EASTFIELD RESOURCES LTD.

Interim Management Discussion and Analysis
For the Quarter Ended August 31, 2008

The following discussion and analysis of the financial position and results of operations for the Company should be read in conjunction with the audited consolidated financial statements and the notes thereto for the year ended February 29, 2008.

The following Interim Management Discussion and Analysis ("MD&A") is for the quarter ended August 31, 2008 and includes relevant information up to October 8, 2008 ("Report Date"). Additional information relating to the Company is on SEDAR at www.sedar.com.

The accompanying financial statements and related notes are presented in accordance with Canadian generally accepted accounting principles. These statements, together with the following MD&A dated September 22, 2008, are intended to provide investors with a reasonable basis for assessing the financial performance of the Company as well as forward-looking statements. These statements are subject to known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those implied by the forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statements were made, and readers are advised to consider such forward-looking statements in light of the risks set forth below under "Risks and Uncertainties".

Forward-Looking Information

This MD&A contains forward-looking statements and information relating to Eastfield Resources Ltd. ("Eastfield" or the "Company") that are based on the beliefs of its management as well as assumptions made by and information currently available to Eastfield as such are used in this document, the words "anticipate", "believe", "estimate", "expect" and similar expressions, as they relate to Eastfield or its management, are intended to identify forward-looking statements. This MD&A contains forward-looking statements relating to, among other things, regulatory compliance, the sufficiency of current working capital, the estimated cost and availability of funding for the continued exploration and development of Eastfield's exploration properties. Such statements reflect the current views of Eastfield with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of Eastfield to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements.

General

Eastfield is a mineral exploration company engaged primarily in the business of acquiring and exploring properties with a particular focus on base and precious metals. The Company has interest in properties in Canada (British Columbia), and in the United States (Nevada). The Company's properties are currently at an "exploration stage".

Corporate Reorganization Completed

On April 16, 2008, the Company and Lysander Minerals Corporation had received final shareholder, court and regulatory approvals for a plan of arrangement to spin off their jointly-owned (50-50) Lorraine-Jajay copper-gold mineral property located some 280 kilometres northwest of Prince George, British Columbia to a newly incorporated company, Lorraine Copper Corp., with the following effects:

- The Company increased its authorized share capital by an unlimited number of new common shares and an unlimited number of reorganization shares
- each issued and oustanding common share of the Company was exchanged for one new common share and one reorganization share of the Company
- the reorganization shares were exchanged by the Company's shareholders for 20,000,000 common shares of Lorraine
- the Company redeemed all of the reorganization shares held by Lorraine in exchange for $150,000 in cash and the Jajay-Lorraine project, at its carrying value of $2,913,986, and cancelled the reorganization shares

As a result of this transaction, during the quarter, the Company's cash balance decreased by $132,500, receivables from related parties decreased by $17,500, mineral property interests decreased by $2,913,986, share capital decreased by $3,041,118, and contributed surplus decreased by $22,868.

Exploration

J. W. Morton, P. Geo. and G. L. Garratt, P. Geo. are the Qualified Persons for the NI 43-101 compliant disclosure of mineral exploration information in respect of the projects described in this Management Discussion and Analysis.

OK Property (Vancouver Mining Division, B.C.) [Material Property]:

On July 28, 2008 Prophecy Resource Corp announced that it had received the final results of the diamond drilling program recently completed at the Okeover project located near the city of Powell River in south-western coastal British Columbia. At Okeover the objectives of the recent program were achieved and expanded the boundaries of the current (2006) resource model of the North Lake Zone (estimated in 2006 by N.C. Carter, Ph.D., P. Eng to contain 86.8 million tonnes grading 0.31% copper and 0.014% MoS_2) a substantial distance to the south. Prophecy plans to commission Dr. Carter to evaluate a revised North Lake resource later in the year.

The most significant result of the current program was hole 08-Ok-03, located 90 metres to the south of the nearest hole in the current resource model. Hole 08-Ok-03 intersected 45.5 metres grading 0.33% copper and 0.003% molybdenum including 12 metres grading 0.41% copper and 0.001% molybdenum. This drill hole indicates favourable potential for further southerly extension for the mineralized zone. The North Lake Zone is one of eight known areas of significant copper-molybdenum mineralization on the Okeover project which is located a short distance from a deep water Pacific Ocean port.

