

FORM 51-102F1
Management Discussion and Analysis

Platinex Inc.
For the Quarter Ended June 30, 2004

Date: Aug 27 , 2004

Readers of the following discussion and analysis should refer to the Company's audited consolidated financial statements for the years ended December 31, 2003 and 2002 and the related Management Discussion and Analysis where necessary as well as the Management Discussion and Analysis for the Quarter ended March 31, 2004. Those financial statements have been prepared in accordance with Canadian generally accepted accounting policies. All dollar figures included therein and in the following discussion and analysis are quoted in Canadian dollars. Additional information relevant to the Company's activities can be found on SEDAR at www.sedar.com or the Company's website at www.platinex.com.

Overall Performance

In March, 2002 the Company was receipted on its prospectus, however the IPO failed to close. Since then the Company has been attempting to raise sufficient money to meet its listing criteria on the TSX Venture Exchange and maintain its reporting issuer status and principal property in good standing.

In the first quarter of 2004, the Duluth property mining leases were cancelled by the State of Minnesota. The Company wrote this property off in the last quarter of 2003 which contributed \$102,300 to the loss in 2003.

The Company is in the exploration stage on the only project in which the Company retains an interest, namely the Big Trout Lake property in Ontario, and as such has no revenues to fund these activities. The Company accesses the public markets (limited to accredited investors and flow through rules) to finance exploration activity, and the ability to raise additional capital is subject to existing market conditions at that time. The project does not have a defined mineral resource in place whereby the Company can establish an asset value for the project; however, based on current or previous geological programs that have been completed on the property, further exploration work is warranted which has been established on the property based on independent technical reports that meets the criteria of National Instrument #43-101 by Qualified Persons.

In the first quarter of 2004, RJ Burnside & Associates Limited completed a comprehensive report on Satellite Imagery Interpretation, Geochemical Data processing and Multi Criteria Analysis of the Big Trout Lake Property. A new qualifying report that meets the criteria of National Instrument #43-101 by Qualified Persons was completed in June, 2004. This will enable the Company to raise funds and apply for a TSX Venture Exchange listing.

Big Trout Lake Ontario

The Big Trout Lake Igneous Complex is a large layered intrusion with an unfolded strike length of up to 90 km and a thickness of up to 7 km. It is tholeiitic, rich in chromium and differentiated analogous to the Bushveld Igneous Complex of South Africa, the Stillwater Complex of Montana and the Great Dyke of Zimbabwe. The intrusion is of a critical mass to contain extensive concentrations of platinum group elements.

A recent synthesis of all exploration and research data on the Big Trout Lake property has greatly improved the focus of future exploration efforts. Currently a two phase exploration program is planned at a total cost of C\$1,225,000 to test six targets which have already been shown to be well mineralized with platinum group elements (PGE), gold, nickel and copper. Details of this exploration are presented on the Company website at <http://www.platinex.com/>

Results of Operations

In 2003, \$102,300 in exploration and acquisition expenditures on the Duluth property in Minnesota were written off. Several financings were completed issuing 826,757 shares to net the treasury \$206,689. The working capital deficiency stood at \$254,720 at December 31, 2003 compared to \$281,335 at December 31, 2002 for an increase in working capital of \$26,615.

During the quarter ended June 30 2004 the Company conducted exploration on the Big Trout Lake property to refine compilation studies for the qualifying report. In the report six drill ready targets with very large tonnage potential have been identified and a comprehensive drilling program has been proposed to assess these targets. Deferred exploration expenses totaled \$28,539 and administrative expenses were \$42,258. Administrative expenses in the second quarter of 2004 slightly exceeded those in the second quarter of 2003 at \$40,097.

Selected Annual Information

Please refer to the Management Discussion and Analysis for the quarter ended March 31, 2004.

