PJX RESOURCES INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the three and nine months ended September 30, 2011

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The following is management's discussion and analysis of the operating results and financial condition ("MD&A") of PJX Resources Inc. ("PJX" or the "Company") for the three and nine months ended September 30, 2011 ("Fiscal 2011") and its financial position as at September 30, 2011 and should be read in conjunction with the unaudited interim financial statements of the Company and notes thereto at September 30, 2011. The comparative reporting periods are the three and nine months ended September 30, 2011 ("Fiscal 2010").

The financial statements were prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to the preparation of interim financial statements including IAS 34, *Interim Financial Reporting*. All monetary amounts are expressed in Canadian dollars unless otherwise indicated. Additional information has been filed electronically through the System for Electronic Document Analysis and Retrieval ("SEDAR") and is available online at www.sedar.com. The date of this report is November 29, 2011.

Forward-Looking Information

This presentation contains "Forward-looking information" within the meaning of applicable Canadian securities legislation. Forward-looking information includes, but is not limited to, information concerning PJX's exploration program and planned gold production as well as PJX's strategies and future prospects. Generally, Forward-looking information can be identified by the use of Forward-looking terminology such as "plans", "expects", or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "does not anticipate", or "believes" or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might", or "will be taken", "occur", or "be achieved". Forward-looking information is based on the opinions and estimates of management at the date the information is made, and is based on a number of assumptions and subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the Forward-looking information. Assumptions upon which such Forward-looking information is based include, without limitation, availability of skilled labour, equipment, and materials. Many of these assumptions are based on factors and events that are not within the control of PJX and there is no assurance they will prove to be correct. Factors that could cause actual results to vary materially from results anticipated by such Forward-looking information include changes in market conditions, variations in ore reserves, resources, grade or recovery rates, risks relating to international operations (including legislative, political, social, or economic developments in the jurisdictions in which PJX operates), economic factors, government regulation and approvals, environmental and reclamation risks, actual results of exploration activities, fluctuating metal prices and currency exchange rates, costs, changes in project parameters, conclusions of economic evaluations, the possibility of project cost overruns or unanticipated costs and expenses, labour disputes and the availability of skilled labour, failure of plant, equipment or processes to operate as anticipated, capital expenditures and requirements for additional capital, risks associated with internal control over financial reporting, and other risks of the mining industry as well as those risk factors discussed in the Long Form Prospectus of PJX available at www.sedar.com. Although PJX has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in Forward-looking information, there may be other factors that cause actions, events or results not to be anticipated, estimated or intended. There can be no assurance that Forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. PJX undertakes no obligation to update Forward-looking information if circumstances or management's estimates or opinions should change except as required by applicable securities laws. The reader is cautioned not to place undue reliance on Forward-looking information.

Nature of Operations and Going Concern

The principal activities of the Company are mineral exploration projects located near Cranbrook, British Columbia. The Company is considered to be in the exploration stage and has no producing properties and, consequently, has no current operating income or cash flow. Financing of the Company's activities to date has been obtained from equity issues. The continuing development of the Company's properties therefore depends on the Company's ability to obtain additional financing.

The Company will require substantial additional funds to further explore and, if warranted, develop one or more of its Mineral Properties. The Company's financing efforts to date are not sufficient in and of themselves to enable the Company to fully fund all aspects of its operations and commitments and there is no assurance that future financing initiatives will be successful or sufficient. The Company's ability to continue as a going concern is dependent upon its ability to fund its working capital and exploration requirements and eventually to generate positive cash flows either from operations or the sale of properties. It is not possible to predict whether financing efforts will be successful or if the Company will attain profitable levels of operations or successfully dispose of properties.

Qualified Person

The foregoing scientific and technical information has been prepared or reviewed by John Keating, P.Geo. President and Chief Executive Officer of the Company. He also supervises all work associated with the Company's exploration programs. Mr. Keating is a "qualified person" within the meaning of National Instrument 43-101.

Company Overview

The Company's principal business is the acquisition, exploration and development of mineral resource properties in Canada. The Company's principal mineral property is the Dewdney Trail Project and the Company's goal is to become a producer of gold through the exploration, discovery, and development of mineral resources. The Company's Option Agreement for the Dewdney Trail Project includes the right to earn up to 80% interest in the Dewdney Trail Project and 3 Other Properties (Vine, Eddy and Zinger properties) in the Cranbrook area.

The large tonnage potential of the gold bearing quartzite rock unit on the Dewdney Trail property is what attracted PJX to the area. The Dewdney Trail Technical Report concludes that the gold showings exhibit many features in common that support potential for a large tonnage deposit of the Sediment Hosted Vein type (SHV). SHV deposits are some of the largest gold producers in the world.

Highlights for Q3 2011

Operations

- 20 large target areas with gold mineralization potential identified by geophysics on Dewdney Trail Property
- 400 grab samples collected from Dewdney Trail Property

Financial

- The Company completed $2.5m IPO and commenced trading on the TSX Venture Exchange on September 14, 2011.