A summary of significant drill results for the May-June 2008 programs are as follows:

Hole	Intercept (m)	From (m)	To (m)	Cu %	Mo %
08-Ok-01	57.0	113.0	170.0	0.30	0.003
Including	42.0	122.0	164.0	0.33	0.003
08-Ok-02	26.3	72.5	98.8	0.26	0.002
And	16.5	107.3	123.8	0.33	0.003
08-Ok-03	198.5	39.5	238.0	0.16	0.001
Including	45.5	39.5	85.0	0.33	0.003
Including	12.0	73.0	85.0	0.41	0.001
08-Ok-04	2.2	98.2	98.0	0.21	0.004
08-Ok-05	46.4	2.1	48.5	0.10	0.001

Hole 08-Ok-06, drilled three kilometres further to the south returned only anomalous values with individual three metres sample intervals returning values up to 0.28% Cu and 0.029% Mo.

Prophecy is earning a 60% interest in the OK property from Eastfield by incurring $1,000,000 of mineral exploration expenditures on the property and making cash and/or share payments totaling $110,000. Prophecy has now satisfied its work obligations to earn its 60% interest. Eastfield and Prophecy are now considering engaging Dr. N.C. Carter to compute a revised resource for the OK property.

Iron Lake Property (Clinton Mining Division, B.C.):

On June 13, 2008, it was announced that Cobre Exploration Corp. has been granted an option to explore and develop the Iron Lake copper-gold-nickel-platinum group metals and magnetite project located in southcentral British Columbia.

The option which will allow Cobre to earn a 60% interest in the 7,116 hectare Iron Lake project by incurring $1,500,000 in exploration, making $165,000 in option payments, making $130,000 in cash payments and/or equivalent in share issuances and issuing 500,000 shares before June 1, 2012. The Iron Lake property is located 45 kilometres northeast of 100 Mile House, BC and has been owned outright by Eastfield, subject to a 1.5% NSR royalty, since 2000.
The Iron Lake property is underlain by a 5.0 by 7.0 km magnetic high that is interpreted as outlining a large multiphase ultramafic intrusive complex. Mapping of the limited outcrop has shown to include olivine pyroxenite, diorite, peridotite and pegmatitic phases. Geochemical sampling to date has covered less than half of this complex and has outlined several large anomalies for copper, platinum and palladium. At least three of these anomalies are 1.0 km in length and

follow-up exploration by drilling has only been carried out on the most southeasterly anomaly where a massive sulphide body has been discovered coincident with an airborne EM anomaly.

In 2000, disseminated copper-gold-platinum group metals mineralization in seven samples of the mineralized olivine pyroxenite rubble returned an average value of 0.72% copper, 0.68g/t gold, 0.31 g/t Pd+Pt along with anomalous values in nickel. The source of the mineralized olivine pyroxenite, which is a common rock type on the property, has not yet been located but will be an important objective of the 2008 program.

In 2004, the Iron Lake property was flown with high resolution magnetic and multi-channel electromagnetic instruments resulting in the identification of a number of conductive anomalies. In 2005, diamond drill testing of two of these conductors intersected massive sulphides in two of four holes with hole 05-I-02 returning six metres of massive sulphide mineralization. The pyrrhotite-dominant massive sulphide contained lesser chalcopyrite and is highly anomalous in nickel and cobalt (± 0.1% Ni and 0.12% Co in a number of samples). With the confirmation that Iron Lake hosts magmatic sulphide mineralization, further drilling is warranted. Additional conductors detected in the 2004 survey remain to be evaluated and will be targeted in the 2008 program.

The Cobre-Eastfield agreement requires a 2008 program of at least $100,000.

It is believed that continued exploration of this large system will develop several new targets while continuing to evaluate known anomalies.

Crowsnest Property (Fort Steele Mining Division, B.C.):

On the Crowsnest property, the option granted to La Quinta Resources Corporation has been terminated for failure to timely complete the option requirements. The Company is now discussing participation in this project with other mining and exploration companies.

Howell Property, (Fort Steele Mining Division, BC):

On July 22, 2008, the Company announced that MAX Resource Corp. has commenced this year's exploration program at the Howell property. The 4,376 hectare Howell property is located in southeast BC, one hour by gravel road south of Sparwood, straddling the drainages of Twenty-Nine Mile Creek and Howell Creek.

At Howell Creek, gold mineralization occurs disseminated in limestone and with quartz stockworks in syenite intrusives and Proterozoic sediments. Prior drilling has included 1.23 g/t gold over 58 metres, 0.95 g/t gold over 39 metres, 0.65 g/t gold over 82 metres, and 0.57 g/t gold over 149 metres. A diamond drill hole from 2006, collared to the west of the surface expression of the important Palaeozoic limestone, penetrated a near surface fault and intersected 43 metres of limestone grading 0.42 g/t gold to the bottom of the hole at 66 metres. The last sample in this hole graded 0.44 g/t gold, indicating a need to drill deeper and test the target along strike. The proposed first hole of the current program will deepen this hole to approximately 200 metres.

