Management Discussion and Analysis
For the Nine Months Ended August 31, 2013

The following is a discussion and analysis of the operations, results, and financial position of Zimtu Capital Corp. (the "Company") for the nine months ended August 31, 2013, and should be read in conjunction with the condensed interim financial statements for the nine months ended August 31, 2013, all of which are prepared in Canadian dollars and in accordance with International Financial Reporting Standards ("IFRS").

The effective date of this report is October 30, 2013.

Nature of Business and Overall Performance

History of the Company

The Company was incorporated on July 4, 2006, under the Business Corporations Act of British Columbia under the name "Flow Energy Ltd."

On January 29, 2007, the Company completed its initial public offering with Northern Securities Inc. acting as agent. The Company was listed on the TSX Venture Exchange (the "TSX-V") as a Capital Pool Company on January 31, 2007.

On March 7, 2008, the Company entered into a Share Purchase Agreement with Petrol One Corp. and 0755032 BC Ltd. Under the terms of the Agreement, the Company acquired all of the issued common shares of Zimtu Capital Corp., a private investment company that had assets consisting of a portfolio of equity investments, cash and equipment, totaling approximately $6.0 million.

On July 31, 2008, the Company completed its Qualifying Transaction, defined under section 2.4 of the TSX-V policies. The Company acquired all of the issued and outstanding common shares of 0755032 BC Ltd., completed a private placement of 10,292,658 units for proceeds to the Company of $1,235,119, and changed its name to Zimtu Capital Corp. Subsequent to the completion of the Qualifying Transaction, the Company changed its year end from August 31 to November 30, to be concurrent with that of its wholly owned subsidiary, 0755032 BC Ltd. On December 1, 2008, the Company completed a consolidation of share capital on a 10:1 basis.

In 2008, the Company acquired a controlling interest in Pasinex Resources Limited ("Pasinex") (formerly Triple Dragon Resources Ltd.) and the financial results of Pasinex were consolidated in the Company's financial statements. In March 2012, the Company, in private transactions to 3 individuals, reduced its ownership of Pasinex to 50.25%. On March 9, 2012, Pasinex closed a non-brokered private placement of 23,535,149 common shares, effectively decreasing the Company's holdings to 25.69%. On April 23, 2012, the Company sold an additional 457,000 common shares of Pasinex in a private transaction, further reducing the Company's ownership down to 24.74%. The financial results of Pasinex were included in the financial statements of the Company up to March 8, 2012. Subsequent to March 8, 2012, the Company determined that it no longer controlled the operations of Pasinex, and therefore would no longer consolidate the operations of Pasinex.

On November 30, 2012, 0755032 BC Ltd. was voluntarily dissolved, and as a result, the Company deconsolidated all assets and liabilities associated with 0755032 BC Ltd. As a result, the statements of financial position for periods on and after November 30, 2012 include only the accounts of the Company.

The Company is a reporting issuer in British Columbia, Alberta and Ontario and trades as a Tier 2 Financial Services Issuer on the TSX-V under the symbol ‘ZC’. The Company also trades on the Frankfurt Stock Exchange under the symbol ‘ZCT1’.

Business of the Company

The business of the Company focuses on giving its shareholders the opportunity to indirectly invest in diverse early-stage resource investments. The Company’s goal is to take advantage of the favourable investment opportunities that arise between the private and public phases of a given investment in the natural resources sector. To that end, the Company conducts its business along two distinct lines: investment and project advisory/management.

1. Investment

The principal investment objectives of the Company are:

- to seek and identify high return investment opportunities in the resource sector through direct investments in project interests or indirect investments by means of equity shareholdings;
- to minimize the risk associated with investments in securities by offering assistance to the target investment through management’s industry contacts;
- to preserve its capital and limit the downside risk of its capital;
- to achieve a reasonable rate of capital appreciation; and
- to seek liquidity in its investments.

In pursuit of greater returns and to achieve investment objectives while mitigating risk, the Company, when appropriate, shall focus on natural resource industries, concentrating on early stage exploration and development companies. The Company will obtain detailed knowledge of the relevant business that the investment shall be made in, as well as knowledge about the investee company. The Company will endeavour to work closely with the investee company’s management and boards and in some cases, assist in sourcing experienced and qualified persons to add to the board and/or management of the investee companies. The Company will maintain a flexible position with respect to the form of investment taken. Investments will be made in either private or public companies or directly into project title. As a result, the Company may own 100% of the opportunity in the initial stages.

In keeping with its business model, the Company:

a) Has increased its investment shareholdings through participation in private placements and/or Initial Public Offerings (“IPO”) of several TSX-V listed companies;

b) Has acquired or disposed of interests in several mineral property claims and/or permits. An objective of the Company is to evaluate and acquire prospective resource properties to make available for sale or joint venture. In this manner, the Company has acquired and disposed of property interests either by selling the property in its entirety or by optioning the property;

c) Provides mineral property advisory services to individuals and/or companies and help to connect companies with mineral properties of interest; and

d) Provides management & administrative assistance to private or public companies.

Composition of Investment Portfolio*:* The nature and timing of the Company’s investments depend, in part, on available capital at any particular time and the investment opportunities identified and available to the Company. Subject to the availability of capital, the Company intends to create a diversified portfolio of investments. The composition of its investment portfolio will vary over time depending on its assessment of a number of factors including the performance of financial markets and credit risk.

Investment Committee*:* The Company has an investment committee to monitor its investment portfolio on an ongoing basis. The investment committee’s mandate is to review the status of each investment as well as the status of potential investments at least once a month or on an as needed basis. Nominees for the investment committee are recommended by the Board of Directors.

Trading Committee*:* The Company has a trading committee consisting of all members of the Board of Directors and may also include any consultants with relevant experience to the opportunity. On a monthly basis, the trading committee discusses and evaluates the investments of the Company.

Market Conditions: In recent years, the securities markets in the United States and Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continuing fluctuations in price will not occur. The market for the common shares of the Company will be subject to market trends generally, notwithstanding any potential success of the Company in creating revenues, cash flows or earnings. The value of the common shares of the Company will be affected by such volatility.

Shareholdings: A complete list of the specific shareholdings of the Company is listed in Notes 5 and 6 of the Company’s condensed interim financial statements for the nine months ended August 31, 2013. The Company considers the following as its core portfolio shareholdings:

Western Potash Corp. (TSX: WPX) (“Western Potash”) is a development stage potash company focused on building a solution mine on their Milestone Property located in southern Saskatchewan. The Company currently has 2,708,333 common shares of Western Potash with a market value of $1,135,400 ($0.42 per share, as at October 29, 2013).

