

BRALORNE GOLD MINES LTD.

400-455 Granville Street

Vancouver, BC

Canada V6C 1T1

Phone: (604) 682-3701

Fax: (604) 682-3600

Web: www.bralorne.com

Info: ir@bralorne.com

Q2 INTERIM FINANCIAL STATEMENTS

FOR PERIOD ENDING JULY 31, 2007

Shares Traded

TSX Venture Exchange

Symbol: BPM

OTCPK

Symbol: BPMSF

Frankfurt/Berlin-Bremen

WKN A0B75M

Directors and Officers

Louis Wolfin, Director & Chief Executive Officer

William G. Kocken, Director & President

Lloyd Andrews, Director & Chairman

David Wolfin, Director & VP Finance

Matt Wayrynen, Director & VP Operations

William Glasier, Director

Florian Riedl-Riedenstein, Director

Gary Robertson, Director

Ian Woods, Director

Mimy Fernandez-Maldonado, Secretary

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

BRALORNE GOLD MINES LTD.

Balance Sheets

(Prepared by Management)

As at	July 31, 2007	January 31, 2007
	(Unaudited)	(Audited)
ASSETS		
Current assets		
Cash and cash equivalents	\$ 1,709,378	\$ 2,770,181
Accounts receivable and prepaid expenses	46,789	63,949
Interest receivable	26,890	87,430
Taxes recoverable	39,851	28,729
Share subscriptions receivable	-	650
	1,822,908	2,950,939
Due from related parties (Note 6(d))	82,418	93,309
Mineral property (Note 4)	18,073,202	16,709,529
Equipment	21,440	22,117
Restricted cash	125,000	122,500
	\$ 20,124,968	\$ 19,898,394
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	\$ 298,991	\$ 255,301
Due to related parties (Note 6(e))	153,810	183,445
	452,801	438,746
Site restoration obligation	98,000	98,000
	550,801	536,746
Shareholders' equity		
Share capital (Note 5)	26,157,825	25,637,789
Contributed surplus	3,633,716	3,696,838
Deficit	(10,217,374)	(9,972,979)
	19,574,167	19,361,648
	\$ 20,124,968	\$ 19,898,394

NOTE 1 – NATURE OF OPERATIONS

Approved by the Directors:

 "Louis Wolfin" Director "William Kocken" Director

BRALORNE GOLD MINES LTD.Interim Statements of Operations, Comprehensive Loss and Deficit
(Unaudited – Prepared by Management)

	Three Months Ended July 31,		Six Months Ended July 31,	
	2007	2006	2007	2006
General and administrative expenses				
Administration services	\$ 909	\$ 731	\$ 1,599	\$ 2,100
Amortization	1,238	1,498	2,476	3,036
Automobile expense	6,812	7,255	14,004	8,464
Consulting	22,500	15,000	45,000	32,129
Interest	-	-	6	-
Listings and filing fees	3,183	4,030	8,183	21,330
Office, occupancy and miscellaneous	13,448	15,135	24,349	39,795
Professional fees	5,239	9,771	20,052	41,232
Salaries and benefits	19,268	13,796	32,664	45,967
Shareholder information	34,707	28,972	74,026	35,144
Stock-based compensation	37,300	22,034	51,711	22,034
Transfer fees	4,810	4,645	7,151	6,227
Travel and accommodation	12,527	10,459	18,248	29,413
	(161,941)	(133,326)	(299,469)	(286,871)
Other items				
Interest income	25,928	44,916	60,594	90,676
Expense recovery	-	75,000	-	75,000
Writedown of receivables	-	-	(5,520)	-
Foreign exchange gain	-	(11,401)	-	(11,021)
Loss and comprehensive loss for the period				
	(136,013)	(24,811)	(244,395)	(132,216)
Deficit, beginning of period	(10,081,361)	(10,481,545)	(9,972,979)	(10,374,140)
Deficit, end of period				
	\$(10,217,374)	\$(10,506,356)	\$(10,217,374)	\$(10,506,356)
Loss per share				
	\$(0.01)	\$(0.00)	\$(0.02)	\$(0.01)
Weighted average number of common shares outstanding - basic and diluted				
	13,540,324	13,215,554	13,405,464	13,215,554

BRALORNE GOLD MINES LTD.
Interim Statements of Cash Flows
(Unaudited – Prepared by Management)

	Three Months Ended July 31,		Six Months Ended July 31,	
	2007	2006	2007	2006
OPERATING ACTIVITIES				
Loss for the period	\$ (136,013)	\$ (24,811)	\$ (244,395)	\$ (132,216)
Adjustments for items not involving cash:				
Amortization	1,238	1,498	2,476	3,036
Stock-based compensation	37,300	22,034	51,711	22,034
	(97,475)	(1,279)	(190,208)	(107,146)
Changes in non-cash working capital:				
Accounts receivable and prepaid expenses	9,609	25,066	17,160	(12,820)
Interest receivable	70,439	-	60,540	-
Taxes recoverable	30,657	(18,235)	(11,122)	(13,265)
Accounts payable and accrued liabilities	(5,682)	107,287	43,690	(188,869)
Cash used in operating activities	7,548	112,839	(79,940)	(322,100)
INVESTING ACTIVITIES				
Increase in office equipment	-	-	(1,799)	-
Deferred exploration expenditures	(661,723)	(891,111)	(1,360,969)	(1,366,943)
Mine and plant buildings and equipment	(1,412)	-	(2,704)	-
Increase in reclamation deposit amount	-	-	(2,500)	(2,500)
Gold sales prior to commencement of commercial production	-	-	-	235,376
Funds advanced to (received from) related parties, net	(145,838)	58,042	(18,744)	29,977
Cash used in investing activities	(808,973)	(833,069)	(1,386,716)	(1,104,090)
FINANCING ACTIVITIES				
Share subscriptions receivable	-	-	650	-
Issuance of common shares, net	93,540	-	405,203	-
Cash provided by financing activities	93,540	-	405,853	-
Increase (decrease) in cash and cash equivalents	(707,885)	(720,230)	(1,060,803)	(1,426,190)
Cash and cash equivalents, beginning of period	2,417,263	4,510,548	2,770,181	5,216,508
Cash and cash equivalents, end of period	\$ 1,709,378	\$ 3,790,318	\$ 1,709,378	\$ 3,790,318

BRALORNE GOLD MINES LTD.

