



**ANGLO SWISS RESOURCES INC.  
MANAGEMENT'S DISCUSSION AND ANALYSIS  
FOR THE NINE AND THREE MONTH PERIOD ENDED SEPTEMBER 30, 2011**

**Dated: November 28, 2011**

**Introduction and Overview**

Anglo Swiss Resources Inc. ("Anglo Swiss" or the "Company") is a junior mineral exploration company listed on the TSX Venture Exchange as a Tier 2 company under the trading symbol "ASW". The Company's shares are also traded in the United States on the OTCQX under the trading symbol "ASWRF".

Anglo Swiss is in the business of the acquisition, exploration, exploration management and sale of exploration and evaluation properties, with the primary aim of advancing them to a stage where they can be exploited at a profit. The Company does not currently have any producing mineral properties and its current operations on its various properties are exploratory searches for mineable deposits of minerals. Before and during the nine month period ended September 30, 2011, Anglo Swiss has been primarily engaged in the exploration of the newly assembled Nelson Mining Camp inclusive of the Kenville Mine property (metals) and up to June 2010, the Fry Inlet property (diamonds) which was dropped in 2010 as the Company made the decision to focus on the Nelson Mining Camp.

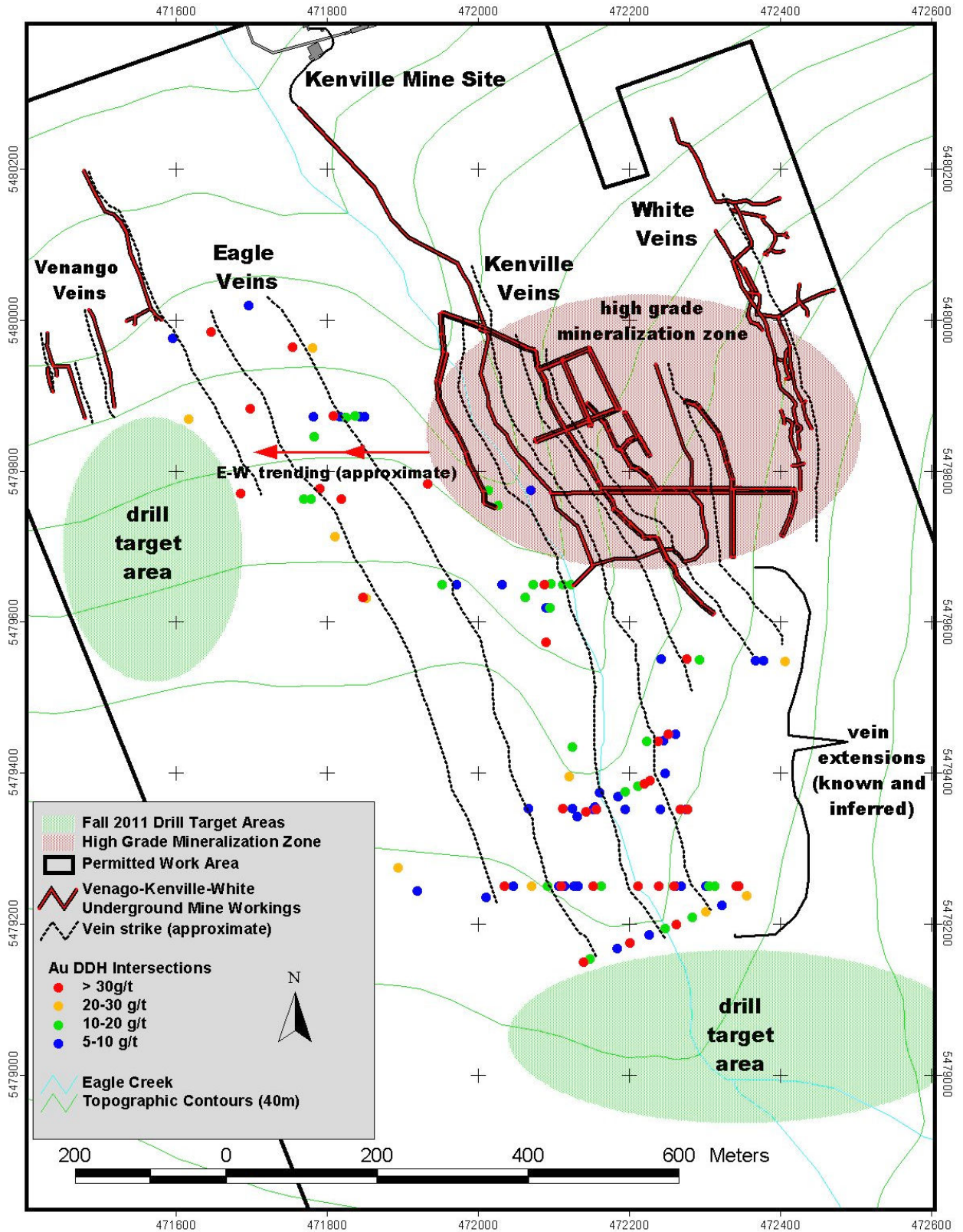
The following management's discussion and analysis of the financial condition and results of operations ("MD&A") of Anglo Swiss, was prepared to enable the reader to assess material changes in the financial condition and results of operations of Anglo Swiss as at and for the three month period ended September 30, 2011, in comparison to the corresponding prior period. This MD&A is prepared as at November 28, 2011, and is intended to supplement and complement the interim consolidated financial statements of Anglo Swiss for the nine month period ended September 30, 2011 the "Financial Statements"), which are prepared in accordance with International Financial Reporting Standards. This MD&A should be read in conjunction with the annual consolidated financial statements and/or the Annual Information Form ("AIF") if applicable in respect of the 2010 year filed on April 29, 2011 with the Canadian provincial securities regulatory authorities and available on SEDAR at [www.sedar.com](http://www.sedar.com). This MD&A contains certain forward looking statements based on management's current expectations (please see "Cautionary Note Regarding Forward Looking Statements" below). All references to dollars herein are in Canadian dollars unless otherwise specified.

