WEIFEI CAPITAL INC.
Management's Discussion and Analysis
December 31, 2010

The following discussion and analysis of the results of operations and financial condition ("MD&A") for Weifei Capital Inc. ("the Company") should be read in conjunction with the audited financial statements for the year ended December 31, 2010 and related notes thereto. The financial information in this MD&A is derived from the Company's audited financial statements for the year ended December 31, 2010 prepared in accordance with Canadian generally accepted accounting principles. These annual financial statements have been prepared by management and have been audited by the Company's external auditors. The effective date of this MD&A is April 29, 2011.

Forward Looking Statements

This MD&A may contain forward-looking statements that involve risks and uncertainties. Although the Company believes the expectations expressed in such forward looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in forward looking statements include industry related risks, regulatory approvals, continued availability of capital and financing and general economic, market or business conditions. The Company undertakes no obligation to publicly update or revise any forward looking statements, whether as a result of new information, future events or otherwise.

Description of Business

Weifei Capital Inc. (the "Company") was incorporated on October 16, 2008 pursuant to the *Business Corporations Act* of British Columbia and is classified as a Capital Pool Company as defined in the TSX Venture Exchange ("TSX-V") Policy 2.4. The principal business of the Company is the identification and evaluation of assets or a business and once identified or evaluated, to negotiate an acquisition or participation in a business subject to receipt of shareholder approval, if required, and acceptance by regulatory authorities.

On October 13, 2010, the Company received final receipt to its prospectus from the British Columbia Securities Commission offering of 4,000,000 common shares at $0.10 per share as an initial public offering ("IPO"). Pursuant to an Agency Agreement with Leede Financial Markets Inc. (the "Agent"), the Agent received a commission and fees totalling $48,137.50 and was issued 400,000 options (the "Agent's Options"). Each option will entitle the Agent to acquire one common share at $0.10 per share exercisable for a period of 24 months following the closing of the IPO.

The initial public offering was completed on October 29, 2010. The common shares of the Company trade on TSX Venture Exchange.

A Letter of Intent has been signed, as of March 14, 2011, with Prairie Pacific Mining Corp. ("PPMC") whereby 100% of the common shares of PPMC would be acquired by the Company. The intention is that this will serve as the Company's Qualifying Transaction under TSX Venture Exchange Policy 2.4 - Capital Pool Companies (``CPC``). Completion of the transaction is subject to receipt of all necessary regulatory approval and board of directors and shareholder approvals of both the Company and PPMC.

Risks and Uncertainties

The Company does not currently have an operating business.

Where an acquisition or participation is warranted, funding in addition to the IPO funding may be required. These additional funds may not be available on terms acceptable to the Company.

The Company may not complete the Qualifying Transaction.

New accounting pronouncements

Business Combinations, Non-controlling Interest and Consolidated Financial Statements

In January 2009, the CICA issued Handbook Sections 1582 "Business Combinations", 1601 "Consolidated Financial Statements" and 1602 "Non-controlling Interests" which replace CICA Handbook Sections 1581 "Business Combinations" and 1600 "Consolidated Financial Statements". Section 1582 establishes standards for the accounting for business combinations that is equivalent to the business combination accounting standard under IFRS. Section 1582 is applicable for the Company's business combinations with acquisition dates on or after January 1, 2011. Section 1601 together with Section 1602 establishes standards for the preparation of consolidated financial statements. Section 1601 is applicable for the Company's interim and annual consolidated financial statements for its fiscal year beginning January 1, 2011. Early adoption of these Sections is permitted and all three Sections must be adopted concurrently.

International financial reporting standards ("IFRS")

In 2006, the AcSB published a new strategic plan that will significantly affect financial reporting requirements for Canadian companies. The AcSB strategic plan outlines the convergence of Canadian GAAP with IFRS over an expected five year transitional period. In February 2008, the AcSB announced that 2011 is the changeover date for publicly-listed companies to use IFRS, replacing Canada's own GAAP. The date is for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The transition date of January 1, 2011 will require the restatement for comparative purposes of amounts reported by the Company for the year ended December 31, 2010.

Conversion to IFRS

The Canadian Accounting Standards Board ("AcSB") has confirmed that International Financial Reporting Standards ("IFRS") will replace current Canadian GAAP for publicly accountable enterprises, including the Company, effective for fiscal year beginning on or after January 1, 2011.