Events subsequent to the quarter end

- More than 4.5 kilometres (km) of trail and 500 metres (m) of trenching were initiated on 3 of the 20 target areas on the Dewdney Trail Property
- Drilling commenced on one of the 3 target areas being trenched on the Dewdney Trail Property
- The Property Option Agreement with SG Spirit Gold for the 4 Cranbrook area gold properties was amended to increase PJX's land package to over 40, 700 hectares with no change to the Terms of the Agreement
- Geotech Ltd. (Geotech) was contracted to fly more than 1100 line-kilometers of the VTEM airborne magnetic and electromagnetic system over 3 of the 4 gold properties
- The Company granted 2,233,500 stock options to directors, employees and consultants at an exercise price of $0.30 per share

Exploration

During the three and nine months ended September 30, 2011, PJX incurred $130,023 and $145,949, respectively in exploration expenses compared with $20,000 and $20,000, respectively for the same periods during fiscal 2010.

The following schedule describes exploration expenses incurred for each project for the three and nine months ended September 30, 2011 as well as since their inception.

	Opening Balance	Q3	Year to date	Balance Since inception
Dewdney Trail Gold Property	188,920	89,643	102,037	290,957
Eddy Gold Property	84,330	3,544	5,596	89,926
Zinger Gold Property	26,548	6,836	8,316	34,864
Vine Property	925	-	-	925
	300,723	100,023	115,949	416,672
Option payments	20,000	30,000	30,000	50,000
Exploration - All projects	$ 320,723	$ 130,023	$ 145,949	$ 466,672

Acquisition of the Mineral Properties

On September 14, 2010, the Company entered into an Option Agreement with Ruby Red Resources Inc. (now SG Spirit Gold Inc. "SG") whereby PJX may earn up to 80% in 4 mineral properties of SG in the Cranbrook area of southeastern British Columbia. The 4 properties are the Dewdney Trail gold property, the Zinger gold property, the Eddy gold property, and the Vine polymetallic (gold-silver-lead-zinc-copper) property. PJX can earn an 80% interest by completing a series of cash payments totalling $250,000 and work commitments totalling $2.5 million over a four year period. Once vested, the Company may earn up to 100% interest, subject to a 2% NSR with a buyback of 1% should SG decide not to participate in funding joint venture exploration programs.

In accordance with the terms of the Option Agreement, PJX has completed exploration expenditures of over $416,000 on the Mineral Properties in order to preserve SG's mineral interests in all its Cranbrook area properties and paid total cash payments of $50,000.

On November 8, 2011, the company announced it expanded the Cranbrook gold properties' land holdings from 27,900 hectares to over 40,700 hectares, a 45% increase. The new claims were optioned from SG Spirit Gold Inc and were added to the existing option agreement between the two companies with no change in the terms or conditions of the original agreement.

DEWDNEY TRAIL PROPERTY

The Dewdney Trail Property is the largest in size and considered to be the most prospective at this time because of gold discoveries found in geology favourable for hosting large tonnage Sediment-Hosted-Vein gold deposits. The optioned property initially comprised 35 contiguous mineral tenures covering approximately 13,000 hectares located 29 km northwest of Cranbrook, British Columbia. The company expanded the road accessible Dewdney Trail property to over 18,000 hectares by optioning over 5,000 additional hectares from SG Spirit Gold in November, 2011.

Placer gold provided the first exploration interest in the area, starting in the mid to late nineteenth century, with deposits on the Wild Horse Creek proving large and profitable. Anecdotal information suggests at least 1.5 million ounces (46.7 million grams) of gold have been recovered; however, no corresponding lode deposits of any size have been discovered, suggesting the gold potential of the Wildhorse Creek Area has undeveloped potential. The Dewdney Trail Property is located upstream from placer deposits in Wildhorse Creek and may host the source of the placer gold.

Prospecting and geological mapping by SG had discovered a broad sedimentary rock unit of interbedded quartzites and argillites containing gold mineralization. Over 12 km of the favourable gold bearing sedimentary unit occurs on the Dewdney Trail property. The unit ranges from 75 to over 200 meters in true width and has not been systematically explored and never been drilled. Rock grab samples of the unit from prospecting and mapping contain gold concentrations up to 18 grams per tonne (g/t). This target unit is pervasively altered (sericite-quartz-pyrite-Fe oxide-Fe carbonate) and veined throughout its length and width. Veins are locally closely spaced (centimeter scale), have widths ranging from millimeters to centimeters, and range in length from centimeters to a metre. Given the significant size potential of the sedimentary unit, PJX Resources considers the Dewdney Trail Property to have the greatest gold mine potential. In December 2010, RIT Minerals Corp. completed a 43-101 Technical Report (43-101) on the Dewdney Trail Property for the Company.