Summary of Quarterly Results

The following tables set out the selected unaudited financial information for the company for the first two quarters of 2004 and each of the quarters of 2003.

| Year 2004 | First Quarter | Second Quarter | Third Quarter | Fourth Quarter |
|----------------------------------|---------------|----------------|---------------|----------------|
| Revenue | -- | | | |
| Administration | \$24,687 | \$ 42,258 | | |
| Net Loss | (\$24,687) | \$(42,258) | | |
| Net Loss per share | (\$0.0036) | \$(0.006) | | |
| Net Loss per share fully diluted | (\$0.0033) | \$(0.0056) | | |

| Year 2003 | First Quarter | Second Quarter | Third Quarter | Fourth Quarter |
|---|---------------|----------------|---------------|----------------|
| Revenue | -- | -- | -- | -- |
| Administration | \$36,300 | \$40,097 | \$32,118 | \$52,203 |
| Net Income (loss) | (\$36,300) | (\$40,097) | (\$32,118) | (\$154,503) |
| Net Income (loss) per share | (\$0.006) | (\$0.006) | (\$0.005) | (\$0.0222) |
| Net Income (loss) per share fully diluted | (\$0.0055) | (\$0.0056) | (\$0.0045) | (\$0.0206) |

Liquidity and Capital Resources

The Company's negative working capital position as of December 31, 2003 was \$254,720, which increased at the end of the first quarter to \$334,661 and at the end of the second quarter to \$395,190. Deferred exploration expenditures for the quarter totaled \$28,539 for the first six months to \$84,061. Administrative expenditures totaled \$42,258 for the second quarter and \$66,945 to date this year net of \$536 of non-cash items. Cash resources on hand are insufficient to allow the Company to move its exploration activities on the Big Trout Lake property through its next phase and cover budgeted administrative expenses for the foreseeable future. Should drilling results prove successful on the Big Trout Lake project the Company will have to review further funding alternatives at that time to further advance on the project. The Company does not have any long term contractual obligations.

Liquidity and Capital Resources cont'd

Exploration expenditures will continue to expand during 2004 compared to 2003 as the Company has budgeted larger scale exploration programs in the current year reflecting the improved outlook for exploration on its Property. As mentioned before, financing alternatives will be driven by existing factors in the market at the time.

Transactions with Related Parties

During the second quarter of 2004, the Company paid \$18,000 in management fees and reimbursed rent and utility costs of \$3,000 to a partnership owned by James R. Trusler, who is director and also acts as the President and CEO of the Company. Of the management fees no monies were allocated to exploration on the Big Trout Lake property. During the first two quarters of 2004, the Company paid \$ 33,000 in management fees and reimbursed rent and utility costs of \$6,000 to a partnership owned by James R. Trusler, who is director and also acts as the President and CEO of the Company. Of the management fees \$1,500 were allocated to exploration on the Big Trout Lake property.

During the second quarter of 2004, the Company paid nil in management fees to a company which is owned by Simon Baker, who is director and also acts as the Vice-President of the Company. During the first two quarters of 2004, the Company paid \$1,000 in management fees all of which was allocated to exploration on the Big Trout Lake property to a company which is owned by Simon Baker, who is director and also acts as the Vice-President of the Company. These management fees were allocated to exploration on the Big Trout Lake property.

Accounting Estimates/Change in Accounting Policy

For the year ending December 31, 2003, the Company adopted the fair value method of accounting for stock options granted during the year under its stock-based compensation plan as recommended by the Canadian Institute of Chartered Accountants. The new policy requires that the Company recognize compensation expense over the vesting period for options granted to directors, officers, and employees. During the second quarter ended June 30, 2004 and the year to date, procedures used by the Company to determine accounting estimates and the risks and uncertainties affecting the Company remain unchanged from the year-end results reported in the 2003 financial statements. The Company did not adopt any changes to its accounting policies or procedures during the quarter or year to date.

