be achieved; and other similar expressions.

More specifically, forward-looking information contained here may include, without limitation, statements concerning Revolution's plans for mineral properties in Greenland, the timing and amount of estimated future production and mine life, expected future prices of minerals, mineral reserve and mineral resource

estimates, estimated capital and operating costs of the project, estimated capital pay-back period, estimated asset retirement obligations, timing of development and permitting time lines; all of which involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking information.

Forward-looking information contained here is based on material factors and assumptions and is subject to a variety of risks and uncertainties, which could cause actual events or results to differ materially from a conclusion, forecast or projection in the forward-looking information. These include, without limitation, material factors and assumptions relating to, and risks and uncertainties associated with, the availability of financing for activities when required and on acceptable terms, the accuracy of the interpretation of drill results and the estimation of mineral resources and reserves, the geology, grade and continuity of mineral deposits, the consistency of future exploration, development or mining results with our expectations, metal price fluctuations, the achievement and maintenance of planned production rates, the accuracy of component costs of capital and operating cost estimates, current and future environmental and regulatory requirements, favourable governmental relations, the availability of permits and the timeliness of the permitting process, the availability of shipping services, the availability of specialized vehicles and similar equipment, costs of remediation and mitigation, maintenance of title to mineral properties, industrial accidents, equipment breakdowns, contractor's costs, remote site transportation costs, materials costs for remediation, labour disputes, the potential for delays in exploration or development activities, timely completion of future mineral reserve or resource estimates, timely completion of scoping or feasibility studies, the inherent uncertainty of production and cost estimates and the potential for unexpected costs and expenses, commodity price fluctuations, currency fluctuations, continuing global demand for base metals, expectations and beliefs of management and other risks and uncertainties as discussed in our Management's Discussion & Analysis. Although Revolution has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from any conclusions, forecasts or projections described in the forward-looking information. Accordingly, readers are advised not to place undue reliance on forward-looking information. Except as required under applicable securities legislation, we undertake no obligation to publicly update or revise forward-looking information, whether as a result of new information, future events or otherwise.

Reserves and Resources

National Instrument 43-101 (43-101) of the Canadian Securities Administrators – Standards of Disclosure for Mineral Projects – requires that each category of mineral reserves and mineral resources be reported separately. Readers should refer to Revolution's continuous disclosure documents available at www.sedar.com for this detailed information, which is subject to the qualifications and notes therein set forth.

Description of Business

Revolution is based in Vancouver and was incorporated on July 14, 2009 pursuant to the *Business Corporations Act* (British Columbia) and commenced business at that time. On April 27, 2010 the Company completed its Initial Public Offering ("IPO") by way of Prospectus, and began trading on the Toronto Stock Exchange (the "TSX" or "Exchange") under the symbol "NUU". Effective September 8, 2010 the Company changed its name to Revolution Resources Corp. (formerly "Nuukfjord Gold Ltd.") and begun trading under the symbol "RV".

The Company is an exploration stage company in the business of acquiring, exploring and developing natural resource properties in Greenland and USA. The Company has two main projects:

1. The Company has acquired all the issued and outstanding shares of Storgold Resources Ltd. ("Storgold") which holds an option to acquire up to a 65% interest in a 1,277km² property located in the Nuuk Fjord area of southwest Greenland (the "Property") from NunaMinerals A/S ("Nuna") subject to the terms of an agreement more particularly described in the Financial Statements. Refer to the Property and Exploration Summary below for more information on the project.

Since the commencement of business the Company has (i) acquired Storgold, (ii) raised sufficient funds to advance an initial \$3,000,000 toward the Phase 1 work program on the Property; (iii) completed the Company's IPO, raising \$9,000,000 and commenced trading on the TSX.

2. The Company has entered into Option and Purchase and Option and Lease Agreements covering an area known as Champion Hills, North Carolina. The various Agreements entitle the Company to acquire up to 100% of the properties, subject to the terms of the agreements more particularly described in the Financial Statements.

Performance Summary

The following is a summary of significant events and transactions that occurred during the quarter ended January 31, 2011:

1. Entered into further option and purchase agreements in the Champion Hills area with terms consistent with Note 5 of the financial statements.
2. Issued 526,000 shares for proceeds of \$263,000 pursuant to the exercise of options and broker warrants.
3. Issued 200,000 bonus shares valued at \$132,000 to a service provider of the Company for exceptional service.
4. Announced the initial drill results from the 2,700 metre, 11 hole Phase I drilling program at Champion Hills. Initial drill results from the Loflin target include
 - 70.0 meters averaging 1.10g/t Au
 - 30.0 meters averaging 2.59 g/t Au
 - 14.0 meters averaging 0.79 g/t Au.

Please refer to the full news release dated January 6, 2011 on www.sedar.com for more information.

5. Announced the discovery of a second zone at Champion Hills. Initial drill results from the Jones-Keystone target include:
 - 54.0 meters averaging 1.56g/t, including 28.0 meters averaging 3.01g/t Au

Please refer to the full news release dated January 11, 2011 on www.sedar.com for more information.

6. Announced it intends to complete a brokered private placement and issue up to 15,000,000 common shares at \$0.60 per common share for gross proceeds of up to \$9,000,000. The Company has agreed to pay Haywood Securities Inc. ("Haywood") a cash fee equal to 6 per cent of the gross proceeds from the offering. As additional compensation, Haywood will be issued agent's warrants entitling

Haywood to purchase that number of common shares of the company equal to 6 per cent of the number of common shares sold under the offering at 80 cents per share exercisable for a period of 12 months from the closing date of the offering.