The 43-101 concludes that the Dewdney Trail Property contains: 1) 3 large-tonnage SHV gold prospects called Spirit, Tac and Lewis; 2) a vein-type prospect called Jack Leg, and 3) a skarn and stockwork Cu-Au (possible porphyry) prospect called Dew Drop. In the author's opinion, exploration emphasis and expenditures should focus on the Spirit and Lewis showings as they exhibit many features in common that support potential for a large tonnage deposit of the SHV type. These zones have the following characteristics that make them suitable as bulk tonnage targets: (i) stratigraphic continuity measured in kilometers (km); (ii) large, intense alteration systems featuring sericite-quart-pyrite-Fe carbonate-Fe oxide; (iii) centimeter scale spaced fractures throughout the host unit; (iv) evidence of resurgence; and (v) gold distributed throughout the host unit.

SHV deposits contain some of the largest gold reserves in the world. In Asia they include: Muruntau (>80M oz), SukHöy Log (>20 M oz), and Amantaytau, Daugiztau, Kumtor, Bakirchik, Olympiada, Nezhdaninskoe, Natalka and Maysky (all > 5 M oz); in Australia, deposits of the Victorian gold fields include: Bendigo (> 20 M oz), Ballarat, Fostereville and Stawell; in New Zealand: the Macraes plus numerous smaller deposits; in South America there are enumerable small to medium deposits; and in North America numerous small to medium deposits occur in the Meguma terrane of Nova Scotia.

As a first stage of exploration the Company contracted Aeroquest to conduct detailed 75m line-spacing airborne geophysical (Electromagnetic and Magnetic) surveys over the 5 showing areas on the property during October and November, 2010.

Evaluation of the airborne survey data covering the 3 SHV potential areas has identified over 20 large target areas with the potential to host SHV gold deposits.

Since commencing trading on September 14, 2011, and subsequent to the end of the third quarter, the Company has submitted more than 400 grab rock samples taken from about 60% of the target areas. More than 500 m of trenching with over 4.5 km of trail building and over 750 m of drilling were also undertaken as an initial program to explore 3 of the large target areas on the Dewdney Trail Property. Results from these initial sampling, trenching and drilling programmes will be compiled with existing data and used to identify target areas that have the greatest potential to host a deposit.

ZINGER PROPERTY

The road-accessible Zinger Property is located 24 km west of Cranbrook, British Columbia. In November 2011, the company expanded the Zinger property by more than 4,400 hectares to over 11,500 contiguous hectares through an amendment to the original option agreement with SG Spirit Gold.

The Zinger Property is located within the Kimberley Gold Trend on the north flank of Perry Creek, 5 km directly upstream from the historic Perry Creek placer gold deposits. PJX plans to explore the Zinger Property to determine whether it may have been a source for the placer gold.

Bedrock samples taken in 2008 and 2009 from the Zinger Property contain gold concentrations. The zone with mineralization is at least 9 km long and 2 km wide. About 1380 grab samples of bedrock were collected and assayed. Approximately 750 samples reported analyses above 20 ppb gold. Of these, 86 samples ranged from 500 ppb (0.5 g/t) to 1000ppb (1.0 g/t), 101 samples ranged from 1000 ppb (1.0 g/t) to 5000 ppb (5.0 g/t), and 37 samples were equal to or greater than 5000 ppb (5.0 g/t) gold. The highest value reported was 39,597 ppb (39.6 g/t) gold.

Characteristics common to sample sites include: sericite-quartz-pyrite alteration; multiple veins sets on the millimetre and centimetre scale; brick red hematite staining; extensive silicification. The veins are antitaxial, and are consistent with multiple episodes of crack-seal development.

At one locality, the anomalous exposure was pressure-washed and channel sampled in an effort to better understand the distribution of gold within the exposure. One channel, cut oblique to bedding and across intense micro-veining and alteration, averaged 4.95 g/t Au over 3 m. The host Creston Formation quartzite is non-sulphide bearing; hence presence of disseminated pyrite in association with gold represents an exploration vector that may be discernable using certain geophysical methods, such as induced polarization exploration methods.

In October 2010, PJX contracted Aeroquest to conduct a detailed 75 m line-spacing airborne geophysical (Electromagnetic and Magnetic) test survey over one showing area on the Zinger Property. The airborne survey identified potential structures that may be associated with gold mineralization in outcrops. In October 2011, the company carried out soil and rock sampling programmes on parts of the property and contracted Geotech to fly a VTEM airborne survey over additional sections of the Zinger property. The results from this work will be compiled with historical data to define targets for follow-up surveys including possible trenching and drilling in 2012.

EDDY PROPERTY

The road accessible Eddy Property is located 14 km south west of Cranbrook, British Columbia and 6 km southeast of the Zinger Property. In November 2011, the company expanded the Eddy property by more than 4,400 hectares to over 11,500 contiguous hectares through an amendment to the original option agreement with SG Spirit Gold.

The Eddy Property is located within the Kimberley Gold Trend on the north flank of Moyie Creek. The Eddy Property covers a succession of gold-mineralized quartz veins which occur along shear zones within the fold hinge of a regional anticline that is at least 9.5 km long. A total of 64 grab samples of bedrock have returned values ranging from 1 to 57 g/t Au and demonstrate the potential for high-grade gold concentrations along the shear zones.

