Form 51-102F1
For the Year Ended March 31, 2010

MANAGEMENT'S DISCUSSION AND ANALYSIS

(*Prepared as of July 28, 2010)*

The following is management's discussion and analysis ("MD&A") of the results of operations for Diamcor Mining Inc. ("Diamcor" or the "Company") for the fiscal year ended March 31, 2010, and its financial position as at March, 31, 2010. This MD&A is based on the Company's consolidated financial statements prepared in accordance with generally accepted accounting principles in Canada ("Canadian GAAP") and should be read in conjunction with the consolidated financial statements and notes thereto. Unless otherwise specified, all financial information is presented in Canadian dollars.

CAUTION REGARDING FORWARD-LOOKING INFORMATION

Certain information included in this MD&A may constitute forward-looking information within the meaning of securities laws. In some cases, forward-looking information can be identified by the use of terms such as "may", "will", "should", "expect", "plan", "anticipate", "believe", "intend", "estimate", "predict", "potential", "continue" or other similar expressions concerning matters that are not historical facts. Forward-looking information may relate to management's future outlook and anticipated events or results, and may include statements or information regarding projected capital expenditure requirements, estimated productions, plans, timelines and targets for construction, joint venture relationships, the closing of anticipated acquisitions, mining, development, production and exploration activities, future mining and processing, the number and timing of expected rough diamond sales, projected sales growth, expected gross margin and expense trends, expected diamond prices and expectations concerning the diamond industry.

Forward-looking information is based on certain factors and assumptions regarding, among other things, mining, production, construction and exploration activities, world economic conditions, the level of worldwide diamond production, and the receipt of necessary regulatory permits. With respect to statements concerning sales growth, Diamcor has assumed that current world economic conditions will not materially change or deteriorate. While Diamcor considers these assumptions to be reasonable based on information currently available to it, they may prove to be incorrect.

Forward-looking information is subject to certain factors, including risks and uncertainties, which could cause actual results to differ materially from what we currently expect. These factors include, among other things, the uncertain nature of mining activities, risks associated with joint venture operations, risks associated with the remote locations of certain mine sites, risks associated with regulatory requirements, fluctuations in diamond prices and changes in world economic conditions and the risk of fluctuations in the foreign currency exchange rate. Please see page 15 of this MD&A for a discussion of these and other risks and uncertainties involved in Diamcor's operations.

You should not place undue importance on forward-looking information and should not rely upon this information as of any other date. While Diamcor may elect to, it is under no obligation and does not undertake to update this information at any particular time, except as required by law.

OVERVIEW

Diamcor Mining Inc. is a junior mining and exploration company incorporated in the Province of British Columbia under the Business Corporations Act (BC) with established historical operations supplying rough diamonds to the world market and key strategic relationships within the Republic of South Africa. It is listed on the TSX Venture Exchange under the symbol "V.DMI". Its principal business is the acquisition, operation, exploration and development of specifically targeted diamond based resource properties (as noted below) with a focus on the mining segment of the diamond industry. The Company's continuing strategy is to be a supplier of rough diamonds to the global market.

CORE BUSINESS AND STRATEGY

The Company continues to pursue the acquisition and development of diamond-related properties in South Africa. The Company has an established operating team with significant knowledge of the diamond mining industry and its current strategy remains the pursuit of opportunities which demonstrate an ability to provide near-term diamond production and cash flow over a long-term project life. This strategy is being implemented and demonstrated through the Company's efforts to finalize the acquisition of projects such as the De Beers Krone-Endora project, for which the Company announced it had signed a definitive sale of assets agreement on December 22, 2008. The Company is currently working towards the successful closing of this transaction in the short-term and continues to advance its efforts to pursue additional mining opportunities in South Africa which fit within its identified strategy. The Company believes its current strategy will allow it to take advantage of the ongoing increases in rough diamond prices within the diamond industry and the projected future shortfall of world-wide diamond production against the projected long-term increasing demands from emerging markets such as China and India. As part of the implementation of the Company's desired near-term production strategy, management classifies all potential projects under consideration into three distinct diamond project categories, all of which have typical expectations with regard to lead times to production and associated development costs. The three basic diamond project categories as defined by the Company are - Primary Kimberlite Projects, Alluvial / Eluvial Projects, and Tailings Re-Treatment Projects. These project categories are briefly explained as follows:

Primary Kimberlite Projects - The Company defines Primary Kimberlite Projects as any diamond project which involves the exploration for, or open-pit / underground mining of, any new or existing kimberlite source, these areas being the primary source from which diamonds originate. Although this type of exploration, and any such resulting project, could provide an extraordinary economic benefit to the Company in the long-term, primary kimberlite diamond exploration is accepted to be an inherently high-risk proposition which requires the commitment of significant high-risk capital to support the ongoing economic evaluation needed. Associated long lead times of five to seven years (or more) to production are typical, as is capitalization into the hundreds of millions of dollars and technical expertise outside the primary scope of the Company's current abilities and focus. The Company's initial involvement in such projects may occur should the Company acquire other projects (as described below) and then discover new kimberlite bodies of interest on those properties during geological evaluation. Should this occur, the Company does have the ability to perform initial exploration efforts to define the potential significance of such a find, after which it is anticipated any warranted additional efforts would be completed in conjunction with a suitable larger joint venture partner in order to offset associated costs and minimize risk.

Alluvial / Eluvial Projects - The Company defines Alluvial / Eluvial Projects as the exploration for, and mining of, near surface diamond bearing gravels. Alluvial gravels are the result of the pre-historic erosion of the top surface areas of primary kimberlite sources. An Alluvial Project involves the recovery and processing of those associated gravels to recover transported diamonds which have then been deposited along reasonably well-defined areas over which these ancient rivers once flowed. These deposited / settled alluvial gravels and the associated diamonds are then found under varying layers of surface structure along graduating terraces in the various key areas over which these paleo-rivers once ran. Diamond bearing alluvial gravels typically produce gem quality stones as a result of the manner and distance by which they have been moved by the paleo-rivers from their originating sources. The washing or rolling effect of transporting the diamonds tends to destroy small, lower quality stones during the process while polishing, rounding, and depositing the larger better quality stones into the various settlement areas. Unlike the capital intensive methods of recovering diamonds from a deep, hard rock primary kimberlite source, the alluvial gravel recovery process is done via a simple strip mining and earth moving process using heavy equipment with no requirement for any underground work or associated infrastructure. Exploration of potential alluvial properties to locate diamond bearing gravels also involves less capital intensive methods. Initial exploration on potential alluvial properties begins in well-known areas with satellite, air and land-based geological and geophysical work in conjunction with shallow drilling and bulk sampling which can then be used to produce a three dimensional model to calculate inferred resource estimates for quantities of gravels and diamonds, their depth from surface, and the geological make-up of the overburden to be removed. Alluvial Projects have the ability to be brought into production in a relatively short period of time and thus the Company's strategy includes the identification, exploration, and potential acquisition of larger new and existing Alluvial Projects in selected areas where successful alluvial operations currently exist.

Eluvial Projects are similar in nature to Alluvial Projects with regard to production requirements. However; they are rare and unique due to the fact that they occur immediately adjacent to a known primary source. In typical alluvial deposits, the above-noted constant flowing pre-historic paleo-rivers slowly erode the resulting deposit and diamonds away from the source, and then deposit them downstream at various collection or settlement points. In contrast, eluvial deposits are typically the result of short-duration erosion or weathering in conjunction with a gravitational movement which forms the resulting accumulation and deposit directly adjacent to the primary source. Eluvial deposits present certain advantages in that the resulting deposit has not moved any significant distance, and thus it tends to more closely mirror the characteristics of the primary source allowing for more a definitive understanding of the deposit in general. Eluvial deposits, when compared with alluvial deposits, tend to retain the same, if not greater, possibility for larger diamonds to exist, but include the added benefit that smaller diamonds are also retained as opposed to being destroyed due to the short-duration of the event causing their deposit and the short distance travelled. These circumstances can result in much higher grades and better production consistency. The previously mentioned De Beers Krone-Endora project being acquired by the Company has been identified as an eluvial deposit and is located directly adjacent to South Africa's largest diamond mine, Venetia. Venetia is one of the world's most significant diamond mines with previously published yearly production volumes of approximately 9.0 million carats, with some independent references estimating that as much as 85% of all diamonds recovered could be classified as gem quality.