The Company also announces the resignation of Per Wimmer as a director. The company thanks Mr. Wimmer for his contribution to the company

Property and Exploration Summary

Champion Hills, North Carolina

Property Description, Area and Location

Revolution has recently acquired the right to earn 90% (surface and mineral rights) of the private land covering the historical Jones-Keystone ("JK") and Lofflin gold prospects, within the noteworthy Carolina Slate Belt of the eastern United States. The company has right of first refusal on the sale of the remaining 10% interest. The Company has also entered into various other Option and Purchase Agreements in the area. The project area is located about 85 kilometres northeast of Charlotte NC, with Lofflin located 2.5 kilometres to southwest of Jones-Keystone. The properties have seen sporadic historical work in the 1800's, 1930's and early 1990's

Property Acquisition

During fiscal 2010 the Company entered into a purchase and sale agreement with a non-arm's length private company (controlled by Aaron Keay, Robert McLeod and Michael Williams). Under the terms of the purchase and sale agreement, the Company can acquire a 90% interest in two option and lease agreements for total consideration of 2,000,000 common shares and US\$375,000 payable over a 9 month period. The Company has the right of first refusal on the remaining 10% after incurring US\$1,000,000 in exploration expenditures. During the period the Company received TSX approval, issued 2,000,000 common shares and paid US\$75,000. On completion of the purchase and sale agreement, the Company will be assigned 90% of the rights and obligations under the option and lease agreements on the two mineral properties.

The Company subsequently entered into various additional option and purchase agreements directly with the property owners which entitle the Company to acquire 100% of the properties. The Company paid \$60,073 (2010 - \$19,127) on signing.

As at January 31, 2011 the various option and purchase agreements cover approximately 490 acres (October 31, 2010 - 278 acres), require annual lease payments of US\$200 per acre over a five year term and US\$1 per foot drilled. The Company has the option to purchase each land package for the greater of 150% of the appraised value or a certain fixed price. Upon commencement of commercial production the properties are subject to a 2% Net Smelter Returns Royalty ("NSR").

Exploration by Revolution Resources Corp.

As a result of unfinished exploration work conducted by Noranda Exploration some fifteen years ago, both of the properties are drill test ready. Revolution staff has commenced the fall 2010 Phase 1 drill campaign. The program includes re-logging and select re-sampling of all historical core, digital compilation and review of historical data, preliminary ground preparatory work, and a drill program of an estimated 2,500 metres in about 10 diamond drill holes (~ six holes at Lofflin and ~ four at Jones-Keystone).

Nuukfjord, Greenland

Property Description, Area and Location

The Property covers an area of approximately 1,277 km² and encompasses much of the auriferous potential of the Nuuk Gold Province, southwest Greenland. The Property is located in the Nuuk Fjord area of southwest Greenland. The seven blocks are within a rectangular area defined by latitudes 63°45'N to

65°30'N and longitudes 51°40'W to 49°30'W and extend northeast for 150 km from 20 km south of Nuuk, the capital of Greenland.

The Property covers the known gold prospects in the Nuuk Gold Province and favourable geology believed to have excellent potential for new discoveries. The area has similar geological history to Archean greenstone belts in Ontario and Quebec, Canada however mineralized host rocks have been exposed to higher pressure and temperature metamorphic conditions; mainly amphibolite facies metamorphism.

Property Acquisition

By agreement dated July 17, 2009, as amended July 18, 2009, December 21, 2009 and February 25, 2010 (the "Acquisition Agreement") the Company acquired all of the issued and outstanding shares of Storgold Resources Ltd. ("Storgold"). Storgold's material asset at that time was a property option agreement (the "Option Agreement") with NunaMinerals A/S (a public Danish company) on certain mineral licenses in Greenland (the "Property"). Pursuant to the Acquisition Agreement, the Company issued 6,650,000 common shares valued at \$1,662,500, granted a 0.5% NSR and reimbursed the vendors' prior expenditures incurred in negotiating the Option Agreement of \$64,889, which were recorded as other acquisition costs, and \$13,967 recorded as exploration costs.

The Option Agreement entitles the Company to earn up to a 65% interest in the Property, in incremental phases. To earn the full 65% interest the Company is required to pay \$23,000,000 towards exploration expenditures over four years. The payments toward exploration expenditures and the interest earned are as follows:

Phase A – In earning its initial 15% interest the Company advanced \$3,500,000 in exploration expenditures.

Phase B – The Company is required to advance an additional \$3,500,000 towards exploration expenditures by September 30, 2011 for an additional 15% interest,

Phase C – The Company is required to advance an additional \$4,500,000 towards exploration expenditures by September 30, 2012 for an additional 19% interest,

Phase D – The Company is required to advance an additional \$11,500,000 towards exploration expenditures by September 30, 2013 for an additional 16% interest.

Pursuant to the Option Agreement, NunaMinerals A/S is the operator, and will conduct all work on the Property. NunaMinerals A/S may, at its election, incur exploration expenses in advance of the option payment dates, which will be subsequently reimbursed by the Company.

The Company's completion of Phase A was mandatory, whereas advancement of funds required to exercise the option in respect of Phase B, C and D respectively are entirely at the Company's option. Upon the completion of any of Phases A, B or C, the Company has the option to form a joint venture partnership with NunaMinerals A/S or to complete the next phase. Upon the completion of Phase D a joint venture will have deemed to have formed. When a joint venture is formed a new Danish company will be formed to hold title to the Property, which will be owned by Storgold and NunaMinerals A/S as to their respective interests. Contributions will be made based on each company's interest.

If subsequent to joining the joint venture the Company elects not to contribute its proportionate share of costs, the Company's interest is subject to dilution. If the Company's interest dilutes to less than 10%, its interest will automatically convert to a 1% NSR.