***We recommend that readers consult the "Cautionary Note" at the end of this report.***

**HIGHLIGHTS**

The Company in August 2011 received a new multi-year exploration and drill permit which facilitates the commencement of an extensive exploration and drill program at its Nelson Mining Camp Property, which includes its 100%-owned Kenville Gold Mine. The permit allows 100,000 metres of surface diamond drilling in a large area of the Kenville extended to the south. The initial phase 2,000-metre drill campaign began in September testing areas south of the Venango veins located west of the Kenville Mine. The program will then follow-up on the recent drill programs, and continue to test the strike extent of the high-grade veins intercepted 500 metres to

the south of the Kenville Mine. These vein systems remain open in all directions and appear to increase in density south of the mine. See Figure 1 below.



Once the initial drill program is complete, the Company intends to initiate NI 43-101 resource estimates south of the Kenville Mine. Additionally, permits are in place for underground exploration including drilling and rehabilitation of the 275-level (one of seven levels) of the Kenville Mine. The drill programs, and rehabilitation of the 275-level will occur concurrently. Once rehabilitation of the 275-level is complete NI 43-101 resource work will commence. Further, Anglo Swiss has initiated permitting plans for a bulk-sampling program to provide a more precise measure of gold grades and additional information for resource estimates. Currently there is a NI 43-101 resource outlined on the 257-level of the Kenville Mine, which includes an inferred resource of 357,000 ounces of gold at a grade of 0.68 oz/t gold. *(Source: Munroe, 2009) Until an economic evaluation is completed, the economic cut off for this deposit is unknown. Mineral resources are not mineral reserves and do not have demonstrated economic viability. This resource is reported at a cut-off grade of 0.00 oz/t gold.*

As well as evaluating additional resources in the existing mine workings area, the positive drill results in 2010/2011 indicate that gold resources likely extend south of the Kenville Mine. The current footprint of the Kenville south extension is larger than that of the historic mine workings at Kenville, and those vein systems remain open for expansion.

Anglo Swiss' technical team continues to work diligently over the past few months compiling extensive amounts of data dating back to the 1940s on the Kenville Mine property as well as the extensive land holdings assembled during 2009/2010, which now make up the Nelson Mining Camp. This is the first time that the contiguous, 165 square kilometre property has been controlled by one operator. Anglo Swiss has now built a comprehensive digital database and knowledge base to build and advance the project.

## **Ontario**

The Company has also initiated technical evaluation of the Lansdowne House Property ("the Property") acquired in April of 2011 prior to the Phase 1 exploration program targeted in 2012. The Property is located approximately 80 km southwest of Noront Resources Ltd.'s Eagle One Discovery in Northwestern Ontario. It hosts an Ultramafic Complex, which contains a historic resource of 14.6 million tons grading 0.58% copper, 0.37% nickel and 0.03% cobalt plus significant associated Platinum Group Element ("PGE") values. Although the resource is viewed as reliable and relevant based on the information and methods used at the time they do not satisfy the requirements set out by National Instrument 43-101. Neither Anglo Swiss nor its Qualified Persons have done sufficient work to classify the historic estimate as a current mineral resource and are not treating the historic estimate as a current mineral resource. The historic resource should not be relied upon.

The Property consists of a single block of 66 contiguous unpatented mining claims accessible by winter roads, float planes and/or helicopters. The area was first explored in the early 1900's and had steady exploration since the 1930's. Several generations of airborne geophysics were completed over the region. A total of 107 drill holes were drilled on the property; including 47 (5,389 meters) by INCO, now known as Vale from 1970-74. The historic resources occur in seven gabbro-hosted lenses in the upper levels of the Ultramafic Complex and include higher-grade intersections, such as 0.94% copper and 0.78% nickel over 16.8 meters. Broad zones of anomalous PGE values were also encountered, including 1.13 g/t platinum over 24 meters and 0.31 g/t platinum over 229.8 meters.

There are a number of strong untested electromagnetic conductors at the base of the Ultramafic Complex. The higher-grade copper-nickel-PGE deposits frequently are found at the base of

ultramafic complexes, where the sulphide minerals settled and accumulated during cooling of the ultramafic sequence. Drilling of these basal conductors will be a priority for Anglo Swiss.

In addition to its copper-nickel-cobalt-PGE potential, the Property contains four surface gold showings along an east-southeast trending regional shear structure. The gold showings contained surface grab samples grading up to 23.8 g/t gold. The surface gold showings have never been drill tested. The Property also has the potential to host chromite, VMS base metal and vanadium-titanium mineralization.

### **Corporate Highlights:**

The Company strengthened its resources at the management and technical level with new additions to the Board of Directors appointed at the annual general meeting held September 16, 2011. Joining existing board members Mr. David Constable, Mr. Thomas Obradovich and Mr. Chris Robbins were Mr. Jari Paakki, Mr. Todd Keast and Mr. Blair Zaritsky. Mr. Constable is the Chairman of the Board of Directors.

Mr. Jari Paakki was appointed as the Chief Executive Officer (“CEO”) on August 18, 2011 and became a director at the annual general meeting held on September 16, 2011.

Mr. Paakki, is a Professional Geologist with 20 years of experience in gold and base metal exploration covering a broad range of deposit types, environments and exploration methodologies. Jari also has extensive junior resource company management experience and a demonstrated ability to create a strong technical team, manage staff and contractors, obtain permits, manage budgets, and negotiate JV/Option Agreements. Jari has also successfully liaised with various government agencies and indigenous groups during his career. Further, he has a track record of successfully advancing projects at all levels and a history of exploration discoveries.

Mr. Todd Keast, B. Sc. (Hons) PGeo has 24 years of hands on field exploration experience in a broad range of commodities with a strong geological background with Ni-Cu sulphide, PGM, Gold, and VMS deposits. He has a wide range of experience and success from grassroots target generation to deposit discovery including resource evaluation, environmental permitting, and preliminary economic evaluation. He also has over six years experience in senior management including positions as Director, Vice President and President.