Notes to Interim Financial Statements

July 31, 2007

(Unaudited – Prepared by Management)

1. Nature of Operations

Bralorne Gold Mines Ltd. ("Bralorne") was incorporated on July 10, 1992 under the laws of the Province of British Columbia. The Company owns a 100% interest in a mineral property in British Columbia, Canada. It is in the process of exploring its mineral property interest and has not yet determined whether this property contains enough ore reserves, such that their recovery would be economically viable.

The recoverability of amounts shown for its mineral property interest and related deferred costs and the Company's continued viability is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the financing necessary to complete development, and future profitable production or from the proceeds from the disposition of its mineral property interest.

The Company has positive working capital of \$1,370,107 at July 31, 2007. These financial statements have been prepared in accordance with Canadian generally accepted accounting principles ("Canadian GAAP") applicable to a going concern, which assume that the Company will realize its assets and discharge its liabilities in the normal course of business. Realization values may be substantially different from carrying values, as show in the financial statements, should the Company be unable to continue as a going concern

2. Basis of Presentation and Recent Accounting Pronouncements

These unaudited interim financial statements have been prepared in accordance with the instructions for the preparation of such financial statements contained in the CICA Handbook Section 1751. Accordingly, certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted pursuant to such instructions. These unaudited interim financial statements should be read in conjunction with the audited financial statements and accompanying notes thereto for the fiscal year ended January 31, 2007. These interim financial statements have not been reviewed by an auditor.

In the opinion of the Company's management, all adjustments considered necessary for a fair presentation of these unaudited financial statements have been included and all such adjustments are of a normal recurring nature. Operating results for the three month and six month periods ended July 31, 2007 are not necessarily indicative of the results that can be expected for the year ended January 31, 2008.

In early 2005, the CICA issued new standards for Comprehensive Income (CICA 1530), Financial Instruments (CICA 3855) and Hedges (CICA 3865), which are effective for fiscal years beginning on or after October 1, 2006. The new standards bring Canadian rules more into line with current rules in the United States. These new standards do no affect the Company at present and consequently no statement of comprehensive income is required to be included with the interim financial statements.

Section 1530 introduces the concept of comprehensive income, which includes net income and other comprehensive income. Other comprehensive income represents changes in shareholders' equity during a period arising from such items as unrealized foreign currency translation gains or losses arising from self-sustaining foreign operations, unrealized gains and losses on available-for-sale investments, and changes in the fair value of the effective portion of cash flow hedging instruments. The application of this new standard did not result in comprehensive income being different from net income for the periods presented.

2. Basis of Presentation and Recent Accounting Pronouncements (Continued)

Section 3855 establishes standards for recognizing and measuring financial assets, financial liabilities and non-financial derivatives. It also specifies how financial instrument gains and losses are to be presented. All financial instruments must be classified as held-for-trading, available-for-sale, held-to-maturity, loans and receivables, or other financial liabilities. Initial and subsequent recognition and measurement of changes in the value of financial instruments depends on their initial classification. The application of Section 3855 did not have an impact on the Company's interim financial statements.

Section 3865 provides alternative treatments to Section 3855 for entities which choose to designate qualifying transactions as hedges for accounting purposes, and specifies how hedge accounting is applied and what disclosures are necessary when it is applied. The application of Section 3865 did not have an impact on the Company's interim financial statements as there are no transactions which have been designated as hedges for accounting purposes.

3. Comparative figures

Certain of the comparative figures for 2006 have been reclassified, where applicable, to conform to the presentation adopted for the current year.

4. Mineral Properties

The Company is in the exploration stage and defers all expenditures related to its mineral properties until such time as the properties are put into commercial production, sold or abandoned. Under this method, all amounts shown as mineral properties represent costs incurred to date less amounts amortized and/or written off and do not necessarily represent present or future values.

Inventory of gold floatation concentrate, gold dore bars and silver contained within the gold dore bars, produced during the bulk sampling development stage, are recorded as a component of mineral property costs. Proceeds from the sale of inventory produced during the bulk sampling stage and the carrying value of the inventory are deducted against the mineral property costs.

As at July 31, 2007, the Company had inventory of gold and silver dore bars valued at CDN\$415,337.

