GEOLOGIX EXPLORATIONS INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the nine months ended September 30, 2008

INTRODUCTION

This discussion and analysis of operations and financial position is prepared as of November 21, 2008 and should be read in conjunction with the consolidated financial statements for the nine months ended September 30, 2008 of Geologix Explorations Inc. (The "Company"). Those financial statements have been prepared in accordance with Canadian Generally Accepted Accounting Principles (GAAP). All dollar figures included therein and in the following discussion and analysis ("MD&A") are quoted in Canadian dollars, unless specifically noted. The information provided in this document is not intended to be a comprehensive review of all matters and developments concerning the Company. It should be read in conjunction with all other disclosure documents of the Company. The information contained herein is not a substitute for detailed investigation or analysis on any particular issue. Additional information relevant to the Company's activities can be found on SEDAR at www.sedar.com and the Company's website at www.geologix.ca.

Certain statements contained in this document constitute "forward-looking" statements. Such forward-looking statements involve known and unknown risks, uncertainties, and other factors which may cause the actual results, performance, or achievements of the Company to be materially different from any future results, performance, or achievements expressly stated or implied by such forward-looking statements. Such factors include the following: mineral exploration and development costs and results, fluctuations of precious metal prices, foreign currency fluctuations, foreign operations and foreign government regulations, competition, uninsured risks, recovery of reserves, capitalization and commercial viability and requirements for obtaining permits and licenses.

OVERVIEW

The Company is focused on the acquisition, exploration and development of mineral properties in North and South America. The Company is currently active in Nevada, Mexico and Peru and is an exploration company that has no operations from which to derive revenues. It raises equity capital through the sale of its common shares. It receives minor income from interest on cash balances.

OVERALL PERFORMANCE

During the first nine months of 2008, the Company continued with the prime objective of exploring for large mineral deposits that would benefit shareholders with the best return on investment. To this effect, drilling continued on the San Agustin Project in Durango State, Mexico with three drills to continue outlining and defining additional resources to an initial resource estimate that was calculated and published on June 02, 2008. The initial resource estimate was based on results obtained by the end of the Phase II drill program and comprised a total of 166 drill holes. An updated resource estimate was published on November 06, 2008 and was based on drill results of the Phase III drill program. This updated resource estimate utilized a total of 240 drill holes. The Company engaged Wardrop Engineering of Vancouver B.C. to calculate both resource estimates.

On the adjacent Consejo property, the Company has completed an IP survey, geological sampling and mapping in preparation for drill testing. The Consejo property exhibits similar mineralization to the San Agustin property and the company believes very good exploration potential exists in this area.

The acquisition of La Casita in 2007, which is 40 kilometres north of San Agustin was prompted by the geological and mineral similarities between the two properties. Geological mapping and sampling as well as an IP survey was completed on the project. Results are under review for possible drill testing in 2009.

In Peru, after a successful year's work in 2007 on the Newmont Alliance, the Company continued to advance the Alliance properties to drill ready stage in 2008. Effective May 30, 2008 the Company and Newmont have elected to enter into Special Project Agreements covering the Liscay and LaJoya properties. Drill testing on the Liscay property commenced near the end of the 3rd quarter and is anticipated to be completed in the 4th quarter. High grade gold/silver vein swarms are being identified indicating significant size potential. Other projects are in the early stages of evaluation, but the Alliance is increasingly impressed with the success rate of discovering new mineralization that, to the best of our knowledge, has never been sampled before. This has evolved to be a very exciting program for the Company.

The Company has dedicated 100% of its Peruvian resources to the Newmont venture properties in 2008.

Three 100% owned properties were joint ventured to Amera Resources Corp. (Amera) during the 1st quarter of 2008 to allow continuance of property advancement by Amera which allows the Company to maintain a singularity of operational focus for 2008. Amera Resources Corp. has advised the Company on November 03, 2008 that it is terminating the option agreement on the Sura, Toro Blanco and San Felipe properties.

In Nevada, the Company completed a drill testing program at the Oz property. The property option agreement has been terminated.

The Company believes that its exploration approach towards large tonnage targets using larger scale ground evaluations and drill testing has lead to the success of the San Agustin project, and will lead to additional successes in the near future.

MEXICO

San Agustin Summary

San Agustin was optioned in August 2006 with the objective of exploring for a large tonnage, open pit, polymetallic (Au,Ag,Pb,Zn) deposit. The historic NI43-101 resource of 436,000 oz. gold equivalent (Au + Ag) was the catalyst that initiated Phase I exploration to examine the potential for the presence of a larger, bulk mineable zone of economic mineralization. The positive Phase I results supported the Phase II exploration program that commenced in the 2nd quarter of 2007.

The programs have been extremely successful in all areas. Drilling has shown that grades on average are potentially economic and with increasing drill hole density higher grade portions of the deposit are being discovered. Mineralization remains open in three directions and to depth with consistency of mineralization and grades continuing to encourage the Company. Trenching has been very successful in outlining a mineralized area 2.2 kilometres in length and up to 1 kilometre in width and continues to be a technically successful exploration method.