The fold hinge and associated shears are breached by placer-bearing streams (e.g. Weaver Creek) that flow southeast or south into the Moyie River, site of historical placer operations. Visible gold in shear-related quartz veins is commonplace, suggesting the shear zones may be the source of the placer gold. Alteration assemblage on the Eddy Property consists of quartz-sericite-pyrite-Fe carbonate, similar to the Dewdney Trail Project.

Prime geological targets for ore-body sized gold concentrations may occur at offsets along the Old Baldy shear fault system which traverses the Eddy Property for a distance exceeding 10 km. Several offsets in the fault system are consistent with releasing bends where shoot-like dilation zones for hosting gold may exist.

In October 2010, PJX contracted Aeroquest to conduct detailed 75 m line-spacing airborne geophysical (Electromagnetic and Magnetic) test surveys over 2 separate parts of the Eddy Property. The airborne survey identified potential structures and geology that may be associated with gold mineralization. In October 2011, the company contracted Geotech to fly a VTEM airborne survey over additional sections of the Eddy property. The results from this work will be compiled with historical data to define targets for follow-up surveys including possible trenching and drilling in 2012.

VINE PROPERTY

The road-accessible Vine Property is located 11 km south of Cranbrook, British Columbia. The 459 hectare property comprises 16 contiguous mineral claims.

In the late 1970s, Cominco discovered lead, zinc and silver mineralization in Proterozoic aged Middle Aldridge Formation argillites and quartzites on the Vine Property. In 1989, Kokanee Exploration Ltd. optioned the Vine Property from Cominco. The claims were allowed to lapse over time. Supergroup Holdings Ltd. staked the claims in 2000 and sold the Vine Property to SG in 2005.

The following summary of the Vine occurrence is quoted from the B.C Ministry of Energy Mines, and Petroleum Resources' Minfile Record Summary (082GSW050).

"The Vine 1 occurrence is a shear-related vein system in Middle Aldridge Formation argillites and quartzites. Trenching and drilling has exposed massive and disseminated sulphides (pyrite, sphalerite and galena) within a sheared vein system striking about 120 degrees and dipping 45 to 85 degrees to the northwest. Stringer and disseminated sulphides are conspicuous in the shear zone for several metres on either side of the massive sulphides. The mineralized Vine structure has been traced for over 1000 metres along strike and a downdip extension of at least 700 metres.

Recent drilling (1990) of the Vine structure (630 metres depth) has intersected 3 massive sulphide veins. The upper vein has a true width of 4 metres, the middle vein a true width of 2 metres and the lower vein a true width of 3.4 metres. The upper vein averages 2.94 per cent lead, 0.2 per cent zinc and 29.13 grams per tonne silver across 4 metres. The middle vein averages 36.24 per cent lead, 12.16 per cent zinc, 229.67 grams per tonne silver and 0.34 grams per tonne gold across 2 metres. The lower vein averages 4.7 per cent lead, 2.09 per cent zinc, 0.36 per cent copper and 35.3 grams per tonne silver across 3.4 metres. The lower vein represents a new sulphide zone within the Vine structure (George Cross News Letter #224 (November), 1991).

Proven and probable reserves for the Vine property are 1,300,000 tonnes grading 2.2 grams per tonne gold, 36.3 grams per tonne silver, 3.12 per cent lead, 3.12 per cent zinc and 0.11 per cent copper (MDAP - Kokanee Exploration Ltd. Prospectus (1990))."

Kokanee Exploration Ltd.'s resource estimate reported above is a historical estimate and was not prepared using the resources categorizations set out in NI 43-101. The Company is not aware of any more recent resource estimate for this property. The Company is uncertain as to the relevance or reliability of the historical estimate.

The last significant drilling done on the Vine Property was between 1989 and 1991. In October 2011, the Company contracted Geotech to fly a VTEM airborne survey over the Vine property. PJX plans to compile and review any available historical drill data and the airborne survey results on the Vine Property to assess the potential to test for additional mineralization on strike or at depth.

Results of Operations

The Company generated a loss of $380,483 and $855,968 respectively for the three and nine months ended September 30, 2011, compared with $64,559 and $64,559, respectively, for the same periods on fiscal 2010. The main sources of these losses were G&A expenses and exploration expenditures.

Three and nine months ended September 30, 2011 and 2010

General and administration:

The most significant elements of G&A were legal fees, management fees and accounting and auditing fees, listing fees and fees related to travel and investor relations activities. The Company was incorporated in April 2010 and had limited activity until September 2010. The increase in each of these G&A elements was due to the Company's increased activity.

Legal fees for the three and nine months ended September 30 2011 were $61,517 and $250,517 respectively, representing legal fees associated with the filing of the Company's Long Form Prospectus with the Ontario Securities Commission (available for viewing at www.sedar.com).

For the three and nine months ended September 30, 2011 Management fees representing fees paid to senior officers of the Company were $54,900 and $183,588 respectively, compared with $41,600 and $41,600, respectively, for the same periods of Fiscal 2010.

Accounting and auditing fees related to the filing of the Company's Long Form Prospectus and fees related to the preparation of these reports. For the three and nine months ended September 30, 2011 the Company incurred $44,491 and $104,016 respectively, compared to $Nil and $Nil, respectively for the same periods during fiscal 2010.