BRALORNE GOLD MINES LTD.
Notes to Interim Financial Statements
July 31, 2007
(Unaudited – Prepared by Management)

4. Mineral Properties (Continued)

The following is a summary of mineral property expenditures for the Bralorne Property for the six months ended July 31, 2007:

Mineral property as at January 31, 2007	\$	16,709,529
Assays		3,604
Camp operations		54,131
Field office		68,283
General exploration		1,168,787
Insurance		15,050
Mine and plant building equipment		2,704
Mine power		27,655
Mill operating		4,296
Taxes & permits		19,163
Increase in deferred expenditures		1,363,673
Mineral property as at July 31, 2007	\$	18,073,202

5. Share Capital

- (a) Authorized: Unlimited common shares without par value
(b) Issued:

	2007		2006	
	Shares	Amount	Shares	Amount
Balance, January 31,	13,215,554	\$25,637,789	13,215,554	\$26,465,789
Exercise of warrants	188,868	228,063	-	-
Exercise of stock options	85,000	83,600	-	-
Balance, April 30,	13,489,422	\$25,949,452	13,215,554	\$25,637,789
Exercise of warrants	32,000	38,400	-	-
Exercise of stock options	54,000	55,140	-	-
Fair value of stock options exercised	-	114,833	-	-
Balance, July 31,	13,575,422	\$26,157,825	13,215,554	\$25,637,789

5. Share Capital (Continued)

(c) Share Purchase Warrants

A summary of share purchase warrants transactions for the six month period ended July 31, 2007 is as follows:

	Underlying Shares	Weighted Average Exercise Price
Balance, January 31, 2007	7,580,928	\$1.71
Exercised	(188,868)	\$1.21
Balance, April 30, 2007	7,392,060	\$1.71
Exercised	(32,000)	\$1.20
Balance, July 31, 2007	7,360,060	\$1.71

As at July 31, 2007, the following share purchase warrants were outstanding:

Number of Underlying Shares	Exercise Price	Expiry Date
1,954,707	\$1.20	December 21, 2007
413,313	\$1.20	December 28, 2007
446,563	\$1.25	December 29, 2007
1,970,000	\$1.25	December 30, 2007
600,000	\$1.25	January 30, 2008
505,284	\$3.25	February 8, 2008
470,193	\$3.00	April 26, 2010
1,000,000	\$3.00	April 26, 2010
7,360,060		

(d) Stock Options

A summary of the stock options granted and exercised at the period ended July 31, 2007 is as follows:

	Number of Options	Weighted Average Exercise Price
Balance, January 31, 2007	1,204,500	\$1.14
Exercised	(85,000)	\$0.98
Balance, April 30, 2007	1,119,500	\$1.15
Granted	50,000	\$1.16
Exercised	(54,000)	\$1.02
Cancelled	(25,000)	\$0.86
Balance, July 31, 2007	1,090,500	\$1.16

5. Share Capital (Continued)

(d) Stock Options (Continued)

A summary of stock options outstanding and exercisable at the period ended April 30, 2007 is as follows:

Range of Exercise Prices	Number Outstanding	Weight Average Remaining Contractual Life (yr)	Weighted Average Exercise Price
\$1.01 - \$2.00	1,090,500	3.54	\$1.16

6. Related Party Transactions

Related party transactions not disclosed elsewhere in these statements are as follows:

- a) During the six month period ended July 31, 2007, the Company paid, or made provision for the future payment, of the following amounts to related parties:
 - i) \$74,052 (2006 - \$59,587) for administrative expenses to Oniva International Services Corp. ("Oniva"), a private company beneficially owned by the Company and five other public companies related through common Directors;
 - ii) \$45,000 (2006 - \$30,000) to three private companies (2006 – two private companies) controlled by Directors for management fees; and
 - iii) \$48,000 (2006 - \$48,000) to a private company controlled by the President of the Company for geological consulting and general mine management.
- b) The Company was billed \$326,181 (2006 - \$949,422) in drilling expenses from ABC Drilling Services Inc. ("ABC Drilling"), a private drilling company owned by Oniva, for 9,235 feet (2006 – 28,846 ft) of drilling. ABC Drilling reimbursed the Company \$15,334 (2006 - \$13,939) for supplies, equipment rentals, and administrative expenses incurred.
- c) During the six month period ended July 31, 2007, the Company charged \$7,273 (2006 - \$Nil) to Levon Resources Ltd. ("Levon"), a public company with common management and common directors for exploration related services and support.
- d) Due from related parties consists of \$2,931 (2006 - \$5,520) from Mill Bay Ventures Inc., a public company with common management and common directors, \$7,709 (2006 - \$Nil) from Levon and \$71,778 (2006 - \$55,082) from Oniva referred to in 6.a) i) above.
- e) Due to related parties consists of \$125,813 (2006 - \$108,660) to ABC Drilling; and \$27,998 (2006 - \$27,998) to Coral Gold Resources Ltd., a public company with common management and common directors.

Related party balances are unsecured, due on demand and do not bear interest.

BRALORNE GOLD MINES LTD.

Notes to Interim Financial Statements

July 31, 2007

(Unaudited – Prepared by Management)

7. Commitment

The Company entered into a cost sharing agreement dated October 1, 1997 and amended November 1, 2003 to reimburse Oniva for a percentage of its overhead expenses, and reimburse 100% of its out-of-pocket expenses incurred on behalf of the Company, and to pay a percentage fee based on the total overhead and corporate expenses referred to above. The agreement may be terminated with one month notice by either party.

The following discussion and analysis of the results of operations, and financial position of Bralorne Gold Mines Ltd. (the "Company" or "Bralorne") for the period ended July 31, 2007 should be read in conjunction with the July 31, 2007 interim financial statements and the related notes thereto. The effective date of this Management Discussion and Analysis is September 27, 2007. Additional information relating to the Company is available on SEDAR at www.sedar.com.

Forward Looking Statements

Except for historical information, the MD&A may contain forward looking statements. These statements involve known and unknown risks, uncertainties, and other factors that may cause the Company's actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievement expressed or implied by these forward looking statements.