Exploration by Revolution Resources Corp

The Company is earning its interest in the Property by initially funding exploration with Nuna acting as operator. Nuna's personnel have gained experience in exploring the Property through programs conducted since 1991. To date, the company has earned a total of 15% in the project, by way of exploration expenditures.

The 2009 field season financed by the Company concentrated on the Qussuk prospect area with a diamond drilling program of 17 holes (1,976m); 13 holes at Swan North, three at Swan and one at Alma zones. The

target zones, auriferous garnet-biotite-quartz-sulphide zones, were intersected, core logged and sampled and submitted for analyses. Surface saw channel sampling included: Alma-15 profiles with total length of 82.5m and Swan North-8 profiles with total length of 95m. A total of 34 sediment samples were collected from drainage systems to the east and northeast of Swan and Swan North.

The 2010 exploration season tested the down dip and northern strike extents of the Storø BD and Main Zones. A total of 15 diamond drill holes have been completed for a total of 2,225 meters from nine pad locations. Five holes targeted the BD Zone and ten targeted the Main Zone (& also the underlying BD Zone). Regionally away from the Storø drill area, the company also conducted site specific prospecting, mapping and surface sampling for the projects other mineral exploration licenses.

Refer to the Technical Report and the Prospectus at www.sedar.com for more information. Below is the Mineral Property Interests table as at January 31, 2011 from the Consolidated Financial Statements:

	Nuukfjord	Champion Hills	Total
Exploration costs			
Balance, beginning of period	\$ 3,931,986	\$ 172,987	\$ 4,104,973
Assays	-	75,222	75,222
Drilling	-	502,077	502,077
Equipment rental and maintenance	-	70,489	70,489
Fees & licenses	21,154	-	21,154
Field work, field personnel and geological consulting	30,464	308,946	339,410
Management fees	10,000	10,000	20,000
Project administration and report preparation	39,133	-	39,133
Travel and transportation	-	59,034	59,034
	<u>100,751</u>	<u>1,025,768</u>	<u>1,126,519</u>
Balance, end of period	<u>4,032,737</u>	<u>1,198,755</u>	<u>5,231,492</u>
Acquisition costs			
Balance, beginning of period	1,727,389	19,127	1,746,516
Acquisition costs	-	1,066,138	1,066,138
Balance, end of period	<u>1,727,389</u>	<u>1,085,265</u>	<u>2,812,654</u>
Balance, January 31, 2011	\$ 5,760,126	\$ 2,284,020	\$ 8,044,146

Future Exploration Plans

The Company's 2010-11 exploration programs will dominantly focus on continued drill testing of gold mineralization on the Champion Hills Project of North Carolina. During the coming winter months the company will continue to compile and review the historical and newly acquired Nuukfjord Greenland data with a goal of planning future exploration work. The Phase One drill program at Champion Hills is underway and will comprised an estimated 2,500 metres in about 10 diamond drill holes (~ six holes at Lofflin and ~ four at Jones-Keystone). The size and scope of a phase two (2011) follow-up drill program is contingent on the success of current drilling.

Michael Moore, P. Geo., a Qualified Person under the meaning of Canadian National Instrument 43-101 and an Officer of the Company, is responsible for the technical content of this Management Discussion and Analysis.

Results of Operations

The financial statements reflect the financial condition of the Company's business for quarter ended January 31, 2011.

During the three month period ended January 31, 2011 the Company incurred a loss of \$644,867 as compared to a loss of \$114,422 for the period ended January 31, 2010.. These losses include non-cash-based deductions for amortization of \$474 (2010 - \$Nil), a financing fee of \$Nil (2010 - \$40,000), and stock-based compensation of \$138,519 (2010 - \$Nil). Excluding non-cash-based deduction, the loss for the period ended January 31, 2011 was \$505,874 compared to \$74,422 for the period ended January 31, 2010.

Significant expenditures include Directors fees \$40,000 (2010 - \$Nil), investor relations and road shows \$43,070 (2010 - \$Nil), office and miscellaneous \$135,823 (2010 - \$28,745), management fees \$70,000 (2010 - \$Nil), professional fees \$64,779 (2010 - \$32,406) stock-based compensation \$138,519 (2010 - \$Nil), and Travel \$67,419 (2010 - \$3,123). The significant expenditures are as a result of the Company completing its IPO and commencing trading on the TSX.

Summary of Quarterly Results

The following table is a summary of Revolution's quarterly results since incorporation on July 14, 2009:

	Three Month Period Ended					
	31-Jan-11	31-Oct-10	31-Jul-10	30-Apr-10	30-Jan-10	31-Oct-09
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Total Assets	\$11,473	\$10,623	\$ 10,964	\$ 11,354	\$ 4,085	\$ 4,196
Mineral Properties	8,044	5,851	5,419	3,846	3,695	3,316
Working Capital (deficiency)	2,652	4,157	5,190	7,243	(429)	(262)
Shareholders' Equity	11,002	10,315	10,793	11,280	3,462	3,096
Net Income (loss)	(645)	(481)	(488)	(1,495)	(114)	(34)
Earnings (loss) per share	\$ (0.02)	\$ (0.01)	\$ (0.01)	\$ (0.07)	\$ (0.01)	\$ (0.01)

** Period from incorporation on July 14, 2009 to July 31, 2009.

The variability in Revolution's net loss over the last the five quarters and the period from incorporation on July 14, 2009 to July 31, 2009 resulted primarily from the changing levels in our capital expenditures, stock-based compensation, finance charges, and office and administrative expenses. Changing levels in capital expenditures expenses and general and administrative costs fluctuate independently according to exploration activities and corporate activities including the shareholder communication and the completion of the IPO.