Arctic Star Exploration Corp. (TSX-V: ADD) (“Arctic Star”) has reignited its diamond exploration activities in the Lac de Gras diamond fields in the Northwest Territories, Canada. Arctic Star's Redemption Project has excellent diamond indicator mineral chemistry that correlates to several geophysical targets. The property's location is near two other world-class diamond mines. Arctic Star recently entered into an agreement with North Arrow Minerals Inc. (TSX-V: NAR) under which Arctic Star has granted North Arrow an option to earn a 55% interest in the Redemption Project. The Company currently has 1,905,283 common shares of Arctic Star with a market value of $161,949 ($0.085 per share, as at October 29, 2013).

Pacific Potash Corp. (TSX-V: PP) (“Pacific Potash”) is engaged in the exploration and development of the Amazonas Basin Potash Project in northwest Brazil. The Company currently has 1,000,000 common shares of Pacific Potash with a market value of $130,000 ($0.13 per share, as at October 29, 2013).

Commerce Resources Corp. (TSX-V: CCE) (“Commerce”) is an exploration and development company with a particular focus on tantalum, niobium and rare earth element deposits with a potential for economic grades and large tonnages. Commerce is developing its Upper Fir Tantalum and Niobium Deposit in British Columbia, at the Blue River Project, and is also exploring its Eldor Rare Earth Project in northern Quebec. The Company currently has 3,756,178 common shares of Commerce, with a market value of $281,713 ($0.075 per share, as at October 29, 2013).

Pasinex Resources Limited (CNSX: PSE) (“Pasinex”) is a mineral exploration company focused on base and precious metals properties in Turkey. The Company currently has 10,466,500 common shares of Pasinex, with a market value of $523,325 ($0.05 per share, as at October 29, 2013).

Prima Fluorspar Corp. (formerly Camisha Resources Corp.) (TSX-V: PF) (“Prima”) is focused on confirming and expanding the historic mineral resource of approximately 3.2 million tonnes averaging 32% fluorspar at its 100%-owned, 22,588 ha (55,816 acres) Liard Fluorspar Property in Northern British Columbia, Canada. The Company currently has 7,520,000 common shares of Prima, with a market value of $752,000 ($0.10 per share, as at October 29, 2013).

Equitas Resources Corp. (TSX-V: EQT) (“Equitas”) is in the early stages of the value creation process with the acquisition of the Day Copper-Gold Porphyry Project. This core asset is Equitas' flagship project and consists of ~7,100 hectares located to the northwest of Prince George, B.C. and 50 kms directly south of Northgate Minerals' Kemess South Mine in the prolific "Toodoggone Region" of B.C. The Company currently has 8,394,000 common shares of Equitas, with a market value of $251,820 ($0.03 per share, as at October 29, 2013).

Lakeland Resources Inc. (TSX-V: LK) ("Lakeland") is a newly formed pure play uranium exploration company focused on the Athabasca Basin in Saskatchewan, Canada; home to some of the world's largest and richest high-grade uranium deposits. The Company currently has 4,647,000 common shares of Lakeland, with a market value of $487,935 ($0.105 per share, as at October 29, 2013).

Montan Capital Corp. (TSX-V: MO.P) ("Montan") is a Capital Pool Company (CPC) listed on the TSX-V on Dec 5, 2012 under the symbol "MO.P." The company is backed by an experienced mining team and board of directors and is evaluating potential Qualifying Transactions (QTs) in the mining and metals space. The Company currently has 1,534,500 common shares of Montan, with a market value of $230,175 ($0.15 per share, as at October 29, 2013).

2. Project Advisory/Management

Mineral Resource Project Management

The Company evaluates and acquires prospective resource properties to make available for sale, option or joint venture. The Company has interests in several mineral property claims.

As at August 31, 2013, the Company has interests in the following mineral resource properties:

Property Name	Joint Venture Partner	Balance, November 30, 2012 $	Additions $	Impairment $	Property sales $	Balance, August 31, 2013 $
Munglinup (i)	Strategic	2,708	-	-	(2,708)	-
Portland Graphite (k)	MPH	64,715	-	-	(64,715)	-
AB Frac (α)	Dahrouge	8,725	1,025	-	-	9,750
AB Potash (α)	Dahrouge	84	-	-	-	84
Beatty Bat (α)	Dahrouge	21,590	-	-	-	21,590
Black Birch (α)	Dahrouge	-	14,068	-	-	14,068
Burr River (α)	Dahrouge	-	2,175	-	-	2,175
Irving Lake Gold (α)	Dahrouge	19,275	-	-	-	19,275
Jay Claims (α)	Dahrouge	-	2,759	-	-	2,759
Kubwa (α)	Strategic	165,000	-	-	-	165,000
Lac Caron (α)	Dahrouge	8,034	-	-	-	8,034
Odin Creek (α)	Javorsky	2,811	-	(2,811)	-	-
Michon (α)	Dahrouge	1,803	-	-	-	1,803
Saskoba (α)	Dahrouge	30,297	5,108	-	-	35,405
Solar Frac (α)	Dahrouge	-	1,414	-	-	1,414
Springer Lake (α)	Dahrouge	-	16,682	-	-	16,682
Zaharik Lake (α)	Dahrouge	9,808	-	-	-	9,808
		334,850	43,231	(2,811)	(67,423)	307,847

The following is a list of the farmed out properties:

Property Name	Sold to	Consideration
Blachford Rare Earth Element Property	Desert Star Resources Ltd. (Formerly First Graphite Corp.)	$100,000 cash ($50,000 received) 1,250,000 common shares (500,000 received) Agreement cancelled August 22, 2012
Black Donald, Little-Bryan and Beidelman-Lyall Graphite Property	Standard Graphite Corp.	$12,500 (received) 1,000,000 common shares (750,000 received)
McWhirter Lake Graphite Property	Olympic Resources Ltd.	$20,000 cash (received) 1,250,000 common shares (750,000 received)
Flora Graphite Property	Olympic Resources Ltd.	$30,000 cash (received) 1,500,000 common shares (500,000 received) Property claims lapsed – 500,000 penalty shares due (received)
Liard Fluorspar Property	Prima Fluorspar Corp.	$20,000 cash (received) 1,000,000 common shares (received)
Gem/Dickson Property	Prima Fluorspar Corp.	750,000 common shares (received)
Griffith and Brougham Property	Big North Graphite Corp.	$40,000 cash (received) 1,000,000 common shares (750,000 received)
Henry Graphite Property	First Graphite Corp.	$77,500 cash (received) 1,000,000 common shares (750,000 received)
Munglinup Graphite Project	Pinestar Gold Inc.	$62,500 cash ($12,500 received) 1,750,000 common shares Agreement cancelled May 11, 2012
Munglinup Graphite Project	Lithex Resources Inc.	$15,210 cash (received) 1,200,000 common shares (received)
Quatre Milles Graphite Property	Lomiko Metals Inc.	$25,000 cash (received) 2,000,000 common shares (1,250,000 received)
Quatre Milles Extension	Lomiko Metals Inc.	$1,000 cash 600,000 common shares
Portland Graphite Property	Pistol Bay Mining Inc.	$75,000 cash 2,750,000 common shares (1,000,000 received)
C&C/7 Rare Earth Elements Properties	Critical Elements (formerly First Gold Exploration)	$62,500 cash (received) 2,000,000 common shares (received)
Deep Bay East and Simon Lake Graphite	Strike Graphite Corp. (formerly Strike Gold Corp.)	$87,500 cash (received) 1,500,000 common shares (1,000,000 received)