Mr. Blair Zaritsky, HBACC, BAECn, CA possesses over nine years of Canadian public practice experience with exposure to various types of engagements and clients gained through managing audit engagements of publicly listed companies traded on the TSX, TSX Venture and CNQ Exchange. He has industry experience in mining working as a chief financial officer and corporate controller for a publicly listed companies on the TSX. He has a thorough understanding of accounting systems, processes, and internal controls including International Financial Reporting Standards (“IFRS”) experience gained through the conversion process from Canadian GAAP to IFRS.

The Company also completed a financing in August of 2011. The Company placed 1,250,000 flow-through shares for \$187,500 and placed 4,436,666 working capital units for \$532,400.

## **BASIS OF PRESENTATION – TRANSITION TO INTERNATIONAL FINANCIAL REPORTING STANDARDS.**

### **Basis of Presentation**

In 2010, the Handbook of the Canadian Institute of Chartered Accountants (“CICA Handbook”) was revised to incorporate International Financial Reporting Standards (“IFRS”). The revision requires publicly accountable enterprises to apply the standards for financial years beginning on or after January 1, 2011. Accordingly, the Company’s Financial Statements have been prepared in accordance with IFRS.

### **Transition to IFRS**

The Company is required to consistently apply the IFRS accounting policies used to prepare its Financial Statements to all other periods presented in the Financial Statements, as if the accounting policies had always been in effect, subject to certain transition elections permitted on the first time adoption of IFRS. Previously, the Company’s 2010 annual consolidated financial statements and its interim consolidated financial statements as at and for the nine month period ended September 30, 2010 (combined the “Canadian Financial Statements”) were prepared using Canadian GAAP. For purposes of preparing the September 30, 2011 Financial Statements, the Canadian Financial Statements have been restated to conform with IFRS. A detailed analysis of the transition to IFRS, including the significant elections and adjustments made by the Company on the implementation of IFRS, is provided in Note 14 to the Financial Statements.

### **Internal Controls and Information Technology Systems**

As part of its IFRS implementation, the Company undertook an assessment of disclosure controls and internal controls over financial reporting, as well as a review of information technology systems to ensure that these processes and systems are compliant with the Company’s IFRS reporting requirements. Changes to existing procedures were minor and consisted primarily of the re-input of stock option grants into the already existing module for tracking stock-based compensation under a graded method of valuation.

### **Developments in IFRS and Next Steps**

The International Accounting Standards Board (the “IASB”) is in the process of considering various amendments to IFRS. Initially, the Company’s focus will be to assess proposed IFRS financial disclosure requirements that may modify its current financial reporting prior to the issuance of its 2011 annual consolidated financial statements. A detailed description of IFRS standards that have been approved but which are not yet effective are included in the section entitled “New Standards not yet Adopted” included in Note 2(m) to the Financial Statements.

The Company will be required to assess IFRS developments on an ongoing basis. Future changes to IFRS reporting requirements may significantly modify the Company’s financial and reporting disclosure requirements.

## **RESULTS OF OPERATIONS**

As at September 30, 2011, the Company had cash resources of \$352,377, of which \$119,967 are reserved as flow through dollars. The Company recorded a net loss of \$214,348 or \$0.01 per share for the three month period ended September 30, 2011 and \$820,433 or \$0.01 per share for

the nine months ended September 30, 2011. The net loss for the corresponding period in 2010 were \$286,860 in Q3-2010 and for the corresponding nine month period ended September 30, 2010 the net loss was \$1,354,789 or \$0.01 per share. The disparity in net loss between the nine months of 2011 and the nine months of 2010 was directly related to the decrease in professional fees as the Company successfully defeated a lawsuit on its 100% ownership of the Kenville Mine property. Stock-based compensation during the nine month period in 2011 was \$131,988 compared to \$390,995 in the nine month period in 2010.

General and administrative expenses (“G&A”) for Q3-2011 were \$214,348 compared to \$286,860 for Q3-2010. Included in both third quarter G&A expenses were non-cash related charges of an amortization charge of \$51,921 in Q3-2011 and \$65,429 in Q3-2010. Stock based compensation fees were Nil in Q3-2011 and \$105,592 in Q3-2010.

The following table represents the changes between Anglo Swiss Resources’ Consolidated Statement of Operations for the nine month period ended September 30, 2011.

	<b>9 Months Ended September 30, 2011 \$</b>	<b>9 Months Ended September 30, 2010 \$</b>	<b>Increase/ (Decrease)</b>
<b>Expenses</b>			
Administrative	59,515	76,937	(17,422)
Amortization	166,625	201,179	(34,554)
Consulting fees	171,900	162,000	9,900
Filing Fees	58,650	41,800	16,850
Foreign Exchange loss	571	12,920	(12,349)
General exploration	14,877	28,237	(13,360)
Interest	14,027	3,256	10,771
Professional fees	66,977	238,403	(171,426)
Sand and gravel operations	-	100	(100)
Shareholders’ and investor relations	99,566	145,173	(45,607)
Stock-based compensation	131,988	390,995	(259,007)
Transfer agent fees	14,307	22,484	(8,177)
Travel and promotion	21,430	31,305	(9,875)
<b>Loss before income taxes</b>	<b>820,433</b>	<b>1,354,789</b>	<b>(534,356)</b>

**Noted Changes in Expenses:**

Administrative fees decrease as the Company had completed the acquisition of the Nelson Mining Camp properties last year and was now focused on exploration.

Amortization decreased slightly as would be normal as no improvements were made during the quarter to the plant and equipment at the Kenville mine site.

Consulting Fees increased with the addition of a VP of Corporate Development.

Filing Fees increased nominally during the period due to the financing completed in August this year.

Foreign exchange decreased this year as the funds held in the US dollar account were minimized and the exchange rate remained relatively stable over the past year.

General exploration which consists of overhead for the Kenville mine facilities (taxes, utilities etc) decreased this year as exploration was the focus with the mill and plant being idle, lowering the utilities over the period.

Professional fees decreased substantially through the third quarter of 2011 as the Company's outstanding legal issues were successfully resolved in 2010. The Company incurred increased legal fees and expenses related to the successful settlement of the outstanding litigation related to the Kenville Mine property in 2010.