Significant items during the previous periods include:

During the three month period ended October 31, 2010 and January 31, 2011 the Company entered into various Option and Purchase and Option and Lease Agreements covering an area known as Champion Hills, North Carolina. The various Agreements entitle the Company to acquire up to 100% of the properties, subject to the terms of the agreements more particularly described in the Financial Statements. The Company commenced exploration and drilling during the period. There were no other significant financial transactions during the periods.

During the three month period ended July 31, 2010 the Company completed its first full three month period listed on the TSX. During this period the Company advanced \$1,500,000 as required by the option

agreement to Nuna Minerals A/S and the Company began drilling and regional exploration at the Nuukfjord gold project in Greenland. The advance brought the aggregate to \$3,500,000 advanced to Nuna and completed Phase A, with which the Company earned an initial 15% interest. The Company also engaged First Canadian Capital Corp. a Toronto-based investor-relations service provider to act as a marketing and investor-relations consultant for the Company. Under the terms of the agreement, Revolution will pay First Canadian \$6,000 per month for a 12-month initial term and grant an option to acquire 75,000 shares, exercisable at 50 cents per share. Company completed its IPO and listing on the TSX.

During the three month period ended April 30, 2010 the Company completed its IPO and listing on the TSX. The Company issued 18,000,000 shares at \$0.50 per share for gross proceeds of \$9,000,000. The Company paid \$630,000 and issued 100,000 common shares valued at \$50,000 as finders' fees and paid \$45,000 and issued 20,000 common shares valued at \$10,000 as a corporate finance fee. The Company also paid \$228,799 as other share issuance costs. The brokers were also given 1,260,000 brokers' warrants valued at \$294,620. Each warrant is exercisable at \$0.50 for one share for a period of two years. The Company also granted 3,875,000 incentive stock options to directors, officers and consultants effective on the listing date. The Options are exercisable at \$0.50 per share for a period of five years. In addition, the Company entered into a loan agreement for a \$250,000 non-interest bearing loan due the earlier of (i) 30 days of receipt or (ii) the first day of trading on the TSX. The loan was repaid in full during the period.

During the three month period ended January 31, 2010 the Company entered into loan agreements for proceeds of \$500,000 to ensure it would meet its obligations to Nuna under the option agreement. The loans bear interest at 15% per annum and were repayable at the earliest of (i) within five days following the Company's first day of trading on the TSX, (ii) April 30, 2010, or (iii) at the election of the lender in the event of default. The Company issued 100,000 special warrants as a financing fee valued at \$40,000 to the lenders which converted to common shares of the Company upon the closing of the IPO.

During the period from incorporation on July 14, 2009 to July 31, 2009 the Company's loss includes stock-based compensation of \$1,242,150 for certain shares issued to directors, officers and founders of the Company, of which the Company placed 7,550,000 of these shares in Escrow. Mineral Properties and Deferred acquisition costs includes the \$1,662,500 for the 6,650,000 common shares the Company and the \$64,889 of reimbursed prior expenditures paid as the cost of acquiring Storgold.

Liquidity

Revolution's mineral exploration and development activities do not provide a source of income and we therefore have a history of losses, working capital deficiencies and an accumulated deficit. The Company's financial success is dependent on management's ability to raise money and to discover economically viable mineral deposits. Given the nature of our business, the results of operations as reflected in the net losses and losses per share do not provide meaningful interpretation of our valuation.

Operating Activities: The Company does not generate cash from operating activities. Net cash used by the Company for operating activities for the period ended January 31, 2011 was \$623,134 compared to \$58,966 for the period ended January 31, 2010.

Investing Activities: Revolution's capital assets include equipment and its interests in the Nuukfjord property in Greenland and the Champion Hills property in North Carolina. Net cash used by the Company in investing activities for period ended January 31, 2011 was \$1,040,770 compared to \$1,515,180 for the period ended January 31, 2010.

Financing Activities: During the period ended January 31, 2011, the Company received net cash inflows of \$263,000 from the issuance of capital stock upon the exercise of stock options and broker warrants. During the period ended January 31, 2010 the Company received cash inflows of \$930,000 from the issuance of capital stock via private placements and loans payable. The Company has financed its operations and capital investments to date primarily through the issuance of common shares and loans payable.

In order to finance the Company's exploration programs and to cover administrative and overhead expenses, the Company raises money from equity sales and from the exercise of convertible securities. Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and caliber of its management. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activities. Management believes it will be able to raise equity capital as required in the long term, but recognizes there will be risks involved that may be beyond their control.

The consolidated financial statements for the period ended January 31, 2011 do not reflect adjustments, which could be material, to the carrying value of assets and liabilities, which may be required should the Company be unable to continue as a going concern.

Off-Balance Sheet Arrangements

At January 31, 2011, the Company had no material off-balance sheet arrangements such as guarantee contracts, contingent interest in assets transferred to an entity, derivative instruments obligations or any obligations that trigger financing, liquidity, market or credit risk to the Company.

Contractual Obligations for the Next Five Years

The following table sets out the contractual obligations of the Company, including payments to be made, for the next five years:

Contractual Obligation	Payments Due by Period				
	Total	Less than 1 year	1 – 3 years	4 – 5 years	After 5 years
Long Term Debt	nil	nil	nil	nil	nil
Capital Lease Obligations	nil	nil	nil	nil	nil
Operating Leases	nil	nil	nil	nil	nil
Purchase Obligations ¹	nil	nil	nil	nil	nil
Other Long Term Obligations	nil	nil	nil	nil	nil
Total Contractual Obligations	nil	nil	nil	nil	nil

Note 1: After the Company acquired an initial 15% interest, all further payments under the Nuukfjord Property Option Agreement are optional to the Company.