The project continues to expand as work progresses. Since the signing of the agreement with Silver Standard Resources Inc. 24 months ago, the Company has only drill tested 1/8th of the land base under option. Reconnaissance work on the balance of the optioned property and the newly acquired Consejo property in and around the San Agustin mineralization indicate that similar mineralization trends and occurrences exist in close proximity to San Agustin. Exploring these areas of promise with geophysics and trenching is part of the 2008 exploration program. These targets are planned to be drilled in 2008 and 2009.

San Agustin

During the 3rd quarter of 2008 exploration and delineation work on the project continued. A second and larger metallurgical sample was sent to G&T Laboratories in Kamloops, BC for additional and more refined metallurgical evaluations. These evaluations were ongoing during the 3rd quarter. Wardrop Engineering of Vancouver, BC calculated an initial resource estimate based on 166 drill holes following the completion of the Phase II drill program. The results are listed in Table 1 and Table 2.

Tables 1 and 2: June 02, 2008 Resource Estimate

Table 1: Contained Metal*

Category	Tonnes	Gold oz	Silver oz	Lead Lbs	Zinc Lbs	Gold Equiv* Oz.
Indicated	60,797,000	909,898	19,897,000	60,986,000	628,889,000	2,647,000
Inferred	53,378,000	685,000	21,798,000	96,379,000	627,931,000	2,491,000

Table 2: San Agustin Mineral Resource at ≥$US10 RMV* (Capped)

Category	Tonnes	Gold g/t	Silver g/t	Lead %	Zinc %
Indicated	60,797,000	0.49	11.7	0.05	0.51
Inferred	53,378,000	0.42	14.6	0.09	0.58

* The resource was reported above a US$10 recoverable metal value (RMV) cut off using commodity prices based on a four year rolling average for all metals ($USD) and recoveries of: Gold – $559.74/oz and 95%, Silver – $10.17/oz. and 87%, Lead – $0.69/lb. and 91%, and Zinc – $1.04/lb and 92%. Metal recoveries are based on initial metallurgical test work completed and were previously released by the Company on October 10, 2007.

Wardorp Engineering was also retained for an additional resource estimation that included drill hole results from the Phase III resource definition drilling. An updated resource estimation was press released on November 06, 2008. The results are listed in Table 3, 4 and Table 5.

Tables 3, 4 and 5: November 06, 2008 Resource Estimate

Table 3: Contained Metal*

Category	Gold (M oz.)	Silver (M oz.)	Lead (M lbs.)	Zinc (M lbs.)
Indicated	1.61	48.3	161	1,320
Inferred	1.08	37.3	143	983

*Based on the resource estimate in Table 4

Table 4: San Agustin Mineral Resource (Capped)*

Category	Tonnes	Gold g/t	Silver g/t	Lead %	Zinc %
Indicated	122,150,000	0.41	12.3	0.06	0.49
Inferred	92,921,000	0.36	12.5	0.07	0.48

* For Whittle Pit input parameters see text below

Table 5: Mineral Resource by Oxide and Sulphide Zone (Capped)

Zone	Category	Tonnes	Gold g/t	Silver g/t	Lead %	Zinc %
Oxide	Indicated	21,781,000	0.40	15.9	0.07	0.18
	Inferred	11,834,000	0.36	15.3	0.08	0.18
Sulphide	Indicated	100,369,000	0.41	11.5	0.06	0.55
	Inferred	81,087,000	0.36	12.1	0.06	0.52

Mineralized outlines were defined on 50 metre sections using a US$10 gross metal value (GMV) cut off using metal prices of US$631.97 for gold, US$11.63 for silver, US$0.78 for lead and US$1.11 for zinc. The outlines were joined to form three-dimensional solids. Metal grades were interpolated into 15 by 15 by 15 metre blocks using ordinary kriging (OK). Mineral resources were classified as Indicated Mineral Resource if at least nine composites from at least three drill holes were found within an elongated search ellipse measuring 150 by 80 metres. Resources were classified as Inferred Mineral Resource if at least 9 composites from at least three drill holes were found within an elongated search ellipse measuring 200 by 120 metre. Assay grades were composited to five metre lengths prior to resource estimation.

The resource is reported using Whittle 4D Pit optimization software. Parameters used in the estimate include commodity prices based on ($USD) gold $631.97/oz, silver $11.60/oz, lead $0.78/lb and zinc $1.11/lb. For oxide ores (heap leach) recoveries were estimated at 68% for gold and 40% for silver. Sulphide ores recoveries were estimated at 72% for gold, 74% for silver, 50% for lead and 62% for zinc.