Business Description

The Company is a natural resource company, primarily engaged in the acquisition, exploration and development of natural resource properties since its inception. The Company's principal business activities for the last 15 years has been the exploration and development of certain mineral properties located in the Lillooet Mining District of British Columbia in the Bridge River area near Lillooet, specifically referred to as the Bralorne Gold Mine. The Property includes mineral properties that have produced approximately 4 million ounces of gold over 40 years in the historic Bralorne gold camp of British Columbia. The Company is a reporting issuer in British Columbia and Alberta and trades on the TSX Venture Exchange under the symbol BPM, on the OTCCK under the symbol BPMSF and on the Berlin & Frankfurt Stock Exchanges under the symbol GV7. The Company is not associated in any way with a company called Bralorne Resources Limited in Calgary, Alberta.

Geological reports titled "Geological Modeling and Exploration Targeting for the Bralorne-Pioneer Mine Property" dated September 16, 2002, as revised October 10, 2003, prepared by Dr. Matt Ball, PhD., P.Geo. of North Vancouver, B.C. (the "Ball Report (2002)"), the update report entitled, "Report on the 2002 and 2003 Drilling and Trenching on the Bralorne Pioneer Mine Property", dated October 15, 2003, prepared by David St. Clair Dunn, P.Geo. of Gibsons, B.C. (the "St. Clair Dunn Report"), "Bralorne Mine, Bralorne Gold Deposit, Preliminary Assessment" dated September 2005, prepared by Beacon Hill Consultants (1988) Ltd. ("Beacon Hill") and "Bralorne Mine, Bralorne Gold Deposit, Preliminary Assessment Update" dated October 2006 by Beacon Hill are available at www.sedar.com.

The Property consists of 154 Crown granted mineral claims, ten freehold parcels of land, two reverted Crown granted claims and eight metric unit claims that includes the former King-Bralorne-Pioneer gold mine in the historic Bridge River gold mining camp of southwest British Columbia. The entire Bralorne-Pioneer Mine Property covers approximately 2,422 hectares. The Property is located 160 kilometres due north of Vancouver, British Columbia, Canada.

The claims comprising a small portion of the Property are subject to an underlying covenant in which the Company is required to pay 1.6385% of Net Smelter Proceeds of Production to Bralorne Resources Limited of Calgary, Alberta. In addition, there is an underlying agreement on 12 specific crown grants that requires the Company to pay to Bralorne Resources Limited of Calgary, Alberta, an amount of fifty cents (\$0.50) per ton of ore produced from these claims, if the ore grade exceeds $\frac{3}{4}$ (0.75) ounce per ton gold.

BRALORNE GOLD MINES LTD.
Form 51-102F1
MANAGEMENT'S DISCUSSION AND ANALYSIS
For the period ended July 31, 2007
Page 2

Business Overview

In April 2007, the Company reported that the holes on the first line (section) of the multi-hole, five line program from the end of the 800 level King Drift, returned encouraging results. The holes targeted the vein at 75 foot vertical intercepts, and have shown that the vein is steep dipping within a strong alteration zone. This was the typical style of the historic producing veins mined in the past. This structure occurs in an area where no historical drilling has taken place, the King-Bralorne gap, and the zone is open in all directions.

The alteration zone is generally "bleached" and contains varying amounts of pyrite and quartz, and, as will be noted in the following table, the vein undulates somewhat within it.

LINE 1 AZIMUTH 198

HOLE NO.	DIP	ALT ZONE FROM – TO(Ft)	AU OZ/TON INTERVAL	VEIN FROM –TO(Ft)	AU OZ/TON INTERVAL
UB07-01	0	494.7 – 507 Incl. 506-507	0.107/12.3 0.592/1.0	495.9 -501.2 Incl. 500-501.2	0.116/5.3 0.400/1.2
UB07-02	-9	485.3 -490.5	1.595/5.2	485.3 - 489	2.203/3.7
UB07-03	-17.5	511 -520.3	0.128/9.3	516.3 -520.3 Incl.518.3-519.3	0.244/4 0.925/1
UB07-04	-25.5	528.6 - 537	0.082/8.4	530 – 533 Incl. 531-532	0.081/3 0.178/1
UB07-05	-32	555 – 562.2	0.056/7.2	555 -557.8 Incl. 531-532	0.064/2.8 0.178/1
UB07-06	-38	ABANDONED			
UB07-07	-38	582 -585.5	0.036/3.5	583.3 – 584.4	0.033/1.1
UB07-08	-45	612.4 – 627.3	0.045/14.9	613.4 -620.5 Incl.619.3- 620.5	0.041/6.6 0.122/1.2
UB07-09	+9	486.9 – 493.1	1.357/6.2	491.2 – 493.1	4.195/1.9
UB07-10	+17	497-504.5 Incl. 499.5-501.5	0.199/7 0.347/2	497.5-499.5 497.5-501.5	0.258/2 0.302/4
UB07-11	+26	544.5 – 556.8	0.012/13.3	550.0 – 551.5	0.047/1.5

Due to the orientation of the vein, the intercepts in holes 1, 2, 3, 4, 5, 9 & 10 are very near true width. Holes 7, 8 & 11 should be reduced to 80% of intercept.

Drilling of 5 holes on line 2, which targeted the zone 100 feet east of line 1, and at 150 foot vertical intervals, is nearing completion, and has confirmed that the structure continues with strength in that direction. Drilling of 5 holes on line 3, which will target the zone 100 feet west of line 1, will start shortly.