Tailings Re-Treatment Projects - The Company has extensive experience and a proven track record in the mining and recovery of diamonds through the re-processing, or re-treatment, of kimberlite tailings. South Africa has a long and extensive history of large kimberlite diamond mines dating back over 100 years, and that history presents a significant opportunity for newer and more modern processing and recovery methods to be implemented on the remaining vast stockpiles of previously processed tailings materials. These historical mines worked and recovered many millions of tons of diamondiferous kimberlite material from open pit and deep underground mining at what are now known to be some of the most famous diamond mines in the world. The ability to use newer and more efficient processing plants and methods to re-process the stockpiled kimberlite tailings from these mines to recover the remaining diamonds missed years ago presents a significant opportunity for the Company. These large above-ground tailings stockpiles can be easily quantified, graded and valued to produce reliable modeling of processing costs and expected revenues. The Company sees this method of diamond mining as an opportunity to establish further stable sources of long-term revenue for the Company and it has been a key focus of the Company's ongoing strategy for several years. The Company is continuing to advance its ongoing efforts to identify, evaluate, and acquire suitable sources of quality diamond tailings to enhance its ongoing growth strategy.

KEY PERFORMANCE DRIVERS AND RECENT EVENTS

Trade publications and industry experts widely reported a continuing trend of steadily increasing rough diamond prices right into the early part of 2008. During a period of several years at that time, diamond demand had continued to grow and experts predicted that demand would soon exceed available supply. The expected supply shortfall was projected to last for the foreseeable future and to continue to increase moving forward with an expected resulting upward pressure on prices. The onset of the now well-documented global financial crisis of late 2008 and 2009 had profound effects on all sectors, and the diamond market was not spared. With this occurring, analysts, industry experts, and trade publications all reported a vast softening of diamond prices and short-term demand throughout the industry and noted that various diamond producers, including the world's number one supplier, De Beers, had elected to decrease production levels in response to the reduced diamond demand and pricing. The Company anticipated the likelihood of a continued near-term reduction in demand from the United States due to the effects of the global financial crisis. However, industry experts anticipated there would be increasing demands from the vast emerging markets of China, India, and the Middle East in the future, which has since proven to be largely the case. As of mid-2009, diamond pricing had begun to show signs of recovery and by early 2010 that recovery began to approach, and by some reports, exceed the previous highs experienced in 2008 prior to the global financial crisis. The Company believes that with the successful closing of projects such as Krone-Endora and its anticipated short time-frame potential to production, the Company should be very well positioned to take advantage of these returns to the historical pricing and any potential future pricing increases which are expected by industry experts due to the well-documented growing supply-demand shortfalls throughout the industry.

As of March 31, 2010 the Company's principal assets were the following: (i) a 85% interest in So Ver Mine (Pty) Ltd. ("So Ver"), a private South African company which owns the land and mining rights to an area on which it previously operated a diamond tailings processing operation near the town of Kimberley, South Africa, (ii) a 70% majority interest in DMI Minerals South Africa (Pty) Ltd. ("DMI Minerals"), which the Company is using to acquire the Krone-Endora project from De Beers Consolidated Mines Limited, as previously announced by the Company and discussed in further detail below, (iii) a 100% interest in DMI Diamonds South Arica (Pty) Ltd. ("DMI Diamonds"), an entity which serves as the Company's main corporate entity for its South African projects, operations, initial exploration efforts, and the initial evaluation of all future projects, (iv) a current 100% interest in Jagersfontein Diamond Mining Company (Pty) Ltd. ("JDMC") which the Company intends to use for future growth-oriented acquisitions. Below are brief descriptions of each of these assets, and their current status.

So Ver Mine (Pty) Limited - The Company's 85% owned South African subsidiary, So Ver Mine (Pty) Ltd., owns the land and mining rights to an area on which it successfully processed tailings reserves for several years on a 24 hour a day, 7-day a week basis, until their economic completion. The Company gained significant operational and industry knowledge in the processing of diamond tailings and plans to use this knowledge to acquire new tailings deposits and/or tailings operations which demonstrate an ability to provide long-term production and cash-flow. The So Ver production and processing facility was a modern 5 story pan plant designed to re-process tailings reserve material stored on site from surrounding underground kimberlite mines and the facilities were extensively upgraded and operationally enhanced after its initial acquisition by the Company. Through the use of controlled procedures and efficient operations, the recovery of quality diamonds through the re-processing of tailings materials was a viable and profitable project for the Company. In January of 2007 the Company announced the final quarterly production results for So Ver and confirmed it had effectively completed the processing of the majority of the higher grade tailings at the project and therefore processing would be suspended. The focus at So Ver was then changed to dismantling and salvaging all usable portions of the large plant, ensuring all rehabilitation obligations associated with the facility were in order and shifting the use of operational staff and resources to assist in the Company's new acquisition and expansion efforts. The majority of the Company's operational assets reside at the secure So Ver facility, with key items being reconditioned for re-deployment and other obsolete items being slated for divestiture. On August 7, 2008, the Company announced it had begun considering and evaluating various proposals for the planned disposition of these non-core assets as part of its strategy to enable it to focus on new and larger production-based mining opportunities such as Krone-Endora and other acquisition efforts. On March 19, 2009 the Company announced that it had signed an agreement to divest of the Company's wholly-owned So Ver Mine (Pty) Ltd subsidiary for the purchase price of R2 950 000.00 (Approximately $400,000.00 CAD). However, as of the proposed closing date of March 31, 2009 the purchasing entity was unable to meet the terms and conditions of the agreement and an amended closing date of April 15, 2009 was announced. With this date also not met, the Company elected to exercise its right to terminate the agreement. After consideration of various other proposals, the Company subsequently announced that it had entered into an agreement with an individual whereby the Company would dispose of a portion of its landholdings, namely the So Ver farm no. 90, measuring 513.9192 hectares, for the purchase price of R2 000 000.00 (approximately $279,000.00 CAD). The proposed new sale of land agreement was exclusive of the mining licenses and rights which the Company holds on the lands comprising part of the So Ver farm and the agreement provided that the Company may continue to conduct mining operations on the areas of the So Ver farm permitted by such mining licenses and rights. On July 6, 2009 the Company announced that it had successfully closed the proposed transaction. In addition to this completed sale of land agreement the Company has continued to explore alternatives with regard to divesting of the So Ver Mine (Pty) Ltd. entity and the remaining associated parts of the So Ver farm.