Stock Based Compensation decreased in the third quarter of 2011 as no new options were granted during this period

Transfer agent fees decreased somewhat as the costs associated with the printing and mailing of the annual general meeting materials were billed after the third quarter of 2011.

Travel and promotion costs also decreased as the Company's management were not required to travel to and attend as many meetings in the Nelson area as was the case in 2010 negotiating the property acquisitions of the Nelson Mining Camp during 2010.

The aggregate carried value at September 30, 2011 for mineral properties with exploration expenditures through the first nine months of 2011 is \$13,856,564 (December 31, 2010 - \$11,347,043).

Cash resources at September 30, 2011 were \$532,602 compared to \$1,133,640 at September 30, 2010 and \$1,186,100 at December 31, 2010. The Company was very active on the exploration of its properties during 2011 while its financing activities were less than those incurred in 2010 resulting in a decrease in the cash resources. The Company raised \$187,500 in flow through funds and \$532,399.92 in working capital in August of 2011.

While the Company has been successful in raising funds in the past, and sourcing partners to advance its properties, there can be no assurance that it will be able to do so in the future. Accordingly, there is some doubt about the ability of the Company to continue as a going concern. At the date of this MD&A, the Company has not been able to identify a known body of commercial grade ore on any of its properties and the ability of the Company to recover the costs it has incurred to date on these properties is dependent upon the Company being able to identify a commercial ore body, to finance its exploration and development costs and to resolve any environmental, regulatory, or other constraints which may hinder the successful development of the property. The Company is in the development stage with no major source of operating revenue and is dependent upon equity financing to maintain its current operations.

## **FINANCIAL CONDITION AND LIQUIDITY**

### **Liquidity**

In management's view given the nature of the Company's activities, which consists of the acquisition, exploration, exploration management and purchase of mineral properties, the most meaningful and material financial information concerning the Company relates to its current liquidity and capital resources. The Company currently does not have any producing properties and its current operations on its various properties are in the exploration stages and have not

derived any revenues from the sale of gold, gemstones or any other materials in the last three years. Before and during the nine month period ended September 30, 2011, Anglo Swiss has been primarily engaged in the exploration of the newly assembled Nelson Mining Camp inclusive of the Kenville Mine property (metals). As a result, the Company's future mineral exploration and mining activities may be affected in varying degrees by prevailing market prices, political stability and government regulations, the success of existing or future partners, all of which are beyond the control of the Company.

At September 30, 2011 the Company has working capital of \$177,356. The Company completed a first tranche financing on August 9, 2011 for \$532,500 of working capital dollars and \$187,500 of flow through funds reserved for exploration expenditures. Based on its existing working capital at September 30, 2011, the Company does have sufficient funds to meet its general and administrative expenses.

The Company announced on November 7, 2011 that that it has arranged a non-brokered private placement of:

- a) up to 10,000,000 flow through shares of the Corporation (the "FT Shares") at \$0.10 per FT Share, for gross proceeds of up to \$1,000,000; and
- b) up to 6,250,000 working capital units of the Corporation (the "WC Units") at \$0.08 per WC Unit, for gross proceeds of up to \$500,000. Each WC Unit shall consist of one (1) common share and one-half (1/2) of one common share purchase warrant, (each whole, a "Warrant") of the Corporation. Each Warrant shall entitle the holder to acquire one (1) additional common share of the Corporation at an exercise price of \$0.12 for a period of 18 months from closing.

The Company's mineral exploration activities have been funded through the sales of common shares, and while the Company has also been successful in continuing development and exploration of its properties, there is no assurance that these trends will continue indefinitely. The ongoing general and administrative obligations are dependent on financings as well and the Company expects to continue to utilize this source of funding until it develops cash flow from its operations. There can be no assurance, however, that the Company will be able to obtain the required financing in the future on acceptable terms, or at all.

### **Capital Resources**

At September 30, 2011 Anglo Swiss had paid up capital of \$27,987,869 representing 164,106,900 common shares without par value, and an accumulated deficit of \$18,960,374 resulting in a shareholder's equity (or net assets) of \$14,807,423 (Q3-2010 \$12,337,098).

### **Financing Activities**

There was one financings completed in the third quarter of 2011. The Company completed a financing on August 9, 2011 for \$532,500 of working capital dollars and \$187,500 of flow through funds for exploration expenditures.

### **Foreign Exchange**

Anglo Swiss Resources Inc.'s properties are all domiciled in Canada. The Company maintains a US dollar funded account that is used as needed for very minor US dollar expenses. Any losses or gains are considered immaterial in nature at this time.

## **OUTLOOK**

The Company's 2011 through 2012 exploration goals are to further expand the gold resource of the Kenville Mine property through a series of surface and underground drill programs and underground sampling of the 275 level and other known adits contained within the property. The Company is also utilizing geophysical data and advanced analysis and mapping of the two airborne surveys flown in 2010 and other available data.

The compilation work of the Nelson Mining Camp in its entirety has also generated numerous anomalies to the south of the Kenville property which will require further surface geophysics, advanced mapping and analysis prior to drilling.

Given the large number of highly prospective targets at both the Kenville mine property and the Nelson Camp properties, management will continually assess the priority of each target as exploration results are evaluated and the programs may be amended or re-prioritized accordingly.

A follow up diamond drill program will be continued on the Company's Kenville Gold Mine property to expand on the recently completed diamond drill programs during the later part of 2011.

The Company has also initiated technical evaluation of the Lansdowne House Property ("the Property") acquired in April of 2011 prior to the Phase 1 exploration program targeted in 2012.

