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Management's Discussion and Analysis of Financial Position and Results of Operations ("MD&A")

The following information, prepared as of March 28, 2008, should be read in conjunction with the unaudited consolidated financial statements of i-minerals inc. for the six months ended January 31, 2008, as well as the audited consolidated financial statements for the year ended April 30, 2007 and the related management's discussion and analysis (the "Annual MD&A"). All amounts are expressed in Canadian dollars unless otherwise indicated.

Forward-Looking Statements

Forward-looking statements look into the future and provide an opinion as to the effect of certain events and trends on the business. Forward-looking statements may include words such as "plans", "intends", "anticipates", "should", "estimates", "expects", "believes", "indicates", "suggests" and similar expressions.

This MD&A and in particular the "Outlook" section, contains forward-looking statements. These forward-looking statements are based on current expectations and various estimates, factors and assumptions and involve known and unknown risks, uncertainties and other factors. Information concerning the interpretation of drill results may also be considered a forward-looking statement, as such information constitutes a prediction of what mineralization might be found to be present if and when a project is actually developed.

It is important to note that:

- Unless otherwise indicated, forward-looking statements in this MD&A describe the Company's expectations as at March 28, 2008.
- Readers are cautioned not to place undue reliance on these statements as the Company's actual results, performance or achievements may differ materially from any future results, performance or achievements expressed or implied by such forward-looking statements if known or unknown risks, uncertainties or other factors affect the Company's business, or if the Company's estimates or assumptions prove inaccurate. Therefore, the Company cannot provide any assurance that forward-looking statements will materialize.
- Subject to applicable laws, the Company assumes no obligation to update or revise any forward-looking statement, whether as a result of new information, future events or any other reason.

The material assumptions that were applied in making the forward looking statements in this MD&A include: execution of the Company's existing plans or exploration programs for the Helmer-Bovill property, either of which may change due to changes in the views of the Company or if new information arises which makes it prudent to change such plans or programs; and the accuracy of current interpretation of drill and other exploration results.

For a description of material factors that could cause the Company's actual results to differ materially from the forward-looking statements in this MD&A, please see "Risks and Uncertainties".

General

The Company's principal business is the development of the Helmer-Bovill industrial mineral property. The Helmer-Bovill property is comprised of ten adjacent and non-adjacent mineral leases that cover a border phase of the Thatuna granodiorite ("TG") that hosts potentially economic deposits of feldspar, quartz and kaolinic clays, primarily kaolinite and halloysite. The mineral commodities are found in three modes of occurrence, each of which contains two or more of the targeted minerals:

- the unweathered Thatuna granodiorite hosts primary deposits of sodium ("Na") feldspar and quartz;
- the weathered Thatuna granodiorite hosts residual deposits of potassium ("K") feldspar, kaolin (kaolinite / halloysite) and quartz; and
- the Latah formation is favourable for the occurrence of transported kaolin.

All of the deposit types are amenable to low strip ratio, low-cost open pit mining techniques. The Helmer-Bovill property is favourably located in Latah County, Idaho where it enjoys very competitive transportation logistics: rail access; deep water port access through the Port of Lewiston about 50 miles away; and proximity to the Interstate highway network. The town of Bovill has readily available electricity and natural gas.

To date, the Company has identified two resources, a measured and indicated Na-feldspar-quartz resource known as the Kelly's Basin deposit; and a K-feldspar-quartz deposit known as the Moose Creek Tailings deposit. The Kelly's Basin deposit is the subject of an ongoing feasibility study by SRK Consulting (US), Inc. ("SRK"). SRK has completed the initial mine plan with the economic analysis ongoing. The mine permit application is in final draft and is expected to be delivered to the regulatory agencies in the first two weeks of April, 2008. Pilot plant processing of both the K-feldspar material and a 5 ton composite sample extracted from 53 drill holes has been completed. Customer samples will be prepared from the feldspar products.

Elsewhere on the property, where portions of the granitoid body have been subjected to intense weathering, residual and sedimentary deposits of kaolinitic clays occur. In these areas, kaolinite, halloysite, quartz and potassium feldspar ("K-spar") are the primary minerals of economic interest. Based upon recent metallurgical work and historic mining and related development efforts, the Helmer-Bovill property has the potential to host significant tonnages of halloysite-kaolinite-quartz bearing clays. Recent drilling has outlined an area of over 1,000 acres wherein the Thatuna granodiorite is sufficiently weathered to form residual clays. Holes completed on the margins of a previously mined open pit show strong potential for the definition of a readily-exploitable residual clay deposit in excess of 1.5 million tons. Initial metallurgical work has demonstrated the kaolinitic clay fractions (kaolin and halloysite) can be readily separated from the residual clays and in turn, these metallurgical processes have demonstrated an ability to separate the kaolin and halloysite within the kaolinitic clay fraction.