Note 2: All payments under the Champion Hills Option agreements are optional to the Company.

Capital Resources

The Company may continue to seek capital through public markets by issuing common shares pursuant to private placements. The Company manages its capital structure to maximize its financial flexibility making adjustments to it in response to changes in economic conditions and the risk characteristics of the underlying assets and business opportunities. The Company does not presently utilize any quantitative measures to monitor its capital and is not subject to externally imposed capital requirements.

Outstanding Share Data

As at the date of this report, the Company had an unlimited number of common shares authorized for issuance with 57,452,550 common shares issued and outstanding.

The Company has the following incentive stock options and broker warrants outstanding at the date of this report:

Number	Exercise price	Expiry date
Stock options		
75,000	\$ 0.50	May 19, 2012
3,600,000	0.50	April 27, 2015
1,225,000	0.70	February 15, 2016
Broker warrants		
712,350	\$ 0.50	April 27, 2012
900,000	0.80	February 4, 2012

Related Party Transactions

During the period ended January 31, 2011, the Company completed the following related party transactions which are not described elsewhere in this MD&A:

- a) Paid or accrued management fees of \$70,000 (2010 - \$Nil) to an officer of the Company
- b) Paid or accrued geological consulting fees of \$20,000 (2010 - \$Nil) to an officer of the Company.
- c) Paid or accrued professional fees of \$30,000 (2010 - \$Nil) to officers of the Company.
- d) Paid or accrued directors fees of \$40,000 (2010 - \$Nil) to directors of the Company.
- e) Paid or accrued promotional fees of \$19,575 (2010 - \$Nil) to a Company controlled by a director of the Company.

The transaction was in the normal course of operations and was measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Included in accounts payable is \$13,789 (2010 - \$Nil) due to directors of the Company.

During the year ended October 31, 2010 the Company granted share purchase loans to Aaron Keay, Michael Williams and Robert McLeod, who are directors of the Company totaling \$300,000. The loans were solely used for acquiring shares of the Company and are repayable 4 years from the date of the share purchase loan. The loans do not bear interest, unless in default, at which time the loans bear interest at 6% per annum. The loans are secured over the shares acquired.

The Company operates from the premises of a public company with common directors. The public company provides geological consulting and office and administrative services to the Company and various other public companies. Included in accounts payable and accrued liabilities is \$94,918 (2010 - \$Nil) due to the public company. During the period the Company paid or accrued \$171,970 (2010 - \$Nil) for geological consulting, and \$8,575 (2010 - \$Nil) for office and administrative expenditures.

Proposed Transactions

The Company continues to enter into further option and purchase agreements in the Champion Hills area with terms consistent with Note 5 of the financial statements.

Critical Accounting Policies and Estimates

Revolution's accounting policies are described in Note 2 of its audited consolidated financial statements as at October 31, 2010 and October 31, 2009. Management considers the following policies to be the most critical in understanding the judgments that are involved in the preparation of our consolidated financial statements and the uncertainties that could impact its results of operations, financial condition and cash flows:

- Use of estimates

The preparation of consolidated financial statements in accordance with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the year. Actual results could differ from these estimates. Significant accounts that require estimates relate to the impairment of mineral property interests, valuation of finders' fees on private placements, valuation allowance applied against future income tax assets and stock-based compensation.

- Mineral property interests

All costs related to the acquisition, exploration and development of mineral property interests are capitalized by property. If economically recoverable ore reserves are developed, capitalized costs are reclassified as mining assets and amortized using the unit of production method. When a property is abandoned, all related costs are written off to operations. If, after management review, it is determined that the carrying amount of a mineral property is impaired, that property is written down to its estimated net realizable value. A mineral property is reviewed for impairment whenever events or changes in circumstances indicate that its carrying amount may not be recoverable.

The amounts shown for mineral properties do not necessarily represent present or future values. Their recoverability is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development, and future profitable production or proceeds from the disposition thereof.

- Income taxes

Income taxes are recorded using the asset and liability method whereby future tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Future tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on future tax assets and liabilities of a change in tax rates is recognized in income in the period that enactment or substantive enactment occurs. To the extent that the Company does not consider it more likely than not that a future tax asset will be recovered, it provides a valuation allowance against the excess.

- Stock-based compensation

The Company uses the fair value method whereby the Company recognizes compensation costs over the vesting period for the granting of all stock options and direct awards of stock. Any consideration paid by the option holders to purchase shares is credited to capital stock.

- Financial instruments

Financial instruments are required to be classified as held-for-trading, held-to-maturity, available-for-sale, loans and receivables, or other financial liabilities. All financial instruments and derivatives are measured in the balance sheet at fair value, except for loans and receivables, held-to-maturity investments and other financial liabilities, which are measured at amortized cost. Subsequent measurement and changes in fair value will depend on their initial classification. Held-for-trading financial instruments are measured at fair value and changes in fair value are recognized in net income. Available-for-sale financial assets are measured at fair value and changes in fair value are recognized in other comprehensive income until the instrument is derecognized or impaired.