DMI Minerals South Africa (Pty) Limited – The Company owns a 70% majority interest in DMI Minerals South Africa (Pty) Ltd. ("DMI Minerals"), with the remaining 30% interest held by the Company's well-established South African Black Economic Empowerment partner Nozala Investments (Pty) Ltd. ("Nozala"). The subsidiary was formed to be used for the potential acquisition of projects with near-term production capabilities and suitable long-term production life, and the pending De Beer's Krone-Endora acquisition now in the final stages of closing will represent the first acquisition into this entity. Using the DMI Minerals entity, the Company entered into a competitive, and confidential, request for proposals process with various other bidders to acquire the Krone-Endora project from De Beers Consolidated Mines Limited. On May 26, 2008, the Company announced that DMI Minerals had received confirmation from De Beers Consolidated Mines Limited that its proposal to acquire the Krone-Endora alluvial deposit had been approved as the successful proposal pending finalization of a definitive sale of assets agreement. On December 22, 2008 the Company announced that the parties had executed the definitive sale of assets agreement. The Krone-Endora deposit consists of prospecting rights over the farms Krone 104MS and Endora 66MS, both located adjacent to the De Beers Venetia Mine in the Limpopo Province of South Africa, which is widely known, based on De Beers' published production reports, to be South Africa's largest producer of diamonds. With the signing of the definitive acquisition documents executed between DMI Minerals and De Beers on December 22, 2008 the Company supplied a deposit of 1,500,000 Rand (approximately CAD$205,000.00). The definitive sale of assets agreement and transaction was subject to various items including: the regulatory approval of the reviewable transaction by the TSX Venture Exchange (all documents were submitted and the conditional approval of the transaction pending the filing of an Independent National Instrument 43-101 compliant Technical Report was granted); the signing of a sole, royalty-free license for the use of all geological information (which was subsequently completed); the signing of a rights of access agreement to the properties by the parties (which was subsequently completed); the preparation, submission, and acceptance of the renewals of the associated prospecting rights by De Beers (which was subsequently completed); the submission of applications to secure ministerial consent in terms of Section 11 of the Minerals and Petroleum Resource Development Act, No. 28 of 2002 for the transfer of the associated prospecting rights and environmental and rehabilitation liabilities from De Beers to DMI Minerals (which was subsequently completed); the conclusion of a due diligence effort by De Beers on DMI Minerals to ensure the direct and indirect shareholdings meet Black Economic Empowerment requirements as outlined by the South African Department of Mineral Resources (which was subsequently completed); the granting of a suitable water allocation and conveyance solution of that water allocation to the prospecting area on terms acceptable to both parties (currently in final stages of completion); and a final payment of 12,500,000 Rand (approximately CAD$1,750,000) upon closing. Upon completion of the acquisition and the transfer of prospecting rights, DMI Minerals expects it will commence a drilling and evaluation programme in conjunction with trial mining / bulk sampling exercises based on the continuation of the previous work completed on the deposit by De Beers. These evaluations will be used by the Company to delineate the future work necessary to enable the Company to arrive at production decisions and goals. The acquisition represents the Company's first for its DMI Minerals subsidiary in conjunction with previously announced 100% women-owned BEE partner Nozala. In addition to the above original items associated with the Krone-Endora acquisition, the Company announced on March 31, 2010 that as part of the continued advancement of the closing, the parties to the transaction had executed an amended and updated version of the sale of assets agreement. Under the terms of the original sale of assets agreement the entire area associated with the Endora 66MS property prospecting right was to be transferred, along with an agreed upon portion of the entire area of Krone 104MS property prospecting right subject to an amendment to exclude certain areas inside the current Venetia Mine fence line. After giving due consideration to the proposed area of the Krone 104MS property in question for exclusion, De Beers agreed to subsequently transfer the entire area of Krone 104MS without any amendment or sub-division as part of the transaction. There were no other material changes to the agreement. This amendment will allow the Company to access additional areas of interest between those which were the subject of the previously release NI43-101 report, and the proposed source of those deposits origins, that being the kimberlite pipes of Venetia. The Company has been placing significant emphasis and focus on tasks associated with both the recently completed financing and the pending closing of the acquisition of the Krone-Endora eluvial deposit. The Company views this as the most significant business opportunity for the Company in the near-term due to its long-term sustained diamond production potential. Furthermore, through its relationship with Nozala, the Company believes additional new mining opportunities will be developed in the future and discussions in this regard are ongoing. To this end, a business portfolio of base tailings reprocessing and new eluvial / alluvial mining projects is being prepared with a view to creating additional value for shareholders.

DMI Diamonds South Africa (Pty) Limited – The Company's 100% owned South African Subsidiary, DMI Diamonds is used as the Company's main corporate entity for supporting its South African projects, operations, initial exploration efforts, and the initial evaluation of all future projects. On September 14, 2007 the Company entered into an agreement in principle to acquire an initial 24% interest in the privately held South African company Nerikets Properties (Pty) Ltd. ("Nerikets") through its 100% owned South African subsidiary DMI Diamonds South Africa (Pty) Ltd. Pursuant to the terms of the agreement, the Company had an exclusive option to acquire the remaining 76% interest in Nerikets. Nerikets holds the Prospecting Rights Permit for diamond exploration over a 3,606.44 hectare area known as Hardcastle located on the north bank of the Middle Orange River (the "Hardcastle Project"). On November 5, 2007 the Company announced that it had completed all remaining due diligence and received the required approvals allowing the Company to conclude the agreement as announced. The Company released further information on November 19, 2007 outlining its plans to proceed immediately with an extensive initial exploration program aimed at establishing a better understanding of the geological nature of the property, and identifying potential alluvial gravels located on the property. During the year, the Company completed all initial geological and geophysical work required for it to proceed with a planned 200 hole drilling programme. The Company deployed various members of both its Canadian and South African operational team along with independent consultants to complete approximately half of the 200 targets on the southern portions of the Hardcastle property. Initial efforts to continue drilling the northern most targets were not able to be completed with the traditional truck mounted drilling rigs used on the southern targets due to the presence of considerable near surface sand covering this area. It was determined that remaining targets would require a more specialized drilling rig with larger floating tires designed for use under these circumstances. Management was unable to secure a specialized drilling rig at a reasonable cost in the required time frame and thus elected to postpone drilling until suitable arrangements could be made. The Company may continue to evaluate the information gathered during the previous drilling program, but elected to suspend further exploration on the property and focus its efforts on the proposed De Beers Krone-Endora project for the immediate the future. In the interim, the Company is incurring minimal costs associated with Hardcastle and expects a majority of its near-term future efforts will be associated with the planned support of the Krone-Endora acquisition.

Jagersfontein Diamond Mining Company (Pty) Limited – The Company currently holds a 100% ownership position in the South African subsidiary Jagersfontein Diamond Mining Company (Pty) Ltd. JDMC was formed for the purposes of acquiring additional diamond mining projects, which the Company continues to evaluate, that are aimed at further increasing shareholder value through the implementation of the Company's stated focus and strategy. The Company expects that, should it be successful in moving towards formal proposals for such projects, it will do so in conjunction with Nozala as its partner and with certain provisions for the inclusion of a suitable community trust should any project being acquired warrant it. Upon finalization of any acquisition into this subsidiary, acceptable shareholders agreements would be executed to reflect the appropriate ownership changes required to ensure the Company continues to meet, or exceed, the requirements of Black Economic Empowerment within South Africa and the broad-based beneficiation of many historically disadvantaged people through all of South Africa.

Other Efforts – The Company previously reported on May 31, 2007 that it had signed a memorandum of understanding for a joint venture agreement with Trans Hex Group Ltd. and its joint venture partners (collectively "Trans Hex") to perform exploration on various new and yet unexplored portions of the Company's So Ver land holdings in South Africa. Trans Hex had been evaluating geophysical anomalies outside the So Ver mining area and was is in possession of exploration information that suggested there may be a potential to discover additional kimberlitic bodies on yet unexplored parts of the property. In keeping with the Company's previously noted strategy regarding primary kimberlite exploration, and under the terms of a joint venture understanding, the Company agreed to allow Trans Hex access to sample various geophysical targets identified in specific areas of its So Ver landholdings and, in exchange, retain a 7.5% interest in any project that may follow from suitable exploration targets identified. Trans Hex agreed to fund these projects through to feasibility after which all post-feasibility funding would be in proportion to each party's interest in any subsequent project that may result. The Trans Hex efforts continued throughout fiscal 2008 and were largely concluded in fiscal 2009. The Company subsequently received final conformation from Trans Hex that no targets of interest warranting further advancement were identified and thus no further initial exploration work will be undertaken in this regard.