Mineral Resource - Advisory Services

The Company also provides mineral resource advisory services to individuals and/or companies and helps to connect companies with mineral properties of interest.

The Company provided property advisory services for the following properties:

Property Name	Sold to	Consideration
Big North Lake Graphite Property	Big North Graphite Corp.	$20,000 cash (received) 750,000 common shares (750,000 received)
Goeland Rare Earth Property	Canada Strategic Metals Inc. (formerly Canada Rare Earth Inc.)	$12,500 cash (received) 1,250,000 common shares (1,000,000 received)
Sun Graphite Property	Galaxy Capital Corp.	$25,000 cash ($7,500 received) 500,000 common shares (250,000 received) Agreement cancelled July 9, 2013
Wagon Graphite Property	Strike Graphite Corp.	$12,500 cash ($7,500 received) 375,000 common shares (received) 125,000 common shares in lieu of remaining cash (received)
Deadhorse Creek Rare Earth Property	Canadian International Minerals Inc.	$5,000 of shares + 60,000 shares on signing (received) $5,000 of shares + 30,000 shares on first anniversary (received) $5,000 of shares on second anniversary ($7,850 cash received in lieu of shares) $5,000 of shares on third and fourth anniversary (cancelled)

Mineral Resource – Joint Ventures

Dahrouge Geological Consulting Corp. and 877384 Alberta Ltd.

The Company, Dahrouge Geological Consulting Corp. (“Dahrouge”) and 877384 Alberta Ltd. (“877384”) entered into mutual agreements, which were executed verbally, that Dahrouge and 877384 will stake and hold the ownerships of the properties on behalf of the Company.

Strategic Resource Management Pty Ltd.

On April 13, 2011, the Company entered into an agreement for the joint acquisition and sale of iron properties of merit in Australia with Kubwa Iron Ore Holdings Pty Ltd. (“Kubwa”). Kubwa is a private Australian company, wholly owned by Strategic Resource Management Pty Ltd. (“Strategic”). Zimtu will contribute $50,000 on signing of the agreement (paid) and contribute up to $50,000 to fund additional iron tenement applications for Kubwa (paid). After the 50/50% joint venture is formed, the proceeds from the sale of any or all of the tenements/permits will be shared equally by the Company and Kubwa; however, Zimtu will be entitled to the first portion of any cash consideration received for the tenements/permits equal to 50% of the amount contributed for additional tenement applications. If the maximum $50,000 is spent on additional tenement applications, Zimtu will be entitled to the first $25,000 of any cash consideration received. During the year ended November 30, 2012, the Company paid an additional $65,000 to Kubwa for geological evaluation expenditures.

MPH Consulting Ltd.

During the year ended November 30, 2011, the Company and MPH Consulting Ltd. (with president, Paul Sobie and executive VP, Bill Brereton) entered into a mutual agreement which was executed verbally that they were the legal and beneficiary holders of the mineral claims making up the Lavergne Rare Earth Property and Black Donald Graphite Properties. The proceeds from the Lavergne Property and Black Donald Properties will be shared on a 50% (Zimtu) 25% (Sobie) 25% (Brereton) joint venture basis. During the year ended November 30, 2012, the parties entered into an agreement that they are the legal and beneficial holders of the mineral claims making up the Griffith and Brougham Graphite Properties, McWhirter Lake Property, and Portland Graphite Property.

Michel Robert

On December 28, 2011, the Company and Michel Robert entered into a mutual agreement which was executed verbally that they were the legal and beneficiary holders of the mineral claims making up the Quatre Milles Property. The proceeds from the Quatre Milles Property will be shared on a 50-50% joint venture basis.

Javorsky Properties

In 2010, the Company entered into an agreement for the joint exploration of several rare earth element claims of merit in Western Canada, known as the Old Lime Stone, Zirconium Mountain, Cerium Mountain, Parry Creek, Port Hope and Odin Creek Cerium. The Company and the other joint venturer, Dave Javorsky ("Javorsky"), each contributed for the acquisition costs of the properties. The properties will be held on a 50-50% joint venture basis, and the proceeds from the sale of the property will be shared equally by the Company and Javorsky. At August 31, 2013, all properties have been sold or written off.

3. Company Management

The Company provides management and administrative services to various private and public companies.

The Company currently has contracts in place with Commerce Resources Corp., Prima Fluorspar Corp., Equitas Resources Corp., Lakeland Resources Inc., Pasinex Resources Limited and Montan Capital Corp.. Commerce, Lakeland, Pasinex, Prima, and Montan have director(s) in common with the Company.

Under the terms of the contracts, these services may include rent and office administration, continuous disclosure services and compliance services. These contracts generate sufficient cash for the Company to meet its operating needs in the current market environment and the Company expects these contracts to continue.

Selected Annual Information

The following is a summary of the financial data of the Company for the last three fiscal years and are derived from the audited consolidated financial statements of the Company, and were prepared in accordance with Canadian GAAP:

	2012* $	2011* $	2010** $
Total Revenues	3,067,807	4,775,326	3,208,482
Income before other items and income taxes	384,474	2,475,528	137,036
Income before other items and income taxes (per share)	0.04	0.25	0.02
Income before other items and income taxes (per share, fully diluted)	0.04	0.25	0.02
Net Income (loss)	(1,486,326)	(2,813,251)	3,164,459
Net Income (loss) (per share)	(0.14)	(0.28)	0.38
Net income (loss) (per share, fully diluted)	(0.14)	(0.28)	0.37
Net comprehensive income (loss)	(1,486,326)	(2,813,251)	3,164,459
Net comprehensive income (loss) (per share)	(0.14)	(0.28)	0.38
Net comprehensive income (loss) (per share, fully diluted)	(0.14)	(0.28)	0.37
Total assets	10,830,023	11,875,187	13,971,210
Total long term financial liabilities	Nil	Nil	671,774
Cash dividend declared per share	Nil	Nil	Nil

* Figures for years ended November 30, 2012 and 2011 are expressed under IFRS.

