LOMIKO METALS INC.
Form 51-102
Management Discussion and analysis
Third Quarter ended April 30, 2012

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The following discussion and analysis of Lomiko Metals Inc. (the "*Issuer*" or the *"Company*"), is prepared as of June 12th, 2012 and should be read together with the annual consolidated financial statements and the corresponding notes thereto for the year ended July 31st, 2011. The financial statements have been prepared in accordance with International Financial Reporting Standards.

The reader should also refer to the interim financial statements for the period ended April 30th, 2011 and the Management Discussion and Analysis for that year.

All amounts are stated in Canadian dollars unless otherwise indicated.

Forward Looking Statements

Statements in this report that are not historical facts and are forward-looking statements involving known and unknown risks and uncertainties, which could cause actual results to vary considerably from these statements. Readers are cautioned not to put undue reliance on forward-looking statements.

Some of the information contained in this discussion may constitute forward-looking statements. Forward-looking information can often be identified by forward-looking words such as "anticipate", "believe", "expect", "goal", plan", "intend", "estimate" "may" and "will" or similar words suggesting future outcomes, or other expectations, objectives or statements about future events or performance. These risks and uncertainties could cause or contribute to actual results that are materially different than those expressed or implied.

Overview

Lomiko Metals Inc, (formerly Lomiko Resources Inc.) ("Lomiko" or "the Company') was incorporated under the Company Act of the Province of British Columbia on July 3rd, 1987. These consolidated financial statements of the Company have been prepared on the basis of accounting principles applicable to a going concern, which assume the realization of assets and discharge of liabilities in the normal course of business.

The Company is a reporting issuer in British Columbia and Alberta and is listed on the TSX Ventures Exchange under the symbol "LMR".

The Company is engaged in the acquisition, exploration and development of natural resource properties.

Board of Directors

Lomiko Metals Inc. depends on the business and technical expertise of its management. The current Board of Directors is comprised of A. Paul Gill, Jacqueline Michael, Garth Kirkham, Julius Galik and Mark T. Nesbitt. The directors that compose the audit committee are Jacqueline Michael, Julius Galik and Mark T. Nesbitt. The Advisory Board comprises of Dr. Dietmar Siebholz and Mr. Kumara Rachamalla

MINERAL PROPERTIES

The Company is engaged in the acquisition, exploration and development of the following mineral properties:

Vines Lake

On April, 10th, 2006, the Company purchased 100% interest in the Vines Lake property, consisting of three contiguous claim units totaling 1,196.4 in the Cassiar region of B.C. The property is located approximately 10 kilometers southeast of the town of Cassiar, B.C. The claims cover rocks of the Sylvester group which are known to contain productive zones of gold mineralization in the area. The claim group is located approximately 2 kilometers north-east of the former Erickson Gold Mine. Highway 37 intersects the property and there are excellent service facilities nearby. The area is on the Arctic slope with elevations ranging from 1,000 to 2,150 meters. There are no extraordinary environmental problems known as of this date.

The Company paid the vendor, a director in the Company, $10,000 in cash and issued 480,000 common shares (post 1:4 share split basis, Oct. 7, 2008) at a deemed value of $60,000 for a total acquisition cost of $70,000 and a 2% NSR.

The nearby Table Mountain Gold Property operated by Hawthorne Gold (HGC) comprises a number of past-producing, high-grade underground gold mines and placer workings in the Cassiar District of British Columbia. Total gold production to date from the Cassiar District is about 423,500 oz (13,172 kg) of gold.

The Company retained Canadian Mining Geophysics (“CMG”) to complete an airborne survey of its Vines Lake Property located near Cassiar, B.C. which was mobilized on June 30th, 2008. The aerial survey was conducted with a magnetic gradiometer with VLF-EM on 100 metre line spacing, fly 302 line km and will assist in defining exploration targets. The CMG airborne survey contract was completed in October 2008 and cost $50,000.

The Company has completed a NI 43-101 technical report compiled by Kirkham Geosystems Ltd.

On June 27th, 2011, the Company announced that it has staked an additional 414 Ha directly west of its Vines Lake claims in the Cassiar District of British Columbia and on August 3rd, 2011, the Company added another 3,684 Ha claims directly south of the Vines Lake, BC property. Lomiko currently holds the rights to mineral tenures totaling 5,267 Ha located in the southwestern corner of the Cassiar District of BC.

Subsequent to this reporting period, on August 3rd, 2011, the Company staked a further 3,684 Ha directly south of the Vines Lake, BC claims. Lomiko now holds the rights to mineral tenures totaling 5,267 Ha located in the southwestern corner of the Cassiar District of BC.

On July 21st 2011, the Company reported that it has completed Phase 1 of the 2011 exploration program at Vines Lake, BC. The exploration team completed soil geochemistry survey at 50m spaced sample sites on 200m spaced lines. The soil grid covers a total of 74.7 line kilometers including the claim lines. A total of 1,358 soil samples were taken, bagged and sent to Stewart Group – Eco Tech Division, in Kamloops, BC for analysis and further assaying. The exploration program was designed to target both potentially high-grade gold vein systems, as seen at the adjacent Table Mountain Mine, in addition to the prospect of intrusion related mineralization. Phase 2 of the 2011 exploration program includes geological mapping and diamond drilling.

The results of the 2011 exploration program show that Zinc values in soil on the Western side of Vines Lake were by far the most anomalous on the property with values reporte4d up to 2,429 ppm. One anomalous zone on the west side of the property measures roughly 122 hectares with an average Zinc value of 425 ppm. A new exploration program is recommended for the property in the summer of 2012.

To date, the Company has spent a total of $425,346.99 on its Vines Lake exploration and $72,884.42 on acquisition costs.

Karolina Chile Lithium Claims (Salar de Aguas Calientes)

The Salar de Aguas Clientes is located in the northern part of the “Altiplano” in the second region of Chile, close to the border of Argentian and Bolivia. The international road to Salta using the “Paso Jama” passes next to it. Three other salars are located nearby, Salar de Tara, Salar de Pujsa and Salar de Quisquiro. The salar is a beach type Salar with superficial lagoons of variable size and the brine can be found on decimetres depth of the salt crust.