### **Nelson Mining Camp**

Initiated in 2009 and completed in the second quarter of 2010, the Company aggressively expanded its property footprint to the south of the Kenville Mine property. These acquisitions are mostly contiguous to the south of the Kenville property and are now known as the Nelson Mining Camp (the "NMC"). The NMC now consists of over 16,000 hectares trending approximately 10 kilometres to the south. There were a total of nine property acquisitions:

#### **Owned Properties**

White Claim - 21 ha, 100%  
Carter Claims - 189 ha, 100%  
Mammoth Claims - 1136 ha, 100% Staked Claims  
Silver South Claims - 4818 ha, 100% Staked Claims

#### **Optioned Properties**

Ron Gold - 1492 ha, up to 60%  
Gold Hill - 25 ha, up to 100%  
Referendum Property - 1381 ha, up to 100%  
Silver Lynx Property - 1200 ha, up to 100%  
Mount Nelson Property - 524 ha, up to 100%  
49er Creek Gold Property - 5000 ha, up to 100%  
Mammoth Copper Gold Property - 210 ha, up to 100%

## General

The Nelson Mining Camp properties, with the exception of the Kenville Mine property are early stage grassroots projects. Potential quality and grade is conceptual in nature. There has been insufficient exploration to define a mineral resource on any of these properties and it is uncertain if further exploration will result in any such targets being delineated as mineral resources.

### Quality Control and Quality Assurance Procedure

All data is rigorously evaluated by Anglo Swiss' geologists and contractors, and also by its Qualified Person, to ensure that the data is reliable and accurate, based on the analysis of the blanks, standards and duplicate samples. If the laboratory results for an Anglo Swiss reference standard are plus or minus three standard deviations of the mean value of the certified value, or, if consecutive reference standard values are equal to plus or minus two standard deviations of the mean value, then the samples associated with that standard are re-analyzed by the laboratory.

During the 2010/2011 diamond drilling program all the sampled NQ2 drill core was submitted for assay with proper reference certified material, blanks, sample duplicates for quality control and scrutiny for NI 43-101 purposes. Gold values were analyzed by fire assay; the analytical laboratory retained was ALS Canada of North Vancouver. The intervals are an apparent thickness of the reported intersects, which may represent 80 to 100 per cent of the interval's true thickness. Only intersections that are truly perpendicular to core axis will be 100-per-cent true width. Most vein intersects are 70 to 80 degrees to the core angle. The technical work has been overseen by the Company's Qualified Person within the meaning of National Instrument 43-101.

The information in this MD&A was prepared under the direction of Mr. Jari Paakki, P.Geo, CEO of the Company, a Qualified Person as defined by NI 43-101.

## CONTRACTUAL OBLIGATIONS AND COMMITMENTS

### Property Purchase & Option Agreement Obligations:

The following table lists the upcoming Option Payments and Exploration expenditures through December 31, 2011:

Property	Anniversary Date	Option Payment \$	Share Issuance	Exploration Expenditures \$	Status
Ron Gold	2011/09/29	Paid	NIL	NIL*	Paid
Referendum	2011/10/30	40,000	50,000	NIL	Extended to 2011/12/31
Silver Lynx	2011/12/07	25,000	50,000	NIL	Due
Mount Nelson	2011/12/07	25,000	25,000	NIL	Due

49er Creek	2011/12/12	150,000	NIL	NIL	Due
	<b>Total</b>	<b>\$240,000</b>	<b>125,000</b>		

\* The Ron Gold Property anniversary payment of \$50,000 was paid by \$25,000 in cash and the issuance of 333,333 common shares of the Company. The \$100,000 exploration expenditure due by October 29, 2011 was extended to September 29, 2012 by mutual agreement.

The Company entered into a series of purchase and option agreements as it assembled the Nelson Mining Camp. The Company as of the date of this report has met all its obligations as they became due.

At August 18, 2011, the Company is to incur approximately \$187,500 in eligible exploration expenditures prior to August 31, 2012 in order to complete obligations entered into under flow-through share purchase agreements.

### **OFF BALANCE SHEET TRANSACTIONS**

The Company has no material off-balance sheet arrangements, no material capital lease agreements and no material long-term debt obligations. The majority of the Company's expenditures on its properties are of a discretionary nature.

### **RELATED PARTY TRANSACTIONS**

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making operating and financial decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties. Related party transactions that are in the normal course of business and have commercial substance are measured at the exchange amount. The following are the related party transactions for the period:

- (a) Included in accounts payable and accrued liabilities is \$21,970 (2010 - \$15,082) due to directors and organizations controlled by directors.
- (b) The Company incurred consulting fees of \$171,900 (2010 - \$162,000) for management services provided by directors and officers or organizations controlled by such parties.
- (c) The Board granted NIL (September 30, 2010: Nil) stock options to related parties during the period.

These transactions were in the normal course of operations and were measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

### **Summary Compensation Table**

The following table presents information concerning all compensation paid, payable, awarded, granted, given, or otherwise provided, directly or indirectly, to NEOs by the Company and its

subsidiaries for services in all capacities to the Company during the two most recently completed financial year.

### Summary Compensation Table

Name and Principal Position	Nine Months Ended Sep, 30	Salary (\$)	Share-Based Awards (\$)	Option-Based Awards (\$)	Non-Equity Incentive Plan Compensation (\$)		Pension Value (\$)	All Other Compensation (\$)	Total Compensation (\$)
					Annual Incentive Plans	Long-Term Incentive Plans			
David Constable <sup>(1)</sup> CEO	2011	12,500	Nil	Nil	Nil	Nil	Nil	Nil	12,500
Mr. Jari Paakki <sup>(1)</sup> CEO	2011	18,750	Nil	Nil	Nil	Nil	Nil	Nil	18,750
Leonard Danard <sup>(2)</sup> CEO	2011 2010	50,000 90,000	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil	50,000 90,000
Chris Robbins, VP	2011 2010	72,000 72,000	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil	72,000 72,000
Natasha Blackburn <sup>(3)</sup> VP	2011	40,000	Nil	Nil	Nil	Nil	Nil	Nil	Nil

<sup>(1)</sup> Mr. Constable acted as interim CEO from May 12, 2011 through August 15<sup>th</sup>, 2011 whereas Mr. Paakki was appointed CEO going forward.

<sup>(2)</sup> Mr. Danard resigned as President & CEO on May 12, 2011, he remained as a director of the Company until September 16, 2011.

<sup>(3)</sup> Ms Blackburn joined the Company as VP of Corporate Development on May 25, 2011.