Operating costs used are based on an estimated 50,000 tonne per day operation ($USD): mining ore and waste - $1.05/ tonne, G&A - $0.45, oxide processing cost - $1.90, sulphide processing cost - $4.75 A 45 degree pit angle slope was assumed. Metal recoveries were determined from on-going metallurgical tests. Operating costs were derived from studies on existing operations with similar deposit types.

Consulting company GAP was engaged to review and evaluate the socio-economic environments in and around the San Agustin project and to recommend a strategy going forward in respect to the economic, social and cultural environments. GAP has also been tasked in negotiating surface rights access and occupation agreements leading to the purchase of surface rights required for the continuing evaluation and development of the San Agustin Project. The recommendations as well as purchase agreements will follow the sustainable parameters of the Company. An independent contractor was engaged during the 1st quarter of 2008 to begin a “concept-study” that is aimed to evaluate various parameters of a successful mining operation for San Agustin.

By the end of the reporting period a total of 24,028 metres of drilling was completed in Phase III. The total meterage completed on the project by the Company since August 2006 now stands at 40,660 metres.

Consejo

The 400 hectare property was optioned from an independent owner in May 2007. The property lies adjacent to the San Agustin property on the west side and exhibits similar geology and mineralization as the San Agustin property. The option agreement calls for US$120,000 in cash payments over 5 years. No work commitments are included in the option agreement. Exploration plans for the property included geological mapping and geophysical (Induced Polarization) surveys with selected drill testing in the second half of 2008.

Geophysical surveying utilizing Induced Polarization (IP) studies identical to those employed at the San Agustin project was finalized in the 4th quarter of 2007 completing a total of 20 line-kilometres. Results indicate that the anomalous signatures encountered on the San Agustin property extend westward onto the Consejo property. An airborne topographic survey over the property was completed and results are being incorporated into the San Agustin database.

Geological mapping, sampling and prospecting was on-going on the property during the 2nd quarter of 2008. A soil survey was undertaken during the reporting period to evaluate the pediment covered areas of the claim group. A total of 750 soil samples were collected. Analytical results are expected in the 3rd quarter. The combined results of the geological mapping, rock sampling, geophysical surveys and geochemical surveys are being used to define drill targets for testing in 2009.

El Carmen

An option agreement was executed in December 2007 for this property that is located adjacent and east of the San Agustin concessions. The option agreement calls for property payments of US$300,000 over a four (4) year term with no required work commitments. The option was entered into with a private owner based on favourable geology on the property and a potential to host mineralization similar to the mineralization observed and currently being evaluated on the San Agustin concessions.

Exploration activities on the property during the reporting quarter were limited to prospecting of what is believed to be favourable geology.

La Casita

A Letter of Intent was executed with GFM Resources Ltd. (“GFM”) in January 2008 to option the La Casita property located approximately 40 kilometres north of the San Agustin project and 3 kilometres southwest of the community of Rodeo in Durango State. The terms of the proposed agreement provide for option payments of US$650,000 and work expenditures of US$1,875,000 over a 4 year period for the Company to earn a 60% interest in the property.

Historic work by GFM included geological mapping, soil sampling (297 samples), litho-geochemical sampling (597 rock chip samples), trenching and reverse circulation drilling (12 holes – 1,740m). Gold in soil anomalies range from 2.5 ppb Au to 508 ppb Au. Gold in rock samples range from 0.04 g/t Au to 14.2 g/t Au. These results were confirmed by follow-up sampling undertaken by the Company.

Based on sampling by GFM and the Company, numerous untested drill targets exist in many areas of the project, in areas of shallow alluvium and post-mineral cover. The geology and mineralization observed at La Casita is similar in style to that seen on the San Agustin property.

The formal option agreement was signed on August 8, 2008.

An airborne topographic survey for ground control was completed over the property in the 4th quarter of 2007. Exploration activities during the 1st half of 2008 included additional geological mapping and sampling, along with line cutting in preparation for an extended soil sampling and geophysical (Induced Polarization) program. Both exploration programs commenced in the 2nd quarter of 2008 and have been completed during the 3rd quarter. Evaluation and review of results is being undertaken to define target areas for trenching and drill testing, if feasible, in 2009.

NEVADA

Property submittals, regional reviews and exploration concepts continue to be evaluated in Nevada in search for additional exploration opportunities for the Company.

QC

The Company was not successful in locating joint venture opportunities.. Reclamation work in the form of re-contouring and reseeding of drill access roads and pads was completed in the 1st quarter of 2008. All related costs for the QC Property have been written off to operations at June 30, 2008. The mineral concessions have been allowed to lapse.

OZ Property

On March 27, 2007, the signing of an option agreement was completed with Duane J. Wrede and Victor R. Callaway for the Oz Property located in Humboldt County, Nevada. During the 1st quarter of 2007, a 90-day due diligence bio-geochemical survey was completed and highlighted highly anomalous gold and silver values coincident with airborne resistivity surveys. An option agreement was prepared to continue exploring the property. During the 2nd quarter of 2007 a geophysical Induced Polarization survey was completed for a total of 4.5 line kilometres over previously identified bio-geochemical anomalies. The survey identified several high resistivity areas coincident with chargeability highs. These anomalies are interpreted to represent silicified units containing sulphides indicative of a typical Carlin-type gold deposit.