The Company entered into an acquisition agreement to purchase 100% ownership in 8 of 9 claims that make up the Chilean Salar (“Karolina Claims”) encompassing 1900 Ha. The Company approved the purchase of the said property based on certain criteria:

- The Karolina Claims are in an excellent location adjacent to the main sealed highway
- The Salar has significant surface brines known to contain Lithium
- The claims purchased surround a mining concession held by Sociedad Quimica y Minera de Chile S.A. (NYSE:SQM) at Salar de Aguas Calientes
- The demand for Lithium is anticipated to grow 25% per year to meet or increase global production requirements

The purchase of the Karolina Claims was done through two separate transactions:

The Company completed the purchase of 50 % ownership in the Karolina Claims with Jeff Adams for which it paid Mr. Adams a total of CAD $30,000 in cash, on June 15th, 2009.

The Company completed the purchase of the remaining 50% ownership in the Karolina Claims with Brian Gusko. Upon Exchange approval, Mr. Gusko received a total of $50,000 in cash (from which $10,000 was credited towards legal fees) and was issued 1 million of the Company’s common shares at a deemed value of $0.065 per share equalling $65,000 on November 11th, 2009.

The total acquisition cost for the Karolina Lithium Claims in Chile was CAD $145,000 and $30,647.19 in initial exploration analysis and claim renewal fees.

Rose Lake Soda Ash Claims, 70 Mile House, BC

On May 7, 2010 The Company signed a property purchase agreement with Paul Dickson for 100% interest in the EVA and PLAYA claims which comprise 222.04 hectares and 222.09 hectares respectively of semi-evaporitic lakes known as Rose Lake and Cunningham Lake ("the Lakes"). The claims are located near 70 Mile House, B.C.

The Lakes are located in the Green Timber Plateau area, a semi-arid plateau averaging 1130 metres elevation and are part of the Cariboo Plateau. The area is underlain by alkaline plateau basalt flows of the Miocene to Pleistocene Chilocotin Group, mantled by a thin cover of glacial till and glaciofluvial sediments.

Upon Exchange approval, the Company paid the vendor, Paul Dickson, $10,000 in cash and 200,000 of the Company's common shares deemed at a value of $0.07 per share equaling $14,000 for a total sum of $24,000.

In October/November 2011, the Company did not to renew the mineral titles to this property. Therefore, the property is considered impaired and a total of $24,000 has been written off.

Quatre Milles (Graphite), Quebec

On November 12th, 2011, the Company announced that it had signed an Option Agreement (the "Agreement") with Zimtu Capital Corp. and one of their prospecting partners (the "Vendors") to acquire 100% interest in the Quatre Milles (Graphite) Property in Quebec (the "Property") according to the following terms:

- The Company paid $25,000 in cash upon signing the Agreement and issued 1 million common shares upon the TSX Venture Exchange (TSX-V) acceptance of the Agreement
- The Company must pay another $25,000 in cash and issue 500,000 common shares six months from TSX-V acceptance.
- The Company must issue 1 million common shares twelve months from TSX-V acceptance.
- The Company must complete a minimum of CAD $200,000 in exploration work on the Property within the first 12-month period.
- The Company must issue a further 1.5 million common shares twenty-four months from TSX-V acceptance
- The Vendors will retain a 2% net smelter royalty on the Property, of which the Company can purchase 1% for CAD$1 million.

The Company completed a 43-101 technical report on the Quatre-Milles property in March 2012 which was conducted by Consul-Teck Exploration Services.

The Quatre Milles Property is road accessible and is located approximately 175 km northwest of Montreal and 17 km due north of the village of Sainte-Veronique, Quebec. The property consists of 28 contiguous claims totaling approximately 1,600 hectares.

The property was originally staked and explored by Graphicor Resources Inc. ("Graphicor") in the summer of 1989 based on the results of a regional helicopter-borne EM survey. The underlying geology consists of intercalated biotite gneiss, biotite feldspar gneiss, marble, quartzite and calcsilicate lithologies of the Central Metasedimentary Belt of the Grenville Province.

MINERAL PROPERTIES ACQUISITIONS AND DEFFERED EXPENDITURES

The Company defers the cost of acquiring, maintaining its interest, exploring and developing mineral properties until such time as the properties are placed into production, abandoned, sold or considered to be impaired in value. As at April 30th, 2012 a total of $761,376.19 was recorded for acquisition and exploration expenses on its mineral properties. All of these costs were deferred.

A summary of capitalized acquisition and exploration expenditures on the Company's properties is as follows:

Vines Lake – Cassiar District, BC					
Date	**Description**	**Cash**	**Shares**	**Price**	**Amount**
05/15/2006	Acquisition Cost	10,000.00			10,000.00
05/15/2006	Acquisition Cost		120,000	0.50	60,000.00
02/20/2007	Property claim renewal	5,323.28			5,323.28
01/28/2008	Property claim renewal	5,324.61			5,324.61
08/09/2011	Additional claims	1,684.42			1,684.42
06/23/2008	Geophysical aerial survey	25,000.00			25,000.00
07/29/2008	Geophysical aerial survey	20,000.00			20,000.00
10/23/2008	Geophysical aerial survey	5,000.00			5,000.00
01/16/2009	Property claim renewal	5,323.28			5,323.28
5/31/2011	Initial exploration costs	5,850.00			5,850.00
06/30/2011	Exploration costs	83,719.25			83,719.25
07/30/2011	Exploration costs	85,841.74			85,841.74
08/31/2011	Exploration costs	43,693.33			43,693.33
09/30/2011	Exploration costs	101,645.87			101,645.87
10/31/2011	Exploration costs	9,123.77			9,123.77
11/12/2012	Exploration costs	560.47			560.47
12/31/2011	Exploration costs	6,578.28			6,578.28
01/31/2012	Exploration costs	10,200.00			10,200.00
03/31/2012	Exploration costs	2,800.00			2,800.00
04/30/2012	Exploration costs	9,363.11			9,363.11
	Total Vines Lake	**438,231.41**	**120,000**		**498,231.41**