Accordingly, for companies with a December 31 year-end, the first unaudited interim financial statements under IFRS will be the quarter ending March 31, 2011, with comparative financial information for the quarter ended March 31, 2010. The first audited annual financial statements will be for the year ended December 31, 2011, with comparative financial information for the year ended December 31, 2010. This also means that all the opening balance sheet adjustments relating to the adoption of IFRS must be reflected in the January 1, 2010 opening balance sheet which will be issued as part of the comparative financial information in the March 31, 2011 unaudited interim financial statements.

The Company intends to adopt these requirements as set out by the AcSB and other regulatory bodies. At this time, the impact of adopting IFRS will be negligible on the Company; however, the eventual impact of adoption is unknown due to the uncertainty in the date of completing a Qualifying Transaction. This uncertainty is also due to whether assets or a business maybe acquired, how far along that business maybe in IFRS conversion, and what industry this acquisition will take place in. For the purpose of the Company's January 1, 2010 balance sheet and all requisite comparative periods ending in 2011, the Company does not expect any recognition and measurement differences.

Adoption of New Accounting Policies

The Company adopted the following policies as recommended by the Canadian Institute of Chartered Accountants ("CICA"):

Section 1400, General Standards of Financial Statement Presentation

This section requires management to make an assessment of the Company's ability to continue as a going concern and to disclose any material uncertainties related to events or conditions that may cast significant doubt upon the entity's ability to continue as a going concern. The ability to continue as a going concern is assessed in Note 2.

Section 3064, Goodwill and intangibles assets

This new section replaces Section 3062, Goodwill and other intangible assets and Section 3450, Research and development costs. It establishes standards for the recognition, measurement presentation and disclosure of goodwill subsequent to its initial recognition and of intangible assets by profit-oriented enterprises. Standards concerning goodwill are unchanged from the standards included in the previous Section 3062.

The management has determined that the adoption of these new standards will not have a material impact on the financial statements of the Company or its business, except for expanded disclosures in the notes to the financial statements.

Financial Instruments and Risk

All financial instruments are classified into one of five categories: held-for-trading, held-to-maturity investments, loans and receivables, available-for-sale financial assets or other financial liabilities. All financial instruments and derivatives are measured in the balance sheet either at fair value except for loans and receivables, held-to maturity investments and other financial liabilities which are measured at amortized cost. Subsequent measurement and changes in fair value will depend on their initial classification. Held-for-trading financial assets are measured at fair value and changes in fair value are recognized in net income. Available-for-sale financial instruments are measured at fair value with changes in fair value recorded in other comprehensive income until the instrument is derecognized or impaired.

Fair value

The Company's financial instruments consist of cash, receivables and accounts payable and accrued liabilities. The carrying value of these financial instruments approximated their fair value because of the short term nature of these instruments.

Financial instruments measured at fair value on the balance sheet are summarized in levels of fair value hierarchy as follows:

Assets	Level 1	Level 2	Level 3	Total
Cash	$434, 280			$434,280

Management does not believe these financial instruments expose the Company to any significant interest, currency or credit risks arising from these financial instruments.

Selected Annual Financial Data

The following chart summarizes selected financial information:

	Fiscal year ended December 31, 2010	Fiscal year ended December 31, 2009	Incorporation on October 16, 2008 to December 31, 2008
Balance Sheet:			
Total assets	$ 434,280	$ 176,367	$ 132,519
Total long-term liabilities	-	-	-
Operation:			
Net loss	(249,558)	(16,152)	(12,481)
Basic and diluted loss per share	(0.05)	(0.01)	(.02)
Dividends per share	$ -	$ -	-

Results of Operations

Weifei Capital Inc. is a CPC and has no business operations. The Company has no sales revenue. Until such time as the Company completes the Qualifying Transaction as required by the Exchange, corporate expenditures will be restricted to costs of raising equity financing, administrative costs to maintain the Company in good standing and costs to complete due diligence on the target company or to identify and evaluate other potential business opportunities.

The following table sets forth selected data for the year ended December 31, 2010.

	Fiscal year ended December 31, 2010	Fiscal year ended December 31, 2009
Administrative Expenses:		
Professional fees	$ 7,785	$ 7,088
Transfer agent, filing and sustaining fees	19,737	
Stock-based compensation	185,688	
Office	6,695	3,829
Meals and Entertainment	5,240	2,461
Travelling	24,413	2,774
Loss for the period	$249,558	$ 16,152

For the year ended December 31, 2010, the Company reported a loss of $249,558. Stock based compensation of $185,688, filing fees of $19,737, travel expenses of $24,413 and legal and accounting fees of $7,785 accounted for the majority of the loss.