An important additional target that will be tested in the current program is a carbonate replacement deposit (CRD) type in the general vicinity of HRC-15, drilled in 1988 by Placer Dome Inc. This hole, located 1,100 metres to the west of the proposed first hole of the current program, intersected 7.6 metres grading 51.5 g/t silver, 1.98% lead, 1.87% zinc, and 0.32 g/t gold.

Between mid-July and August 20th, Max sampled twelve drill holes totalling 1,316 metres which are currently being analysed. MAX can earn a 60% interest in the Howell project over a three-year period by making cash payments, issuing shares and completing exploration expenditures of $1.25 million.

Indata Property, (Omineca Mining Division, BC):

MAX Resource Corp. ("MAX") has commenced drilling on the Indata gold-copper project located in central British Columbia, 130 kilometres north of Fort St. James. Approximately 1,000 metres are to be drilled. Two target types exist on the Indata property - a lode gold target related to subsidiary structures to the adjacent Pinchi Fault system and a porphyry copper target probably related to Jurassic intrusions which have invaded these same structures.

The current program will start by drilling deeper than a hole drilled in 1998 which returned 145 metres grading 0.20% copper including a final 24 metres grading 0.37% copper. The 1998 drill program, as well as drilling conducted in 1996, was focused on an area where a drill access road completed in 1995 had exposed significant copper mineralization, including a 75.0 metre section averaging 0.37% copper.

On completion of the first hole, drilling will move to the lode gold target where several holes are planned to test deeper levels of the system, following insight garnered from the Mother Lode deposit model developed in California. The Melones Fault Break, central to the California Mother Lode district, has been interpreted by a number of geologists to be analogous to the Pinchi Fault Break, which is adjacent to the Indata property in central British Columbia. Of particular interest to the current program will be a hole planned to test below a drill hole completed in 1988 that intercepted four metres grading 47.26 g/t gold.

MAX can earn a 60% interest in the Indata property from Eastfield by making cash payments totaling $120,000, issuing up to 300,000 shares and by completing exploration expenditures of $1.15 million over a three year period. Indata is one of two exploration projects in British Columbia recently optioned to Max as announced in our news release of June 9, 2008

Zymo Property, (Skeena Mining Division, BC):

As of September 9, 2008 Canadian Gold Hunter ("CGH"), part of the Lundin Group, had commenced diamond drilling on the Zymo copper-gold property 45 km west of Smithers, BC. Exploration on the project has been ongoing since late June in preparation for the drill program. This work has included geochemical sampling, IP geophysical surveying and geological mapping.

The drilling program will total approximately 1,500 metres in six holes and will focus on the newly discovered Hobbes target located 4.5 km northwest of the original discovery area (FM grid). The Hobbes target consists of copper-gold mineralization associated with magnetite and quartz stockwork. Mineralized outcrops have been observed along the length of a strongly altered intrusion for approximately 800 m. Copper and gold values from outcrop samples range from background levels to 0.86% Cu and 1.1 g/t Au.

The IP geophysical survey is nearing completion and has shown that mineralization is associated with a very large sulphide system. The IP anomalies on the FM and Hobbes grids are approximately 2.5 km wide and are open-ended (2.0 km long on FM and 1.5 km long on Hobbes). Two lines are being surveyed between the grids to determine if the anomalies are connected.

CGH has the option to earn a 60% interest in the property by completing exploration expenditures of $4 million over five years. CGH may earn an additional 10% interest by completing a feasibility study and an additional 5% by arranging mine financing for Eastfield.

Financial Discussion

The financial information in this MD&A has been prepared in accordance with generally accepted accounting principles (Canadian GAAP). The significant accounting policies are outlined in Note 2 to the audited financial statements of the Company for the year ended February 29, 2008. These accounting policies have been applied consistently for the year ended February 29, 2008 and for the quarter ended August 31, 2008.

Results of Operations

During the quarter ended August 31, 2008 a revaluation loss on marketable securities of $77,541 was recorded.. Apart from that, the most significant change in the results for the quarter compared to the same quarter in 2007 was a reduction of legal and audit charges from $70,758 to $10,769 related to preparations for the spin-out of the Lorraine property. As well, investor relations charges decreased from $9,372 to $5,399 and office costs decreased from $9,061 to $3,064. There was no share based compensation charge in the quarter, compared to the charge of $26,500 in the prior quarter related to the grant of 750,000 options exerciseable at $0.10 per share. Other than that, costs were relatively consistent with the prior quarter.