Karolina Chile Lithium Property (Salar de Aquas Calientes)					
Date	**Description**	**Cash**	**Shares**	**Price**	**Amount**
06/11/2009	Acquisition cost	30,000.00			30,000.00
06/19/2009	Acquisition cost	10,000.00			10,000.00
08/02/2009	Acquisition cost	10,000.00			10,000.00
11/11/2009	Acquisition cost	30,000.00			30,000.00

11/11/2009	Acquisition cost		1,000,000	0.065	65,000.00
03/19/2010	Mining concession fee	3,165.70			3,165.70
04/09/2010	Baseline project exploration cost	24,481.49			24,481.49
04/05/2011	Property claim renewal	3,000.00			3,000.00
	Total Karolina	**110,647.19**	**1,000,000**		**175,647.19**
Rose Lake – 70 Mile House, BC					
06/21/2010	Acquisition cost	10,000.00			10,000.00
06/16/2010	Acquisition cost		200,000	0.07	14,000.00
10/31/2011	Property abandoned	-10,000.00			-24,000.00
	Total Rose Lake	**0.00**	**200,000**		**0.00**
Quatre Milles (Graphite) QB					
11/12/2011	Acquisition cost	25,000.00			25,000.00
03/27/2012	Acquisition cost		1,000,000	0.035	35,000.00
03/31/2012	43-101 Report	27,497.59			27,497.59
	Total Quatre Milles	**52,497.59**			**87,497.59**
	Total Acquisition costs				**277,884.42**
	Total Deferred expenses				**483,491.77**
	Grand Total	**601,316.19**	**1,320,000**		**761,376.19**

Third Quarter 2012 Financial Activities

The following events took place in the Company during the third financial quarter of 2012.

On March 2, 2012, the Company announced that it was successful in raising $903,320 through the sale of 9,033,200 million units (“Units”) at a price of $0.10 per Unit. Each Unit consists of 1 common share and one share purchase warrant, each full warrant being exercisable at a price of $0.15 for a period of twelve months from the closing date. The securities have now been issued, having a hold period expiring July 2nd, 2012. The Company paid a cash commission of $75,000 in regards to the above financing. The proceeds of the offering will be used for exploration purposes and for general operational expenses.

On March 16, 2012, the Company announced the appointment of Dr. Dietmar Siebholz to the Board of Advisors. Dr. Siebholz has been researching graphite and grapheme developments in Europe and is a significant shareholder of Lomiko Metals. In the spring of 2010, Dr. Siebholz added graphite to the list of minerals he favours for investment.

On March 27, 2012, the Company announced that it had completed its 43-101 Technical report by Consul-Teck Exploration Services which was accepted by the TSX-Venture Exchange and filed on Sedar regarding its Quatre Milles Graphite Property located in southwestern Quebec.

On April 3, 2012, the Company announced the results of its 2011 exploration program on its Vines Lake, BC property which shows that Zinc values in soil on the Western side of Vines Lake were by far the most anomalous on the property with values reporte4d up to 2,429 ppm. One anomalous zone on the west side of the property measures roughly 122 hectares with an average Zinc value of 425 ppm. A new exploration program is recommended for the property in the summer of 2012.

Subsequent events

On May 10, 2012, the Company appointed Mr. Kumara Rachamalla, M.B.A,M.Eng., P.Eng.– Advisory Board member. Mr. Rachamalla is highly experienced in government and financial matters. He has developed and implemented innovative incentive policies for the Government of Ontario, advised public and private sector clients on technical, environmental, natural resource, financial and taxation issues. Furthermore, Mr. Rachamalla designed economic, financial and taxation models to develop and assess a broad range of fiscal options and their impact on private sector investments and made recommendations for incorporation into tax statutes.

Mr. Rachamalla has also advised institutional investors in Canada, U.S., Europe and the Far East on attractive investment opportunities in the natural resource sector by providing in-depth commodity analysis, combining financial, technical and industry expertise and provided expert opinion in Canadian and U.S. tax courts.

Mr. Rachamalla has raised both equity and debt capital for corporations and advised corporate clients on financing, joint ventures, acquisitions and mergers. He has also developed strategic plans and reviewed project evaluation of the multi-billion dollar Syncrude oil-sands project, has evaluated and conducted feasibility studies and ore reserve estimates in Quebec and Yukon Territories as Assistant Chief Mine Engineer and has conducted cost-benefit analyses, environmental studies and health and safety surveys for the National Coal Board in the United Kingdom.

On May 14, 2012, the Company announced that it has signed a letter agreement with three vendors to acquire a 100%-interest in the 2,180 hectare Quatre Milles West Property, located in southern Quebec.

The Quatre Milles West Property covers the western extension of the geology that hosts the drilled graphite bearing structures at the Company's Quatre Milles Property. The combined property now covers two separate claim blocks, one 8 km by 7 km, and the other 7 km by 5 km, which brings the expanded Quatre Milles Property from approximately 1,600 hectares to 3,780 hectares.

To earn its 100%-interest, Lomiko must pay C$3,000 and issue 1,800,000 shares, subject to TSX Venture Exchange acceptance and grant the vendors a 2% NSR of which the first 1% may be purchased for $1 million.

The underlying geology of the Quatre Milles West Property consists of intercalated aluminous biotite paragneiss with graphite, biotite feldspar paragneiss, marble with graphite at contact with other units, quartzite and calc-silicate lithologies of the Central Metasedimentary Belt of the Grenville Province.

Nature of Business and Going Concern

Lomiko Metals Inc. (the "Company") was incorporated under the laws of the Province of British Columbia and is engaged in the acquisition, exploration and development of resource properties. It is located at Unit 439 - 7184 120th Street, Surrey, BC.

The Company is in the exploration stage and has not yet determined whether its properties contain enough mineral reserves such that their recovery would be economically viable. Its exploration and development operations are subject to government legislation, policies and controls relating to prospecting, development, production, environmental protection, mining taxes and labour standards. In order to carry out exploration and mining activities, the Company is required to hold certain permits. There is no assurance that the Company's existing permits will be renewed or that new permits that have been applied for will be granted.