New accounting standards

Business combinations, non-controlling interest and consolidated financial statements

In January 2009, the CICA issued Handbook Sections 1582 "Business Combinations", 1601 "Consolidated Financial Statements" and 1602 "Non-controlling Interests" which replace CICA Handbook Sections 1581 "Business Combinations" and 1600 "Consolidated Financial Statements". Section 1582 establishes standards for the accounting for business combinations that is equivalent to the business combination accounting standard under IFRS. Section 1582 is applicable for the Company's business combinations with acquisition dates on or after January 1, 2011. Early adoption of this Section is permitted. Section 1601 together with Section 1602 establishes standards for the preparation of financial statements. Section 1601 is applicable for the Company's interim and annual financial statements for its fiscal year beginning November 1, 2011. Early adoption of this Section is permitted and all three Sections must be adopted concurrently.

IFRS Changeover Plan Disclosure

The Canadian Accounting Standards Board (AcSB) has announced its decision to replace Canadian generally accepted accounting principles ("GAAP") with International Financial Reporting Standards (IFRS) for all Canadian Publicly Accountable Enterprises ("PAEs"). The effective changeover date is November 1, 2011, at which time Canadian GAAP will cease to apply for the Company and will be replaced by IFRS. Following this timeline, the Company will issue its first set of interim financial statements prepared under IFRS in the first quarter of 2012 including comparative IFRS financial results and an opening balance sheet as at November 1, 2010. The first annual IFRS financial statements will be prepared for the year ended October 31, 2012 with restated comparatives for the year ended October 31, 2011.

Management has developed a project plan for the conversion to IFRS based on the current nature of operations. The conversion plan is comprised of three phases: 1) Scoping phase which will assess the overall impact and effort required by the Company in order to transition to IFRS; 2) Planning phase which will include a detailed analysis of the conversion process and implementation plan required for disclosure for the Company's first quarter; and, 3) Transition phase which will include the preparation of an IFRS compliant opening balance sheet as at November 1, 2010, any necessary conversion adjustments and reconciliations, preparation of a fully compliant pro forma financial statements including all note disclosures and disclosures required for the MD&A.

Management has completed phase one, IFRS Scoping phase, and is now advancing through phase two, the Planning stage. Management is preparing a component evaluation of its existing financial statement line items, comparing Canadian GAAP to the corresponding IFRS guidelines. Management has identified some differences, but management does not expect to have a material impact on the reported results and financial position.

IFRS 1, "First-Time Adoption of International Financial Reporting Standards", provides entities adopting IFRS for the first time with a number of optional exemptions and mandatory exceptions, in certain areas, to the general requirement for full retrospective application of IFRS. During the current year management will prepare a presentation to the Audit Committee and the Board of Directors which will focus on the key issues and transitional choices under IFRS 1 applicable to the Company.

Set out below are the most significant areas, management has identified to date, where changes in accounting policies may have the highest potential impact on the Company's financial statements, both on the transitional numbers and on future financial statements, based on the accounting policy choices approved by the Audit Committee and Board of Directors.

In the period leading up to the changeover in 2011, the AcSB has ongoing projects and intends to issue new accounting standards during the conversion period. As a result, the final impact of IFRS on the Company's financial statements can only be measured once all the IFRS accounting standards at the conversion date are known. Management will continue to review new standards, as well as the impact of the new accounting standards, between now and the conversion date to ensure all relevant changes are addressed.

Share Based Payments

IFRS and Canadian GAAP largely converge on the accounting treatment for share – based transactions with only a few differences.

Canadian GAAP allows either accelerated or straight line method of amortization for the fair value of stock options under graded vesting. Currently, the Company is using the straight line method; however it intends to apply the accelerated amortization method in fiscal 2010 and therefore the adoption of IFRS 2 is not expected to have an impact on the Company's financial statements.

Under IFRS, the estimate for forfeitures must be made when determining the number of equity instruments expected to vest, while under Canadian GAAP forfeitures can be recognized as they occur. The Company is expecting to use an estimate of forfeitures when determining the number of equity instruments expected to vest during fiscal 2010.

Upon adoption of IFRS 2, the Company will be fully compliant with the new standard and the adoption is not expected to have an impact on the financial statements.

Exploration and Evaluation Assets

Under the Company's current accounting policy, acquisition costs of mineral properties, together with direct exploration and development expenses incurred thereon are capitalized.

Upon adoption of IFRS, the Company has to determine the accounting policy for exploration and evaluation assets. The Company can decide to apply the International Accounting Standards Board ("IASB") Framework which requires exploration expenditures to be expensed and capitalization of expenditures only after the completion of a feasibility study or disregard the IASB Framework and keep the existing Company policy, if relevant and reliable.

Management has yet to decide on whether or not to fully adopt IFRS 6, "Exploration for and Evaluation of Mineral Properties", and apply the IASB framework. If management elects to fully adopt IFRS 6, the result of the application of the IASB Framework at the transition date, mineral properties will decrease by \$8,044,146 together with an increase to accumulated deficit by the same amount reflecting the derecognized exploration costs.

Future Income Taxes

Like Canadian GAAP, deferred income taxes under IFRS are determined using the liability method for temporary differences at the balance sheet date between the tax bases of assets and liabilities and their

carrying amounts for financial reporting purposes, and by generally applying tax rates applicable to the Company to such temporary differences. Deferred income taxes relating to temporary differences that are in equity are recognized in equity and under IFRS subsequent adjustments thereto are backward traced to equity.

IFRS prohibits recognition where deferred income taxes arise from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither accounting nor taxable net earnings. The Company expects the impact of implementing IAS 12, Income Taxes to not have an impact on the financial statements. However, as events and circumstances of the Company's operations change that give rise to future income taxes, IAS 12 will be applied.

As the Company elects and approves the IFRS accounting policy for each of the areas above, management will determine and disclose impact of the IFRS adoption at the transition date on our financial statements. The International Accounting Standards Board will also continue to issue new accounting standards during the conversion period and, as a result, the final impact of IFRS on the Company's financial statements will only be measured once all the IFRS applicable accounting standards at the conversion date are known.