** Figures for year ended November 30, 2010 are expressed under Canadian GAAP.

Results of Operations

Net loss for the nine months ended August 31, 2013, was $1,751,338 as compared to a net loss of $2,349,395 for the nine months ended August 31, 2012, for a difference of $598,057.

The difference is due primarily to the reduction in income from property sales, the increase in the loss on the sale of investments, and the decrease in the unrealized losses on investments. During the nine months ended August 31, 2013, the Company:

- recorded a loss on sale of investments of $737,927 (2012: $126,285),
- recorded income from property sales of $420,545 (2012: $1,314,136),
- recorded unrealized losses on investments of $720,552 (2012: $2,608,993),
- recorded administration fees of $1,023,147 (2012: $1,062,521),
- recorded an equity loss of affiliates of $97,251 (2012: $254,017),
- recorded a loss on dilution of ownership of $nil (2012: $47,103),
- recorded a gain on transaction of $186,538 (2012: $nil) for the gain on the investment of Prima Fluorspar after the completion of the reverse takeover of 0941680 BC Ltd.,
- recorded other income of $57,500 for finders' fees received (2012: $220,043), and
- recorded general and administrative expenses of $1,881,147 (2012: $1,902,401) as detailed below.

General and administrative expenses

	Nine months ended August 31, 2013	2012
	$	$
Expenses		
Advertising and promotion	243,908	302,517
Amortization	19,028	60,935
Filing fees and transfer agent	19,085	19,395
Investor relations	83,585	50,187
Office, rent and telephone	223,720	210,587
Professional fees	92,437	216,644
Wages and benefits	1,199,384	1,042,136
	1,881,147	1,902,401

The overall operating expenses of the Company remained fairly consistent compared to the prior period with the following exceptions:

- advertising & promotion expenses (2013: $243,908, 2012: $302,517) decreased and investor relations expenses (2013: $83,585, 2012: $50,187) increased as the Company initiated cost saving measures by cost-sharing advertising and promotion costs with other companies,
- amortization expenses decreased (2013: $19,028, 2012: $60,935) as the assets from prior years become fully amortized;
- office, rent and telephone expenses increased (2013: $223,720, 2012: $210,587) due to addition of an office in Toronto to handle increased business activities,
- professional fees, including legal, accounting, and consulting fees, decreased (2013: $92,437, 2012: $16,644) as Pasinex costs included in the prior period are no longer being consolidated, and
- wages and benefits increased (2013: $1,199,384, 2012: $1,042,136) due to additional staffing required to handle increased business activities.

Summary of Quarterly Results

The following is a summary of the results from the eight most recently completed financial quarters ending:

	August 31, 2013	May 31, 2013	February 28, 2013	November 30, 2012
	$	$	$	$
Revenue (loss)	9,760	409,625	286,380	817,435
Net Income (loss)	(1,676,696)	(63,781)	(10,861)	863,069
Total assets	9,245,875	10,888,726	10,878,218	10,830,023
Working capital	7,564,711	8,509,712	8,328,471	8,249,417
Total liabilities	321,486	287,641	213,352	154,296
Equity	8,924,389	10,601,085	10,664,866	10,675,727

	August 31, 2012	May 31, 2012	February 29, 2012	November 30, 2011
	$	$	$	$
Revenue (loss)	(106,748)	1,657,967	699,153	2,316,451
Net Income (loss)	(1,779,361)	(2,515,632)	1,945,598	(2,069,431)
Total assets	10,817,511	12,711,209	14,563,326	11,875,187
Working capital	8,051,904	9,876,936	11,749,463	9,082,407
Total liabilities	694,149	800,980	1,076,196	1,094,113
Equity	10,123,362	11,910,229	13,487,130	10,781,074

Third Quarter

Net loss for the three months ended August 31, 2013, was $1,676,696 as compared to a net loss of $1,779,361 for the three months ended August 31, 2012, for a difference of $102,665.

The difference is due primarily to the reduction in income from property sales, the increase in the loss on the sale of investments, and the increase in the unrealized loss on investments, which was offset by a recovery in the equity loss of affiliates for the period. During the three months ended August 31, 2013, the Company:

- recorded a loss on sale of investments of $305,715 (2012: $718,885),
- recorded income from property sales of $18,125 (2012: $250,104),
- recorded administration fees of $297,350 (2012: $362,033),
- recorded unrealized losses on investments of $1,546,614 (2012: $1,197,980),
- recorded an equity gain of affiliates of $338,257 (2012: $97,053) as the Company no longer accounts for Pasinex as an equity investment,,
- recorded other income of $52,500 (2012: $217,855), and
- recorded general and administrative expenses of $530,802 (2012: $550,497) as detailed below.

General and administrative expenses

	Three months ended August 31, 2013	2012
	$	$
Expenses		
Advertising and promotion	32,826	49,840
Amortization	6,365	19,275
Filing fees and transfer agent	2,029	(2,030)
Investor relations	54,147	14,147
Office, rent and telephone	71,316	77,242
Professional fees	21,367	69,174
Wages and benefits	342,752	322,849
	530,802	550,497

The overall operating expenses of the Company remained fairly consistent compared to the prior period with the following exceptions:

- advertising & promotion expenses (2013: $32,826, 2012: $49,840) decreased and investor relations expenses (2013: $54,147, 2012: $14,147) increased as the Company initiated cost saving measures by cost-sharing advertising and promotion costs with other companies,
- amortization expenses decreased (2013: $6,365, 2012: $19,275) as the assets from prior years become fully amortized;
- professional fees, including legal, accounting, and consulting fees, decreased (2013: $21,367, 2012: $69,174) as Pasinex costs included in the prior period are no longer being consolidated, and
- wages and benefits increased (2013: $342,752, 2012: $322,849) due to additional staffing required to handle increased business activities.

Liquidity and Capital Resources

The Company has had to rely upon the sale of equity securities for the cash required for capital acquisitions, exploration and development, and administration, among other things.

The capital resources of the Company include investments of $7,286,601 held at fair market value, investments of $167,417 held at cost, and cash of $189,373. The Company's intention is to commit further funds for continuing its investment strategies.

The Company will continue to require funds to meet its investment objectives of giving its shareholders the opportunity to indirectly invest in a diversified series of early stage resource investments, which would not otherwise be available to them. As a result, the Company will have to continue to rely on equity and debt financing during such period as well as rely on the income generated through the provision of administration and management services to other companies.