Deferred Exploration Expenditures for the three months ended June 30, 2004:

Property: Big Trout Lake \$28,539

Deferred Exploration Expenditures for the six months ended June 30, 2004:

Property: Big Trout Lake \$84,061

For a comparison of additions to deferred expenditures for the year ended December 31, 2003 please refer to the audited financial statements.

Outstanding Share Capital

The Company has authorized share capital of an unlimited number of common shares. As at June 30, 2004 the Company had outstanding: a) 6,968,934 common shares, b) 574,500 Employee's Options to purchase common shares at \$0.50 per share.

On May 13, 2004, the company completed the sale by private placement of 40,000 common shares at a price of \$0.25 per share for proceeds of \$10,000.

Summary of Options Issued

At the end of the Company's year end December 31, 2003 there were 574,500 stock options outstanding of which 379,500 were allocated to directors and officers exercisable into common shares at \$0.25 per share for a period of five years.

Incentive Stock Option Agreements, dated August 2, 2001, between the Issuer and:

- (a) James Trusler whereunder the Issuer granted an incentive stock option to purchase up to 150,000 shares of the Issuer exercisable at a price of \$0.50 for a period of five years from the date upon which a receipt for a prospectus in connection with the first primary distribution of the Issuer's Common Shares is issued by the British Columbia Securities Commission (the "Receipt Date").
- (b) Simon Baker whereunder the Issuer granted an incentive stock option to purchase up to 110,000 shares of the Issuer exercisable at a price of \$0.50 for a period of five years from the Receipt Date.
- (c) James Marrelli whereunder the Issuer granted an incentive stock option to purchase up to 60,000 shares of the Issuer exercisable at a price of \$0.50 for a period of five years from the Receipt Date.
- (d) Thomas Atkins whereunder the Issuer granted an incentive stock option to purchase up to 25,000 shares of the Issuer exercisable at a price of \$0.50 for a period of five years from the Receipt Date.
- (e) Michael Proctor whereunder the Issuer granted an incentive stock option to purchase up to 25,000 shares of the Issuer exercisable at a price of \$0.50 for a period of five years from the Receipt Date.

Summary of Options Issued cont'd

- (f) Bruce Reilly whereunder the Issuer granted an incentive stock option to purchase up to 8,000 shares of the Issuer exercisable at a price of \$0.50 for a period of five years from the Receipt Date.
- (g) Holly Kane whereunder the Issuer granted an incentive stock option to purchase up to 1,500 shares of the Issuer exercisable at a price of \$0.50 for a period of five years from the Receipt Date.

The options will expire on or before March 27, 2007.

Escrowed Shares

At June 30, 2004 there were 2,380,000 shares in escrow.

Officers and Directors

| Individual | Office Held |
|------------------|--|
| James R. Trusler | Director, President and CEO |
| Simon L. Baker | Director, Vice President Corporate Development |
| James Marrelli | Director |
| Thomas Atkins | Director |
| Michael Proctor | Director |
| R. Bruce Reilly | CFO |

Risks and Uncertainties

Please refer to the Management Discussion and Analysis for the quarter ended March 31, 2004.

Cautionary Statement

This MD&A contains “forward looking statements” that reflect Platinex Inc.’s current expectations and projections about its future results. When used in this MD&A, words such as “estimate”, “intend”, “expect”, “anticipate” and similar expressions are intended to identify forward-looking statements, which are, by their very nature, not guarantees of Platinex Inc.’s future operational or financial performance, and are subject to risks, performance, prospects, or opportunities to differ materially from those expressed in, or implied by, these forward-looking statements. These risks, uncertainties and factors may include, but are not limited to: unavailability of financing, fluctuations in the market valuations for platinum group elements, and other metal commodities, difficulties in obtaining required approvals for the development of the Big Trout Lake project and other factors.

Cautionary Statement cont'd

Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this MD&A or as of the date otherwise specifically indicated herein. Due to risks and uncertainties, including the risks and uncertainties identified above and elsewhere in this MD&A, actual events may differ materially from current expectations. Platinex Inc. disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.