The recoverability of valuations assigned to resource properties is dependent upon discovery of economically recoverable reserves, the ability to obtain necessary financing to complete development and future profitable production or proceeds from disposition. Management reviews the carrying value of the Company's interest in each property and where necessary, properties are written down to their estimated recoverable amount. Although management has made its best estimate of these factors, it is reasonably possible that certain events could adversely affect management's estimates of recoverable amounts and the amount of provision for impairment in the carrying value of its resource property interests and related assets. Although the Company has taken steps to verity title to properties in which it has an interest in accordance with industry standards for the current stage of development of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, unregistered claims, aboriginal claims and regulatory and environmental claims.

These condensed interim consolidated financial statements of the Company have been prepared in accordance with International Accounting Reporting Standards ("IFRS") applicable to a going concern which contemplates the realization of assets and discharge of liabilities in the normal course of operations as they become due. These condensed interim consolidated financial statements do not reflect any adjustments to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue business.

Basis of preparation and adoption to IFRS

Statement of compliance

These condensed interim consolidated financial statements are unaudited and have been prepared in accordance with Canadian generally accepted accounting principles applicable to publicly accountable enterprises and with International Accounting Reporting Standard 34 - Interim Financial Reporting.

Basis of measurement

The consolidated financial statements have been prepared on a historical cost basis as set out in the accounting policies below. Certain items, including derivative financial instruments, are stated at fair value.

Use of estimates and judgments

The preparation of financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Information about critical judgments in applying accounting policies that have the most significant effect on the amount recognized in the consolidated financial statements is included in the notes to the financial statements where applicable.

Consolidation
The consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, the Conac Group Inc., incorporated in British Columbia, Conac Software (USA) Inc., incorporated in Washington, USA., and Lomiko Metals LLC, which was incorporated in Colorado, USA. All inter-company accounts and transactions have been eliminated.

Cash and cash equivalents
Cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and other short-term, highly liquid investments that are readily convertible to known amounts of cash and subject to an insignificant risk of change in value.

Functional and presentation currencies
The functional and presentation currency of the Company is the Canadian dollar.

New standards and interpretations not yet adopted

IFRS 9, Financial Instruments ("IFRS 9")
IFRS 9 addresses classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39 for debt instruments with a new mixed measurement model having only two categories: amortized cost and fair value through profit or loss. IFRS 9 also replaces the models for measuring equity instruments, and such instruments are either recognized at fair value through profit or loss or at fair value through other comprehensive income. This standard is effective for annual periods beginning on or after January 1, 2013. The Company is in the process of evaluating the impact of the new standard.

IFRS 10, Consolidated Financial Statements ("IFRS 10")
IFRS 10 builds on existing principles and standards and identifies the concept of control as the determining factor in which an entity should be included within the consolidated financial statements of the parent company. In addition, the consolidated procedures are carried forward substantially unmodified from IAS 27 Consolidated and Separate Financial Statements. This standard is effective for annual periods beginning on or after January 1, 2013. The Company is in the process of evaluating the impact of the new standard.

IFRS 11, Joint Ventures ("IFRS 11")
IFRS 11 establishes principles for financial reporting by parties to a joint arrangement. The IFRS supersedes IAS 31 Interest in Joint Ventures and SIC-13 Jointly Controlled Entities - Non-monetary Contributions by Ventures and is effective for annual periods beginning on or after January 1, 2013.

IFRS 12, Disclosure of Interest in Other Entities ("IFRS 12")
IFRS 12 applies to entities that have an interest in a subsidiary, a joint arrangement, an association or an unconsolidated structured entity. This standard is effective for annual periods beginning on or after January 1, 2013. Early adoption is permitted. The Company is currently evaluating the impacts of this standard on its financial statements.

IFRS 13, Fair Value Measurements ("IFRS 13")
IFRS 13 defines fair value, sets out in a single IFRS framework for measuring fair value and requires disclosures about fair value measurements. This IFRS applies when another IFRS requires or permits fair value measurements or disclosures about fair value measurements, except in specified circumstances. IFRS 13 is to be applied for annual periods beginning on or after January 1, 2013. Early adoption is permitted. The Company is currently assessing the impact of the standard on its financial statements.

IAS 27, Separate Financial Statements has been amended for the issuance of IFRS 10 but retains the current guidance for separate financial statements; and

IAS 28, Investments in Associates and Joint Ventures has been amended for conforming changes based on the issuance of IFRS 10 and IFRS 11.

Critical accounting estimates and judgments

The preparation of these consolidated financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual outcomes may differ from these estimates.

The effect of a change in an accounting estimate is recognized prospectively by including it in total comprehensive loss/income in the period of change, if the change affects that period only, or in the period of the change and future periods, if the change affect both.

Information about significant areas of estimation uncertainty considered by management in preparing the consolidated financial statements is described below:

Title to mineral property interests
The Company has taken steps to verify title to mineral properties in which it has an interest; these procedures do not guarantee the Company's title. Such properties may be subject to aboriginal interests arising from treaty rights. Title may also be affected by undetected prior agreements, transfers and other defects.

Asset retirement obligations
The Company recognizes the liability for an asset retirement obligation. The relevant costs associated with the asset retirement obligations are estimated based on the Company's interpretation of current regulatory requirements. Based on the assessment, the Company did not have any significant asset retirement obligations at the reporting dates.

Contingencies
By their nature, contingencies will only be resolved when one or more future events occur or fail to occur. The assessment of contingencies inherently involves the exercise of significant judgment and estimates of the outcome of future events.

Share-based compensation
The fair value of the employee share options is measured using the Black-Scholes option pricing model. The Company has made estimates as to the expected volatility (based on weighted average historical volatility adjusted for changes expected due to publicly available information), expected life of the instruments (based on historical experience and general option holder behavior), expected dividends and the risk free interest rate (based on government bonds).

Warrants

The fair value of the warrants is estimated at the issue date using the Black-Scholes option pricing model with estimates of the volatility based on the Company's historical common share trading prices, expected dividend yield and risk free interest rates.

Cash and cash equivalents

	April 30, 2012	**July 31, 2011**
Cash	$ 563,620	$ 473,527
Cash equivalents	3,026	3,004
	$ 566,646	$ 476,531
Restricted cash	$ 55,529	$ 224,589

The Company has incurred losses for Canadian income tax purposes that may be carried forward to reduce income of future years that would otherwise be subject to income tax. The aggregate amount of the losses is $2,114,740.