There can be no assurance that financing, whether debt or equity, will always be available to the Company in the amount required at any particular time or for any particular period or, if available, that it can be obtained on terms satisfactory to the Company.

As the Company's revenues are expected to be in large part derived from provision of management and administration services to other companies, there can be no assurance that those management and administration contracts currently in place will continue at the rates that they are at or that the companies will continue to pay the Company for the services being provided.

Working Capital: As at August 31, 2013, the Company had total assets of $9,245,875 as compared to $10,830,023 for the year ended November 30, 2012.

The primary assets of the Company are investments of $7,286,601 (November 30, 2012: $7,790,306,) held at fair market value, investments of $167,417 (November 30, 2012: $1,177,953) held at cost, cash and cash equivalents of $189,373 (November 30, 2012: $223,341), advances and accounts receivables of $153,284 (November 30, 2012: $26,799), due from related parties of $221,602 (November 30, 2012: $287,777), prepaid expenses of $35,337 (November 30, 2012: $75,490), loan receivable of $166,905 (November 30, 2012: $178,930), deposits of $17,562 (November 30, 2012: $17,562), deferred tax asset of $666,399 (November 30, 2012: $666,399), equipment of $33,548 (November 30, 2012: $50,616), and mineral property interests of $307,847 (November 30, 2012: $334,850).

The Company has long-term liabilities of $nil (November 30, 2012: $nil) and has working capital of $7,564,711 (November 30, 2012 - $8,249,417).

Cash and Cash Equivalents: On August 31, 2013, the Company had cash and cash equivalents of $189,373 (November 30, 2012 - $223,341).

Management of cash balances is conducted in-house based on internal investment guidelines.

Cash Provided by (Used in) Operating Activities: Cash used in operating activities during the nine months ended August 31, 2013 was $590,245, compared with $1,340,731 of cash used in operating activities during the nine months ended August 31, 2012.

Cash was mostly spent on advertising, investor relations, general office expenses, professional fees, and wages and benefits and adjusted for items not involving cash.

Cash Used in Investing Activities: Total cash provided by investing activities during the nine months ended August 31, 2013 was $556,277 compared to $533,157 of cash used in investing activities during the nine months ended August 31, 2012. During the nine months ended August 31, 2013, the Company:

- spent $1,019,195 (2012 – $1,611,652) on the acquisition of investments,
- received $1,593,428 (2012 – $1,519,922) on the proceeds on disposition of investments,
- spent $43,231 (2012 - $409,395) on the acquisition of mineral exploration properties,
- received $15,210 (2012 - $169,362) on the proceeds of disposition of mineral exploration properties,
- received $12,025 (2012 - $194,280 spent) on loans receivable, and
- spent $1,960 (2012 - $7,114) on the acquisition of equipment.

Cash Provided by Financing Activities: During the nine months ended August 31, 2013, the Company received $nil (2012: $1,514,665) from the proceeds of shares issued and $45,284 (2012: $36,781) for share issuance costs.

Related Party Transactions

The Company incurred the following fees and expenses in the normal course of operations and are measured at the exchange amount.

	Nine Months Ended August 31, 2013	2012
Administration fees earned	**$**	**$**
Arctic Star Exploration Corp. (a)	36,000	-
Prima Fluorspar Corp. (b)	62,500	22,500
Commerce Resources Corp. (c)	646,720	810,000
Pasinex Resources Limited (d)	112,500	82,500
Montan Capital Corp. (e)	22,500	-
Total fees earned	880,220	915,000
Key management compensation*		
Total wages paid	469,454	347,940

Amounts due from (to) related parties	**August 31, 2013**	**November 30, 2012**
Arctic Star Exploration Corp.	$ 30,030	$ 45,350
Commerce Resources Corp.	(215,390)	(1,476)
Pasinex Resources Limited	182,572	162,503
Prima Fluorspar Corp.	-	70,453
Sven Olsson, a director	(10,973)	(12,820)
David Hodge, a director	9,000	-
Western Potash Corp. (f)	-	9,471
Total amount due from (to) related parties	$ (4,761)	$ 273,481

* Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management personnel include the Company's executive officers and certain members of its Board of Directors.

All of the above transactions and balances are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Significant contracts related to these related party transactions are as follows:

(a) The Company has entered into a Management Service Agreement with Arctic Star Exploration Corp. ("Arctic Star") in March 2012 through March 2013, a public company with common directors. The Company provides administrative and management services to Arctic Star for a fee of $9,000 per month.

(b) On June 1, 2010, the Company entered into a Management Service Agreement with Prima Fluorspar Corp. (formerly Camisha Resources Corp.), a company accounted for as an investment under the equity method. Under the Management Service Agreement, the Company provides administrative and management services to Prima for a fee of $2,500 per month. The contract has a term of one year and automatically renews for further terms as agreed to by the parties. On May 1, 2013, the Company renewed the agreement with Prima for one year at a revised rate of $12,500 per month.

(c) The Company has entered into a Management Service Agreement with Commerce Resources Corp. ("Commerce"), a public company with common directors. Under the Management Service Agreement, the Company provides administrative and management services to Commerce for a fee of $90,000 per month. The contract has a term of one year and automatically renews for further terms as agreed to by the parties. On May 1, 2013, the Companies renewed the contract for a term of one year with a revised rate of $49,180 per month.

(d) During the year ended November 30, 2012, the Company signed a management services agreement with Pasinex for one year, at a rate of $12,500 per month, expiring on April 30, 2013. As of May 1, 2013, the contract is continuing on a month-to-month basis.

(e) On December 1, 2012, the Company signed a management services agreement with Montan Capital Corp. ("Montan"), a Company with a common director, for one year, at a rate of $2,500 per month, expiring on November 30, 2013.

(f) A company with common directors of the Company.