Listing fees, related to the Company's IPO for the three and nine months ended September 2011 were $44,484 and $45,414 respectively compared to $Nil and $Nil, respectively for the same periods of fiscal 2010.

Travel expenses related to investor relations and project planning activities for the three and nine months ended September 2011 were $15,366 and $36,159 respectively compared to $15,616 and $15,616, respectively for the same periods of fiscal 2010.

Investor Relations expenses other than travel for the three and nine months ended September 2011 were $24,400 and $28,083 respectively compared to $1,344 and $1,344, respectively for the same periods of fiscal 2010.

Exploration:

The most significant expenses included in exploration expenses include prospecting and mapping primarily related to the Dewdney Trail Property. Land rights expenses represent rights paid to local authorities for the Mineral Properties, and trenching and professional fees relate to permit applications to conduct exploration on the Properties.

Prospecting expenses on the Dewdney property for the three and nine months periods ended September 30, 2011 were $38,496 and $38,496, compared to $Nil and $Nil for the same periods during fiscal 2010.

Mapping expenses for the same property were, for the three and nine months ended September 30, 2011, $22,764 and $28, 002, respectively, compared with $Nil and $Nil for the same periods of fiscal 2010.

Total exploration expenses incurred in other properties for the three and nine month ended September 30, 2011were $10,380 and $13,912, respectively, compared with $Nil and $Nil for the same periods of fiscal 2010.

Included under exploration expenses are option payments that for the three and nine months period ended September 30, 2011 were $30,000 and $30,000 respectively compared to $20,000 and $20,000 for the same periods of fiscal 2010.

SUMMARY OF QUARTERLY RESULTS *(UNAUDITED)*

The following table sets forth a breakdown of material components of the general and administration costs of the Company for each of the five most recently completed quarters:

Quarter Ended	Net Revenue	Net loss Total	Net loss Per Share	Exploration expenses	G&A
September 30,2011	Nil	$ 380,483	$0.03	$ 130,023	$ 250,460
June 30, 2011	Nil	349,810	0.03	2,444	347,366
March 31, 2011	Nil	125,675	0.01	13,482	112,193
December 31, 2010	Nil	554,964	0.05	300,723	254,241
September 30,2010	Nil	64,559	0.01	20,000	44,559

The Company was incorporated on April 24, 2010, and no significant activities were carried until September 2010, when it entered into the Option Agreement. The first payment under the Option Agreement, in the amount of $20,000, was disbursed on September 27, 2010 and recorded as an exploration expense. General and administration expenses incurred during the three months ended September 30, 2010 corresponds mainly to management fees paid to senior executives of the Company.

Liquidity and Capital Resources

On September 9, 2011 the Company completed its initial public offering of an aggregate of 10,500,000 common shares at a price of $0.20 per common share, and 1,600,000 common shares that qualify as “flow-through shares” at a price of $0.25 per flow-through common share for total gross proceeds of $2,500,000. A $250,000 cash commission and $25,000 Corporate Finance Fee was paid to the Agent in connection with this financing. The Company also issued 1,210,000 compensation warrants entitling the holder to acquire one common share of the Corporation at a price of $0.20 until September 9, 2014.

The Company’s cash position will enable it to fund the Corporation’s exploration program, operating expenses and unallocated working capital into 2012.

A loss of confidence in the broader U.S. and European markets as well as the sovereign debt and deficit issues across the globe create a climate of greater volatility, decreased liquidity, widening of credit spreads, increased credit losses and tighter credit conditions. These disruptions in the current credit and financial markets have had a significant material adverse impact on a number of financial institutions and have limited access to capital and credit for many companies. These disruptions could, among other things, make it more difficult to obtain, or increase our cost of obtaining capital and financing for our operations.

The Company has no producing properties and, consequently, has no current operating income or cash flow. The company’s access to capital may not be available on terms acceptable to us or at all. Financing of the Company’s activities to date has been obtained from equity issues. The continuing short-term development of the Company’s properties therefore depends on the Company’s ability to obtain additional financing through equity investments. Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in delay or indefinite postponement of further exploration and evaluation of the property interests of the Company with the possible dilution or loss of such interests.

Outlook

PJX's management are encouraged by the positive results received from the exploration completed to date. More than 20 large target areas have been identified on the Dewdney Trail property by airborne geophysical surveys. The targets could host large tonnage Sediment-Hosted-Vein style gold deposits. Approximately 60% of the targets have been followed up by prospecting and mapping. Over 400 rock samples have been collected to initially assess gold potential in these target areas. The company also started to evaluate 3 target areas with trenching and 1 of the 3 areas with initial drilling. This has all been accomplished in a very short period of time before the winter season. Our next steps will be to compile the results from this work once the rock and drill core analyses are received over the coming months. We are hopeful that these results will help define the geological rock units and structures controlling the gold mineralization for future exploration.