The losses expire as follows:

2014	$ 79,132
2015	12,827
2027	110,806
2028	130,858
2029	462,824
2030	613,562
2031	704,731
	$ 2,114,740

The potential tax benefits of the losses have not been recognized in the financial statements as it is considered to be more likely than not that future tax assets will not be realized.

Other Requirements

Additional disclosure relating to the Company's material change reports, news releases and other information is available on SEDAR at www.sedar.com. The Company's website can be found on: www.lomiko.com.

Quantitative and Qualitative Risks

Credit

The Company has no long-term debt, with accounts payable and accrued liabilities being short-term and non-interest bearing. The Company's credit risk is limited to exploration advances and other receivables. The Company is not exposed to short-term interest rates through the interest earned on cash advances.

Business risk

The gold and iron-ore industries are highly competitive, particularly with respect to searching for and developing new sources of gold and iron-ore reserves, constructing and operating mines, and transporting and marketing gold and iron-ore products.

In Chile, the Company is pursuing a pure exploration program, and there is no assurance that feasible iron-ore reserves will be discovered and economically produced. Financial risks in the commodity industry include fluctuations in commodity prices, and interest and currency exchange rates. Operational risks, if a discovery were made, include reserve performance uncertainties, reliance on partners, competition, environmental and safety issues, and a complex regulatory environment. In Canada, the Company's Vine's Lake project is in production. Operational risks include, but are not limited to, reserve uncertainties, mine and mill performance uncertainties, environmental, governmental and regulatory uncertainties and safety issues.

Lomiko is exploring its lithium property in Chile and has not yet determined whether it contain any reserves. The recovery of both the costs of acquiring the lithium and the related deferred exploration costs depends on the existence of economically recoverable reserves, its ability to obtain the financing necessary to complete the exploration and development of the any property, and the future profitable production or, alternatively, on the sufficiency of proceeds from disposition. Operating a foreign registered subsidiary presents risks associated with differences in business regulations and practices compared with operating a Canadian corporation.

Commodity risk

There are risks of volatility in world gold and lithium prices and other risks that the Company cannot control. Lomiko has no current plans to hedge its production to eliminate pricing risk.

Hedging, Sales Contracts, Commodity and Derivative instruments

The Company is not engaged in any commodity price hedging and has no sales contracts, commodity or derivative instruments in place.

Business Risk

The Company's financial results may be significantly influenced by its business environment. Business risks include, but are not limited to:

- Cost to find, develop, produce and deliver commodities;
- Relationships with any current or potential joint venture partners;
- Satisfactory title to property it has agreed to develop;
- Government regulations; and
- Cost of capital.

Exploration, development and production risks

A portion Lomiko's current and future working capital will be expended on its exploration, exploitation and development activities, which are high-risk ventures with uncertain prospects for success. Lithium and gold exploration involves a high degree of risk and there is no assurance that expenditures made on future exploration activities by the Company will result in new discoveries of commodities that are commercially viable or economically producible. Holders of securities of the Company must rely on the ability, expertise, judgment, discretion, integrity and good faith of management of the Company. It is difficult to project the costs of implementing any exploratory or developmental drilling program due to the inherent uncertainties of drilling in unknown formations, the costs associated with encountering various drilling conditions such as over-pressured zones and tools lost in the hole and changes in drilling. Few properties that are explored are ultimately developed into new reserves. In certain instances, the Company may be precluded from pursuing an exploration program or decide not to continue with an exploration program and such an occurrence may have a negative effect on the value of the securities of the Company.

Future exploration may involve unprofitable efforts, not only from lack of commodity reserves, but from commodity reserves that are productive but do not produce sufficient net revenues to return a profit after drilling, operating and other costs. Completion of a mine does not assure a profit on the investment or recovery of drilling, completion and operating costs. In addition, drilling hazards or environmental damage could greatly increase the cost of operations, and various field operating conditions may adversely affect the production from successful mine sites. These conditions include: delays in obtaining governmental approvals or consents, insufficient storage or transportation capacity or other geological and mechanical conditions.

Gold and lithium reserves

All evaluations of future net revenues are before consideration of indirect costs such as administrative overhead, other miscellaneous expenses and income taxes. The future net revenues may not be representative of the fair market value of the reserves. There are numerous uncertainties inherent in estimating quantities of proved and probable reserves, including many factors beyond the control of the Company.

In general, estimates of economically recoverable reserves and the future net revenues there-from are based upon a number of variable factors and assumptions, such as historical production from the properties, commodity prices, the assumed effects of regulation by governmental agencies and future operating costs, each of which may vary considerably from actual results. Estimates of the economically recoverable reserves attributable to any particular group of properties, classification of such reserves based on risk of recovery and estimates of future net revenues expected there-from, prepared by different engineers and geologists or by the same engineers and geologists at different times, may vary substantially.

Foreign Exchange Currency Risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Financial Instruments that impact the Company's net earnings due to currency fluctuations include: U.S. dollar denominated cash, exploration advances and other receivables and accounts payable and accrued liabilities. The Company holds certain financial instruments in Chile. However, due to the insignificant balances, the Company is exposed to minimal risk in that currency.

The Company currently only maintains one bank account in Canada denominated in Canadian dollars. U.S. dollar transactions are converted to Canadian dollars on the date of the transaction.

Foreign currency exchange rates

The Company's functional currency is the Canadian dollar. The Company transacts business using the Canadian dollar, the United States dollar and the Chilean peso.

The Company may sell its future reserve production pursuant to marketing agreements that are denominated in the Chilean Peso that first must be denominated into US dollars or in Canadian dollars when producing in Canada. Many of the operational and other expenses incurred by the Company are paid in US dollars or in local currency of the country where operations are performed. The assets and liabilities of the Company (including reserve information) are recorded in Canadian dollars. As a result, fluctuations in the US dollar or Chilean Peso against the Canadian dollar and each of these currencies against local currencies in jurisdictions where properties of the Company are located could result in unanticipated and material fluctuations in the financial results of the Company. The Company does not hedge its foreign currency transactions.