Segmented Information

All of the Company's business is located in Canada. The Company's segment information is presented by industry according to the nature of their operations and the products and services they provide. Each of the Company's industry segments represents a strategic business unit offering products and services subject to different risks and returns from those of the other industry segments. Summary details of the industry segments are as follows:

(a) Investments in resource companies, mineral resource property acquisitions and dispositions segment;
(b) Management service and administrative service segment;
(c) Investment in stock, warrants and others
(d) Corporate segment

For the nine months ended August 31, 2013	**Investment in mineral properties $**	**Management Service $**	**Investment in stock, warrants and others $**	**Corporate $**	**Total $**
Revenue					
Administrative fees	-	1,023,147	-	-	1,023,147
Loss on sale of investments	-	-	(737,927)	-	(737,927)
Income from property sale	420,545	-	-	-	420,545
	420,545	1,023,147	(737,927)	-	705,765
Segment assets	312,877	-	7,286,601	1,646,397	9,245,875
Expenditure for segment capital assets	43,231	-	-	1,960	45,191

For the nine months ended August 31, 2012	**Investment in mineral properties $**	**Management Service $**	**Investment in stock, warrants and others $**	**Corporate $**	**Total $**
Revenue					
Administrative fees	-	1,062,521	-	-	1,062,521
Loss on sale of investments	-	-	(126,285)	-	(126,285)
Income from property sale	1,314,136	-	-	-	1,314,136
	1,316,136	1,062,521	(126,285)	-	2,250,372
For the year ended November 30, 2012					
Segment assets	385,380	-	7,790,306	2,654,337	10,830,023
Expenditure for segment capital assets	384,764	-	-	11,759	396,523

Other MD&A Requirements

Disclosure of Outstanding Share Capital

The Company has an authorized share capital of an unlimited number of common shares without par value. The following table describes the issued and outstanding share capital of the Company:

	October 30, 2013	August 31, 2013	November 30, 2012	November 30, 2011
Common shares	11,265,487	11,265,487	11,265,487	10,003,266
Stock Options	871,000	871,900	1,414,900	1,414,900
Warrants	-	-	-	556,073
Fully Diluted Shares	12,136,487	12,136,487	12,680,387	11,974,239

For additional details of outstanding share capital, refer to the condensed interim financial statements for the nine months ended August 31, 2013.

Additional Disclosure Regarding Significant Investee

Pasinex Resources Limited

On March 2, 2012, the Company sold a total of 4,750,000 common shares of Pasinex Resources Limited ("Pasinex") (formerly Triple Dragon Resources Ltd.) in private transactions to 3 individuals, reducing its ownership of Pasinex to 50.25%. Prior to the disposal, the Company owned a 69.55% equity interest in Pasinex and Pasinex has been accounted for as a subsidiary in the financial statements for the year ended November 30, 2011. On March 9, 2012, Pasinex closed a non-brokered private placement of 23,535,149 common shares, effectively decreasing the Company's holdings to 25.69%. On April 23, 2012, the Company sold an additional 457,000 common shares of Pasinex in a private transaction, further reducing the Company's ownership down to 24.74%. The financial results of Pasinex were included in the financial statements of the Company up to March 8, 2012. Subsequent to March 8, 2012, the Company determined that it no longer controlled the operations of Pasinex, and therefore would no longer consolidate the operations of Pasinex. As a result, Pasinex is accounted for using the equity method, and the Company derecognized the carrying amounts of assets, liabilities and non-controlling interest related to Pasinex, and recognized its retained investment in Pasinex at its fair value as at the date of deconsolidation of Pasinex. The difference of $1,242,197 is recorded as a gain in the statements of operations and comprehensive loss at the date of deconsolidation.

Goodwill balance of $64,816 as of November 30, 2011, representing the difference between the purchase price and identified fair value of net asset of Pasinex since the acquisition in 2008, and changes in relation to share issuances to non-controlling interests, have been derecognised upon the deconsolidation.

On June 4, 2013, the Company sold 3,050,000 common shares of Pasinex in private transactions to a director and to an insider of Pasinex for gross proceeds of $146,000. Upon closing of the private sale, Zimtu owns approximately17% of the issued and outstanding capital of Pasinex and therefore no longer has significant influence of Pasinex. As a result, the Company ceased to account for the investment using the equity method. Effective June 4, 2013, the remaining investment in Pasinex was accounted for as an investment, held at fair market value (see Note 5). On July 2, 2013, the Company purchased in a private placement 1,500,000 common shares of Pasinex at a cost of $0.08 per share. As at August 31, 2013, the Company owns 10,435,500 (November 30, 2012 – 11,935,500) common shares of Pasinex, which represents approximately 19% of Pasinex's outstanding shares. As at August 31, 2013, these shares had a fair value of $521,755 (November 30, 2012 - $949,770).

0941680 BC Ltd. (formerly Prima Fluorspar Corp.)

As at April 17, 2013, the Company owned approximately 39% (November 30, 2012 – 39%) of the total outstanding shares of 0941680 BC Ltd. ("0941680 BC") (formerly Prima Fluorspar Corp.) a private company incorporated on May 29, 2012, being 4,500,000 common shares (November 30, 2012: 4,500,000). The Company exerted significant influence over 0941680 BC and therefore 0941680 BC was accounted for as an investment under the equity method. The investment in 0941680 BC was recorded at cost of $235,000 and was adjusted for $56,689 (November 30, 2012: $80,479) of equity loss. At April 18, 2013, upon completion of the reverse takeover (the "Transaction" – see below), the remaining balance of the original investment of 0941680 BC was reduced to nil.

Prima Fluorspar Corp. (formerly Camisha Resources Corp.)

As at April 17, 2013, the Company owned approximately 27% (November 30, 2012: 27%) of the total outstanding shares of Prima Fluorspar Corp. ("Prima"), being 3,020,000 common shares (November 30, 2012: 3,020,000). The Company exerted significant influence over Prima and therefore Prima was accounted for as an investment under the equity method. The investment in Prima was recorded at cost of $152,125 (November 30, 2012: $152,125) and was adjusted for $21,128 (November 30, 2012: $41,585) of equity loss. At April 18, 2013, upon completion of the reverse takeover (the "Transaction" – see below), the remaining balance of the original investment of Prima was reduced to nil.

On April 18, 2013, the TSX-V approved Prima's acquisition of 0941680 BC Ltd (the "Transaction"). Upon completion of the Transaction, the former shareholders of 0941680 BC hold a controlling interest in Prima and will therefore account for the acquisition of 0941680 similarly to a reverse takeover transaction, with 0941680 BC being the deemed acquirer of the net assets of Prima. Prima issued 11,515,000 common shares to 0941680 BC's shareholders on a one for one basis. These common shares will be subject to Escrow agreements pursuant to National Policy 46-201. Concurrent with the Transaction, Prima completed a private placement issuing 3,975,000 common shares with gross proceeds of $602,500. At the completion of the Transaction, Zimtu held approximately 28% of Prima's outstanding shares.

The current investment in Prima reflects Zimtu's share of the total fair value of consideration of Prima on April 18, 2013, the date of acquisition. Therefore, the fair value of the shares of Prima held by Zimtu is 28.1% of $1,198,942, the fair value of consideration of the acquired shares, for a value of $336,904 (November 30, 2012: $nil), and is adjusted for $336,904 (November 30, 2012: $nil) of equity loss. The gain on the transaction is equal to the new fair value of the shares ($336,904) less the remaining balance of the former Prima ($52,534) and 0941680 BC ($97,832) investments on April 17, 2013, for a gain on the Transaction of $186,538.