### Incentive Plan Awards - Outstanding Share-Based Awards and Option-Based Awards Granted to NEO

The following table sets forth information in respect of all share-based awards and option-based awards outstanding to the NEOs of the Company, as at September 30, 2011:

Name	Option-Based Awards			Value of Unexercised In-The-Money Options <sup>(1)</sup> (\$)	Share-Based Awards	
	Number of Securities Underlying Unexercised Options (#)	Option Exercise Price (\$)	Option Expiration Date		Number of Shares or Units of Shares that have not Vested (#)	Market or Payout Value of Share-Based Awards that have not Vested (\$)
David Constable <sup>(1)</sup> CEO	2,000,000	0.275	12/09/2015	Nil	Nil	Nil
Jari Paakki <sup>(1)</sup> CEO	Nil	N/A	N/A	Nil	Nil	Nil
Leonard Danard <sup>(2)</sup> CEO	1,745,000	0.14	04/28/2014	Nil	Nil	Nil
	1,500,000	0.25	06/18/2013	Nil	Nil	Nil
	1,200,000	0.10	07/18/2012	Nil	Nil	Nil
Chris Robbins VP	800,000	0.14	04/28/2014	Nil	Nil	Nil
	750,000	0.25	06/18/2013	Nil	Nil	Nil
	1,300,000	0.10	07/18/2012	Nil	Nil	Nil
Natasha Blackburn <sup>(3)</sup> VP	400,000	\$0.25	05/25/2016	Nil	Nil	Nil

<sup>(1)</sup> Mr. Constable acted as interim CEO from May 12, 2011 through August 15<sup>th</sup>, 2011 whereas Mr. Paakki was appointed CEO going forward.

<sup>(2)</sup> Mr. Danard resigned as President & CEO on May 12, 2011, however, he remained as a director of the Company until September 2011.

<sup>(3)</sup> Ms Blackburn joined the Company as VP of Corporate Development on May 25, 2011.

#### **Incentive Plan Awards – Value Vested or Earned During the Most Recently Completed Financial Year**

There were no option-based awards and share-based awards granted or which vested to the benefit of any NEO during the most recently completed financial year.

#### **Pension Plan Benefits - Earned During the Most Recently Completed Financial Year**

The Company does not have a Defined Benefits Pension Plan, a Defined Contributions Pension Plan or a Deferred Compensation Plan.

## **CRITICAL ACCOUNTING POLICIES AND ESTIMATES**

The Company prepares its financial statements in accordance with Canadian generally accepted accounting principles as set out in the Handbook of the Canadian Institute of Chartered Accountants (“CICA Handbook”). In 2010, the CICA Handbook was revised to incorporate International Financial Reporting Standards, and require publicly accountable enterprises to apply such standards effective for years beginning on or after January 1, 2011. Accordingly, the Company has commenced reporting on this basis in the interim consolidated financial statements. In the consolidated financial statements, the term “Canadian GAAP” refers to Canadian GAAP before the adoption of International Financial Reporting Standards (“IFRS”).

The interim consolidated financial statements have been prepared in accordance with IFRS applicable to the preparation of interim financial statements, including IAS 34 - Interim Financial Reporting and IFRS 1 - First-time Adoption of International Financial Reporting Standards. Subject to certain transition elections disclosed in Note 14 of the interim financial statements, the Company has consistently applied the same accounting policies in its opening IFRS statement of financial position at January 1, 2010 and throughout all periods presented, as if these policies had always been in effect. Note 14 discloses the impact of the transition to IFRS on the Company's reported financial position, financial performance and cash flows, including the nature and effect of significant changes in accounting policies from those used in the Company's consolidated financial statements for the year ended December 31, 2010.

The policies applied in the interim consolidated financial statements are based on IFRS issued and outstanding as of November 28, 2011, the date the Audit Committee approved the statements. Any subsequent changes to IFRS that are given effect in the Company's annual consolidated financial statements for the year ending December 31, 2011 could result in restatement of these interim consolidated financial statements, including the transition adjustments recognized on change-over to IFRS.

The interim consolidated financial statements should be read in conjunction with the Company's Canadian GAAP annual consolidated financial statements for the year ended December 31, 2010. Note 14 of the interim consolidated financial statements discloses IFRS information for the period ended September 30, 2011 not provided in the 2010 annual consolidated financial statements.

### **Exploration properties**

Exploration and evaluation costs are capitalized as exploration properties on a project-by-project basis pending determination of the technical feasibility and the commercial viability of the project. Capitalized costs include costs directly related to exploration and evaluation activities in the property's area of interest.

General and administrative costs are allocated to the exploration property to the extent that the costs are directly related to activities in the relevant area of interest. Costs incurred before the legal rights are obtained to explore an area and costs relating to a relinquished or abandoned license are recognized in the statement of comprehensive loss.

Upon the determination of the technical feasibility and commercial viability of a project, exploration properties attributable to those projects are reclassified from exploration properties to development properties. Exploration and evaluation assets shall be assessed for impairment and any impairment losses will be recognized before such reclassification.

Exploration properties are assessed for impairment if sufficient data exists to determine technical feasibility and commercial viability of the project or facts and circumstances suggest that the carrying amount of the exploration properties exceeds the recoverable amount.

### **Income taxes**

Income tax expense is comprised of current and deferred tax. Current and deferred tax is recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using the tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect to the previous years.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

### **Share-Based Payments**

The Company has share-based compensation plans. The Company recognizes as an expense the cost of share-based compensation based on the estimated fair value of new share options and restricted share units granted to employees, consultants, officers and directors. The fair value of each share option granted is estimated on the date of the grant using the Black-Scholes and other option-pricing models and is expensed over the vesting period. Share options vest as per the rules and policies of the TSX Venture Exchange and expire after five years. Each tranche of a share award is considered a separate award with its own vesting period and grant date fair value. Compensation expense is recognized over the tranche's vesting period based on the number of awards expected to vest, by increasing contributed surplus.