MANAGEMENT AND CAPABILITIES

There were no significant changes to the Company's management and Board of Directors during the year ended March 31, 2010. Mr. Dean H. Taylor remains a Director and the Company's President and Chief Executive Officer. Mr. Dean Del Frari remains the Company's Director of Operations in South Africa where he continues to build on his leadership role in assisting with the development of the operations team and acquisition efforts necessary to fulfill the Company's future objectives. The Company's Board of Directors currently consist of Mr. Dean Taylor (Chairman), Mr. Darren Vucurevich, CMA and owner of a private accounting firm, world renowned kimberlite expert and professor Dr. Stephen E. Haggerty, and New York-based executive Mr. Sheldon Nelson.

The Company has developed extensive relationships with, and employs the services of, many of the same professional consulting firms which support the ongoing projects of many of the larger South African mining companies. These relationships assist the Company in its ability to successfully and cost effectively evaluate, plan, and execute potential projects in a timely and professional manner. The Company has ongoing access to its established operational team of well-trained employees in South Africa and the ability to deploy them to operate any projects the Company is able to secure. In addition to this, the Company will continue to enhance its operational management team within South Africa by drawing on the abundance of skilled and experienced diamond industry professionals available within the region as opportunities materialize.

SOUTH AFRICAN MINING CHARTER – BLACK ECONOMIC EMPOWERMENT (BEE)

In October 2002, with the support of all mining houses and labor unions concerned, the Broad-Based Socio-Economic Empowerment ("BEE") Charter was introduced by South African Cabinet. This Charter called for certain ownership and management goals in the mining industry for the benefit of historically disadvantaged South Africans within five years. These objectives have been set with the goal of providing equitable access to the nation's vast mineral resources for all South Africans. Many of these historically disadvantaged people are well qualified, skilled workers already in the field and provide a wealth of opportunity for junior companies such as Diamcor. The advent of a new democratic constitution in South Africa has resulted in significant changes and restructuring of what was once referred to as the "big six" mining houses which traditionally controlled mining production and mineral rights within the region. New legislation has seen the phasing out of this past oligarchy and a shift of focus towards the government accommodating small mining companies and creating various opportunities for junior operations to prosper and grow when affiliated with successful Black Empowerment Partners.

On March 5, 2008, the Company announced a formal joint venture partnership with well-established South African BEE group Nozala Investments (Pty) Ltd. This partnership is anticipated to be initially reflected in two Diamcor South African subsidiaries, DMI Minerals South Africa (Pty) Ltd., and Jagersfontein Diamond Mining Company (Pty) Ltd., both of which were formed to potentially secure near-term production-based diamond mining projects within South Africa which fit the Company's stated focus. Under the terms of the joint venture, which exceed the stated requirements of the BEE charter, Diamcor retained a 70% direct ownership in the DMI Minerals subsidiary, with Nozala acquiring a 30% direct shareholder ownership interest. Operationally, expenses charged to the development of projects held by the entity, and the revenues generated, will be similarly proportional. A similar arrangement is also expected to be implemented in the Company's Jagersfontein Diamond Mining Company (Pty) Ltd. subsidiary in the future as suitable projects materialize. The Company considers these joint ventures to be a significant achievement because not only is Nozala a respected and established BEE group representing the interests of some estimated 500,000 rural women shareholders, but it is also a well-connected corporate entity in the South African business community. Both of the attributes may greatly enhance the Company's ability to achieve its stated growth objectives of securing long-term, high profile projects within South Africa in a corporately responsible way while enhancing the growth of junior mining, women in mining, and the broad-based beneficiation of many previously disadvantaged South Africans.

The Company has gained considerable insight into the workings of the new BEE Charter, as well as the government expectations and requirements associated with it, through its previous operational history. The Company believes well-organized BEE groups provide real value to the Company through their investment, professional affiliations, corporate knowledge, the management of BEE objectives and the assurance that a meaningful broad-based benefit is achieved by their involvement. The Company has chosen to align itself only with groups which demonstrate a proven track record and ability to achieve these Government driven objectives, which in turn will enhance the Company's ability to achieve its growth objectives by participating in the higher profile acquisitions.

SELECTED ANNUAL FINANCIAL INFORMATION

The financial results for the year ended March 31, 2010 include the results of mining and exploration operations in South Africa. As of March 31, 2010, the Company held assets of $2,419,721 including cash of $1,894,319, with an amount of $211,447 being recorded as a receivable associated with the sale of certain assets of the Company's So Ver property, an amount of $37,248 on deposit with the Department of Mineral Resources in South Africa associated with rehabilitation costs, $207,750 held as a deposit associated with the pending De Beers Krone-Endora acquisition, and property, plant and equipment assets of $68,957. Liabilities totaled $1,459,074 which included $204,983 in accounts payable, an amount of $316,651 recorded which is associated with the asset retirement obligations of So Ver, an amount of $2,975 being the current portion of the Company's long-term debt associated with the corporate office leasehold improvements, a deferred income amount of $242,988 associated with the sale of So Ver due to certain covenants not yet being met, an amount of $188,967 recorded for share capital purchase deposits associated with the planned issuance of shares for the second tranche of the ongoing financing efforts (since completed), and amount of $385,530 recorded as short-term debt in conjunction with the previously announced six month unsecured loan, and taxes payable of $18,230. The Company has long-term debt of $3,779, and an amount of $94,971 due to the Company's Black Economic Empowerment partner in conjunction with proportionate loan amounts received which are being used for DMI Minerals South Africa (Pty) Ltd, and no amounts were due to related parties. The amount of $316,651 recorded for asset retirement obligation associated with rehabilitation and abandonment of mines and facilities at So Ver is expected to be eliminated upon successful completion of the sale of the remaining assets of So Ver. The Company operates in one market segment for the mining, production, and sale of rough diamonds to the world market.

The following table provides a brief summary of the Company's financial operations:

	Years ended March 31,					
	2010		2009		2008	
Total Revenue	$	Nil	$	Nil	$	Nil
Net Income (Loss)	$	(1,118,363)	$	(1,068,685)	$	(1,265,052)
Basic And Diluted Loss Per Common Share	$	(0.09)	$	(0.11)	$	(0.16)
Total Assets	$	2,419,721	$	467,044	$	435,254
Total Long Term Liabilities	$	98,750	$	6,754	$	9,505
Cash Dividend	$	Nil	$	Nil	$	Nil

RESULTS OF OPERATIONS FOR YEAR ENDED MARCH 31, 2010

The Company's financial instruments consist of cash and cash equivalents, receivables and accounts payables and accrued liabilities. Unless otherwise noted, management is of the opinion that the Company is not exposed to any significant interest, currency or credit risks arising from these instruments. The Company's financial statements are consolidated and shown in Canadian dollars as required and conversions from foreign exchange are noted. A majority of the Company's operational facilities are located in South Africa and the Company follows standard South African policy with regard to both the investment and removal of funds with respect to investment it makes into projects and operations within South Africa.

The Company had a net loss of $(1,118,363) for the year ending March 31, 2010 as compared to net loss of $(1,068,685) for the year ending March 31, 2009. During the year ending March 31, 2010 the Company generated no gross income from the sale of diamonds, which was also the case during the year ending March 31, 2009. In both Fiscal 2010 and Fiscal 2009 the Company had no diamond producing assets as compared to previous fiscal years when the Company was producing diamonds from its tailings operation at So Ver. Despite the lack of production of diamonds in fiscal 2010 cost of sales of $20,418 were incurred which resulted in the Company realizing a gross loss of $(20,418) for the year ending March 31, 2010.

Revenue

The Company had no revenues for the year ending March 31, 2010, and also no revenues for the year ended March 31, 2009. This is due to the closing of the So Ver Tailings Re-Treatment Facility on November 8, 2006 and the Company's stated focus on the identification and potential acquisition of near-term production capable project which demonstrate the ability for sustained, long-term rough diamond production. The Company anticipates that upon successful satisfaction of the remaining conditions and closing of the acquisition of the Krone-Endora project, that project will generate revenue in fiscal 2011.

Cost of Sales

The Company largely continued its efforts to conserve capital, maintain an attractive share structure, and wind down its So Ver operations during the year, and thus cost of sales decreased again to $20,418 for the year ending March 31, 2010 from $66,389 for the year ending March 31, 2009. The direct costs which remained were associated with the discontinuation of the Company's So Ver mine in South Africa and other costs associated with project due diligence and acquisition investigations.