Based on management assessment of the information system currently used by the Company, all information required to be reported under IFRS will be available with minimal system changes.

One of the more significant impacts identified to date of adopting IFRS is the expanded presentation and disclosures required. Disclosure requirements under IFRS generally contain more breadth and depth than those required under Canadian GAAP and, therefore, will result in more extensive note references. The Company is continuing to assess the level of presentation and disclosures required to its financial statements.

The Company is currently assessing the financial reporting impact of the transition to IFRS and the changeover date. We are in the process of completing our detailed technical analysis of Canadian GAAP-IFRS accounting differences. Furthermore, IFRS accounting standards, and the interpretation thereof, are constantly evolving and therefore are subject to change through the end of 2011. Consequently, we will continuously monitor IFRS accounting developments and update our conversion plan and public disclosure as necessary.

Financial Instruments and Risk Management

Financial Instruments

Cash is carried at fair value using a level 1 fair value measurement. The carrying value of receivables and accounts payable and accrued liabilities approximated their fair value because of the short-term nature of these instruments.

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

Risk Management

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial

assets including cash. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash with high-credit quality financial institutions.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at January 31, 2011, the Company had a cash balance of \$2,983,151 to settle current liabilities of \$470,904.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. The Company does not have a practice of trading derivatives.

a) Interest rate risk

The Company's financial assets exposed to interest rate risk consist of cash balances. The Company's current policy will be to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. As at January 31, 2011, the Company did not have any investments in investment-grade short-term deposit certificates.

b) Foreign currency risk

The majority of the Company's business is conducted in Greenland in Canadian dollars and the Danish Kroner and in the USA in the US dollar. As such, the Company is exposed to a foreign currency risk in fluctuations among the Canadian dollar, the Danish kroner and the US Dollar. Fluctuations in the exchange rate among the Canadian dollar, the Danish kroner and the US dollar may have a material adverse effect on the Company's business and financial condition. Fluctuations do not have a significant impact on operating results.

c) Price risk

The mining industry is heavily dependent upon the market price of the metals or minerals being mined. There is no assurance that, even if commercial quantities of mineral resources are discovered, a profitable market will exist for their sale. There can be no assurance that mineral prices will be such that the Company's properties can be mined at a profit. Factors beyond control of the Company may affect the marketability of any minerals discovered. The price of gold has experienced volatile and significant price movements over short periods of time, and is affected by numerous factors beyond the Company's control.

Risk Factors

Companies in the exploration stage face a variety of risks and investments are highly speculative. While unable to eliminate all of them, the Company aims at managing and reducing such risks as much as possible. The Company faces a variety of risk factors such as project feasibility and practically, risks related to determining the validity of mineral property title claims, commodities prices and environmental laws and regulations. Management monitors its activities and those factors that could impact them in order to manage risk and make timely decisions. Readers are referred to the Company's Prospectus, located on SEDAR at www.sedar.com, for a full list of applicable risk factors.

Evaluation of Disclosure Controls and Procedures

The Chief Executive Officer and Chief Financial Officer, of the Company have evaluated or caused to be evaluated for effectiveness the Company's disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR") which have been designed or caused to be designed under their supervision in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Canadian GAAP.

The Company took into consideration the following two characteristics common to companies of a similar size:

- The limited number of personnel in smaller companies, which constrains the Company's ability to fully segregate conflicting duties;
- The Company relies on an active board of directors, and management with open lines of communication to maintain the effectiveness of the Company's disclosure controls and procedures.

In addition, management has relied upon certain informal procedures and communication, and upon "hands-on" knowledge of senior management to maintain the effectiveness of disclosure controls and procedures.

As a result of the evaluation, the Company has concluded that the DC&P and ICFR are effective as required by its current size, and in compliance with the recommendations of National Instrument 52-109. However, there can be no assurance that the risk of a material misstatement in the financial statements can be reduced to less than a remote likelihood.

There were no changes in the controls, which materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting during the period.

Subsequent Events

Subsequent to January 31, 2011 the Company:

1. Entered into further option and purchase agreements in the Champion Hills area with terms consistent with Note 5 of the financial statements. These properties include:

The Kearns prospect: Revolution intends to initially target the early stage occurrences of gold- and silver-rich altered and veined sediments identified through previous historic exploration and production. At Kearns, Revolution exploration employees collected eight grab samples from a 20-metre-long, 10-metre-wide area of outcrop. Select samples include 6.23 grams per tonne gold and 273 grams per tonne silver, 4.05 grams per tonne gold and 130 grams per tonne silver, and 1.76 grams per tonne gold and 898 grams per tonne silver. Samples range from trace values to 6.23 grams per tonne gold and 898 grams per tonne silver, averaging 1.8 grams per tonne gold and 189.5 grams per tonne silver.

The Earnhardt South Sawyer prospect: Located along the southern and eastern margins of Romarco's Old Sawyer property, Earnhardt South-Sawyer exhibits strongly altered andesitic volcanic rocks and sediments. Romarco's Sawyer mine has a similar history to Hoover Hill. Initial operations at Sawyer began prior to 1850, with the height of mining peaking in 1906 when a 50-metre shaft was sunk, in addition to six smaller shafts

Please refer to the full news release dated March 9, 2011 on www.sedar.com for more information.

2. Entered into two separate letter agreements with a private company, Carolina Mineral Resources Inc. (CMRI), on properties known as the Silver Hill mine and the Silver Valley Mine, North Carolina.