The fair value of each restricted share unit or share option granted is calculated on the date of the grant using the closing market share price on the date prior to the grant and is expensed over the vesting period, unless the Optionee's compensation has been capitalized to the mineral properties,

if so, the fair value of the units are capitalized to the mineral properties. Forfeitures of stock options and restricted share units are estimated based on the history of forfeited options presented in the Company over the time of life of the option and factored into the fair value calculation of the option.

IFRS 2 requires the Company to measure share-based compensation related to share purchase options granted to employees at the fair value of the options on the date of grant and to recognize such expense over the vesting period of the options. However, under IFRS 2, the recognition of such expense must be done with a “graded vesting” methodology as opposed to the straight-line vesting method allowed under Canadian GAAP. In addition, under IFRS, forfeitures estimates are recognized in the period they are estimated, and are revised for actual forfeitures in subsequent periods; while under Canadian GAAP, forfeitures of awards are recognized as they occur.

#### QUARTERLY FINANCIAL INFORMATION

The following selected financial data has been derived from the Company’s unaudited interim consolidated financial statements prepared in accordance with Canadian generally accepted accounting with the exception of the periods ended March 31, 2011, June 30, 2011 and September 30, 2011, which were prepared in accordance with International Financial Reporting Standards.

Period	Total Assets	Resource Properties	Working Capital	Revenues	Net Income (Loss)	Basic and Diluted Loss per Share
3 <sup>rd</sup> Quarter 2011	\$15,208,824	\$13,856,564	\$177,356	NIL	(\$214,348)	(0.00)
2 <sup>nd</sup> Quarter 2011	\$14,682,945	\$13,552,322	(\$125,786)	NIL	(\$303,600)	(0.00)
1 <sup>st</sup> Quarter 2011	\$13,549,012	\$11,925,775	\$229,905	NIL	(\$225,809)	(0.00)
4 <sup>th</sup> Quarter 2010	\$13,528,352	\$11,347,043	\$761,851	NIL	(\$790,678)	(0.01)
3 <sup>rd</sup> Quarter 2010	\$12,675,582	\$10,488,606	\$795,156	NIL	(\$286,091)	(0.00)
2 <sup>nd</sup> Quarter 2010	\$12,853,403	\$9,797,203	\$1,407,009	NIL	(\$1,934,606)	(0.01)
1 <sup>st</sup> Quarter 2010	\$14,434,957	\$10,542,133	\$2,329,247	NIL	(\$510,077)	(0.00)
4 <sup>th</sup> Quarter 2009	\$13,184,824	\$9,502,354	\$1,955,269	NIL	(\$805,842)	(0.01)

## **Discussion**

The operating results of junior exploration companies typically demonstrate wide variations from quarter to quarter and year over year. These variances are attributed to changes in stock-based compensation, exploration costs expensed or written down, professional and consulting fees related to financings and property exploration and evaluation and reporting, transfer and filing fees which are attributed to financings and annual filings, shareholder information and general office expenses. Large billings received from completion of an exploration program can also affect any given period depending upon the timing of the billing. Anglo Swiss does not believe that any meaningful interpretation of our operations can be determined from any comparison of quarterly data other than as stated in our quarterly and annual financial statements.

Any significant changes to the nine month period ended September 30, 2011 financial statements can be attributed to the a combination of equity financings, options exercised or tax rebates completed within the period and the volume of exploration and development activities on the newly assembled Nelson Mining Camp and the Kenville Mine property.

## **STATUTORY DISCLOSURE**

### **Outstanding Share Data**

Anglo Swiss' authorized capital is 500,000,000 common shares without par value. As at September 30, 2011 there are 164,106,900 common shares issued and outstanding. There are 13,595,000 options granted with a weighted average price of \$0.18. Warrants outstanding are 13,156,738 at a weighted average price of \$0.53 per warrant. The Company also has 1,135,846 Broker options outstanding at a weighted average price of \$0.49.

### **PROPOSED TRANSACTIONS**

The Company does not currently have any proposed transactions approved by the Board of Directors.

### **CONFLICTS OF INTEREST**

Several directors of the Company also serve as officers of other natural resource exploration and development companies, thereby providing the possibility that a conflict of interest may arise. Any corporate decisions made by these directors are made in accordance with their duty and obligation to deal fairly and in good faith with the Company.

### **RISKS AND UNCERTAINTIES**

An investment in the Company entails certain risk factors, which should be considered carefully, including but not limited to, those set out below. A discussion of these and other factors that may affect the Company's actual results, performance, achievements or financial position is contained in "Risk Factors" and elsewhere in the Company's Annual Information Form, previously filed under Form 20F.

Risks and uncertainties related to the interpretation of drill results, the geology, grade and continuity of mineral deposits and conclusions of economic evaluations.

Risks that the results of scoping studies, pre-feasibility and feasibility studies, and the possibility that future exploration, development or mining results will not be consistent with the Company's expectations.

Risks related to the reliability of commercial laboratory's analytical results, possible variations in reserves, grade, and changes in project parameters as plans continue to be refined.

Exploration and potential future development risks, including risks related to the grant of access rights to the properties, accidents, equipment breakdowns, labour disputes (including work stoppages and strikes) or other unanticipated difficulties with or interruptions in exploration and development.

The potential for delays in exploration or potential future development activities or the completion of feasibility studies.

Risks related to market sentiment, commodity price and foreign exchange rate fluctuations.

Risks related to the Company not having any reserves. All of Anglo Swiss' mineral properties are in the exploration stage and do not contain a known body of economically extractible ore.

Risks related to the global economy. Recent market conditions, including disruptions in the international credit markets and other financial systems and the deterioration of the global economic conditions, could impede the Company's access to capital.

Risks related to failure to obtain adequate financing on a timely basis and on acceptable terms or delays in obtaining governmental approvals or in the completion of development or construction activities.

Risks related to environmental regulation and liability.

Risks of potential losses, liabilities and damages arising from the lack of insurance coverage related to the businesses that are uninsured or uninsurable.

Risks related to the loss of the services of key executives, including the directors of the Company and a small number of highly skilled and experienced executives and personnel.