Political risk

The Company operates in Chile, which is an immature and emerging economy with associated risk factors. Lomiko's operations and related assets are subject to the risks of actions by governmental authorities, insurgent groups or terrorists. The Company conducts its business and financial affairs to protect against political, legal, regulatory and economic risks applicable to our operations. However, there can be no assurance that the Company will be successful in protecting itself from the impact of these risks.

Conflict of interest risk

Certain of the directors and officers of the Company are engaged in, and will continue to engage in, other business activities on their own behalf and on behalf of other companies and, as a result of these and other activities, such directors and officers of the Company may become subject to conflicts of interest. The Business Corporations Act provides that in the event that a director has an interest in a contract or proposed contract or agreement, the director shall disclose his interest in such contract or agreement and shall refrain from voting on any matter in respect of such contract or agreement unless otherwise provided under the BCA – British Columbia. To the extent that conflicts of interest arise, such conflicts will be resolved in accordance with the provisions of the BCA – British Columbia.

Competition

A number of other gold and lithium companies operate and are allowed to bid for exploration and production licenses and other services in Chile and Canada which are the focus of the business and operations of the Company, thereby providing competition to the Company. Larger companies may have access to greater resources than the Company, may be more successful in the recruitment and retention of qualified employees and may conduct their own commodity marketing operations, which may give such companies a competitive advantage over the Company. Some of these companies have been conducting operations in Chile and Canada for considerably longer periods of time than has the Company and thus these companies may be more familiar with the political and business landscape in Chile and Canada than the Company. In addition, actual or potential competitors may be strengthened through the acquisition of additional assets and interests.

Environmental regulations

The current and future operations of the Company that are conducted in Chile and Canada are subject to environmental regulations promulgated by the Governments of Chile and Canada. Current environmental legislation in Canada and Chile provides for restoration of mine sites and safe disposal of any chemicals extracted or used in the mine development. In addition, certain types of operations may require the submission and approval of environmental impact assessments. The existing operations of the Company are subject to such environmental policies and legislation. Environmental legislation and policy is periodically amended. Such amendments may result in stricter standards and enforcement and in more stringent fines and penalties for non-compliance. Environmental assessments of existing and proposed projects carry a heightened degree of responsibility for companies and their directors, officers and employees. The costs of compliance associated with changes in environmental regulations could require significant expenditures, and breaches of such regulations may result in the imposition of material fines and penalties. In an extreme case, such regulations may result in temporary or permanent suspension of production operations. There can be no assurance that these environmental costs or effects will not have a material adverse effect on the future financial condition or results of the operations of the Company.

The Company is subject to a number of risk factors due to the nature of the mining business in which it is engaged. The risks and uncertainties not presently known to the Company may impact the Company's financial results in the future. The current economic and market conditions represent circumstances that may affect the carrying amount of the Company's assets.

Regulatory Risk

The operations of all mineral explorers and producers, are subject to extensive controls and regulations imposed by various levels of government. The Company monitors and adheres to all regulations which could affect its operations and has established standards of operating practice which are designed to minimize risk to our employees, the community and the environment. Changes to regulations could have an adverse effect on the Company's results of operations and financial condition.

Officers & Directors

Directors and officers have a duty to exercise due diligence in overseeing the activities of the Company. They are required to act in "good faith" and in the best interest of the Company.

Expenses

The Company incurred $510,654.29 in total operational expenses for the nine-month period ended April 30th, 2012, as compared to $605,266.04 for the same period last year.

Third Quarter 2012 Results

The period ended April 30th, 2012 shows a net loss of $510,607 and working capital of $599,108.

During the nine-month period ended April 30th, 2012, travel expenses increased by $2,755 compared to the same period for last year.
Advertising and promotional expenses increased by $97,462 compared to last year. The Company participated in several conferences in Vancouver BC and Toronto ON as well as media interviews, banner advertisements and magazine advertisements.
Legal expenses decreased by $18,912 from last year because there were no legal dispute matters.
Exchange and Transfer Agent fees decreased by $8,397 from last year because there was only one financing for this period as opposed to five financings last year.
Shareholders Communications increased by $10,376.51 from last year because of AGM mailings and other communications
The Company wrote off $24,000 for the Rose Lake, BC soda ash property because the claims were not renewed in October/November 2011and the property was therefore deemed impaired.
Stock based compensation of $75,991 was expensed for this reporting period.

All other expenses were incurred in the normal course of business operations.

Nine-month operational expenses	April 2012	April 2011
Office and sundry expenses	17,845.75	13,862.55
Telephone/Fax	2,032.51	2,095.47
Travel	13,142.71	10,387.67
Advertising & Promotion	173,933.07	76,471.44
Management & Subcontract Fees	90,000.00	90,000.00
Legal	12,054.34	30,996.09
Investor Relations	45,000.00	-
Consulting/Professional	9,000.00	24,635.91
Accounting/Audit	7,792.60	3,198.12
Exchange & Transfer Agent Fees	28,253.74	36,651.07
Shareholder Communications	11,608.14	1,231.63
Write down on mineral properties	24,000.00	187,322.55
Legal Settlement	-	52,876.44
Shared-based compensation	75,991.43	75,537.00
		-
Total	**510,654.29**	**605,266.04**

Revenue

The Company had no producing properties, and consequently no sales or revenues to report.

Net Income/Loss

The Company recorded a net loss of ($510,607) and (0.01) loss per share for the nine-month period ended April 30th, 2012, as compared to a net loss of ($604,812) and (0.01) loss per share for the same period last year.

Summary of Quarterly Results
(expressed in thousands of Canadian dollars, except per share amounts)

	Apr 12 IFRS	Jan 12 IFRS	Oct 11 IFRS	July 11 IFRS	Apr 11 IFRS	Jan 11 IFES	Oct 10 IFRS	July 10 IFRS
Revenue	0	0	0	0	0	0	0	0
Net Loss	(511)	(232)	(139)	(577)	(529)	(406)	(328)	(691)
Loss per Share	(0.01)	(0.00)	(.008)	(0.016)	(0.01)	(0.01)	(0.008)	(0.021)

Selected Annual Information

Revenue, net loss, diluted loss per common share, total assets and total long-term liabilities for the year ended July 31, 2011, with the year ended July 31, 2010 and with the year ended July 31, 2009 were as follows (in thousands of Canadian dollars except for shares):

	IFRS 2011 $	**IFRS 2010 $**	**CGAAP 2009 $**
Total Revenue	0	0	0
Total Assets	1,036	755	260
Total Long Term Liabilities	0	0	0
Net Income and comprehensive (loss)	(577)	(691)	(1,185)
Net Income (loss) per share basis	(0.016)	(0.021)	(0.039)
Net Income (loss) per share diluted	(0.016)	(0.021)	(0.039)

The Company had no producing properties, and consequently no sales or revenues to report.