The 12 hole underground drill program was proposed in September 2006 to test the "Bonanza" surface drill hole SB-06-109B. The drill program has been extended from 12 holes to a minimum of 22 holes and a possible extension to drill 10 more holes to the east and west to confirm the length of the structure.

Assays were done by Eco Tech Laboratory Ltd. of Kamloops, BC, a certified assay laboratory. The method used was fire assay and fire assay with metallica when Visible Gold was noted. The program is being supervised by Robert Reid, P. Geo., a qualified person as per National Instrument 43-101.

BRALORNE GOLD MINES LTD.
Form 51-102F1
MANAGEMENT'S DISCUSSION AND ANALYSIS
For the period ended July 31, 2007
Page 3

During the quarter ended July 31, 2007, the Company reported that the underground diamond drilling program from the King Drift had discovered a new structure now named the B.K. zone.

Results from the 34 holes originally outlined in January 2007 have been obtained. The drilling confirmed that this previously unexplored structure within the King – Bralorne gap is the most significant new structure that has been discovered at the camp in recent history. Some assays from the drill program are still pending.

Results for 31 of the 34 holes, completed to date, targeting the BK zone, have been received. The BK Zone is a recently discovered structure within the under explored King-Bralorne Gap and is the most significant new structure discovered in the camp in recent history.

Following encouraging results on Line 1, which targeted the zone at 75 foot intervals vertically, the additional lines which are at 100 foot intervals horizontally, targeted the zone at vertical intervals ranging from 80 to 200 feet.

LINE 2 AZIMUTH 177

HOLE #	DIP	ALT ZONE FROM-TO(Ft)	Au Oz/ton INTERVAL	VEIN FROM-TO(Ft)	Au Oz/ton INTERVAL
UB07-12	0	478.6 – 481.5	0.045/2.9	4 INCH	
UB07-13	-17	476 – 493.5	0.126/17.5	480.4 – 486.4 Incl. 482.4-486.4	0.307/6 0.438/4
UB07-14	-35	509.3 – 519.1	0.058/9.8	513.3 -515.6	0.050/2.3
UB07-15	17	484 - 493.5	0.046/9.5	485.9 - 487	0.094/1.1
UB07-16	32	562 -590.6	0.018/8.6	NO VEIN	

LINE 3 AZIMUTH 201

HOLE #	DIP	ALT ZONE FROM-TO(Ft)	Au Oz/ton INTERVAL	VEIN FROM-TO(Ft)	Au Oz/ton INTERVAL
UB07-17	0	501.4 – 506.2 Incl. 503.4-506.2	.0111/2.8	504.4 – 506.2	0.160/1.8
UB07-18	-9	NONE NOTED		506 – 508.4	0.111/2.4
UB07-19	-25	495.6 - 506	0.017/10.4	504.8 – 505.8	0.055/1
UB07-20	9	512 - 517	0.011/5	NO VEIN	
UB07-21	25	538.8 - 541	0.082/2.2	NO VEIN	

LINE 4 AZIMUTH 212

HOLE #	DIP	ALT ZONE FROM-TO(Ft)	Au Oz/ton INTERVAL	VEIN FROM-TO(Ft)	Au Oz/ton INTERVAL
UB07-22	0	523.5 -534.7	0.063/11.2	524.4 – 527.3	0.128/2.9
UB07-23	-17	533 -548.2	0.065/15.2	537-540 543.5-545	0.056/3.4 0.105/1.5
UB07-24	-36	582 – 592.3	0.008/10.3	No Vein	
UB07-25	17	595.8 -601.2	0.041/3.2	No Vein	
UB07-26	35	Hole short			

LINE 5 AZIMUTH 223

HOLE #	DIP	ALT ZONE FROM-TO(Ft)	Au Oz/ton INTERVAL	VEIN FROM-TO(Ft)	Au Oz/ton INTERVAL
UB07-27	0	573 -589.3	0.041/16.3	No Vein	
UB07-28	-10	585 - 594	0.020/9	586.6 – 587.4	0.027/0.8
UB07-29	10	583 -595.6	0.083/12.6	584.8 -587.8	0.061/3

LINE 6 AZIMUTH 230

HOLE #	DIP	ALT ZONE FROM-TO(Ft)	Au Oz/ton INTERVAL	VEIN FROM-TO(Ft)	Au Oz/ton INTERVAL
UB07-30	0	650 -657	0.100/6.0	652 -653.7	0.134/1.7
UB07-31	10	665.5 – 682 Incl. 669.6-675	.097/16.5 0.234/5.4	667.8 – 669.6	0.023/1.8
UB07-32	-10	622 – 659.8	pending	658.5 – 659.2	pending

Due to the pinching and swelling nature of veins, true widths are unknown.

Assays were done by Eco Tech Laboratory Ltd. of Kamloops, BC, a certified assay laboratory. The method used was fire assay and fire assay with metallica when Visible Gold was noted. The program is being supervised by Robert Reid, P. Geo., a qualified person as per National Instrument 43-101.

Exploration Program Underway

In an effort to enhance and assist in the exploration program at the Bralorne-Pioneer mining camp, a comprehensive data integration project was launched in 2005. The program involved the input of all available historic data from the camp to create an integrated 3D model of the entire area. This achieved the goal of creating a historic archive of the legacy data as well as a platform for exploration to identify new targets and resources, thereby breathing new life into this historic mining region.