The airborne geophysical surveys were successful in developing over 20 target areas on the Dewdney Trail property. For this reason, additional surveys are being flown over the expanded properties PJX acquired from SG Spirit Gold Inc. Results from our exploration on the Dewdney Trail Property will be used to define additional gold targets in the new areas being flown on our other properties.

As with all junior exploration companies, financing remains a challenge. With gold trading at historically high prices and positive exploration results, PJX believes it is well positioned to attract investor interest. A priority will be to continue marketing efforts to promote PJX's exploration results and potential.

Trend Information

There are no major trends which are anticipated to have a material effect on the Company's financial condition and results of operations in the near future.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements, capital lease agreements or long-term debt obligations.

Related Party Transactions

Related party transactions include remuneration of directors and key management of the Company. Related party transactions reflected below are in the normal course of operations and were made on terms equivalent to those that prevail in arm's length transactions.

The following transactions were carried out with related parties:

(a) Purchase of services:

During the nine month-period ended September 30, 2011 the Company purchased consulting services from companies controlled by its senior officers for management services, and, legal services from a partnership where a partner is also director of PJX. During the same period in fiscal 2010 the Company purchased consulting services from companies controlled by its senior officers.

The following schedule shows payments made during the three and nine months ended September 30, 2011 and 2010 to these companies.

	2011	2010
Nine months ended September 30,	183,588	41,600
Three months ended September 30,	54,900	41,600

(b) Key management compensation:

Key management includes directors (executive and non-executive), and senior officers (Chief Executive Officer and Chief Financial Officer). The compensation paid or payable to key management for employee services is shown below:

Nine months ended September 30,	2011	**2010**
Salaries and fees*	194,588	41,600
Fees paid to partnership where a director of PJX is a partner **	241,280	-
	435,868	41,600

Three months ended September 30,	2011	**2010**
Salaries and fees*	65,900	41,600
Fees paid to a firm where a director of PJX is a partner**	52,280	-
	$ 118,180	$ 41,600

* Amounts in (a) above are included in these totals.
** These amounts have been accrued at period end.

(c) Period-end Balances arising from purchases of services:

	2011	**2010**
Salaries payable to key management	$ 11,000	$ -
Fees payable to key management	-	-
Payable to a firm where a director of the Company is a partner*	327,437	-
	338,437	$ -

*Includes other disbursements and sales taxes not included in billed fees detailed in (b)

Payables to related parties are due on thirty days after reception and bear no interest.

Subsequent to September 30, 2011, the directors and key management were awarded stock options under the employee share option plan. (see Subsequent Events)

Commitments, Contingencies and Contractual Obligations

The Company is a party to certain employment contracts. These contracts contain clauses requiring that $396,000 be paid upon a change of control of the Company. As the likelihood of these events taking place is not determinable, the contingent payments have not been reflected in these condensed consolidated interim financial statements.

The Company's exploration activities are subject to various federal, provincial and international laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

The Company's contractual obligations or commitments to maintain its interest in the Mineral Properties, and other required payments over the next five years is summarized as follows:

By September 14,	2012	2013	2014	2015 and thereafter	Total
Option payments	40,000	50,000	75,000	-	165,000
Work commitments	433,351	500,000	1,250,000	-	2,183,351
	473,351	550,000	1,325,000	-	2,348,351

Although there are approximately $2.3 million in existing commitments, the payment of these commitments is dependent on PJX retaining the Mineral Properties. If the Company decides to discontinue its interest in all the Mineral Properties, the related commitment would cease to exist.

Proposed Transactions

There are no proposed transactions that will materially affect the performance of the Company.

Critical Accounting Estimates and Accounting Policies

Some of the principal accounting policies applied in the preparation of PJX interim financial statements are set below. For a complete list of the Company's accounting policies please refer to PJX September 30, 2011 financial statements.
The preparation of the Company's unaudited interim financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These unaudited interim financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the unaudited interim financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future event that are believed to be reasonable under the circumstances.

Basis of preparation

The Company's third quarter unaudited interim financial statements for the three and nine months ending September 30, 2011 have been prepared in accordance with International Financial Reporting Standards applicable to the preparation of interim financial statements "IAS 34, "Interim financial reporting" as issued by the International Accounting Standards Board.

The unaudited interim financial statements have been prepared on a historical cost basis. In addition, these unaudited interim financial statements have been prepared using the accrual basis of accounting except for cash flow information.
In the financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the period. Actual results could differ from these estimates. Of particular significance are the estimates and assumptions used in the recognition and measurement of items included below.

Critical accounting estimates

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the financial position reporting date, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

- the recoverability of accounts receivable included in the statements of financial position;
- management assumption of no material restoration, rehabilitation and environmental, based on the facts and circumstances that existed during the period; and
- management's position that there is no income tax considerations required within the financial statements.

Critical accounting judgments

The determination of categories of financial assets and financial liabilities has been identified as an accounting policy which involves judgments or assessments made by management

Future accounting changes

The IASB issued the following standards which are relevant but have not yet been adopted by the Company: IFRS 9, Financial Instruments, IFRS 10, Consolidated Financial Statements, IFRS 11, Joint Arrangements, IFRS 12, Disclosure of Interest in Other Entities, IFRS 13, Fair Value Measurement and amended IAS 27, Separate Financial Statements. Each of the new standards is effective for annual periods beginning on or after January 1, 2013 with early adoption permitted. The Company has not yet begun the process of assessing the impact that the new and amended standards will have on its financial statements or whether to early adopt any of the new requirements.