The Company incurred a total net loss of ($510,607) for this reporting period. The loss per share, basic and diluted was (0.01). The Company had assets of $1,509,258 of which $747,822 came from cash, receivables, and pre-paid expenses. The Company's mineral property acquisition assets comprise of $72,884,42 for the 100% acquisition of the Vines Lake Mineral Property in the Cassiar district of British Columbia; $145,000 for the 100% acquisition of the 8 Salar de Aguas Calientes (Karolina) Lithium Claims in Chile and $60,000 in initial acquisition payments in cash and share issuance on the Quatre Milles (Graphite) Quebec Property. There was also a total of $483,491.77 in deferred explorations, the majority of which related to work done on the Vines Lake property in 2011/12; for the Karolina mining concession fees and baseline project exploration costs and renewal claims and for the 43-101 technical report done on the Quatre-Milles property in Quebec.

SHARE CAPITAL

Disclosure of outstanding shares data

During the current fiscal year, the Company completed the following issuances:

a) Authorized - Unlimited number of common shares without par value
b) Issued and outstanding:

Share Capital

As at April 30th, 2012, the Company had 66,439,145 common shares outstanding and 82,197,345 on a fully diluted basis.

Category	**Shares**
Common shares without par value	66,439,145
Share Options	4,925,000
Share Warrants	10,833,200
Balance, April 30, 2012	**82,197,345**

Description		**Apr. 30, 2012**
	Number of Shares	**Amount $**
Issued shares		
Balance, beginning of period (July 31, 2011)	**55,518,445**	**16,786,673.00**
Shares issued for cash	10,920,700	1,030,820.00
Share issue costs – legal		(5,040.00)
Share issue costs – legal & commission fees		(75,000.00)
Fair value of warrants issued		17,525.00
Value assigned to warrants		(418,536.00)
Balance, April 30th, 2012	**66,439,145**	**17,336,442.00**

Warrants

As of April 30th, 2012, 4,937,500 warrants were expired.

The fair value of the warrants is estimated at the issue date using the Black-Scholes option pricing model with estimates of the volatility based on the Company's historical common share trading prices, expected dividend yield and risk-free interest rates.

The following table summarized information relating to share purchase warrants outstanding and exercisable at April 30, 2012.

Date Issued	**Number Issued**	**Exercise Price**	**Weighted Average**	**Grant date Value**	**Expiry Date**
Balance, July 31, 2011	7,475,000		$0.11		
Warrants issued	9,033,200	$0.15	$0.15	$0.15	March 1, 2013
Warrants expired	(5,287,500)		$0.11		
Warrants exercised	(387,500)		$0.12		
Bal. Apr. 30, 2012	**10,833,200**		**$0.146**		**$1,570,980**

The weighed average remaining contractual life of the warrants as at April 30, 2012 is .87 years.

Liquidity and Capital Resources

As at April 30th, 2012, the Company's cash and accounts receivable position was $37,915.46 compared to $3,815.94 for the same period last year. The Company's working capital surplus is $599,108. There is $55,529 in restricted cash committed to qualifying exploration expenditures under the flow-through share agreements.

Financing Activities

On March 1, 2012, the Company completed a private placement of $823,280 (net of share issue costs of ($80,040) by issuing 9,033,200 common shares and warrants in the capital of the Company. The common shares were issued at $0.10 per share. Each warrant is exercisable at a price of $0.15 for a period of one year. The proceeds of the offering will be used for exploration purposes and for general operational expenses.

The Company has a total of 4,925,000 options and a total of 10,833,200 warrants outstanding as of April 30th, 2012.

Stock Options

The Company has established a stock option plan for directors, senior officers, employees, management company employees and consultants (collectively "Eligible Persons") for the Company and its subsidiaries. The purpose of the plan is to give to Eligible Persons, as additional compensation, the opportunity to participate in the success of the Company by granting to such individuals Options to buy shares of the Company at a price not less than the market price prevailing on the grant date less applicable discount, if any, permitted by TSX Policies and approved by the Board.

The option price under each option shall not be less than the discounted market price on the grant date. The expiry date for each option shall be set by the board at the time of issuance and shall not be more than ten years after grant date. Options shall not be assignable (or transferable) by the optionee. The maximum number of shares reserved for issuance under the stock option plan in aggregate shall not exceed 10% of the total number of the Company's issued and outstanding common shares on a non-diluted basis prior to the issuance. The number of shares which may be issuable under the plan within a twelve month period to one optionee shall not exceed five percent of the total number of issued and outstanding shares on a non-diluted basis.

The following table summarizes the stock options outstanding and exercisable as at April 30th, 2012.

The Company granted 950,000 incentive stock options priced at $0.10 each to directors and a consultant on February 8th, 2011. The options are exercisable until February 8th, 2016.

The Company granted 400,000 incentive stock options to its Investor Relations firm, Bay Street Connect, Toronto, Ontario, on May 1st, 2011 priced at $0.10 each and exercisable until May 1st 2012.

On August 8, 2011 350,000 incentive stock options were granted to the crew of the Vines Lakes exploration crew at an exercise price of $0.10. They are fully vested and expire on August 7th, 2016.

On February 13, 2012, 775,000 incentive stock options priced at $0.10 each were grated to consultants and exercisable until February 13, 2014.

The Options were granted under the Company’s Stock Option Plan.

Number of Options	Exercise Price	Expiry Date
200,000	0.10	July 2, 2013
1,300,000	0.12	September 3, 2014
700,000	0.10	November 30, 2014
250,000	0.12	February 17, 2015
950,000	0.10	February 8, 2016
400,000	0.10	May 1, 2012
350,000	0.10	August 8, 2016
775,000	0.10	February 13, 2014
4,925,000		**Balance, Apr. 30, 2012**

The weighted average remaining contractual life of options outstanding at April 30, 2012 is 2.14 years.