The current drill program and the 3D model have confirmed that the structure is viable over 700 feet of horizontal distance, 300 feet of vertical distance and is within 200 feet of existing workings; namely the old Alhambra vein. The program has now been switched to widely spaced holes to confirm probable extension to the east. It should be noted that although vein width and "ore grade" assay values are somewhat sporadic, the structure is strong and continuous. The drill program is following the adage of "drill for structure and drift for grade". Our work has indicated that the structure is extensive enough to contain tonnage with pockets of "ore grade" material sufficient to warrant further exploration, development and likely production. Plans are currently being prepared for the proposed exploration drifting program which will consist of a 400 foot cross cut in waste, followed by drifting on vein to the extents of the structure.

Following the completion of the drilling intended to confirm the eastern extension of the BK zone, the drill will be turned within the current station to test the previously unexplored eastern extensions of the North and Shaft veins as this area appears to have significant potential. The drill will then be moved to second station for a number of holes designed to test for down dip extensions under historical mining on the North Vein. In addition, the company is deriving further targets from the 3D model which will be the focus of future drilling from underground and the surface in Bralornes' ongoing, aggressive exploration program.

The Bralorne-Pioneer 3D Data Integration Project is headed by Garth Kirkham, P.Geoph, P.Geo. of Beacon Hill Consultants (1988) Ltd. who was awarded the 2006 CIM Barlow Medal for his work on the EXTECH III Yellowknife 3D GIS and is heading the subsurface data integration and modeling for the Coeur d'Alene Silver Valley Generative Project. The project employs state-of-the-art three dimensional (3D) mine modelling technology based on the cutting edge MineSight™ Mine Modelling System. The new technology has already been successfully utilized on projects such as the GoldCorp Challenge and the Hecla Silver Valley Generative Project.

Geoenvironmental Study

In June 2007, the Company announced that together with the Government of Canada, they will be collaborating on a new project in southwestern British Columbia to help develop better environmental standards for extracting gold deposits.

The project, entitled "*Assessing and Reducing Risks from Metals in the Environment*" is focused on developing a geoenvironmental model for a specific class of gold deposits.

A geoenvironmental approach combines knowledge of geological, geochemical, hydrogeological, and geophysical characteristics of a specific type of ore deposit. The goal of the project is to reduce the risks of gold mining on ecosystems and human health. The new geoenvironmental model will seek to characterize the processes controlling the release, transport and bio-accessibility of metals from mine wastes and drainage waters.

The project takes place at the historic Bralorne and Pioneer mine sites in southwestern British Columbia, along with other mineralized areas in the Cadwallader Creek drainage basin. The joint effort will provide a blueprint for the environmental assessment of similar gold deposits in other parts of Canada.

Results of Operations

Three months ended July 31, 2007 compared with the three months ended July 31, 2006.

Head office-general and administrative expenses

General and administrative expenses totaled \$161,941 for the quarter ended July 31, 2007 compared with \$133,326 for the quarter ended July 31, 2006, an increase of \$28,615. This increase is attributed to increases of \$7,500 in consulting fees, \$5,472 in salaries and benefits, \$5,735 in shareholder information, \$15,266 in stock-based compensation, and \$2,068 in travel and accommodation in the current quarter. Offsetting these increases were decreases of \$443 in automobile expense, \$847 in listing and filing fees, \$1,687 in office, occupancy and miscellaneous, and 4,532 in professional fees. Professional fees were lower in the current quarter due to lower legal costs. Salaries and benefits expenses concerning the head office increased due to an increase in personnel. Consulting fees were higher in the current quarter because the C.E.O. is now being paid a monthly fee whereas they did not receive a monthly fee in the prior years' quarter. An increase in shareholder information costs was a result of increased efforts to promote the Company and investor relations consulting services commitments that incurred in the quarter ended July 31, 2007.

Loss for the period

Loss for the quarter ended July 31, 2007 was \$136,013 compared with a loss of \$24,811 for the quarter ended July 31, 2006, an increase of \$111,202. A partial reason for the difference between the comparative quarters is the same as those referred to above for the general and administrative expenses. More significantly, there was a cost recovery in finance fees of \$75,000 in the

BRALORNE GOLD MINES LTD.
Form 51-102F1
MANAGEMENT'S DISCUSSION AND ANALYSIS
For the period ended July 31, 2007
Page 6

comparative quarter, compared to no such cost recoveries in the current quarter. Interest income also decreased by dropping from \$25,928 in the recent quarter compared to \$44,916 for the quarter ended April 30, 2006, a decrease of \$18,988. The interest has been earned on the private placement proceeds that were acquired in the last quarter of fiscal 2006 and those funds have slowly been depleted. There was no foreign exchange gain or loss in the current quarter compared to a loss of \$11,401 in the quarter ended July 31, 2006. This was due to the increase in value of the Canadian dollar compared to the United States dollar at a time when the Company had incurred US\$ transactions.

Six months ended July 31, 2007 compared with the six months ended July 31, 2006

Head office-general and administrative expenses

General and administrative expenses totalled \$299,469 for the six months ended July 31, 2007 with a comparative expense of \$286,871 for the six months ended July 31, 2006, an increase of \$12,598. Such as the case with the three month comparison discussed above, there were increases and decreases in various expense categories. Most significant is an increase of \$38,882 in shareholder information due to more agreements for investor relations services compared to the prior year's period. As well there were increases of \$29,677 in stock-based compensation, \$12,871 in consulting fees and \$5,540 in automobile expense. The consulting fees were higher for the same reason as the three month period comparison. Conversely, there were decreases of \$13,147 in listing and filing fees, \$15,446 in office, occupancy and miscellaneous costs, \$21,180 in professional fees, \$13,303 in salaries and benefits and \$11,165 in travel and accommodation. The Company's share of overhead expenses in regards to its cost sharing agreement with Oniva had been reduced in the current period which accounts for the decrease in office and salary costs. The period ended July 31, 2006 also experienced higher listing and filing fees and professional fees due to the Company's attempt to get listed on the Toronto Stock Exchange.