Expenses

Total expenses for the period ending March 31, 2010 increased to $1,376,733 as compared to $1,178,727 during the year ending March 31, 2009 as a result of the continued advancement of the pending Krone-Endora acquisition, and the evaluation of additional acquisition opportunities. Of the total expense variations for the two periods ending March 31, 2010 and March 31, 2009, accretion and amortization increased to $87,778 from $46,014, consulting fees increased to $181,596 from $68,276, professional fees which increased to $230,174 from $170,159. Insurance costs increased to $16,284 as compared to $14,765, and interest and bank charges increased to $29,273 from $5,911 due to the short-term debt facility arranged by the Company. The recording of expenses in Management fees was decreased to $0 from $114,685 as these amounts are now recorded in salaries and wages which increased to $589,544 from $332,835, with non-cash stock based compensation also decreased to $0 as compared to $227,576. Office expenses were decreased to $63,990 from $95,214 given the continuing reduced requirement for expanded regional operational offices until such time as the Company returns to production. The Company's efforts surrounding ongoing financing and its desired increased awareness in the market resulted in expenses for promotion and investor relations increasing to $70,973 from $13,845 for the period ending March 31, 2009. Due to the Company's financing efforts, transfer and regulatory fees also increased to $40,855 from $22,923. Travel remained consistent for the year ending March 31, 2010 at $66,266 when compared with $66,524 for the period ending March 31, 2009. The Company remains committed to managing its resources carefully and conserving cash , and anticipates total expenses will remain at current levels until such time as it concludes the pending De Beers Krone-Endora Acquisition. At that time, the Company anticipates expenses will increase as it implements the planned recommendations with regards to post-acquisition work programmes associated with the project. The Company does however anticipate such increased expenses will potentially be offset by additional revenues from diamond sales as a result of such recommended programmes. In addition to the ongoing management of costs associated with the pending Krone-Endora acquisition, the Company continues to carefully manage, and minimize where possible, all expenses associated with the review of other potential new acquisitions or projects.

Net Earnings

As a result of the conclusion and discontinuation of the tailings re-treatment at So Ver and the ongoing efforts associated with the De Beers Krone-Endora acquisition, the Company realized a net loss of $(1,118,363) during the year ended March 31, 2010, as compared to a net loss of $(1,068,685) for the year ending March 31, 2009.

Summary of Quarterly Results

Period Ending	**Gross Revenues**	**Gross Profit**	**Income (Loss) Per Share**	**Income (Loss) Per Diluted Share**	**Net Income (Loss)**	**Net Income (Loss) Per Share**	**Net Income (Loss) Per Diluted Share**
	$000's	$000's	$	$	$000's	$	$
30-Jun-07	0.0	(20.7)	(0.00)	(0.00)	(157.5)	(0.02)	(0.01)
30-Sep-07	0.0	(24.9)	(0.00)	(0.00)	(495.5)	(0.06)	(0.04)
31-Dec-07	0.0	(74.9)	(0.01)	(0.00)	(300.7)	(0.04)	(0.02)
31-Mar-08	0.0	(16.8)	(0.00)	(0.00)	(311.3)	(0.04)	(0.02)
30-Jun-08	0.0	(6.1)	(0.00)	(0.00)	(113.9)	(0.01)	(0.01)
30-Sept-08	0.0	(20.3)	(0.00)	(0.00)	(203.5)	(0.02)	(0.01)
31-Dec-08	0.0	(33.8)	(0.00)	(0.00)	(271.5)	(0.03)	(0.01)
31-Mar-09	0.0	(6.2)	(0.00)	(0.00)	(480.0)	(0.05)	(0.02)
30-Jun-09	0.0	(3.0)	(0.00)	(0.00)	(66.4)	(0.01)	(0.01)
30-Sept-09	0.0	(13.5)	(0.00)	(0.00)	(53.6)	(0.01)	(0.01)
31-Dec-09	0.0	(2.3)	(0.00)	(0.00)	(237.8)	(0.02)	(0.01)
31-Mar-10	0.0	(1.6)	(0.00)	(0.00)	(760.6)	(0.05)	(0.03)

FOURTH FISCAL QUARTER 2010 RESULTS

In the fourth fiscal quarter ending March 31, 2010 the Company generated no revenue and incurred $1,602 in direct costs, $749,204 in expenses, with an other income and expenses gain of $1,762, and current income taxes payable being $11,523, which resulted in a net loss of $(760,567) during the quarter. Consulting fees, as well as professional fees, increased in the fourth quarter as a result of the Company's continuing advancement of its efforts on Krone-Endora project and other additional potential acquisition activities. Other increases recorded in the fourth quarter to expenses were associated with the financing efforts of the Company during the period and the issuance of share capital, increases to promotion and investor relations during the financing, transfer and regulatory fees associated with financing activities, and associated travel. Interest and bank charges were also increased due to the short-term debt facility.

LIQUIDITY AND CAPITAL RESOURCES

For the year ending March 31, 2010, the Company recorded a net loss of $(1,118,363), compared to a net loss of $(1,068,685) for the year ending March 31, 2009. The Company had negative cash flows from operating activities of $(1,268,661) in the year ending March 31, 2010, compared to $(607,775) during the year ending March 31, 2009. As of March 31, 2010, the Company had an accumulated deficit of $(11,313,534).

Cash Position. At March 31, 2010, the Company had cash and cash equivalents of $1,894,319 compared to $60,030 at March 31, 2009. Prior to the fiscal year ending March 31, 2010 the Company concluded the first tranche of its planned equity financing aimed at supporting the finalization of the Krone-Endora acquisition, and, subsequent to the fiscal year end, concluded the second tranche of this planned equity financing. Given the successful closing of these financings, the Company believes it has adequate cash for both the finalization of the Krone-Endora acquisition closing and for the operating purposes of the Company through the end of the second fiscal quarter 2010. However, unless the Company can derive revenue from the sale of its remaining assets located at So Ver or from its other current projects such as Krone-Endora, it may have to (i) investigate and close an additional private placement or other debt facility, and/or (ii) rely on current warrant holders to exercise outstanding warrants, and/or (iii) scale back plans and operations. The Company is in a capital-intensive business and no assurances can be made that it will be able to generate revenues or raise additional funds on favorable terms, or at all, as and when required.

A portion of the cash on hand and available for use by the Company at March 31, 2010 was held in its foreign bank accounts in South Africa and is being used for the continued advancement of the pending acquisition of Krone-Endora, post-closing operational planning, to support the Company's ongoing acquisition efforts, the ongoing maintenance of the remaining So Ver facilities, and for general corporate purposes. Historically, operations at the So Ver facility had provided for a surplus to be accumulated above what was required for the ongoing operational expenses in South Africa. However, with those operations now discontinued as noted, no revenues are currently being generated. The Company also follows certain procedures to aid in the recovery and re-investment of funds from its projects and shareholder loans.

Financing Activities. Historical financings by the Company since 2007 have been designed to support the Company's strategy of leveraging its well-established operational history to identifying and potentially acquire additional near-term production-based diamond producing assets with long-life potential to achieve sustained production growth. Historical financings from this date included: an initial non-brokered private placement financing of $500,000 resulting in the issuance of a 2,777,778 units at a price of $0.18 per unit on February 8, 2007, with each unit consisting of one common share and one common share purchase warrant at an exercise price of $0.27 until March 31, 2010; share-for-debt agreements with creditors to settle an additional total of $226,499 in outstanding liabilities under the same terms; a non-brokered private placement financing of $500,000 resulting in the issuance of a 1,000,000 units at a price of $0.50 per unit on August 30, 2007, with each unit issued consisting of one common share and one common share purchase warrant at an exercise price of $0.75 until March 31, 2010; share-for-debt agreements with directors on October 9, 2008, to settle a total of $40,810 in outstanding liabilities through the issuance of 68,017 shares at a deemed price of $0.60 with no warrants. To further conserve cash, the Company authorized the issuance of 568,940 in compensation shares to employees, managers, executives and directors in May 2008, which was subsequently approved by disinterested shareholders and the TSX Venture Exchange on September 25, 2008. The shares were granted on October 23, 2008 and an expense for the amount of $113,788 was recorded. The Company also completed a non-brokered private placement financing of $636,375 on January 7, 2009, resulting in the issuance of a 2,121,050 units at a price of $0.30 per unit, with each unit issued consisting of one common share and one common share purchase warrant at an exercise price of $0.50 until January 7, 2011.

