NEWBRIDGE CAPITAL INC.

Management's Discussion & Analysis

**For the Three Month Period
Ended June 30, 2007**

NEWBRIDGE CAPITAL INC.
Management's Discussion and Analysis ("MD&A")
Three Months Ended June 30, 2007

Prepared August 29, 2007

This discussion should be read in conjunction with the annual statements of Newbridge Capital Inc. (the "Company" or "Newbridge") for the year ended March 31, 2007. Additional information relevant to the Company can be found on SEDAR at www.sedar.com.

FORWARD LOOKING STATEMENTS

This report contains forward-looking statements which reflect management's expectations regarding the Company's future plans and intentions, results of operations, performance and business prospects and opportunities. Words such as "may", "will", "should", "could", "anticipate", "believe", "expect", "intend", "plan", "potential", "continue", "estimates", "predicts" and similar expressions have been used to describe these forward-looking statements. These statements reflect management's current beliefs and are based on the information currently available to management. Forward-looking statements involve significant risk and uncertainties. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking statements including, but not limited to, risks associated with identifying, evaluating, negotiating and financing a potential Qualifying Transaction as well as changes in general economic, political and market conditions and other risk factors (page 3). Although the forward-looking statements contained herein are based upon what management believes to be reasonable assumptions, management cannot assure that actual results will be consistent with these forward-looking statements. Readers are cautioned not to place undue reliance on forward-looking statements, as no assurances can be given as to future results, levels of activity or achievements.

Disclosure Controls and Procedures

Management has assessed the effectiveness of the Company's disclosure controls and procedures used for the financial statements and MD&A as at June 30, 2007. Management has concluded that the disclosure controls are effective in ensuring that all material information required to be filed has been made known to them in a timely manner. The required information was effectively recorded, processed, summarized and reported within the time period necessary to prepare the filings. The disclosure controls and procedures are effective in ensuring that information required to be disclosed pursuant to applicable securities laws are accumulated and communicated to management as appropriate to allow timely decisions regarding required disclosure. There has been no change in the issuer's internal control over financial reporting that occurred during the issuer's most recent interim period that has materially affected, or is reasonably likely to materially affect, the issuer's internal control over financial reporting.

Description of Business

Newbridge was incorporated under the Business Corporations Act (British Columbia) on September 12, 2005 and is in the process of applying for status as a Capital Pool Company as defined by Policy 2.4of the TSX Venture Exchange (the "TSX").

Newbridge will not carry on any business other than the identification and evaluation of assets or businesses with a view to completing a proposed Qualifying Transaction.

Overall Performance

As at June 30, 2007, the Company had cash and current assets totaling $ 78,470 (2006, $ 0) and working capital of $ 73,413(2006, $0). During the three month period ended May 31, 2007, the Company incurred $ 30,751 (2006, $ Nil) cash expenditures on administration operating expenses.

Results of Operations

Newbridge is in the development stage and as a result, historical revenues and expenditures are not indicative of future activities.

	Three Month Ended	
	June 30, 2007	June 30,2006
Revenue	$ -	$ -
Loss for the period	30,751	-
Basic and diluted loss per share	(0.08)	(0.00)
Total assets	73,413	-
Total long-term financial liabilities	-	-
Cash dividends declared per share	-	-

Summary of Quarterly Results

The following table sets forth a comparison of revenues and earnings for the previous eight quarters.

Quarter	2008 First								
Revenue	3,881								
Net Loss	(7,616)								
Basic	(0.01)								

Liquidity and Capital Resources

At June 30, 2007, Newbridge had cash and cash equivalents of $ 68,470 compared to Nil at June 30, 2006. Working capital was $ 73,413 compared to $ Nil at June 30, 2006.

Newbridge does not currently conduct any business operations. Proceeds from its Initial Prospectus Offering (the "Offering"), and existing working capital will be utilized to enable Newbridge to identify and evaluate businesses or assets with a view to complete a Qualifying Transaction. However, in the event Newbridge identifies a target business, assets or property as its Qualifying Transaction, it is probable that it will have to seek additional financing.