The following is a brief summary of the new standards:

IFRS 9 – Financial instruments – classification and measurement
IFRS 9, Financial Instruments, was issued in November 2009. It addresses classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39, Financial Instruments – Recognition and Measurement, for debt instruments with a new mixed measurement model with 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. Where such equity instruments are measured at fair value through other comprehensive income, dividends, to the extent not clearly representing a return of investment, are recognized in profit and loss; however, other gains and losses (including impairments) associated with such instruments remain in accumulated comprehensive income indefinitely.

Requirements for financial liabilities were added in October 2010 and they largely carried forward existing requirements in IAS 39, except that fair value changes due to credit risk for liabilities designated at fair value through profit and loss would generally be recorded in other comprehensive income. IFRS 9 is required to be applied for accounting periods beginning on or after January 1, 2013, with earlier adoption permitted. The Company has not yet assessed the impact of the standard or determined whether it will adopt it early.

IFRS 10 – Consolidation
IFRS 10 requires an entity to consolidate an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Under existing IFRS, consolidation is required when an entity has the power to govern the financial and operational policies of an entity so as to obtain benefits from its activities. IFRS 10 replaces SIC-12, Consolidation – Special Purpose Entities and parts of IAS 27, Consolidated and Separate Financial Statements.

IFRS 11 – Joint Arrangements
IFRS 11 – Joint Arrangements ("IFRS 11") was issued by the IASB in May 2011. IFRS 11 is a new standard which focuses on classifying joint arrangements by their right and obligations rather than their legal form. Entities are classified into two groups: parties having rights to the assets and obligations for the liabilities of an arrangement, and rights to the net assets of an arrangement. Entities in the former case account for assets, liabilities, revenues and expenses in accordance with the arrangement, whereas in the latter case account for the arrangement using the equity method. IFRS 11 is effective for periods beginning on or after January 1, 2013. Earlier application is permitted.

IFRS 12 – Disclosure of Interest in Other Entities
IFRS 12 - Disclosure of interest in other entities ("IFRS 12") was issued by the IASB in May 2011. IFRS 12 is a new standard which provides disclosure requirements for entities reporting interests in other entities, including joint venture arrangements, special purpose vehicles, and off balance sheet vehicles. IFRS 12 is effective for annual periods beginning on or January 1, 2013. Earlier adoption is permitted.

IFRS 13 – Fair Value Measurement
IFRS 13 is a comprehensive standard for fair value measurement and disclosure requirements for use across all IFRS standards. The new standard clarifies that fair value is the price that would be received to sell an asset, or paid to transfer a liability in an orderly transaction between market participants, at the measurement date. It also establishes disclosure about fair value measurement. Under existing IFRS, guidance on measuring and disclosing fair value is dispersed among the specific standards requiring fair value measurements and in many cases does not reflect a clear measurement basis or consistent disclosure.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company’s financial instruments include cash and cash equivalents, accounts receivable, exploration deposits and advances, accounts payable and accrued liabilities. Cash and cash equivalents have been designated as held-for-trading, which are measured at fair value. Accounts receivable is classified as loans and receivables, which are measured at amortized cost. Accounts payable and accrued liabilities are classified as other financial liabilities, which are measured at amortized cost.

It is management’s opinion that the Company is not exposed to significant interest, currency or credit risks arising from its financial instruments and that their fair values approximate their carrying value unless otherwise noted.

A summary of the Company’s risk exposures as it relates to financial instruments are reflected below:

(a) Property risk

Unless the Company acquires or develops additional significant properties, the Company will be solely dependent upon its existing projects and properties. If no additional resource properties are acquired by the Company, any adverse development affecting the existing projects and properties would have a material adverse effect on the Company’s financial condition and results of operations.

(b) Financial risk

The Company’s activities expose it to a variety of financial risks: credit risk, liquidity risk, and market risk (including interest rate and commodity and equity price risk). Risk management is carried out by the Company's management team with guidance from the Board of Directors.

Credit risk

Credit risk is the risk of loss associated with a counterparty’s inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and cash equivalents, tax credit receivable and sales tax receivable. Cash and cash equivalents are held with reputable Canadian chartered banks, from which management believes the risk of loss to be minimal. Financial instruments include sales tax receivable. Management believes that the credit risk concentration with respect to financial instruments is minimal.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. At September 30, 2011, the Company had cash and cash equivalents balance of $1,998,032 to settle current liabilities of $421,625. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

Market risk

Interest rate risk
The Company's current policy is to invest excess cash in interest bearing accounts at major Canadian chartered banks. The Company periodically monitors its cash management policy.

Commodity price risk
The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices as it relates to the mineral commodities to determine the appropriate course of action to be taken by the Company.