In addition to these financings, the Company recently completed several other financings aimed at supporting the finalization of the announced pending closing of the acquisition of the Krone-Endora project from De Beers Consolidated Mines (Pty) Limited. In October 2009, the Company announced it would be proceeding with a planned private placement in the coming months and, in order to continue to advance the project planning and objectives underway, the Company secured $400,000.00 in term loans from various investors and one insider. The term loans carried an annual interest rate of 10% and the Company issued a total of 400,000 common shares to lenders pursuant to policy 5.1 of the TSX Venture Exchange Corporate Finance Manual. The principal and interest of the term loans were due and payable on the six month anniversary of the December 1, 2009 closing date and, as announced subsequent to the year ending March 31, 2010, were repaid in full on June 2, 2010. The Company completed a planned first tranche of the non-brokered private placement financing of $2,152,121 resulting in the issuance of 7,173,739 units at a price of $0.30 per unit on February 9, 2010, with each unit consisting of one common share and one-half of one common share purchase warrant at an exercise price of $0.50 until February 8, 2012. In conjunction with the closing of the first tranche of this financing, the Company paid finder's fees of an aggregate $174,649 in cash and issued an aggregate of 474,281 broker warrants, with each broker warrant entitling the holder thereof to purchase a Common Share at a price of $0.50 per share until February 8, 2011. Subsequent to the year ending March 31, 2010, the Company announced the closing of the second tranche of the planned non-brokered private placement financing of $1,651,547 resulting in the issuance of 5,505,155 units at a price of $0.30 per unit at a price of $0.30 per unit on May 4, 2010, with each unit consisting of one common share and one-half of one common share purchase warrant at an exercise price of $0.50 until May 3, 2012. In conjunction with the closing of the second tranche of this financing, the Company paid finder's fees of an aggregate $127,575 in cash and issued an aggregate of 369,962 broker warrants to purchase up to 369,962 shares of the Company at a purchase price of $0.50 per share until May 3, 2011. The successful closing of this financing was aimed at providing the Company with the ability to fully fund the remaining closing costs associated with the previously announced pending acquisition of the Krone-Endora project from De Beers Consolidated Mines, funding of the Company's planned initial work programmes for the project, the ongoing planning and preparation of post-closing operational items, the continued advancement of future potential acquisitions, and for general corporate purposes.

In addition to the historical and recent financings, various parties have exercised a cumulative total of 1,586,005 warrants at a price of $0.27 prior to expiration on March 31, 2010, and 125,000 options priced at $0.36 each were exercised by a company controlled by the current CEO of the Company, 65,000 options with an exercise price of $0.50 each were exercised by Company directors, and 140,000 options priced at $0.36 each were exercised by management and employees.

Subsequent to all financings above, and as of July 29, 2010, the Company has 25,618,283 common shares issued and outstanding and has authorized capital of an unlimited number of shares.

Working Capital. As of March 31, 2010 the Company had working capital of $745,442, as compared to a working capital of $(523,306) at March 31, 2009. The current working capital calculation includes an Asset Retirement Obligation of $316,651 for So Ver which is required to be classified as a current liability and expected to be eliminated upon completion of a sale of the So Ver Mine (Pty) Limited entity. Deposits which are held and classified as a long-term assets are also included in the working capital calculation.

Future Capital Requirements. The Company has incurred losses since its inception and the ability of the Company to continue as a going concern depends upon its ability to develop profitable operations and to continue to raise adequate financing. The Company is actively targeting sources of additional revenues and financing through alliances with financial, exploration and mining entities, or other business and financial transactions which would assure continuation of the Company's operations, acquisitions, and exploration programs. In order for the Company to meet its liabilities as they come due and to continue its operations, the Company is dependent upon its ability to generate such financing, and/or generate sufficient revenues from future projects it may acquire.

Management continues to assess its financing requirements as necessary and is currently concentrating financing efforts on proposals to potential fund any additional requirements which may become required of the pending acquisition of Krone-Endora deposit from De Beers and the funds needed to commence full-scale or additional mining operations. Additional financing requirements remain in large part to be determined by the Company's success in finding, developing, and acquiring new alluvial/eluvial and tailings re-treatment projects. The Company is currently in discussions with several sources regarding its potential future financing requirements and has established good working relationships with current shareholders and larger investment groups who demonstrate the potential to meet such financing requirements.

There can be no assurance that the Company will be able to continue to raise funds in which case the Company may be unable to meet its obligations. Should the Company be unable to realize its assets and discharge its liabilities in the normal course of business, the net realizable value of its assets may be materially less than the amounts recorded on the balance sheets.

CONTRACTUAL OBLIGATIONS

The Company has a commitment to lease office space at a rate of $2,827 per month. The lease expires in May, 2012. The minimum lease payments under this lease are $33,930 per year.

PROPOSED TRANSACTIONS

On May 26, 2008, the Company, through its South African subsidiary, DMI Minerals South Africa (Proprietary) Limited, received confirmation from De Beers Consolidated Mines Limited that its proposal to acquire the Krone-Endora eluvial deposit had been approved as the successful proposal. The Krone-Endora deposit consists of prospecting rights over the farms Krone 104MS and Endora 66MS, which are both located directly adjacent to the De Beers Venetia Mine in the Limpopo Province of South Africa. The Venetia mine is widely known, based on De Beers' published production reports, to be South Africa's largest producer of diamonds. The acquisition was subject to the completion of definitive acquisition documents which were signed between DMI Minerals and De Beers as announced on December 22, 2008. At that time, a deposit of 1,500,000 Rand (approximately CAD$205,000.00) was paid by the Company, and the regulatory approval of the reviewable transaction by the TSX Venture Exchange was undertaken, which resulted in the conditional approval of the transaction pending the filing of an independent National Instrument 43-101 compliant Technical Report and satisfaction of the remaining closing conditions. The remaining closing conditions included; the signing of a sole, royalty-free license for the use of all geological information (which has been completed); the signing of a rights of access agreement to the properties by the parties (which has been completed); the preparation, submission, and acceptance of the renewals of the associated prospecting rights by De Beers (which has been completed); the submission of applications to secure ministerial consent in terms of Section 11 of the Minerals and Petroleum Resource Development Act, No. 28 of 2002 for the transfer of the associated prospecting rights and environmental and rehabilitation liabilities from De Beers to DMI Minerals (which has been completed); the conclusion of a due diligence effort by De Beers on DMI Minerals to ensure the direct and indirect shareholdings meet Black Economic Empowerment requirements as outline by the South African Department of Mineral Resources (which has been completed); the granting of a suitable water allocation and conveyance solution of that water allocation to the prospecting area on terms acceptable to both parties (which as of this date is in the final stages of negotiation and preparation by the parties); and a final payment of 12,500,000 Rand (approximately CAD$1,750,000) due at closing (which is being held in escrow in anticipation of closing). Upon completion of the acquisition and the transfer of prospecting rights, DMI Minerals plans to commence with a continued drilling and evaluation programme in conjunction with trial mining / bulk sampling exercises based on the continuation of the previous work completed on the deposit by De Beers. These evaluations will be used by the Company to delineate the future work necessary to enable the Company to arrive at production decisions and goals. The acquisition represents the Company's first for its DMI Minerals subsidiary in conjunction with Nozala.