Also during the quarter, the Company received results from Dorfner Anzaplant ("Dorfner") a specialty quartz testing laboratory in Germany. Dorfner's initial work included a detailed analysis of the quartz product created by Minerals Research Laboratory at North Carolina State University ("MRL") using a multistage flotation technique.

The sample sent to Dorfner for testing and analysis was created by MRL from a composite sample of three drill holes that span a distance of approximately 1400 feet of the 1800 foot strike length of the Kelly's Basin deposit as defined by over 50 drill holes. A series of leach testing by Dorfner succeeded in reducing the total impurities in the quartz product to approximately 30 ppm (~99.997% SiO₂), however titanium values could not be sufficiently reduced for the quartz product to achieve ultra high purity quality. Given the outstanding success in purifying the quartz product for all elements other than titanium, i-minerals will review the Helmer-Bovill property geology in an effort to identify areas that may have lower titanium which will provide better prospects for producing an ultra high purity quartz product. Nonetheless, the ability to produce the high purity quartz product through conventional flotation techniques will provide additional market opportunities for the Company.

An updated resource calculation covering the Kelly's Basin portion of the Helmer - Bovill project is currently being compiled by SRK. Beyond the significant high purity quartz tonnage at Kelly's Basin, the Company is assessing the potential of the quartz component of the residual clay to assess the potential for the large volumes of residual clays to also host high purity quartz in addition to kaolinite and halloysite.

Results of Operations

- Nine Month Results

The Company recorded a net loss of \$470,877 (\$0.03 per share) for the nine months ended January 31, 2008 as compared to a loss of \$289,589 (\$0.02 per share) reported in the same period of 2007. Expenses increased to \$457,733 in 2008 compared to \$385,276 in 2007. Variances include non-cash stock-based compensation charges incurred in respect of the granting of stock options which increased to \$247,977 from \$129,607. This variance was offset by a decrease in professional fees incurred in respect of regulatory filings from \$45,434 to \$5,598, and a decrease in management fees from \$35,925 to \$13,569. Promotion and shareholder communication expense was \$78,952 in 2008 and \$86,567 in 2007 as the Company has entered into an agreement for investor relations and other corporate development services at a cost of \$8,000 per month.

The 2008 loss includes a foreign exchange loss of \$22,249 resulting from the strengthening of the Canadian dollar during the period in relation to U.S. dollar-denominated cash. In 2007, the Company recognized a foreign exchange gain of \$14,616. The 2008 loss was also offset by a recovery of the non-controlling interest's share of the i-minerals Helmer Bovill L.L.P. losses amounting to \$6,928 (2007 - \$69,572).

- Three Month Results

The Company recorded a net loss of \$177,613 (\$0.01 per share) for the third quarter as compared to a loss of \$103,154 (\$0.01 per share) reported in the same period of 2007. The 2008 loss includes non-cash stock-based compensation expense of \$121,485 (2007 - \$51,032). Excluding stock-based compensation, expenses for the quarter were in line with expenses incurred in the comparative quarter.

The 2007 loss includes a foreign exchange loss of \$10,411 (2007 - \$10,240). The comparative 2007 loss was also offset by a recovery of the non-controlling interest's share of the i-minerals Helmer Bovill L.L.P. losses amounting to \$22,616. In 2008, the Company had fulfilled all obligations to the Helmer-Bovill L.L.P. and no corresponding non-controlling interest charge was taken.

Capital Expenditures

The Company incurred deferred exploration expenditures of \$676,282 during the nine months ended January 31, 2008, compared to \$697,937 incurred in the same period of 2007. The 2008 expenditures were incurred on the Helmer-Bovill Property and included drilling charges of \$238,918, as well as costs associated with the ongoing SRK feasibility study.

Summary of Quarterly Results (unaudited)

	For the quarter ended			
	January 31 2008	October 31 2007	July 31 2007	April 30 2007
Total revenues	\$nil	\$nil	\$nil	\$nil
Net loss	(177,613)	(\$231,206)	(\$62,058)	(\$65,400)
Net loss per share (basic and diluted) ⁽¹⁾	(0.01)	(\$0.01)	(\$0.00)	(\$0.00)
Total assets	\$4,951,932	\$5,021,413	\$5,224,887	\$4,097,212

	For the quarter ended			
	January 31 2007	October 31 2006	July 31 2006	April 30 2006
Total revenues	\$nil	\$nil	\$nil	\$nil
Net loss	(\$103,154)	(\$87,878)	(\$98,557)	(\$196,782)
Net loss per share (basic and diluted) ⁽¹⁾	(\$0.01)	(\$0.01)	(\$0.01)	(\$0.01)
Total assets	\$4,065,308	\$4,080,576	\$4,159,215	\$4,148,506

⁽¹⁾ The basic and diluted calculations result in the same values due to the anti-dilutive effect of outstanding convertible instruments, stock options and warrants.