Financial Condition, Liquidity and Capital Resources

The Company's working capital position at December 31, 2010 was $416,955 compared to $128,404 at December 31, 2009.

The primary reason for the increase in working capital is the receipt of proceeds of the IPO in October, 2010.

The Company does not currently have an active business generating positive cash flows. The Company is reliant on equity financing to provide the necessary cash to acquire or participate in an active business. There can be no assurance that future equity financings will be available to the Company that will be obtained on terms satisfactory to the Company.

Selected Quarterly Information

The following selected financial data has been prepared in accordance with Canadian generally accepted accounting principles and should be read in conjunction with the Company's annual and interim financial statements. All dollar amounts are in Canadian dollars.

Quarter Ended	Interest Income	Administrative Expenses	Stock-based Compensation	Earnings (Loss)	Basic & Diluted Loss/Share
December 31, 2008	-	$12,481	-	(12,481)	(0.02)
March 31, 2009	-	2,983	-	(2,983)	(0.01)
June 30, 2009	-	3,810	-	(3,810)	(0.01)
September 30, 2009	-	1,479	-	(1,479)	(0.052)
December 31, 2009	-	7,880	-	(7,880)	(0.01)
March 31, 2010	-	2,983	-	(2,983)	(0.00)
June 30, 2010	-	4,702	-	(4,702)	(0.00)
September 30, 2010	-	9,940	-	(9,940)	(0.01)
December 31, 2010		46,245	185,688	(231,933)	(0.05)

The loss reported for the three months ended December 31, 2010 was due to costs of completing the IPO and the booking of the share issuance costs and stock-based compensation.

Related Party Transactions

During the year ended December 31, 2010, the Company reimbursed $25,074 to a company partially owned by a director for expenses incurred in connection with locating potential acquisition targets for a qualifying transaction. This amount was characterized as purchased administrative services in the notes to the financial statements.

Outstanding Share Data

The Company issued 3,100,000 common shares to directors and officers and 1,400,000 common shares to eleven arm's length individuals at a price of $0.05 per share for proceeds of $225,000. All of the common shares were placed in escrow pursuant to a TSX-V prescribed CPC escrow agreement and will be released in accordance with the terms of the escrow agreement.

On October 29, 2010, the Company completed its initial public offering ("IPO") with the securities regulatory authorities in British Columbia and Alberta and with the TSX-V, offering 4,000,000 common shares at $0.10 per share. Pursuant to an Agency Agreement with Leede Financial Markets Inc. (the "Agent"), the Agent was issued 400,000 options (the "Agent's Options"). Each option will entitle the Agent to acquire one common share at $0.10 per share exercisable for a period of 24 months following the listing of the shares on the exchange.

The Company adopted a stock option plan (the "Stock Option Plan") under which it can grant options to directors and officers for up to 850,000 common shares at a price of $0.10 per share. Under the plan, the exercise price of an option may not be less than the closing market price during the trading day immediately preceding the date of the grant of the option, less any applicable discount allowed by the TSX-V. The options can be granted for a maximum term of 5 years and vest at the discretion of the board of directors.

Any common shares acquired pursuant to the exercise of options prior to the completion of the Qualifying Transaction must be deposited in escrow and will be subject to escrow until the final Exchange bulletin is issued.

As at April 20, 2011, the Company had the following securities issued and outstanding:

	Number	Share/Exercise Price		Expiry Date
Common Shares	2,500,000	$	0.05	
Common Shares	2,000,000	$	0.10	
Options	850,000	$	0.10	March 16, 2016
Options	400,000	$	0.10	March 16,2013

Internal Control over Financial Reporting

There have not been any changes to internal control over financial reporting or any other factors during the period ended December 31, 2010, that have materially affected, or are reasonably likely to materially affect the internal control over financial reporting of the Company.

Off-Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements.

Proposed Transactions

A Letter of Intent has been signed, as of March 14, 2011, with Prairie Pacific Mining Corp. ("PPMC") whereby 100% of the common shares of PPMC would be acquired by the Company. The intention is that this will serve as the Company's Qualifying Transaction under TSX Venture Exchange Policy 2.4 - Capital Pool Companies (``CPC``). Completion of the transaction is subject to receipt of all necessary regulatory approval and board of directors and shareholder approvals of both the Company and PPMC.

Additional Information

Additional information relating to the Company is available by accessing the SEDAR website at www.sedar.com.