A drill program to test the anomalies was completed in the 2nd quarter of 2008. The program was comprised of 4 drill holes with cumulative meterage of 1.011.90m. No significant results were obtained.

The option was terminated at the end of the 2nd quarter of 2008. As part of the option agreement the Company shall leave the property in good standing for a period of six months from the termination of the option and free and clear of all liens, charges and other encumbrances. All related costs for the Oz Property have been written off to operations at June 30, 2008.

Silver Cloud

Silver Cloud is adjacent to the Hollister project which currently hosts a significant gold system containing 929,000 oz Au (Measured and Indicated) owned by Great Basin Gold Ltd. Silver Cloud has similar geology, alteration and mineralization intercepted in drill holes.

Due to the increased activity and focus on the San Agustin Project in Mexico, the property received minimal work during 2007. The Company will be seeking joint venture opportunities during 2008. No field work was undertaken on this project during the reporting period.

RO

The RO property is a holding property adjacent and on strike to the famous Sleeper Mine. A Letter of Intent (LOI) was signed with CMQ Resources Inc. during the 2nd quarter. The LOI allows CMQ Resources to earn 55% interest in the property by spending US$3,000,000 over a 5-year period. CMQ Resources has an option to increase their interest by 15% following the option period by completing a feasibility study, arranging financing and taking the property to commercial production.

The LOI expired in the third quarter and no formal agreement has to date been executed.

PERU

Huacullo Property

The Company has not renewed its concession claims on the property and all related costs have been written off to operations at June 30, 2008.

Newmont Alliance

First pass reconnaissance sampling was completed on the Alliance property during the 2nd quarter 2007. Anomaly evaluation and ranking was refined to allow target generation of areas worthy for detailed follow-up sampling and selected geophysical surveys. Several properties are being acquired through staking within the Alliance area. These properties are the Mirko, Lachoc, La Joya and Liscay properties. Follow-up sampling on these new properties is scheduled to occur in conjunction with follow-up sampling on identified gold, silver, zinc and lead anomalies throughout the Alliance area. A total of 28 anomalous drainage basins were identified as a result of anomaly ranking using first pass reconnaissance results. A second pass evaluation of all anomalous basins is on-going and it is expected to be completed by the end of 2008.

Second pass anomaly evaluation underway during the 3rd quarter of 2008 continues to outline and locate highly prospective and previously unknown precious and base metal mineralization in various geological environments.

Following the analysis of incoming analytical results from the first pass reconnaissance sampling completed during the first 3 quarters of 2008, a new ranking of anomalous basins was undertaken. The total number of anomalous drainage basins from first pass reconnaissance work is now 41. To date 3 of these anomalous areas gave results warranting ground acquisition. These project areas are Liscay, La Joya and Lagartija. By the end of the 3rd quarter, 23 of these basins have received follow-up evaluations and no additional work is required, 8 basins require additional follow-up and 7 new zones have been identified.

Exploration activity will continue to follow-up on the second pass evaluation of the ranked anomalous basins as well as commence first pass sample collection in the newly expanded areas of the Joint Venture area.

Liscay

The Liscay property was acquired by staking within the Newmont–Geologix amended Alliance area during the 4th quarter of 2007. Preliminary sampling revealed consistent precious metal concentrations with rock samples collected showing gold concentrations in siliceous alteration up to 0.5 g/t gold and vein samples to 3.6 g/t gold over 0.5 metres. Silver content from the altered rocks range from 2 - 13 g/t silver while the vein samples carry 68 - 133 g/t silver. Follow-up investigations to these initial results led to the discovery of a corridor of precious-metal bearing veins 5 kilometres long and 3 kilometres wide. Veins and areas of potential disseminated and stock-work mineralization are the primary targets at Liscay. Follow up rock sampling resulted in the discovery of bonanza grade gold and silver mineralization within a vein swarm extending over a minimum length of 3 kilometres by 300m.

Detailed sampling of the numerous veins has returned values up to 76.6 g/t gold and 1,205 g/t silver across 1.3 metres from an area where previous reconnaissance sampling had yielded 7.2 g/t gold, 304 g/t silver and 1.2 g/t gold, 748 g/t silver across similar widths. A new zone of epithermal veining with high precious-metal values has also been discovered located approximately 6 kilometres to the southwest. Values up to 27.5 g/t gold, 1,110 g/t silver over 0.4 metres (re-assay returned values of 27.7 g/t gold and 1,130 g/t silver) and 0.8 g/t gold, 736 g/t silver across 1.5 metres have been detected in limited sampling within the new zone.