Lakeland Resources Inc.

The Company acquired 5,165,000 common shares of Lakeland Resources Inc. ("Lakeland") for $437,975 during the year ended November 30, 2010, 1,025,000 common shares for $114,055 during the year ended November 30, 2011, and 256,000 common shares for $23,890 during the year ended November 30, 2012. Of the 5,165,000 shares of Lakeland acquired in 2010, 3,000,000 of these shares were held by Pasinex, and are no longer included in the financial statements due to the loss of control in Pasinex in March 2012 (see above). Management had determined that the Company no longer had significant influence of Lakeland, and the Company ceased to account for the investment using the equity method. Effective June 1, 2012, the remaining investment in Lakeland was accounted for as an investment, held at fair market value (see Note 5). At August 31, 2013, the Company owns 3,647,000 shares which represents 16% (November 30, 201: 20%) of total issued and outstanding shares of Lakeland.

On June 20, 2013, two directors of the Company consented to act as directors and audit committee members for Lakeland Resources Inc.

Risk Factors

The following is factors, trends and risks may affect the Company's liquidity, capital resources and solvency. Readers are cautioned that this is not an exhaustive list and should refer to the Company's Filing Statement dated July 25, 2008, which can be found at www.sedar.com.

Business History: The Company has a limited business history and a limited history of operating earnings and the likelihood of success of the Company therefore must be considered in light of the problems, expenses, difficulties, complication and delays frequently encountered in connection with the establishment of any business.

Limited Financial Resources: The Company has limited financial resources and there is no assurance that additional funding will be available to it. There is no assurance that the Company can generate revenues, operate profitably, or provide a return on investment, or that it will successfully implement its plans. The Company may require additional financing to continue its operations and there can be no assurance that the Company will be able to obtain adequate financing in the future. Failure to obtain such additional financing could result in delay or indefinite postponement of further investments of the Company. The Company may issue additional securities from time to time which may be dilutive to Shareholders.

The Company will be neither a mutual fund nor an investment fund and due to the nature of its business and investment strategy and the composition of its investment portfolio, the market price of its common shares, at any time, may vary significantly from the Company's net asset value per share. This risk is separate and distinct from the risk that the market price of the common shares may decrease.

Revenue & Investments: Revenues received by the Company has been generated by management fees paid by corporations which may have directors and officers in common. In the event that there is a change in the management of these corporations there is no certainty that these management contracts will continue.

Composition of Portfolio: The composition of the Company's securities portfolio taken as a whole may vary widely from time to time. Investments by the Company in private issuers cannot be resold without a prospectus, an available exemption or an appropriate ruling under relevant securities legislation and there may not be any market for such securities. This shall impair the Company's ability to react quickly to market conditions or negotiate the most favourable terms for exiting such investments. Investments in private issuers may offer relatively high potential returns, but will also be subject to a relatively high degree of risk and are subject to indefinite hold periods.

The Company may make investments in securities that have low trading volumes. Accordingly, it may be difficult for the Company to make trades in these securities without adversely affecting the price of such securities.

Stock Price and Performance: The Company's stock price may vary according to the value of the securities in which it invests, which will depend, in part, upon the performance of the issuers of such securities. The value of the securities acquired by the Company will be affected by business factors and risks that are beyond the control of the Company. In addition, the performance of certain of the securities may be affected by business factors and risks other than their exposure to metal and mineral prices, which may be more determinative of such securities' performance. Some of these factors and risks are: (i) some of the issuers in which the Company invests may have limited operating histories; (ii) operational risks related to specific business activities of the respective issuers; (iii) quality of underlying assets; (iv) financial performance of the respective issuers and their competitors; (v) volatility in the price of metal and mineral prices; (vi) environmental risks; (vii) political risks; (viii) fluctuations in exchange rates; (ix) fluctuations in interest rates; and (x) government regulations, including regulations to prices, taxes, royalties, land tenure, land use, importing and exporting of materials and environmental protection.

There is no assurance that the investment objectives of the Company will actually be achieved. The value of the shares of the Company will increase or decrease with the value of its investment portfolio and general economic conditions beyond the control of the Company's management, including the level of interest rates, corporate earnings, economic activity, the value of the Canadian dollar and other factors.

Key Personnel: Prospective investors assessing the risks and rewards of an investment in the Company should appreciate that they will, in large part, be relying on the good faith and expertise of the Company and will have to rely on the discretion and ability of the Company in determining the composition of the portfolio of assets, and in negotiating the pricing and other terms of the agreements leading to the acquisition of assets.

Conflicts of Interest: Directors and officers of the Company are or may become directors or officers of other reporting companies or have significant shareholdings in other investment companies and, to the extent that such other companies may participate in ventures in which the Company may participate, the directors and officers of the Company may have a conflict of interest in negotiating and concluding terms respecting the extent of such participation. The ability to liquidate investments held by the Company in corporations with common directors may be impaired by trading black-out periods imposed in insiders of such entities.

The Company and its directors and officers will attempt to minimize such conflicts. In the event that such a conflict of interest arises at a meeting of the directors of the Company, a director who has such a conflict is obligated to disclose any interest in the potential investment. In the event that a conflict is detected, the target company may be notified of the conflict. Depending on the circumstances of the potential investment, the director in conflict may be asked to abstain from voting for or against the approval of such participation. In appropriate cases the Company will establish a special committee of independent directors to review a matter in which several directors, or officers, may have a conflict. In determining whether or not the Company will participate in a particular program and the interest therein to be acquired by it, the directors will primarily consider the potential benefits to the Company, the degree of risk to which the Company may be exposed and its financial position at that time. Other than as indicated, the Company has no other procedures or mechanisms to deal with conflicts of interest.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Changes in Accounting Policies

There have been no changes in the accounting policies.

Future Accounting Standards, Amendments, and Interpretations Not Yet Effective

For details of the Company's Future Accounting Standards, including accounting standards not yet adopted, new accounting standards adopted, and accounting standards amended but not yet effective, please refer to Note 4 of the Company's audited financial statements for the year ended November 30, 2012.

Financial Instruments and Capital Disclosures

The investment operations of the Company's business involve the purchase and sale of securities and, accordingly, the majority of the Company's assets are currently comprised of financial instruments. The use of financial instruments can expose the Company to several risks, including interest rate, credit, currency, liquidity and market risk. A discussion of the Company's use of financial instruments and their associated risk is provided below:

a) Fair value - The Company classifies its financial instruments using a fair value hierarchy as a framework for disclosing fair value of financial instruments based on inputs used to value the Company's investments. The hierarchy of inputs and description of inputs is described as follows:

Level 1 – fair values are based on quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – fair values are based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); or

Level 3 – fair values are based on inputs for the asset or liability that are not based on observable market data, which are unobservable inputs.