Loss for the period

Loss for the six months ended July 31, 2007 was \$244,395 compared with a loss of \$132,216 for the six months ended July 31, 2006, an increase of \$112,179. The increase in general and administrative expenses discussed above account for \$12,598 of the change. Other items further increased the loss for the period. Interest income was \$60,594 in the current period compared to \$90,676 in the six months ended July 31, 2006, a decrease of \$30,082. And once again, a cost recovery of \$75,000 in financing fees for the six months ended July 31, 2007 compared to no cost recoveries in the current period was the other primary factor. Another item was foreign exchange gains or losses which had the same affect as the three quarter comparison.

Summary of Quarterly Results

Period ended	Jul 31 2007 Q2	Apr 30 2007 Q1	Jan 31 2007 Q4	Oct 31 2006 Q3	Jul 31 2006 Q2	Apr 30 2006 Q1	Jan 31 2006 Q4	Oct 31 2005 Q3
			\$	\$	\$	\$	\$	\$
Revenue	-	-	-	-	-	-	-	-
Net Income (Loss)	(136,013)	(108,382)	613,938	(80,561)	(24,811)	(107,405)	(1,344,131)	(78,113)
Loss per Share	(0.01)	(0.01)	0.05	(0.01)	(0.00)	(0.01)	(0.16)	(0.01)

The Company experienced a reduction in exploration activities and cost cutting measures were taken to reduce general and administrative expenses during the quarter ended October 31, 2005. While these costs were being reduced, efforts were being made to investigate and secure additional financing, the proceeds of which came to fruition in the quarter ended January 31, 2006. It was this quarter that the Company cancelled all outstanding stock options and granted new ones which resulted in a stock-based compensation expense of \$1,140,559. The most recent quarters have seen an increase in overall expenses due to an increase in exploration activities; however, there has been interest revenue of approximately \$35,000 to \$45,000 in the five quarters since January 31, 2006 which has reduced the loss or added to the income. Interest income in the most recent quarter has dropped to \$25,928 and is expected to decrease further in the next quarter. The reason the quarter ended January 31, 2007 shows an income instead of a loss is to a future income tax recovery of \$828,000 recorded in that period. The only other quarter to record such a recovery was the quarter ended January 31, 2006 for an amount of \$24,504.

Liquidity and Capital Resources

During the six months ended July 31, 2007 the Company has accrued \$1,363,673 towards mineral exploration on its Bralorne Property. The mill has been shut down to allow more concentration and total emphasis on our drilling program. In conjunction with the exploration activities, work concerning environmental studies and compliance measures continues. At this time the Company has no operating revenues.

At July 31, 2007, the Company held CDN\$415,337 worth of gold dore bars and silver in inventory.

At July 31, 2007, the Company had working capital of \$1,370,107 and cash and cash equivalents of \$1,709,378. The Company is continuing its exploration drilling program and has outlined a plan to spend approximately \$2.5 million on the BK Zone. The Company has sufficient cash on hand at this time to finance the limited exploration work on its mineral properties and maintain administrative operations through January 31, 2008. The Company looks to raise additional capital through the exercising of warrants that have an expiry date in December 2007 and if necessary, additional private placements.

The Company is in the exploration stage. The investment in and expenditures on the mineral property comprise substantially all of the Company's assets. The recoverability of amounts shown for its mineral property interest and related deferred costs and the Company's ability to continue as a going concern is dependent upon the continued support from its directors, the discovery of economically recoverable reserves, the ability of the Company to obtain the financing necessary to complete development and achieve profitable operations in the future. The outcome of these matters cannot be predicted at this time.

Mineral exploration and development is capital extensive, and in order to maintain its interest the Company will be required to raise new equity capital in the future. There is no assurance that the Company will be successful in raising additional new equity capital.

Off-Balance Sheet Arrangements

The Company has not entered into any off-balance sheet transactions.

Transactions with Related Parties

During six months period ended July 31, 2007, the Company paid, or made provision for the future payment, of the following amounts to related parties:

- i) \$74,052 (2006 - \$59,587) for administrative expenses to Oniva International Services Corp. ("Oniva"), a private company beneficially owned by the Company and five other public companies related through common Directors;
- ii) \$45,000 to three private companies (2006 - \$30,000) to three private companies controlled by Directors for management fees; and
- iii) \$48,000 (2006 - \$48,000) to a private company controlled by the President of the Company for geological consulting and general mine management.

The Company was billed \$326,181 (2006 - \$949,422) in drilling expenses from ABC Drilling Services Inc. ("ABC Drilling"), a private drilling company owned by Oniva, for 9,235 feet (2006 - 28,846 ft) of drilling. ABC Drilling reimbursed the Company \$15,334 (2006 - \$13,939) for supplies, equipment rentals, and administrative expenses incurred.

During the six month period ended July 31, 2007, the Company charged \$7,273 (2006 - \$Nil) to Levon Resources Ltd. ("Levon"), a public company with common management and common directors for exploration related services and support.

Amounts due from related parties consist of \$2,931 (2006 - \$5,520) from Mill Bay Ventures Inc., a public company with common management and common directors, \$7,709 (2006 - \$Nil) from Levon, and \$71,778 (2006 - \$55,082) from Oniva referred to above.

Amounts due to related parties consist of \$125,813 (2006 - \$108,660) to ABC Drilling; and \$27,998 (2006 - \$27,998) to Coral Gold Resources Ltd., a public company with common management and common directors.