Approximately 780 rock samples have been collected by the Company; 435 samples in the NE epithermal zone, 321 samples in the Central mesothermal zone and 24 samples in the SW epithermal zone. Statistics show gold and silver dominated mineralization in the epithermal zones with 14% of the samples in the NW Zone grading higher than 0.5 g/t Au and 21% grading higher than 10 g/t Ag. In the SW Zone 38% of samples grade higher than 0.5 g/t Au and 54% of samples grade higher than 10 g/t Ag.

Recent geological mapping continues to show intense and extensive vein development in several areas on the Liscay property. Currently, defined vein swarms lie within an area of 12 x 6 kilometres and the ultimate extent of mineralization is yet to be determined.

An 8 line kilometre test geophysical (Induced Polarization) survey commenced on the Liscay property during the reporting period. The surveys are targeted towards areas where analytical results indicate the presence of bonanza type gold and silver mineralization within silicified veins, pods and reefs. Preliminary results indicate that the initial surveys are successful in delineating the host environment to the mineralization and follow-up surveying using greater detail parameters commenced near the end of the 2^{nd} quarter of 2008.

Diamond drill testing of the epithermal, bonanza grade mineralized zones commenced in the 3^{rd} quarter of 2008. A minimum 9 diamond drill holes (1,500m) have been planned and budgeted. The drill program is estimated to be completed in the 4^{th} quarter.

La Joya

Ground acquisition by staking continued on the La Joya property within the Newmont–Geologix Alliance area. The property comprises 17 concessions totalling 14,600 hectares at the end of the 4^{th} quarter of 2007. Mineralization at La Joya is comprised of proximal replacement/skarn and distal manto settings, as well as replacement styles. Disseminated zinc mineralization within the western intrusive is also present, as are significant gold anomalies within an intrusive setting.

Project level activities including additional geological mapping and prospecting, geophysical and geochemical surveys are planned for the 4th quarter of 2008.

Sura, San Felipe and Toro Blanco Properties

An option agreement was signed in the 1^{st} quarter of 2008 with Amera Resources Corporation (Amera) to earn an initial 51% interest in these properties by spending US$3,800,000 on each of the three properties over a 5-year term for a total of $11,400,000. An initial and committed expenditure of US$100,000 in the first year is to be spent on the three properties with a minimum of US$20,000 on each property and Amera has discretion to decide on which of the three properties it will incur the remaining US$40,000. Amera will have the discretion to exercise the Options on any of the properties, on an individual basis, by making further expenditures of US$3,700,000 on each property it elects to acquire 51% interest. Incremental expenditures in subsequent years are US$200,000, US$500,000, US$1,000,000 and US$2,000,000 respectively. Amera, after having exercised the option on any or all of the properties, may earn an additional ten percent (10%) interest in any or all properties by the preparation of a positive feasibility study. An additional nine percent (9%) interest may be earned by Amera by placing any or all of the properties into commercial production.

Amera Resources Corp. advised the Company on November 3, 2008 that it is terminating the option on these properties. A review of completed work is scheduled for the 4^{th} quarter of 2008.

Cayhua Property

The Company's Cayhua concession lies adjacent to the Corihuarmi high-sulphidation, volcanic-hosted deposit currently under development by Minera IRL of Australia. Corihuarmi hosts an estimated mineable resource of 300,000 ounces of gold and is currently in production. The Cayhua concession borders Corihuarmi's pit rim and joint venture discussions have been initiated.

Patacorral Property

Patacorral was explored by Geologix in 2004, 2005 and 2006 drill testing a series of gold and silver vein structures. Subsequently an IP survey was conducted indicating a possible porphyry target beneath the vein system. The property was written off to operations at June 30, 2008.

RESULTS OF OPERATIONS AND FINANCIAL CONDITION

Summary of Quarterly Results

	Sept 30 2008	Jun 30 2008 $	Mar 31 2008 $	Dec 31 2007 $	Sept 30 2007 $	June 30 2007 $	Mar 31 2007 $	Dec 31 2006 $
Interest Earned	61,309	126,529	69,927	18,532	30,596	27,645	20,674	14,704
Loss before Write off of Mineral properties	(1,510,939)	(2,054,615)	(1,244,231)	(1,428,486)	(803,219)	(1,063,709)	(487,053)	(378,462)
Write off of Mineral Properties	(5,076)	(3,240,953)	-	(1,486,586)	-	-	-	(21,597)
Loss for the period	(1,516,015)	(5,295,568)	(1,244,231)	(2,915,072)	(803,219)	(1,063,709)	(487,053)	(400,059)
Net Loss per share, basic and fully diluted	(0.03)	(0.10)	(0.03)	(0.07)	(0.02)	(0.03)	(0.02)	(0.02)

RESULTS OF OPERATIONS AND FINANCIAL CONDITION

3rd Quarter – Three months ended September 30, 2008

For the three months ended September 30, 2008, the Company incurred losses of $1,516,015 ($0.03 loss per share) compared to a loss of $803,219 ($0.02 loss per share) from the same period in 2007. Losses for the 3rd quarter of 2008 included a foreign exchange adjustment on the 2nd quarter mineral property write down of $5,076 (2007 - $Nil).