				Assets measured at fair value as at August 31, 2013
	Level 1 $	**Level 2 $**	**Level 3 $**	**Total $**
Fair value through profit or loss				
Cash on hand and bank balances	189,373	-	-	189,373
GIC	34,500	-	-	34,500
Investment in public company shareholdings	4,822,364	-	-	4,822,364
Investment in private company shareholdings	-	-	1,652,216	1,652,216
Investment in warrants	-	777,521	-	777,521
	5,461,119	777,521	1,652,216	7,475,974

			Assets measured at fair value as at November 30, 2012	
	Level 1	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Fair value through profit or loss				
Cash on hand and bank balances	199,474	-	-	199,474
Cash equivalents - money market funds	23,867	-	-	23,867
GIC	34,500	-	-	34,500
Investment in public company shareholdings	5,134,130	-	-	5,134,130
Investment in private company shareholdings	-	-	1,907,716	1,907,716
Investment in warrants	-	713,960	-	713,960
	5,391,971	713,960	1,907,716	8,013,647

b) Interest rate risk - The Company is not exposed to significant interest rate risk even though the Company has cash balances, and its current policy is to invest excess cash in certificates of deposit or money market funds of major Canadian chartered banks. The GIC included in investment bear interest at a fixed rate, and the Company is, therefore, exposed to the risk of changes in fair value resulting from interest rate fluctuations. The sensitivity of the Company to a variation of 1% in the interest rate would not have a significant impact. The Company's other financial assets and financial liabilities do not comprise any interest rate risk since they do not bear interest.

c) Credit risk - The Company is not exposed to significant credit risk on its cash and cash equivalents and investments due to its cash and cash equivalents are placed with major financial institutions and investments are placed with a Canadian chartered bank or with independent investment dealer member of the Canadian Investor Protection Fund. All transactions executed by the Company in listed securities are settled or paid for upon delivery using approved brokers. The risk of default is considered minimal, as delivery of securities sold is only made once the broker has received payment. Management believes that the credit risk with respect to advances and amounts receivables is remote. One customer accounted for 63% (2012: 74%) of the Company's administrative revenue.

d) Currency risk - The Company is not exposed to significant currency risk on fluctuations considering that its assets and liabilities are stated in Canadian dollars.

e) Liquidity risk - Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's liquidity and operating results may be adversely affected as a result of downturn in stock market conditions generally or related to matters specific to the Company, or if the value of the Company' investments declines, resulting in losses upon disposition. The Company generates cash flow primarily from its administrative activities and proceeds from the disposition of its investments. The Company has sufficient investments that are freely tradable and relatively liquid to fund its obligations as they become due under normal operating conditions.

f) Market risk - Market risk is the risk that the fair value of or future cash flows from the Company's financial instruments will significantly fluctuate because of changes in market prices. The Company is exposed to market risk in trading its investments and unfavourable market conditions could result in dispositions of investments at less than favourable prices.

The Company manages market risk by having a portfolio that is not singularly exposed to any one issuer or class of issuers. The Company's investment activities are currently concentrated primarily across several sectors in the natural resource industry, potash, precious metals, base metals, coal, graphite, rare earth elements, and rare metals. The Company also has set thresholds on purchases of investments. Commodity prices for minerals are impacted by world economic events that dictate the levels of supply and demand as well as the relationship between the Canadian and United States dollar. The Company is not exposed to commodity price at this time.

g) Capital management - The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to meet its daily operating expenses. The Company may raise additional capital for additional cash required. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to identify and acquire new investment or business opportunities.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the nine months ended August 31, 2013 or the year ended November 30, 2012. The Company is not subject to externally imposed capital requirements.

Forward Looking Statements

All statements other than statements of historical fact contained in this Management Discussion & Analysis are forward looking statements, including, without limitation, statements regarding the future financial position, business strategy, proposed acquisitions, budgets, litigation, projected costs and plans and objectives of or involving the Company. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements should not be in any way construed as guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements.

Readers can identify many of these statements by looking for words such as “believes”, “expects”, “will”, “intends”, “projects”, “anticipates”, “estimates”, “continues” or similar words or the negative thereof. Examples of forward looking statements in this Management Discussion & Analysis include that:

- the Company’s goal is to take advantage of the favourable investment opportunities that arise between the private and public phases of a given investment in the natural resources sector and to seek and identify high return investment opportunities in the resource sector through direct investments in project interests or indirect investments by means of equity shareholdings;
- the Company’s objective is to preserve its capital and limit the downside risk of its capital and to achieve a reasonable rate of capital appreciation;
- the Company shall focus on natural resource industries, concentrating on early stage exploration and development companies
- the Company may employ a wide range of investment instruments, including equity, bridge loans, secured loans, unsecured loans, convertible debentures, warrants and options, royalties, net profit interests and other hybrid instruments.
- the Company intends to create a diversified portfolio of investments, which composition will vary over time depending on its assessment of a number of factors including the performance of financial markets and credit risk; and
- the Company expects its Management Services Revenue to continue.

There can be no assurance that the plan, intentions or expectations upon which these forward looking statements are based will occur. Forward looking statements are subject to risks, uncertainties and assumptions. Readers are cautioned not to put undue reliance on forward looking statements. The Company does not undertake to update any forward-looking statements that are contained herein, except in accordance with applicable securities laws.

Proposed Transactions and Subsequent Events

a) On August 26, 2013, the Company amended the property agreement for the Black Donald/Little Bryan Property which was vended to Standard Graphite Corp. The Purchaser did not maintain the property and allowed some of the claims to lapse. Standard will issue the remaining shares to the Company to settle the agreement.

b) On September 18, 2013, the Company received 250,000 common shares of Olympic Resources fair valued at $6,250 in accordance with the McWhirter Lake Property agreement.

c) On September 20, 2013, the Company received 750,000 common shares of Pistol Bay Mining Inc. fair valued at $41,250 in accordance with the Portland Property agreement.

d) On October 22, 2013, the Company and its prospecting partner signed a Termination Notice of the option agreement dated September 1, 2011 with Strike Graphite Corp., due to Strike’s failure to comply with the commitments of the original agreement. If the default is not cured by November 22, 2013, the property will be returned to the Optionors.

Approval

The Board of Directors of Zimtu Capital Corp. has approved the disclosure contained in this MD&A.

Additional Information

Additional information related to the Company can be found on the Company's website at www.zimtu.com or on SEDAR at www.sedar.com.