Share option transactions for the period ended April 30, 2012 were as follows:

	Number of Options	Weighted Average Exercise Price
Options outstanding,		
Balance as of July 31, 2011	4,390,000	$ 0.11
Adjustment of Bal. Fwd. (Q3)	200,000	
Issued	1,125,000	$ 0.10
Options exercised	(150,000)	
Options expired	(640,000)	
Balance, April 30, 2012	**4,925,000**	**$ 0.11**

During the nine month period ended April 30th, 2012, share-based compensation expense of $75,991.43 (2011 - $75,537) was recorded. The weighted average fair value of the share-based compensation expense has been determined using the Black-Scholes option pricing model with the following assumptions:

Risk free interest rate	1.08% - 2.06%
Dividend yield	0
Expected volatility	152.0% - 190.03%
Expected option life	2 - 5 years

Other MD&A Requirements

As at April 30th, 2012, the Company had a total of 82,197,345 shares on a fully diluted basis. If the Company were to issue 15,758,200 shares upon the conversion of all of its outstanding warrants and options, it would raise a total of $2,094,480.

At the current time, the Company has sufficient funds to pay for 3 months of operating expenses. The Company will endeavour to raise further capital in the future to fund its exploration work on the Quatre Milles QB Property and for phase 2 of its Vines Lake exploration project for 2012 and also for its on-going operational expenses.

Off Balance Sheet Arrangements

The Company is not a party to any off balance sheet arrangements or transactions.

Related Party Transactions

During the nine-month period ended April 30th, 2012, the Company entered into the following transactions with related parties:

The Company paid $45,000 in management fees to a company controlled by Paul Gill, President and CEO.

The Company paid $45,000 in management fees to a company controlled by Jacqueline Michael, CFO.

The Company paid $2,800 in consulting fees to a company controlled by Garth Kirkham, a former director who resigned from the Board on November 7, 2011.

The above fees were in the normal course of operations and measured at the exchange amount which is the amount of consideration established and agreed to by the related parties.

Commitments and Contingencies

The Company entered into flow-through share subscription agreements in March 2011 whereby it is committed to incur on or before January 31, 2013, a total of $400,000 of qualifying Canadian Exploration Expenses as described in the Income Tax Act. As at April 30th, 2012, $344,470.53 of the committed amount has been spent, leaving a balance of $55,529.47 to be incurred on or before January 31, 2013. The Company is able to continue to incur exploration expenses beyond February 2013. However, it will be subject to a penalty of 4-5% per annum on the balance required to be spent on its exploration work. The Company intends to fulfill its flow-through commitments within the given time constraints.

The Company's mining and exploration activities are subject to various federal and provincial laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company believes its operations are materially in compliance with all applicable laws and regulations.

Outlook

The Company completed phase 1 of its 2011 summer exploration program and has started on phase 2 exploration work on its 100% fully owned Vines Lake property in the Cassiar district of BC. As such, the Company has established an exploration camp to coordinate activities related to the summer exploration program at Vines Lake. Lomiko holds the rights to three contiguous mineral tenures, totaling 1,169 Ha (2,888 Acres) located in the southwestern corner of the Cassiar Gold District or ‘Cassiar Gold Camp’. Exploration activities commenced in June, 2011 and continue until September 2011.

This program is designed to target both potentially high-grade gold vein systems, as seen at the adjacent Table Mountain Mine, in addition to the prospect of intrusion related mineralization. Phase I of the program is targeted to begin as soon as weather and snow conditions permit. Phase II will explore follow-up targets resulting from the geological mapping, geochemical and ground geophysical surveys resulting from Phase I.

Due to the property's close proximity to formerly producing mines with a proven history in the Cassiar Mining Camp, it is the opinion of the company that potential exists on the Vines Lake Property for discovering new high-grade gold vein systems. Also, there is a potential for other intrusion related mineralization in proximity to the Cassiar Batholith and its associated boundary contacts, over which Lomiko's Vines Lake property claims are located.

The Company aims to expand its mineral properties and has entered into an acquisition agreement with Zimtu Capital to acquire the Quatre Milles Graphite property in Quebec over a two year period by paying $50,000 ($25,000 paid) and issuing 4 million shares (1 million issued) to the vendor over 2 years. The property is located in southwestern Quebec. The Company has completed a 43-101 report on the Quatre-Milles property through Consul-Teck. The report is a compilation of all historical information related to the Quatre Milles property including previous drilling. Jean-Sebastien Lavallée, P.Geo is the Qualified Person who wrote the report.

In May 2012, the Company sort to add to the Quatre-Milles property and signed a letter of agreement with three vendors to acquire a 100%-interest in the 2,180 hectare Quatre Milles West Property, located in southern Quebec. The Quatre Milles West Property covers the western extension of the geology that hosts the drilled graphite bearing structures at the Company's Quatre Milles Property. The combined property now covers two separate claim blocks, one 8 km by 7 km, and the other 7 km by 5 km, which brings the expanded Quatre Milles Property from approximately 1,600 hectares to 3,780 hectares.

Lomiko plans to mount an aggressive exploration campaign on the Quatre Milles Graphite Property commencing with a complete compilation of historic geologic work followed by surface mapping, prospecting and follow-up diamond drilling.

The Company is continually involved in the ongoing process of identification and evaluation of new properties that can achieve the corporate objectives for near to long term growth.

Internal disclosure controls and procedures

Management is responsible for establishing and maintaining disclosure controls and procedures for the Company. Due to its small size of operations, there is lack of segregation of duties within the Company's internal control systems. It is unlikely that segregation of duties can be properly addressed until the Company grows to a significant size. In order to compensate for the weaknesses in its internal control systems, the management has hired experienced consultants in assisting with the financial reporting and disclosures process. With the implementation of these compensating controls, the management has evaluated and believed that its disclosure controls and procedures are effective in providing reasonable assurance that material items requiring disclosure are identified and reported in a timely manner.

On behalf of the Board,

"Paul Gill"
Paul Gill, President & CEO