Operating expenses (excluding stock-based compensation) were $907,292 compared to $253,601 for the same period in 2007. Expense details are as follows:

(a) Accounting and audit fees: $ 48,707 (2007 $11,700) – Current year expenses reflect anticipated costs for interim quarterly reviews, subsidiary statutory audit, and increased complexity of the Company's audit.

(b) Consulting: $113,684 (2007 $18,887) – Increased consulting fees reflect the need for additional expertise as the Company expands its exploration of mineral resources.. The 2008 consulting fees include financial advisory services, investor relations services, directors' fees and temporary accounting services.

(c) Foreign exchange loss $159,663 (2007 gain $99,417) – Foreign exchange activity continues to fluctuate resulting in a loss, mainly due to the translation of foreign currency balances on consolidation of the Company's subsidiaries.

(d) Office and administration: $168,484 (2007 $69,451) – Included in these costs are investor relations costs of $107,183 (2007 $28,532). The Company continues to increase its exposure in the market place to existing and potential investors through business meetings in Canada, Europe and the USA, various trade conferences and extensive printed materials.

(e) Property investigation: $12,757 (2007 $3,640) – The Company continues to incur expenditures in its reconnaissance efforts in Mexico and Peru.

(f) Salary and Benefits: $304,463 (2007 $205,441) – The Company has increased its staffing resources with the addition a new Chief Financial Officer in February 2008, a new geologist and additional support staff.

(g) Travel: $17,120 (2007 $8,819) – The Company's travel expense reflects increasing exposure in the market place.

Stock-based compensation: $664,956 (2007 $580,214) – During the third quarter of 2008, the Company granted 680,000 (2007 nil) stock options. The stock based-compensation expense is primarily affected by the number of options granted and stock-price volatility calculations used in the Black-Scholes option pricing model.

Year to Date: Nine months ended September 30, 2008

During the nine months ended September 30, 2008, the Company incurred losses of $8,055,814 ($0.16 loss per share) compared to a loss of $2,353,981 ($0.07 loss per share) from the same period in 2007.

Operating expenses (excluding stock-based compensation) were $2,589,974 compared to $1,185,753 for the same period in 2007. Detailed analysis includes:

(h) Accounting and audit fees: $ 153,460 (2007 $36,800) – Current year expenses reflect anticipated costs for interim quarterly reviews, subsidiary statutory audit, and increased complexity of the Company's audit.

(i) Consulting: $270,085 (2007 $33,191) – Increased consulting fees reflect the need for additional expertise as the Company expands its exploration of mineral resources. These numbers include additional financial and investor relations support. The 2008 consulting fees include financial advisory services, investor relations services, directors' fees and temporary accounting services.

(j) Foreign exchange loss $196,574 (2007 gain $300) – Foreign exchange activity continues to fluctuate impacting the translation of foreign currency balances on consolidation of the Company's subsidiaries resulting in a year-to-date loss.

(k) Office and administration: $563,647 (2007 $309,757) – Included in these costs are investor relations costs of $392,317 (2007 $156,668). The Company continues to increase its exposure in the market place to existing and potential investors through business meetings in Canada, Europe and the USA, various trade conferences and extensive printed materials.

(l) Property investigation: $103,955 (2007 $3,794) – The Company incurred significant expenditures in its corporate reconnaissance efforts in Mexico and Peru during the first nine months of 2008.

(m) Salary and Benefits: $1,048,181 (2007 $624,067) – The Company has increased its staffing resources with the addition a new Chief Financial Officer in February 2008, a new geologist and additional support staff.

(n) Travel: $68,812 (2007 $48,046) – The Company's travel expense reflects increasing exposure in the market place.

Stock-based compensation: $2,477,573 (2007 $1,247,143) – During the first nine months of fiscal 2008, the Company granted 2,205,000 (2007 1,167,500) stock options. The stock based-compensation expense is primarily affected by the number of options granted and stock-price volatility calculations used in the Black-Scholes option pricing model.

Selected Annual Information

Year ended December 31,	**2007**	**2006**	**2005**
Interest Revenue	97,447	58,618	75,609
Expenses:			
General & Administrative	(1,939,671)	(1,473,901)	(1,290,109)
Stock Based Compensation	(1,940,243)	(290,265)	(697,950)
Write-off of Mineral Properties	(1,486,586)	(959,960)	(2,621,087)
Loss for the Period	(5,269,053)	(2,665,508)	(4,533,537)
Net loss per share, basic and fully diluted	(0.15)	(0.11)	(0.24)
Total Assets	15,412,517	8,056,949	8,150,889
Shareholders' Equity	14,992,172	7,737,540	8,012,598

The financial information has been reported in accordance with the Canadian Generally Accepted Accounting Principles (“GAAP”). This requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Significant areas requiring the use of management estimates relate to the deferral and valuation of exploration expenditures. Actual results could differ from these estimates.

