

TALMORA RESOURCES INC.
6 Willowood Court, Toronto, Ontario M2J 2M3

Management's Discussion & Analysis
For the 3 months ending March 31, 2006

Date: May 24, 2006

Please read the following discussion and analysis with the audited financial statements of the Company for the year ending December 31, 2005, and the unaudited statements for the first quarter of 2006.

Overall Performance

Talmora Resources Inc. is a Junior Capital Pool as defined under the Alberta Securities Commission Policy 4.1.1. The Company was de-listed from the TSX Venture Exchange on July 3, 2001 for not completing Exchange Listing Requirements. Talmora must complete a Qualifying Transaction in order to be re-listed on the TSX Venture Exchange.

The Company was originally set up to acquire gold exploration projects. Raymond Davies took over as President of Talmora on May 17, 2002 and focused on acquiring diamond exploration projects. A number of potential Qualifying Transactions have been investigated.

Talmora entered into a letter of intent dated June 30, 2005 to amalgamate with Canadian Diamind Limited to continue as Talmora Diamond Inc., subject to shareholder and regulatory approval.

Amalgamation of Talmora with Canadian Diamind Limited

The amalgamation of Talmora and Canadian Diamind Limited, a private Ontario junior exploration company established to explore for diamonds, is proceeding as planned.

The transaction is subject to definitive documentation, as well as other conditions including completion of satisfactory due diligence, completion of a private placement financing, the approval of disinterested shareholders and regulatory approval. Although there is no assurance this transaction will be completed as proposed or at all, it is anticipated that if it does go forward, completion should occur before yearend. The transaction cannot close until the required shareholder approval is obtained.

Selected Interim (First Quarter) Information

As at March 31, 2006, Talmora had \$414,210 in share capital of which, \$83,274 was the initial share issuance cost, \$165,644 has been spent on maintaining the corporation and investigating potential Qualifying Transactions, and \$165,292 is the cash balance.

	3 Months ended March 31 (unaudited)	
	2006	2005
Interest Revenues	1,055	793
General and administrative expenses	10,729	3,349
Cash outflow	12,798	1,348
Project identification [deferred costs]	0	0
Deferred costs written off	0	0
Total assets	166,042	201,970
Cash and cash equivalents	165,292	201,737

Summary of Quarterly Results

	1Q	2Q	3Q	4Q
2006				
Net Loss	\$9,674			
Net loss per share- basic and diluted	\$0.0019			
2005				
Net Loss	\$2,556	\$ 5,095	\$4,720	\$17,456*
Net loss per share- basic and diluted	\$0.0005	\$0.0010	\$0.0009	\$0.0034
2004				
Net Loss	\$2,432	\$4,298	\$2,292	\$11,347**
Net loss per share- basic and diluted	\$0.0005	\$0.0008	\$0.0004	\$0.0022

* This includes \$9,899 project identification costs written off.

** This includes \$4,459 project identification costs written off.

Interest revenues, which initially funded much of the general and administrative expenditures, have steadily declined in line with general interest rates. General and administrative expenditures have been steady except for additional costs in 2002 when an annual meeting of the Company was held.

General and administrative expenses in the first quarter of 2006 include TSX listing application fees of \$7,500.

The increased cash outflow in the first quarter of 2006 relates to the \$7,500 listing application fees and a \$4,600 payment on the accrued liability from 2005 in connection with legal fees related to the qualifying transaction.

Expenditures, of \$4,459 in 2004 and of \$9,899 in 2005, that were related to identifying and negotiating potential qualifying transactions were initially deferred but were written off in the fourth quarter of 2004 and 2005 respectively.

Talmora has been successful in conserving cash. As at March 31, 2006 cash on hand was \$165,292 and should be sufficient to cover the cost of re-listing Talmora. CDL with which Talmora proposes to amalgamate is completing a private placement which should be sufficient to fund the first phase of CDL's proposed exploration program and the first year administrative costs of the amalgamated companies.

Disclosure Controls

The certifying officers of Talmora have evaluated the disclosure controls and procedures of the corporation and are satisfied about the effectiveness of the disclosure controls and procedures as of the end of the period covered by the interim filings based on such evaluation.