Related party balances are unsecured, due on demand and do not bear interest.

Disclosure of Management Compensation

During the quarter ended July 31, 2007, \$24,000 was paid to the President for services as director and officer of the Company; \$7,500 was paid to the C.E.O. for services as director and officer of the Company; \$7,500 was paid to the V.P., Finance for services as director and officer of the Company; \$7,500 was paid to the V.P., Operations for services as director and officer of the Company; and \$2,547 was paid to the Secretary for services as an officer of the Company.

Critical Accounting Estimates

The preparation of financial statements in conformity with Canadian GAAP requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the period. Actual results may differ from those estimates.

Financial Instruments

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

The carrying value of cash and cash equivalents, accounts receivable, interest receivable, share subscriptions receivable and accounts payable approximate their fair value because of the short-term nature of these instruments. It is not practical to determine the fair value of the amounts due to and from related parties with sufficient reliability due to the nature of the financial instruments, the absence of secondary markets, and the significant cost of obtaining outside appraisals.

The Company extends credit to related parties and various third parties in the course of its exploration activities. The Company performs ongoing credit evaluations of its receivables and believes it has made adequate provisions for potential credit losses.

The Company places its cash and cash equivalents with high credit quality financial institutions. The Company is not exposed to significant interest or currency risk arising from these financial instruments.

Changes in Accounting Policies

In early 2005, the CICA issued new standards for Comprehensive Income (CICA 1530), Financial Instruments (CICA 3855) and Hedges (CICA 3865), which are effective for fiscal years beginning on or after October 1, 2006. The new standards bring Canadian rules more into line with current rules in the United States. These new standards do not affect the Company at present and consequently no statement of comprehensive income is required to be included with the interim financial statements.

Section 1530 introduces the concept of comprehensive income, which includes net income and other comprehensive income. Other comprehensive income represents changes in shareholders' equity during a period arising from such items as unrealized foreign currency translation gains or losses arising from self-sustaining foreign operations, unrealized gains and losses on available-for-sale investments, and changes in the fair value of the effective portion of cash flow hedging instruments. The application of this new standard did not result in comprehensive income being different from net income for the periods presented in the interim financial statements.

Section 3855 establishes standards for recognizing and measuring financial assets, financial liabilities and non-financial derivatives. It also specifies how financial instrument gains and losses are to be presented. All financial instruments must be classified as held-for-trading, available-for-sale, held-to-maturity, loans and receivables, or other financial liabilities. Initial and subsequent recognition and measurement of changes in the value of financial instruments depends on their initial classification. The application of Section 3855 did not have an impact on the Company's interim financial statements.

Section 3865 provides alternative treatments to Section 3855 for entities which choose to designate qualifying transactions as hedges for accounting purposes, and specifies how hedge accounting is applied and what disclosures are necessary when it is applied. The application of Section 3865 did not have an impact on the Company's interim financial statements as there are no transactions which have been designated as hedges for accounting purposes.

Outstanding Share Data

As at September 27, 2007, there were 13,575,422 common shares issued and outstanding.

The following is an analysis of outstanding share options and warrants.

Summary of management incentive options outstanding as of September 25, 2007 is as follows:

Exercise Price Per Share	Expiry Date	Number of Shares Remaining Subject to Options
\$1.16	January 16, 2011	1,040,500
\$1.16	July 23, 2012	50,000
		1,090,500

Summary of warrants outstanding as of September 25, 2007 is as follows:

Exercise Price	Expiry Date	Underlying Shares
\$1.20	December 21, 2007	1,954,707
\$1.20	December 28, 2007	413,313
\$1.25	December 29, 2007	446,563
\$1.25	December 30, 2007	1,970,000
\$1.25	January 30, 2008	600,000
\$3.25	February 8, 2008	505,284
\$3.00	April 26, 2010	470,193
\$3.00	April 26, 2010	1,000,000
		7,360,060

Commitment

The Company entered into a cost sharing agreement dated October 1, 1997 and amended November 1, 2003 to reimburse Oniva a percentage of its overhead expenses, and reimburse 100% of its out-of-pocket expenses incurred on behalf of the Company, and to pay a percentage fee based on the total overhead and corporate expenses referred to above. The agreement may be terminated with one month notice by either party.

Internal Controls Over Financial Reporting

The Chief Executive Officer and the Chief Financial Officer of the Company are responsible for designing internal controls over financial reporting, or causing them to be designed under their supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Canadian GAAP. The Company assessed the design of the internal controls over financial reporting as at July 31, 2007 and concluded that there are material weaknesses in internal controls over financial reporting, which are as follows:

- a) Due to the limited number of staff resources, the Company believes there are instances where a lack of segregation of duties exist to provide effective controls; and
- b) Due to the limited number of staff resources, the Company may not have the necessary in-house knowledge to address complex accounting and tax issues that may arise.

The weaknesses and their related risks are not uncommon in a company the size of the Company because of limitations in size and number of staff. The Company believes it has taken initial steps to mitigate these risks by consulting outside advisors and involving the Audit Committee and Board of Directors in reviews and consultations where necessary. However, these weaknesses in internal controls over financial reporting could result in a more than remote likelihood that a material misstatement would not be prevented or detected. The Company believes that it must take additional steps to further mitigate these risks by consulting outside advisors on a regular and timely basis.

There have been no changes in the Company's internal controls over financial reporting that occurred during the quarter ended July 31, 2007 that have materially affected, or are reasonably likely to materially affect, the Company's internal controls over financial reporting.