The most significant financial events for year to date results included:

- On February 25, 2008 the Company completed a brokered private placement of 8,000,000 units at $2.25 per unit for gross proceeds of $18,000,000. Each Unit consisted of one common share and one-quarter of one share purchase warrant. Each whole warrant is exercisable to purchase one common share at a price of $3.20 per share on or before February 25, 2010. Should the average closing price of Geologix’s common shares after the four month anniversary of closing equal or exceed $5.00 per share for a period of 10 consecutive trading days, Geologix may give the warrant holders notice that the warrants must be exercised within 20 trading days or the warrants will terminate.
  The Company paid a brokers’ commission of 6% and issued 480,000 non-transferable Broker Warrants. Each Broker Warrant is exercisable to purchase one Unit at a price of $2.25 on or before February 25, 2010. The Units have the same terms and conditions as the private placement. The fair value of the brokers’ warrants of $628,421 was allocated to share capital and contributed surplus. The weighted average assumptions used for the Black-Scholes valuation of warrants were annualized volatility of 110.47%, risk-free interest rate of 3.04%, expected life of 2 years, dividend rate of Nil. The Company incurred share issuance costs of $1,254,582.
- Receipt of $646,750 in funds from the exercise of 995,000 warrants.
- Receipt of $531,700 in funds from the exercise of 930,000 stock options.
- The Company granted 2,205,000 stock options to key employees, directors, officers and consultants.
- The Company continues to focus extensive resources on its drill program in Mexico at the San Agustin project. San Agustin mineral property expenditures incurred for the first nine months of 2008 were $6,958,303.
- The Company continues its exploration activities in Peru through the Newmont venture agreements incurring mineral property expenditures of $693,570 Huancavelica, $323,749 Liscay and $104,439 La Joya projects. The total cost recovery year to date on these properties is $500,878.
- Total year to date mineral property expenditures for all properties were $8,986,636.
- The Company recorded a total write-off of $3,246,029 for properties as follows: In Nevada, USA, $1,272,410 and in the Huancavelica District of Central Peru $1,973,619.

ADOPTION OF NEW ACCOUNTING STANDARDS

Effective January 1, 2008, the Company adopted the following accounting standards updates issued by the Canadian Institute of Chartered Accountants ("CICA").

i. Assessing Going Concern (Section 1400)
The Accounting Standards Board (AcSB) amended the Section 1400, to include requirements for management to assess an entity's ability to continue as a going concern and to disclose material uncertainties related to events or conditions that may cast doubt upon the entity's ability to continue as a going concern. The adoption of this standard did not have an impact on our financial statements.

ii. Capital Disclosures (Section 1535)
This new pronouncement establishes standards for disclosing information about an entity's capital and how it is managed. Section 1535 also requires the disclosure of any externally-imposed capital requirements, whether the entity has compiled with them, and if not, the consequences.

iii. Financial Instruments - Disclosure (Sections 3862) and Presentation (Section 3863)
These new standards require additional disclosures to enable users to evaluate the significance of financial instruments for an entity's financial position and performance. In addition, qualitative and quantitative disclosures are provided to enable users to evaluate the nature and extent of risks arising from financial instruments.

iv. Determining whether a contract is routinely denominated in a single currency
This new standard considers 1) how the term "routinely denominated" in Section 3855.A34(d) should be Interpreted, and 2) what factors can be used to determine whether a contract for the purchase or sale of a non-financial item such as a commodity is routinely denominated in a particular currency in commercial transactions around the world. The adoption of this standard did not have an impact in our financial statements.

Effective January 1, 2009, the Company is required to adopt the following accounting standards updates issued by the CICA:

i. Goodwill and intangible assets (Section 3064)
In February 2008, the CICA issued Section 3064, "Goodwill and Intangible Assets", which replaces Section 3062, "Goodwill and Other Intangible Assets". This new standard provides guidance on the recognition, measurement, presentation and disclosure of goodwill and intangible assets. Concurrent with the adoption of this standard, EIC 27, "Revenue and Expenditures in the Pre-operating Period", will be withdrawn. We are currently assessing the impact of this new accounting standard on our consolidated financial statements.

Liquidity and Capital resources

The Company's working capital balance on September 30, 2008 was $10,030,318 compared to $3,111,642 at December 31, 2007.

On February 25, 2008 the Company closed a brokered private placement. Proceeds net of share issuance costs of $16,745,418 were received. For the nine months ended September 30, 2008 the Company received $646,750 in funds from warrants exercised and $531,700 in funds from stock options exercised.

For the nine months ended September 30, 2008, the Company has made cash expenditures of $8,579,613 on exploration of its mineral properties, compared to $4,700,016 in 2007.