The net loss for the quarter ended January 31, 2008 included a non-cash charge for stock-based compensation of \$121,485 (October 31, 2007 - \$113,042; January 31, 2007 - \$51,032; and April 30, 2006 - \$120,623).

The increase in total assets for the quarter ended July 31, 2007 is due to the completion of a private placement of common shares, and subscriptions received in respect of a private placement of convertible partnership units.

Financing Activities

During the nine months ended January 31, 2008, the Company completed a financing in which it raised \$900,000 from a non-brokered private placement of 1.8 million units at a price of \$0.50 per unit. Each unit is comprised of one common share and one share purchase warrant entitling the holder to acquire an additional share at a price of \$0.60 per share until July 13, 2008, and \$0.70 per share thereafter until expiry on July 12, 2009. The Company paid 10% finders' fees on a portion of the units subscribed through the issuance of 43,400 units with terms identical to those placed in the offering.

The Company also received subscriptions amounting to \$212,100 (U.S. \$200,000) in respect of a convertible private placement of convertible partnership units which closed during the second quarter, and raised \$52,500 on the exercise of warrants and stock options.

There was no financing activity in the third quarter of fiscal 2008.

During the comparative nine months ended January 31, 2007, the Company received \$63,000 on the exercise of stock options; and repaid loans from shareholders amounting to \$55,946 (U.S. \$50,000).

Liquidity and Capital Resources

The Company's aggregate operating, investing and financing activities during the nine months ended January 31, 2008 resulted in a net cash inflow of \$134,711. As at January 31, 2008, the Company had cash of \$237,055 and working capital of \$175,064.

The Company has not as yet put into commercial production any of its mineral properties and as such has no operating revenues. Accordingly, the Company is dependent on the equity markets as its sole source of operating working capital. The Company's capital resources are largely determined by the strength of the junior resource markets and by the status of the Company's projects in relation to these markets, and its ability to compete for investor support of its projects.

Based upon the receipt of a favourable feasibility study on the Kelly's basin deposit, further funding will be required. However, attractive State-sponsored debt financing instruments are available, and the Company intends to pursue such financial instruments to cover the bulk of the capital costs associated with placing the Kelly's Basin deposit into production.

Transactions with Related Parties

The Company has entered into the following transactions with related parties.

During the nine months ended January 31, 2008, management fees of \$13,569 (January 31, 2007 - \$35,925) and consulting fees of \$27,000 (January 31, 2007 - \$27,000) were charged by directors or companies controlled by them. These charges are included in the determination of loss. A further \$82,700 (January 31, 2007 - \$71,260) in consulting and research fees were charged by directors and are included with mineral property deferred costs. Transactions with related parties are recorded at the exchange amount, being the price agreed among the parties.

Current payables as at January 31, 2008 of \$114,984 (April 30, 2007 - \$195,036) include \$61,730 (April 30, 2007 - \$39,385) owing to related parties. During the comparative nine months ended January 31, 2007, the Company repaid a shareholder loan amounting to \$55,946 (U.S. \$50,000).

A director of the Company owns a 25% interest in Idaho Industrial Minerals LLC, the property vendor in respect of the agreement to acquire a 100% interest in the Helmer-Bovill property.

All of the Units issued under both the 2005 and 2007 convertible partnership unit private placements were subscribed for by a private company related to a director of the Company.

Critical Accounting Estimates

The Company's critical accounting estimates are as described in the Annual MD&A.

Recent Accounting Pronouncements

There are no recent accounting pronouncements impacting the current quarter's financial statements, except as disclosed in the Annual MD&A.

Changes in Accounting Policies Including Initial Adoption

The Company adopted the following accounting policies during the period.

Adoption of new accounting standards

On May 1, 2007, the Company adopted two new accounting standards issued by the Canadian Institute of Chartered Accountants ("CICA"); Section 3855, "Financial instruments - recognition and measurement", and Section 1530, "Comprehensive income". These standards were adopted on a prospective basis and as such, prior periods have not been restated.

- Financial instruments - recognition and measurement

CICA Handbook Section 3855 requires that all financial assets, except those classified as held to maturity, must be measured at fair value. All financial liabilities must be measured at fair value when they are classified as held for trading; otherwise, they are measured at cost. The adoption of this policy had no material impact on opening deficit.