In addition to the above details of the pending transaction, on March 31, 2010, the Company announced that as part of the continued advancement of the pending acquisition, the parties to the transaction had executed an updated and amended version of the sale of assets agreement. Under the terms of the original Sale of Assets Agreement, the entire area associated with the Endora 66MS property Prospecting Right was to be transferred along with an agreed upon portion of the entire Krone 104MS property Prospecting Right subject to an amendment to exclude certain areas inside the current Venetia Mine fence line. After giving due consideration to the proposed area of the Krone 104MS property in question, and the potential complications with requesting an amendment fro the South African Department of Mineral Resources, DBCM agreed to transfer the entire Krone 104MS property Prospecting Right without any amendment or sub-division as part of the transaction. In light of the amendments that were consequently required to be made to the original Sale of Assets Agreement and Rights of Access Agreement to reflect this change, the parties to the transaction accordingly agreed to execute an amended and updated agreements. There were no other material changes to the agreements. The addition of this area to the agreement is potentially significant to the Company as the area in question lies directly between the areas of interest outlined in the initial work completed previously on the project, and the identified source of the deposits, that being the Venetia kimberlite pipes. Given the nature of eluvial deposits, the area previously excluded will now been added to the Company's future efforts and incorporated when possible into the planned work programmes previously anticipated.

CHANGES IN ACCOUNTING POLICIES

Management is often required to make judgments, assumptions and estimates in the application of Canadian GAAP that have a significant impact on the financial results of the Company. Certain policies are more significant than others and are, therefore, considered critical accounting policies. Accounting policies are considered critical if they rely on a substantial amount of judgment (use of estimates) in their application or if they result from a choice between accounting alternatives and that choice has a material impact on the Company's reported results or financial position. There have been no changes to the Company's critical accounting policies or estimates from those disclosed in the Company's MD&A for the period ending March 31, 2010.

International Financial Reporting Standards ("IFRS")- In February 2008, the CICA confirmed that International Financial Reporting Standards ("IFRS") will be mandatory in Canada for all publicly accountable entities for fiscal periods beginning on or after January 1, 2011. The Company's first financial statements presented in accordance with IFRS will therefore be the three-month period ended June 30, 2011. Though IFRS uses a conceptual framework which is similar to Canadian GAAP, there are some significant differences on recognition, measurement and disclosure requirements.

As a result of this convergence, the Company has implemented a three stage plan to convert its financial statements to IFRS. The initial scoping phase is intended to identify key issues, important dates, development milestones and potential training issues. A detailed evaluation phase will follow, which will include a detailed comparison of Canadian GAAP to IFRS – including policy alternatives, business process implications, information systems, internal controls over financial reporting, disclosure controls and procedures and compensation arrangements. The final phase will be implementation and ongoing review of IFRS updates. The Company is currently in the process of completing the first phase of the plan and has identified key issues that may impact the Company within areas of potential significance. These are as follows:

IFRS 1 – First-Time Adoption of IFRS - This standard requires that an entity apply all standards effective at the end of its first reporting period retrospectively, and provides entities adopting IFRS for the first time with a number of optional exemptions and mandatory exceptions in certain areas. The Company is currently analyzing the various exemptions available and will elect those determined to be most appropriate. The IFRS 1 exemptions that are the most significant to the Company are noted against each specific area that we have identified to date.

Property Plant and Equipment ("PPE") - IFRS requires a componentization approach, separately identifying and measuring significant individual components of assets which have different useful lives. The Company will need to analyze assets on its fixed asset ledger to ensure compliance with IFRS, however it is not expected to have a material impact on the transition to IFRS. Under IFRS 1 exemptions, adoption of IAS 16 "Property, Plant and Equipment" would require the Company to restate all property, plant and equipment balances from the date of acquisition until the transition date to IFRS of January 1, 2010. The applicable IFRS 1 election allows the Company to report property, plant and equipment in its opening balance sheet on the transition date at a deemed cost instead of actual cost. This deemed cost will most likely be determined by a fair value measure at the date of transition. The exemption can be applied on an asset-by-asset basis. The Company is currently evaluating this exemption.

Stock-Based Compensation - IFRS is largely consistent with Canadian GAAP and requires estimates of the fair value of stock options to be made at the date of the grant and recognition of the related expense in income as the options vest. For stock options that vest in installments, IFRS 2 requires the Company to determine the fair value of each installment as a separate share option grant. Currently the Company records forfeitures as they occur, however under IFRS, the Company is required to make an estimate of the forfeiture rates for the use in determination of the total share based compensation expense. The Company is assessing the impact of this difference on its financial statements. The use of the Black- Scholes model is an acceptable method to estimate the fair value of the options at the date of grant, and is consistent with the Company's current practice.

Financial Statement Disclosure - Under IFRS there are generally more extensive presentation and disclosure requirements when compared to Canadian GAAP.

Extractive Activities - The IASB currently has an Extractive Activities project underway to develop accounting standards for extractive activities. A working draft of the discussion paper has been released with the official discussion paper scheduled for release in the first quarter of 2010. Any changes to IFRS as a result of the project will not be effective until after the Company implements IFRS in 2011. Therefore the Company's accounting policies specific to mining and related activities may be impacted once final IFRS are released on this topic, subsequent to IFRS adoption. The Company will monitor any developments in this project. Once work on the first phase of the IFRS plan is complete, the Company will move into the second phase which involves a detailed impact assessment and gap analysis, drafting IFRS policies, planning and tracking a conversion approach and application of the IFRS 1 "First Time Adoption of International Financial Reporting Standards".

RISK FACTORS RELATING TO THE COMPANY'S BUSINESS

The Company faces a number of risks and uncertainties that could cause actual results or events to differ materially from those contained in any forward-looking statement. Additional risks and uncertainties not presently known to the Company or that are currently deemed to be immaterial may also impair the Company's business operations. Factors that could cause or contribute to such differences include, but are not limited to, the following:

Capital Requirements

There is no assurance that the Company will continue to be able to access the capital markets for the required funding necessary to maintain exploration properties, nor to complete its proposed acquisitions, and any future exploration programs. The Company may require additional capital to finance expansion or growth at levels greater than its current business plan. Insufficient capital may require the Company to delay or scale back its proposed acquisitions and/or development activities.

Revenues and Growth

There are no assurances that suitable additional projects will be secured or that diamonds will be recovered at levels sufficient to sustain the Company's operations. Should the Company ultimately discover diamond deposits through its exploration efforts or acquisitions, the economics and feasibility of any potential project can be affected by many factors which may be beyond the capacity of the Company to anticipate or control. Tailings processing revenues and production in general are also reliant on both the quality and amount of tailings both available and being processed and the Company cannot predict with any certainty the recovery levels from a given area being worked, thus affecting revenues. This is also true of any prospective project the Company may acquire related to various other methods of diamond production.

Nature of Mining

The operation of any diamond mining project is subject to risks inherent in the mining industry, including variations in grade and other geological differences, unexpected problems associated with weather and required water, power, surface conditions, processing problems, mechanical equipment performance, accidents, labor disputes, risks relating to the physical security of the diamonds, force majeure risks and natural disasters. Such risks could result in personal injury or fatality; damage to or destruction of mining properties, processing facilities or equipment; environmental damage; delays or reductions in mining production; monetary losses; and possible legal liability.

Nature of Joint Arrangement (Hardcastle)

On September 14, 2007 the Company announced that it had entered into an agreement in principle to acquire an initial 24% interest in the privately held South African company Nerikets Properties (Pty) Ltd through it's 100% owned South African subsidiary DMI Diamonds South Africa (Pty) Ltd. Pursuant to the terms of the Agreement, the Company also announced it had secured an exclusive option to acquire the remaining 76% interest in Nerikets. Nerikets is a BEE registered and compliant South African company which holds the Prospecting Rights Permit for diamond exploration over a 3,606.44 hectare area known as Hardcastle located on the north bank of the Middle Orange River. While not a current focus of the Company, this joint arrangement is subject to the risks normally associated with the conduct of joint ventures and similar joint arrangements. These risks include the inability to exert influence over strategic decisions, the development and operation of the Hardcastle alluvial project, and mineral claims.