Liquidity and Capital Resources

The Company has financed its operations through the sale of its equity securities and through third-party options of the Company's mineral properties. The Company has no producing mineral properties. The Company expects to obtain financing in the future primarily through equity financing. There can be no assurance that the Company will succeed in obtaining additional financing, now or in the future. Failure to raise additional financing or third-party project funding on a timely basis could cause the Company to suspend its operations and eventually to forfeit or sell its interests in its properties.

The Company had a net working capital position of $867,818 at August 31, 2008 and the Company has sufficient liquidity to meet its 2008/ 2009 budgeted operating requirements and is able to keep its properties in good standing. Substantially all of the costs of property maintenance are provided by property optionees under the various mineral property option agreements related to the Iron Lake, OK (Okeover), Indata, Zymo and Howell properties. The Crowsnest property is not farmed out at present.

Summary of Quarterly Results

Financial Data for Last Eight Quarters								
Three months ended	**Aug-08**	**May-08**	**Feb-08**	**Nov-07**	**Aug-07**	**May-07**	**Feb-07**	**Nov-06**
Total revenues	6,549	7,726	(16,597)	35,381	40,508	82,431	5,328	37,056
Comprehensive gain (loss) for the period	(109,559)	3,684	(66,024)	12,154	(78,144)	50,066	(143,719)	(68,985)
Basic earnings (loss) per share	(0.003)	0.000	(0.0015)	0.000	(0.002)	0.001	(0.0035)	(0.0015)
Diluted earning (loss) per share	(0.003)	0.000	(0.0015)	0.000	(0.002)	0.001	(0.0035)	(0.0015)

The financial information referenced above has been prepared in accordance with generally accepted accounting principles (Canadian GAAP). The significant accounting policies are outlined in Note 2 to the audited financial statements of the Company for the year ended February 29, 2008. These accounting policies have been applied consistently for the year ended February 29, 2008 and for the quarter ended August 31, 2008.

Outstanding Share Data

No shares were issued during the quarter. No stock options were granted or exercised in the quarter.

	No. of Shares	Exercise Price	Expiry Date
Issued and Outstanding at August 31, 2008	44,394,919		
Employee Stock Options	3,260,000	$0.10 to $0.30	Dec. 18/ 08 to Apr. 30, 2013
Fully diluted at October 8, 2008	47,654,919		

Marketable Securities

On August 31, 2008, the Company held the following shares in other companies, which had been received as mineral property option payments:

Company	Number of Shares	Share Price ($) August 31, 2008	Market Value ($)
Avion Resources Ltd.	158,080	0.25	39,520
Goldrush Resources Ltd.	134,237	0.125	16,780
Prophecy Resource Corp.	25,000	0.085	2,125
Lorraine Copper Corp.	269,120	0.10	26,912
Lysander Minerals Corp.	105,000	0.46	48,300
Canadian Gold Hunter Corp.	50,000	1.65	82,500
Max Resource Corp.	50,000	0.27	13,500
Totals			229,637

During the prior quarter the Company sold 195,000 shares of Lysander Minerals Corp. for proceeds of $67,070. Also during the quarter, the Company received 50,000 shares of Canadian Gold Hunter Corp. as an option payment for the

Zymo property and 50,000 shares of Max Resource Corp. as an option payment for the Howell property. The Company recorded an unrealized marketable securities revaluation loss of $77,541 for the quarter.

Related Party Transactions

Transactions and balances with related parties are as follows: geological and exploration services paid by the Company on exploration projects during the quarter ended August 31, 2008 totalled $9,689 were provided by Mincord Exploration Consultants Ltd., a geological service company which is 100% owned by two directors of Eastfield.

Financial Instruments

The fair value of the Company's cash, accounts receivable, prepaid deposit, and accounts payable approximates their carrying amount due to the immediate or short-term maturity of these financial instruments.

Critical Accounting Policies

The preparation of its consolidated financial statements requires the Company to use estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses. The Company's accounting policies are described in Note 2 to its consolidated financial statements. The Company's accounting policy related to its ongoing review of the carrying value of its resource properties is a critical accounting policy, which is subject to estimates and assumptions regarding reserves, recoveries, future gold prices and future mining activities.