- Comprehensive income

Under CICA Handbook Section 1530, comprehensive income is the change in the Company's net assets that results from transactions, events and circumstances from sources other than the Company's shareholders and includes items that would not normally be included in the statement of operations such as unrealized gains or losses on available-for-sale investments. The adoption of this policy had no material impact on opening deficit. For the nine month period ended January 31, 2008 the Company did not have other comprehensive income or loss, therefore comprehensive loss for the period was equal to the loss for the period.

Financial Instruments

The Company's financial instruments consist of cash, receivables, accounts payable and accrued liabilities and amounts due to related parties. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest rate or credit risk arising from these financial instruments. The fair values of these financial instruments approximate their carrying values due to the short-term or demand nature of these instruments. The Company operates in the United States and a significant portion of its financial assets and liabilities are denominated in U.S. dollars giving rise to risks from changes in foreign exchange rates.

Outstanding Share Data

Authorized Capital:

100,000,000 common shares, without par value

Issued and outstanding:

18,597,165 common shares as at March 28, 2008

Outstanding options, warrants, and convertible securities as at March 28, 2008:

Security	Number	Exercise price	Expiry date
Stock Options	625,000	\$0.35	June 4, 2008
Stock Options	45,000	\$0.35	August 1, 2009
Stock Options	100,000	\$0.35	September 6, 2010
Stock Options	100,000	\$0.40	September 6, 2010
Stock Options	360,000	\$0.53	March 21, 2011
Stock Options	390,000	\$0.55	July 24, 2012
Warrants	1,843,400	\$0.60	July 13, 2008
		\$0.70	July 12, 2009

The Company also has outstanding 2,000,000 convertible partnership units which are convertible into 10,000,000 common shares of the Company; and 74,074 convertible partnership units which are convertible into 370,370 common shares of the Company.

Risks and Uncertainties

The exploration for and development of industrial mineral deposits are highly speculative activities and are subject to significant risks. The Company's ability to realize its investments in exploration projects is dependent upon a number of factors, including its ability to continue to raise the financing necessary to complete the exploration and development of those projects and the existence of economically recoverable reserves within its projects. The Company's operations are subject to a number of risk factors as detailed in the Annual MD&A.

Internal Control over Financial Reporting

As at the date of this report, management is not aware of any change in the Company's internal control over financial reporting that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

Outlook

The major focus of the Company is the ongoing feasibility study by SRK on the Kelly's Basin portion of the Helmer-Bovill project. In this regard:

- An initial resource calculation has been completed based upon a preliminary geostatistical resource model. Final resource calculations will be completed in parallel with the mine plan. A larger resource than previously announced is expected.
- The initial mine plan is in draft form incorporating overburden; pit and bench design and haul routes. .
- A process plant location has been selected and acquisition discussions are progressing well. The location was selected based upon outbound haulage, mine haulage, plant requirements and general infrastructure.
- Marketing and transportation studies are proceeding very favourably. Between western North American and Pacific Rim markets, these studies indicate a base load tonnage of feldspar products can be placed.
- Permit work, is proceeding very well with agency contacts having been completed and initial data submission completed. The mine permit application is expected to be submitted very shortly.

The pilot plant has now processed up to 500 pounds per hour of feldspar ore. MRL has completed processing of the composite sample providing information for the resource model, capital and operating cost estimates and the financial analysis components of the feasibility study. Initial estimations have been forwarded to SRK for review.

The Company has concurrently identified several new markets that will provide for value added products. Halloysite is a unique kaolin which occurs as microscopic tubes often referred to as “halloysite nanotubes”. A number of companies are pursuing development of products in the plastic and polymers industry wherein these halloysite nanotubes are added to plastic and polymer compounds to improve strength, weight and in some instances, biodegradability of the resulting products. The Company has provided product samples to a few companies for testing in assorted nano-tech applications. One of these nano-tech companies has completed initial tests using the Helmer-Bovill halloysite nano-tubes with very favourable results. Commercialization of any halloysite based nano-tech product will require a long term supply of halloysite.

Based upon recent metallurgical work and historic mining and related development efforts, the Helmer-Bovill property has the potential to host significant tonnages of halloysite bearing clays. In light of this opportunity, and other new kaolin applications, the Company has completed a 25-hole drill program with the objective of defining an inferred resource of sufficient size to be of commercial interest. Preliminary results from bench scale metallurgical work in separating the kaolin and halloysite from the raw clay are favourable. Results from the separation of the kaolin and halloysite are expected shortly.

Other Information

Additional information related to the Company is available for viewing on SEDAR at www.sedar.com and at the Company’s website at www.imineralsinc.com