Nature of Joint Arrangement (Nozala)

On March 5, 2008, the Company announced a formal joint venture partnership with well-established South African BEE group Nozala Investments (Pty) Ltd. This partnership is expected to be reflected in two Diamcor wholly-owned South African subsidiaries, DMI Minerals South Africa (Pty) Ltd. and Jagersfontein Diamond Mining Company (Pty) Ltd., both of which were initially formed to secure diamond mining projects in South Africa. Under the terms of the first joint venture with regards to DMI Minerals, Diamcor retains a 70% direct ownership in the subsidiary with Nozala holding a 30% direct shareholder ownership interest. This arrangement is also expected to be similar in nature for the Jagersfontein Diamond Mining Company subsidiary in the future if a suitable acquisition can be secured. Operationally, expenses charged to the development of projects held by the entities, and the revenues generated, will be similarly proportional. These joint arrangements are subject to the risks normally associated with the conduct of joint ventures and similar joint arrangements. These risks include the inability to exert influence over strategic decisions, the joint venture partner's ability to provide its proportionate share of funding, the development and operation of the projects, and mineral claims.

Diamond Prices and Demand for Diamonds

The profitability of Diamcor is dependent upon production, which is dependent in significant part upon the worldwide demand for, and price of, diamonds. Diamond prices fluctuate and are affected by numerous factors beyond the control of the Company, including worldwide economic trends, particularly in the US, Japan, China and India, worldwide levels of diamond discovery and production and the level of demand for, and discretionary spending on, luxury goods such as diamonds and jewelry. Low or negative growth in the worldwide economy or the occurrence of terrorist activities creating disruptions in economic growth could result in decreased demand for luxury goods such as diamonds, thereby negatively affecting the price of diamonds. Similarly, a substantial increase in the worldwide level of diamond production could also negatively affect the price of diamonds. In each case, such developments could materially adversely affect the company's results of operations.

Currency Risk

Currency fluctuations may affect the Company's financial performance. Diamonds are sold throughout the world based principally on the US dollar price. The Company reports its financial results in Canadian dollars and a majority of its costs and expenses are incurred in either Canadian dollars or the South African Rand. The Company's South African subsidiaries operate using principally the US dollar and the South African Rand and, as such, may be negatively affected by fluctuations in foreign exchange rates when translating from the currency of measurement of the Company's subsidiary to the Company's reporting currency. The appreciation of the Canadian dollar against the US dollar, and the depreciation of such other currencies against the US or Canadian dollar, therefore, may increase expenses and the amount of the Company's liabilities relative to revenue.

Licenses and Permits / (Rights)

There are inherent risks involved in operating in foreign countries, including stringent environmental and permitting / rights issues. The exercise of the So Ver mineral rights, pending acquisitions, and future exploration on certain properties requires licenses and permits from the South African government. There can be no guarantee that the Company will be able to renew these licenses or obtain or maintain all other necessary licenses and permits that may be required to maintain operations or to further explore and develop certain properties. Title to mining properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyance history characteristic of many mining properties.

Regulatory and Environmental Risks

The operation of mines and exploration activities are subject to various laws and regulations governing the protection of the environment, exploration, development, production, taxes, labor standards, occupational health, waste disposal, mine safety, manufacturing safety, power and water, and other matters. New laws and regulations, amendments to existing laws and regulations, or more stringent implementation or changes in enforcement policies under existing laws and regulations could have a material adverse impact on the Company by increasing costs and/or causing a reduction in levels of production from the mine. Mining and manufacturing are subject to potential risks and liabilities associated with pollution of the environment and the disposal of waste products occurring as a result of mining and manufacturing operations. To the extent that the Company is subject to uninsured environmental liabilities, the payment of such liabilities could have a material adverse effect on the Company.

Reliance on Skilled Employees

Production and exploration for any Company projects is dependent upon the efforts of certain key and skilled employees. The loss of these employees or the inability of the Company to attract and retain additional skilled employees may adversely affect the level of diamond production and the Company's ability to operate efficiently. Currently, there is significant competition for skilled workers in these operations. The loss of the services of any of the Company's key executive officers or key employees could harm its business. None of the Company's key executive officers or key employees currently has a contract that guarantees their continued employment with the Company. There can be no assurance that any of these persons will remain employed by the Company or that these persons will not participate in businesses that compete with it in the future.

Regional Power Supply

Potential power supply issues in South Africa have been highlighted by the media in the past years with regards to the inability of state-owned power supplier *Eskom* to deliver consistent electricity requirements to many of the larger mines in South Africa. While these issues are not presently expected to affect any of the current operational requirements of the Company, there can be no assurances that any new projects that the Company may acquire or operate will be able to secure the required electrical capacities needed to sustain uninterrupted supply and production.

Competition

Within the minerals industry sector, including the diamond tailings re-treatment sector, diamond exploration sector, and various other related methods of diamond mining and production, Diamcor competes with other companies possessing greater financial and technical resources than it may have access to. Even with its current facility, and the promise of any other exploration or diamond producing project, or property, there can be no assurances that the Company will continue to be able to complete or execute its desired programs on its proposed schedules, nor within the cost estimates assumed. If the Company is unable to successfully compete in the diamond market, then its results of operations will be adversely affected.

Securities May Be Volatile and Subject to Wide Fluctuations

The market price of the Company's securities may be volatile and subject to wide fluctuations. If the Company's revenues do not grow, or grow more slowly than it requires, or if operating or capital expenditures exceed its expectations and cannot be adjusted accordingly, or if some other event adversely affects the Company, the market price of the Company's securities could decline. If securities analysts alter their financial estimates of the Company's financial condition it could affect the price of the Company's securities. Some other factors that could affect the market price of the Company's securities include announcements of new explorations, technological innovations and competitive developments. In addition, if the market for stocks in the Company's industry or the stock market in general experiences a loss in investor confidence or otherwise fails, the market price of the Company's securities could fall for reasons unrelated to its business, results of operations and financial condition. The market price of the Company's stock also might decline in reaction to conditions, trends or events that affect other companies in the market even if these conditions, trends or events do not directly affect the Company. In the past, companies that have experienced volatility in the market price of their stock have been the subject of securities class action litigation. If the Company were to become the subject of securities class action litigation, it could result in substantial costs and a diversion of management's attention and resources.

OUTSTANDING SHARE INFORMATION

As at July, 29, 2010:

Authorized	
Issued and outstanding shares	25,618,283
Fully diluted (9.304,942 warrants and 3,667,500 options)	38,590,725
Weighted average outstanding shares	**15,749,942**

NATIONAL INSTRUMENT 52-109 ON CERTIFICATION OF ANNUAL AND INTERIM FILINGS

The Company files a 52-109F2 certification of interim filings duly executed by the Company's current CEO and acting CFO as required by securities laws.

DISCLOSURE CONTROLS AND PROCEDURES

The Company has disclosure controls and procedures in place to provide reasonable assurance that any information required to be disclosed by the Company under securities legislation is recorded, processed, summarized and reported within the applicable time periods and to ensure that required information is gathered and communicated to the Company's management so that decisions can be made about timely disclosure of that information. The Company's Chief Executive Officer and acting Chief Operating Officer evaluated the Company's disclosure controls and procedures for the period ended March 31, 2010 and have found those disclosure controls and procedures to be adequate for the above purposes.

There have been no significant changes in the Company's disclosure controls or in other factors that could significantly affect disclosure controls subsequent to the date the Company carried out its evaluation.

OTHER

The Company operates offices in both Canada and South Africa and is listed on the Canadian TSX Venture Exchange under the symbol "DMI". Public company information is available on SEDAR at www.sedar.com or at the Company's website www.diamcormining.com.