Fair Value
Fair value estimates are made at the balance sheet date based on relevant market information and information about the financial instrument. These estimates are subjective in nature and involve uncertainties in significant matters of judgment and therefore cannot be determined with precision. Changes in assumptions could significantly affect these estimates.

The book values of the cash, other receivables, other financial assets, and accounts payable and accrued liabilities, approximate their respective fair values due to the short-term nature of these instruments.

Sensitivity Analysis
The majority of the Company's cash and other investments earn interest at fixed interest rates over the next three to twelve months. Sensitivity to a plus or minus 1% change in rates would not have a significant effect on the Company's net income.

The Company's transactions are denominated in Canadian dollars. The Company has not entered into any arrangements to hedge currency risk and maintains cash balances only in Canadian dollars.

Capital Management

When managing capital, the Company's objective is to ensure the entity continues as a going concern as well as to maintain optimal returns to shareholders and benefits for other stakeholders. Management adjusts the capital structure as necessary in order to support the acquisition, exploration and development of its exploration properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The properties in which the Company currently has an interest are in the exploration stage. As such, the Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for administrative costs, the Company will spend its existing working capital and attempt to raise additional funds as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the nine months ended September 30, 2011. The Company is not subject to externally imposed capital requirements.

Outstanding Share Data

Details about the Company's outstanding common shares as September 30, 2011 are as follows:

Common shares issued and outstanding	22,335,701
Potential issuance of common shares - warrants	1,210,000
Stock based compensation	2,233,500
	25,779,201

Subsequent Events

a) Stock-based compensation:
The Company has a Stock Option Plan (the "Plan") to provide incentive for the directors, officers, employees, consultants and service providers of the Company. The maximum number of shares which may be set aside for issuance under the Plan is 10% of the outstanding common shares.

On November 7, 2011 the Company granted an aggregate of 2,233,500 incentive stock options to employees, officers and directors of the Company, pursuant to the Company's Stock Option Plan, at an exercise price of CAD $0.30 per share. The options are exercisable over a period of five years and vest four months after granted.

b) Exploration:
The company commenced trail building, trenching and drilling on the Dewdney Trail property and contracted Geotech to fly VTEM airborne geophysical surveys over 3 of the 4 properties.

c) Option agreement amendment:
On October 25, 2011 the Company entered into an amendment of its Cranbrook Properties Agreement, dated September 24, 2010, signed between SG Spirit Gold Inc. (formerly Ruby Red Resources Inc.) and PJX Resources Inc. Under the terms of the amended agreement the parties agreed to add to the area of the property thirty eight (38) new

claims, representing approximately 12,800 additional hectares adjacent to the original Cranbrook Properties, at no additional cost to PJX.

Risks and Uncertainties

At the present time, the Company does not hold any interest in a mining property in production. The Company's viability and potential successes lie in its ability to develop, exploit and generate revenue out of mineral deposits. Revenues, profitability and cash flow from any future mining operations involving the Company will be influenced by precious and/or base metal prices and by the relationship of such prices to production costs. Such prices have fluctuated widely and are affected by numerous factors beyond the Company's control.

PJX's business of exploring mineral resources involves a variety of operational, financial and regulatory risks that are typical in the natural resource industry. The Company attempts to mitigate these risks and minimize their effect on its financial performance, but there is no guarantee that the Company will be profitable in the future.

In addition to other information set forth elsewhere in the financial statements, readers should carefully consider the comprehensive list of risk factors, included in the Long Form Prospectus under "*Risk Factors*". This Long Form Prospectus is located on SEDAR (www.sedar.com).

Liquidity and Capital Markets Risks
The Company has limited financial resources and there is no assurance that additional funding will be available to it for further exploration and evaluation of its projects or to fulfill its obligations under applicable agreements. Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in delay or indefinite postponement of further exploration and evaluation of the property interests of the Company with the possible dilution or loss of such interests.

Corporate information

Directors
John Keating, P.Geo(3)
President & CEO of PJX Resources Inc.
Ottawa, Ontario, Canada

Linda Brennan(1) (2)
CFO, PJX Resources Inc.
Toronto, Ontario, Canada

James Clare, LLB
Partner, Fraser Milner Casgrain *LLP*
Toronto, Ontario, Canada

Kent Pearson, P.Geo (1) (2)
Toronto, Ontario, Canada

Joseph Del Campo, CMA (1)
CFO, First Nickel Inc.
Toronto, Ontario, Canada

Somerset Parker(1) (2)
Toronto, Ontario, Canada

(1) Audit Committee
(2) Compensation Committee
(3) Executive Chairman

Officers
John Keating, P.Geo
President, CEO, PJX Resources Inc.
Ottawa, Ontario, Canada

Linda Brennan
CFO, PJX Resources Inc.
Toronto, Ontario, Canada

Stock Listing
TSX Venture Exchange
Tier 2 Company,
Trading Symbol PJX
CUSIP: 72585A 10 9

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Investor Relations
Further information about the Company
is available on the Company's website at
www.pjxresources.com

The Company's filings with Canadian securities
regulatory authorities can be accessed on SEDAR at
www.sedar.com