A summary of expenditures by major mineral property for the nine months ended September 30, 2008 is as follows:

	NEVADA				MEXICO		
	Silver Cloud	QC Prospect	RO / OZ	TOTAL NEVADA PROPERTIES	San Agustin	Consejo/ El Carmen/ La Casita	TOTAL MEXICO PROPERTIES
Acquisition and concession costs	123,761	(1)	36,352	160,112	204,820	86,450	291,270
Consulting	-	-	-	-	100,644	47,650	148,294
Drilling	-	-	343,528	343,528	5,043,355	-	5,043,355
Field wages and on-site costs	3,765	15,737	19,488	38,990	845,407	68,053	913,460
Geochemical sampling and mapping	-	-	6,287	6,287	622,463	35,251	657,714
Geophysics	-	-	-	-	3,867	23,513	27,380
Travel and accomodation	233	223	1,726	2,182	137,747	48,635	186,382
	127,759	**15,959**	**407,381**	**551,099**	**6,958,303**	**309,552**	**7,267,855**

	PERU					TOTAL
	Liscay	Newmont Alliance	La Joya	Toro Blanco/San Felipe/Sura/ Cayhua/Huac/ Patacorral	TOTAL PERU PROPERTIES	ALL PROPERTIES
Acquisition and concession costs	50,246	53,588	69,554	14,243	187,631	**639,013**
Consulting	2,151	6,920	258	10,200	19,529	**167,823**
Drilling	-	-	-	-	-	**5,386,883**
Field wages and on-site costs	162,047	526,263	15,868	21,215	725,393	**1,677,843**
Geochemical sampling and mapping	46,843	26,184	14,469	-	87,496	**751,497**
Geophysics	42,146	670	-	-	42,816	**70,196**
Travel and accomodation	20,316	79,945	4,290	266	104,817	**293,381**
	323,749	**693,570**	**104,439**	**45,924**	**1,167,682**	**8,986,636**

The Company has been successful in meeting its exploration capital requirements by completion of equity placements in the past and in 2008.

The Company is considered to be in the exploration stage. Thus, it is dependent on obtaining regular financings in order to continue its exploration programs. Despite previous success in acquiring these financings, there is no guarantee of obtaining future financings.

Capital Resources

In order to keep its current claims in good standing in Nevada and Peru, it must spend the following US dollars per claim: Nevada properties $134.00/claim per year, due in July and October, Peru properties $3.00/hectare per year due in July.

The discovery, development and acquisition of mineral properties are in many instances unpredictable events. Future metal prices, the success of exploration programs and other property transactions can have a significant impact on capital requirements. The Company does not expect to receive significant income from any of its properties within the foreseeable future. Should the Company decide to further develop any of its properties, the Company may fund its capital requirements by arranging further financings via private placements or other financial instruments deemed appropriate.

The principal activity of the Company is mineral exploration and it faces many of the varied kinds of risks typical of other mineral exploration companies. Exploration is also capital intensive and the Company currently has no source of income other than those described above. While risk management cannot eliminate the impact of all potential risks, the Company strives to manage such risks to the extent possible and practical. Only the skills of its management and staff in mineral exploration and exploration financing serve to mitigate these risks and therefore are one of the main assets of the Company.

Transactions with related parties

During the nine months ending September 30, 2008 the Company entered into the following transactions with related parties:

a) Paid directors fees of $59,000 (2007 - $Nil) to directors and companies controlled by directors.

The transactions with related parties were in the normal course of operations and were measured at the exchange value, which represented the amount of consideration established and agreed to by the parties, which are non-interest bearing, with no fixed terms of repayment.

Proposed Transactions

In the normal course of business, the Company evaluates property acquisition transactions and in some cases makes proposals to acquire such properties. These proposals, which are usually subject to board, regulatory and sometimes shareholder approvals, may involve future payments, share issuances, and property work commitments. These future obligations are usually contingent in nature and generally the Company is only required to incur the obligation if it wishes to continue with the transaction. As of this date, the Company has a number of possible transactions that it is examining. Management is uncertain whether any of these proposals will ultimately be completed.

Financial Instruments

Please refer to Note 8 of the accompanying unaudited consolidated financial statements.

Outstanding Share Data

The Company has authorized an unlimited number of common shares without par value. As of November 21, 2008 there were 51,303,458 shares issued and outstanding.

As of November 21, 2008 the Company had 2,480,000 warrants outstanding. In addition 5,212,500 share purchase options, granted to key employees, directors, officers and consultants, were outstanding at various exercise prices and future dates. If all of these securities were exercised, a total of 58,995,958 shares would be issued and outstanding and would result in additional gross proceeds of $15,355,838.

Subsequent events

Subsequent to September 30, 2008 the following events occurred:

a. On October 14, 2008 the Company graduated to the Toronto Stock Exchange.

b. On November 3, 2008 Amera Resources Corporation terminated the option agreement on the Toro Blanco, San Felipe and Sura properties in Central Peru.