Under the terms of the Silver Hill property agreement the Company can earn 100% of CMRI's rights to a mineral lease agreement for consideration of US\$220,000, exploration expenditures totaling US\$2,500,000 and the issuance 300,000 common shares, all over a four year period. The Company is also required to issue 500,000 common shares upon completion of a positive, bankable feasibility study and an additional 500,000 common shares upon commencement of commercial production. The property is subject to a 4% NSR. The agreement is subject to TSX approval.

The Silver Hill mine is one of the earliest lode gold and silver mines in the Carolina slate belt, with production from 1912 until 1938. The mine was famous for spectacular supergene native gold and silver specimens, some of which are displayed in the Smithsonian institution. The deposit is interpreted to be a precious-metal-rich volcanogenic massive sulphide deposit (VMS). Historic drilling and underground drifting by Tennessee Copper in the 1960s traced mineralization down to 550 metres below surface. No work has been completed for over 40 years on the property.

Under the terms of the Silver Valley mine agreement the Company can earn 100% of CMRI's rights to a mineral lease agreement for consideration of US\$200,000, exploration expenditures totaling US\$2,500,000 and the issuance of 300,000 common shares, all over a four year period. The Company is also required to issue 500,000 common shares upon completion of a positive, bankable feasibility study, and an additional 500,000 common shares upon commencement of commercial production. The property is subject to a 4% NSR. The agreement is subject to TSX approval.

Silver Valley is located approximately three kilometres south and on trend with the Silver Hill mine, and was the site of historic underground production for lead, gold and silver. Mineralization within dump material includes sediment- and volcanic-hosted massive and semi-massive sulphides, similar to the Silver Hill mine. During the early 1990s BHP completed IP geophysics mapping and sampling as well as 1,858 metres of core drilling in 12 wide-spaced holes, targeting bulk-tonnage gold mineralization. This work identified a 750-metre-long gold/silver-in-soil anomaly (greater than 100 parts per billion Au) and coincident IP chargeability anomaly. Historic drill results include: 30.2 metres averaging 3.68 g/t Au and 9.74 g/t Ag, and 13.4 metres averaging 0.31 g/t Au and 17.75 g/t Ag. Revolution cautions that the Silver Valley records, though relevant, are historical in nature and have not been independently reviewed, are not NI 43-101 compliant and should not be relied upon

Please refer to the full news release dated March 4, 2011 on www.sedar.com for more information.

3. Entered into an option agreement on the Virgilina copper property, North Carolina. The Company can earn 100% interest in the property for consideration of US\$600,000, exploration expenditures totaling US\$1,500,000 and the issuance of 400,000 common shares, all over a four year period. The Company is also required to issue 500,000 common shares upon completion of a positive, bankable feasibility study and an additional 500,000 common shares upon commencement of commercial production. The agreement is subject to TSX approval.

The company also recently acquired the Virgilina copper property, located 80 kilometres north of the Champion Hills trend. The property comprises significant historic copper mines. According to historic records (Virginia Geological Survey Bulletin No. XIV), average grades were 3.0 per cent Cu and 30 g/t Ag from 2.0-metre-wide quartz veins, and mining occurred to over 200-metre depths, within ore shoots that extend for 30 to 60 metres in strike length. The property includes mineral title to approximately 2,000 hectares. (Revolution cautions that the Virgilina property records, though relevant, are historical in nature and have not been independently reviewed, are not NI 43-101 compliant and should not be relied upon.)

Please refer to the full news release dated March 4, 2011 on www.sedar.com for more information.

4. Entered into an option and purchase agreement on the Hoover Hill mine property, North Carolina. The Company has a four year option to purchase each land package for the greater of 150% of the appraised value or a certain fixed price. The Company paid US\$300,000 on signing and issued 100,000 share purchase warrants. The option can be extended for an additional year for US\$100,000. Each warrant entitles the holder to one common share at an exercise price of \$0.75 for a period of four years. The property is subject to a 2% NSR, of which one-half (1%) may be purchased for US\$1,000,000.

Hoover Hill is located five kilometres east of Revolution's Jones-Keystone property. Recently announced drilling at Jones-Keystone includes hole JK10-06 -- 28.0 metres averaging 3.01 grams per tonne gold within an interval of 54.0 metres averaging 1.56 grams per tonne gold (see the company's news release in Stockwatch dated Jan. 11, 2011). The geology at Hoover Hill is compared in the historic literature with Jones-Keystone with mineralization hosted in a volcanic series with pyrite as the main sulphide. Like Hoover Hill, gold and sulphides are concentrated in brecciated zones.

Seven mineralized zones were previously mined at Hoover Hill. The discovery of gold mineralization dates back to 1848, and was subject to small-scale mining until 1881, when Hoover Hill Gold Mining Co. erected a 20-stamp mill and worked it until 1885. The mine resumed production again from 1914 to 1917, and was allowed to flood in 1922 after shafts were constructed down to over 100 metres below surface. Historic production totals are not well documented, however at least three large four-by-three-metre shafts are exposed on surface, and multiple open stopes are now caving in at surface.

Please refer to the full news release dated March 9, 2011 on www.sedar.com for more information.

5. Completed a brokered private placement and issued 15,000,000 common shares at \$0.60 per common share for gross proceeds of \$9,000,000. The Company paid \$540,000 and issued 900,000 broker's warrants as finders' fees. Each broker warrant entitles the holder to one common share at an exercise price of \$0.80 for a period of 12 months.

Please refer to the full news release dated February 3, 2011 on www.sedar.com for more information.

6. Granted stock options to acquire 1,225,000 shares at a price of \$0.70 for a period of five years to directors, officers and consultants.