Political and regulatory risks associated with conducting mineral exploration in Canada.

Other risks and uncertainties related to the Company's prospects, properties and business strategy.

## **CORPORATE GOVERNANCE**

Management and the Board of Directors (the "Board") of Anglo Swiss recognize the value of good corporate governance and the need to adopt best practices. The Company is committed to continuing to improve its corporate governance practices in light of its stage of development and evolving best practices and regulatory guidance.

The Board has adopted a Board Mandate outlining its responsibilities and defining its duties. The Board has two committees (the Audit committee, and the Compensation/Nomination/Corporate Governance committee).

The Audit committee has an approved committee charter, which outlines the committees' mandate, procedures for calling a meeting, and provides access to outside resources.

The Board has also approved a Code of Ethics, which governs the ethical behavior of all employees, management and directors. Separate trading blackout and disclosure policies are also in place. For more details on Anglo Swiss' corporate governance practices, please refer to Anglo Swiss' website at [www.anglo-swiss.com](http://www.anglo-swiss.com).

Anglo Swiss' directors have expertise in exploration, metallurgy, mining, accounting, banking, financing and the securities industry. The Board and its Committees meet as required during the fiscal year.

While the Company is subject to Canadian regulatory provisions, the Board and management incorporate strong corporate governance practices in the belief that such practices provide protection for its investors and add value to the Company.

## **DISCLOSURE CONTROLS AND INTERNAL CONTROLS OVER FINANCIAL REPORTING**

### **Disclosure Controls**

Disclosure controls and procedures ("Disclosure Controls") are procedures designed to provide reasonable assurance that all relevant information required to be disclosed in documents filed with securities regulatory authorities is recorded, processed, summarized and reported on a timely basis, and is accumulated and communicated to the Company's management, including the Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO"), as appropriate, to allow timely decisions regarding required disclosure. Management, including the CEO and the CFO, does not expect that the Company's Disclosure Controls will prevent or detect all error and all fraud. The inherent limitations in all control systems are such that they can provide only reasonable, not absolute, assurance that all control issues and instances of fraud or error, if any, within the Company have been detected.

National Instrument 52-109, "Certification of Disclosure in Issuers' Annual and Interim Filings", issued by the Canadian Securities Administrators ("CSA") requires the CEO and CFO to certify that they are responsible for establishing and maintaining Disclosure Controls for the issuer, that Disclosure Controls have been designed to provide reasonable assurance that material information relating to the issuer is made known to them, that they have evaluated the effectiveness of the issuer's Disclosure Controls, and that their conclusions about the effectiveness of those Disclosure Controls at the end of the period covered by the relevant annual filings have been disclosed by the issuer.

Anglo Swiss' CEO and the CFO have evaluated the effectiveness of the Company's Disclosure Controls as at September 30, 2011, and concluded that, subject to the inherent limitations noted above; those disclosure controls were effective for the period then ended.

### **Internal Controls over Financial Reporting**

National Instrument 52-109 also requires CEO's and CFO's to certify that they are responsible for conducting an evaluation of the effectiveness of internal controls over financial reporting ("ICFR"), as defined by the CSA, for the Company, that the ICFR have been designed to provide

reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with Canadian GAAP, transitioning to IFRS effective January 2011 and that the Company has disclosed any changes in its ICFR during its' most recent interim period that has materially affected, or is reasonably likely to materially affect, its financial reporting.

As discussed above, the inherent limitations in all control systems are such that they can provide only reasonable, not absolute, assurance that all control issues and instances of fraud or error, if any, within the Company have been detected. Therefore, no matter how well designed, ICFR has inherent limitations and can provide only reasonable assurance with respect to financial statement preparation and may not prevent and detect all misstatements.

Management conducted an assessment of the effectiveness of ICFR in place as of September 30, 2011, and concluded that such procedures are adequate and effective to ensure accurate and complete disclosures in annual filings. The Board assesses the integrity of the public financial disclosures through the oversight of the Audit Committee. No material changes in ICFR have been made as of September 30, 2011.

### **SUBSEQUENT EVENTS**

The Company announced on November 7, 2011 that that it has arranged a non-brokered private placement of:

- a) up to 10,000,000 flow through shares of the Corporation (the "FT Shares") at \$0.10 per FT Share, for gross proceeds of up to \$1,000,000; and
- b) up to 6,250,000 working capital units of the Corporation (the "WC Units") at \$0.08 per WC Unit, for gross proceeds of up to \$500,000. Each WC Unit shall consist of one (1) common share and one-half (1/2) of one common share purchase warrant, (each whole, a "Warrant") of the Corporation. Each Warrant shall entitle the holder to acquire one (1) additional common share of the Corporation at an exercise price of \$0.12 for a period of 18 months from closing.

### **CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS**

This MD&A contains forward looking statements, including statements relating to going concern and capital raising and capital requirements, that are subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated. Factors that could cause such differences include: changes in world commodity markets, changes in equity markets, costs and supply of materials relevant to the exploration and mining industry, change in governments, changes to government regulations and other risk factors. Although the Company believes expectations reflected in its forward looking statements are reasonable, results may vary, and the Company cannot guarantee future results, levels of activity, performance or achievements.

Readers are cautioned not to place undue reliance on forward looking statements contained within this document, which speak only to the date of this MD&A or as of the date otherwise specifically indicated herein. Due to risks and uncertainties, including the risks and uncertainties noted within this MD&A, actual events may differ materially from stated expectations.

**ADDITIONAL INFORMATION**

Additional information, including interim and annual consolidated financial statements, the AIF if applicable, management information circulars and other disclosure documents, may also be examined and/or obtained through the Internet by accessing Anglo Swiss' website at [www.anglo-swiss.com](http://www.anglo-swiss.com) or by accessing the Canadian System for Electronic Document Analysis and Retrieval ("SEDAR") website at [www.sedar.com](http://www.sedar.com).

**BY ORDER OF THE BOARD OF DIRECTORS OF**

**ANGLO SWISS RESOURCES INC.**

**"JARI PAAKKI"**

**CHIEF EXECUTIVE OFFICER**