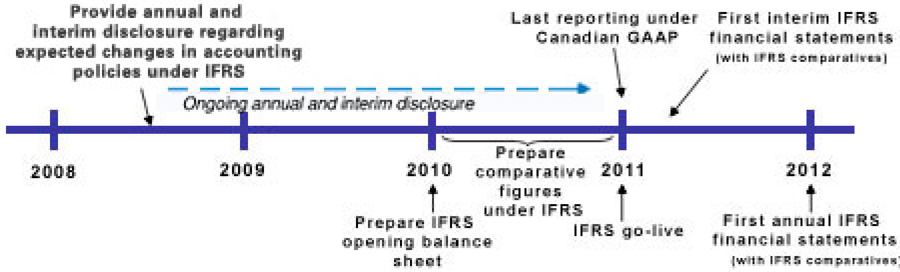
The Company assesses its resource properties for impairment at the end of each accounting period. If prior estimates of future cash flows prove to be inaccurate, due to reductions in the price of gold or other minerals, increases in the cost of production, reductions in the amount of recoverable reserves, the Company would be required to write-down the recorded value of its resource properties, which would increase the Company's loss and reduce net assets.

International Financial Reporting Standards

By 2011, Canada will move to the same accounting standards as are used by publicly accountable enterprises in the EU and many other countries around the world. International Financial Reporting Standards (IFRS) are being promoted as a single set of high quality, understandable and enforceable global standards. "Publicly accountable enterprises" will be required to move to IFRS — that term includes publicly traded companies as well as other enterprises that hold assets in a fiduciary capacity for broad groups of outsiders. The Accounting Standards Board of Canada (AcSB) is planning the strategy for accounting standards that will apply to private businesses and not-for-profit organizations. Using IFRS should enable Canadian companies to increase their global reach, providing shareholders and regulators with financial information that has enhanced comparability and transparency. Companies should have easier access to international capital, funding, and investment opportunities.

Eastfield management has attended briefing seminars on the transition to IFRS, and we are awaiting the release of various exposure drafts and reports which will more clearly define the accounting standards for the mining exploration industry. The board of directors will strike a committee to oversee the IFRS transition.

A timetable for transition to IFRS is set out below.



Risks and Uncertainties

The Company's principal activity is mineral exploration and development. Companies in this industry are subject to many and varied kinds of risks, including but not limited to, environmental, metal prices, political and economical.

One the Company's mineral properties is in a foreign country and as such, that portion of the Company's business may be exposed to various and unpredictable levels of political, economic and other risks and uncertainties specific to those foreign countries.

Although the Company has taken steps to verify the title to mineral properties in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements or transfers and title may be affected by undetected defects.

The Company has no significant source of operating cash flow and no revenues from operations. None of the Company's mineral properties currently have reserves. The Company has limited financial resources. Substantial expenditures are required to be made by the Company to establish ore reserves.

The property interests owned by the Company, or in which it has an option to earn an interest are in the exploration stages only, are without known bodies of commercial mineralization and have no ongoing mining operations. Mineral exploration involves a high degree of risk and few properties, which are explored, are ultimately developed into producing mines. Exploration of the Company's mineral projects may not result in any discoveries of commercial bodies of mineralization. If the Company's efforts do not result in any discovery of commercial mineralization, the Company will be forced to look for other exploration projects or cease operations.

The Company is subject to the laws and regulations relating to environmental matters in all jurisdictions in which it operates, including provisions relating to property reclamation, discharge of hazardous material and other matters. The Company may also be held liable should environmental problems be discovered that were caused by former owners and operators of its properties and properties in which it has previously had an interest.

CEO/ CFO Certifications over Disclosure Controls and Internal Controls

Disclosure Controls

The Company's Chief Financial Officer and Chief Executive Officer (the "Certifying Officers") are responsible for establishing and maintaining disclosure controls and procedures (the "Procedures") which provide reasonable assurance that information required to be disclosed by the Company under provincial securities legislation (the "Required Filings") is reported within the time periods specified. Without limitation, the Procedures are designed to ensure that material information relating to the Company is accumulated and communicated to management, including its Certifying Officers, as appropriate to allow for timely decisions regarding the Required Filings.

The Certifying Officers evaluate the effectiveness of the Company's Procedures on a regular basis throughout the year and have concluded that the Procedures in place as of the end of the period covered by the Required Filings are effective in providing reasonable assurance that material information relating to the Company is accumulated and communicated to management and reported within the periods specified.

Internal Controls Over Financial Reporting

The Company's Certifying Officers are responsible for establishing and maintaining internal controls over financial reporting ("Internal Controls") and have designed such Internal Controls, or caused them to be designed under their supervision, which provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the Company's GAAP.

The Certifying Officers evaluate the Company's Internal Controls on a regular basis throughout the year and confirm that there were no changes in the Company's Internal Controls during the Company's most recent interim period that materially affected, or is reasonably likely to materially affect, the Company's Internal Controls.