To date Newbridge has relied entirely upon the sale of common shares to provide working capital to fund its administration and overhead costs.

Off Balance Sheet Arrangements

As at June 30, 2007, the Company had no off-balance sheet arrangement.

Outstanding Share Data

As at June 30, 2007, the Company had the following common shares, stock options, warrants and agent warrants outstanding:

Common shares	1,100,000
Stock options	-
Warrants embedded in agent's options	-
Fully diluted shares outstanding	1,100,000

Critical Accounting Estimates

The preparation of financial statement in conformity with Canadian generally accepted accounting principles requires the Company to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported periods. Significant estimates and assumptions are used in determining the application of the going concern concept, assumptions used to determine the fair value of stock-based compensation and the determination of future income taxes. The Company evaluates its estimates on an ongoing basis and bases them on various assumptions that are believed to be reasonable under the circumstances. The Company's estimates form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions.

The Company believes the policies for going concern, stock based compensation, and future income taxes are critical accounting policies which involve significant judgments and estimates used in the preparation of the Company's financial statements.

The Company believes that it has the ability to obtain the necessary financing to meet commitments and liabilities as they become payable.

The Company uses the Black-Scholes option pricing method to determine the fair value of stock-based compensation recognized. Estimates and assumptions are required under the model, including those related to the Company's stock volatility, expected life of options granted, and the risk free interest rate. The Company believes that its estimates used in arriving at stock-based compensation are reasonable under the circumstances.

Risks and Uncertainties

Newbridge is a Capital Pool Company ("CPC") pursuant the policies of the Exchange. As a CPC, Newbridge's primary focus is to complete a Qualifying Transaction in accordance with Exchange policies. In addition to general and specific parameters regarding the characteristics and timing of a Qualifying Transaction, these policies include restrictions on Newbridge's activities prior to the completion of a Qualifying Transaction.

Newbridge has no assets other than cash and short term interest bearing investments. Newbridge has no employees and the time committed to the Company by the officers and directors may be limited.

Newbridge proposes to identify and evaluate potential acquisitions or businesses and once identified and evaluated, to negotiate an acquisition or participation subject to receipt of shareholder and regulatory approval. There is no assurance that Newbridge will identify an appropriate business for acquisition or investment and even if so identified and warranted, the Company may not be able to finance such acquisition or investment. Additional funds may be required to enable Newbridge to pursue such an initiative and the Company may be unable to obtain such financing on acceptable terms.

In the event Newbridge fails to complete a Qualifying Transaction within 24 months of listing, the Exchange could suspend or de-list its common shares. The Alberta Securities Commission, the British Columbia Securities Commission or the Saskatchewan Financial Services Commission may issue an interim cease trade order against Newbridge's securities in the event its common shares are suspended from trading on the Exchange, and will issue such an interim cease trade order in the event the Company is de-listed from the Exchange. In addition, de-listing may result in the cancellation of Newbridge common shares issued to insiders.

Financial Instruments and Other Instruments

The Company's financial instruments consist of cash, other receivables, and accounts payable and accrued liabilities. The carrying values of current assets and current liabilities approximate their fair values due to their short maturities. Amounts due from and amounts due to related parties are unsecured, without interest or fixed terms of repayment and therefore fair value information has not been disclosed for these instruments as their fair values cannot be measured reliably.

It is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. The fair market values of these financial instruments approximate their carrying values due to their short term to maturity.

Material Changes

NA

Subsequent Events

Public-offering – Pursuant to a final prospectus dated June 28, 2007 filed with the TSX Venture Exchange and an Agency Agreement between the Company and Canaccord Capital Corporation (the “Agent”) dated February 27, 2007, the Company has offered through the Agent (the “Offering”) 2,000,000 common shares at a price of $0.20 per share. In connection with the Offering the Company has paid the Agent a commission equal to 10% of the gross proceeds, an administrative fee of $10,000 and has reimbursed the Agent for its legal fees. The Company has also granted to the Agent a non-transferable option to purchase up to 10% of the number of share sold by the Agent in the Offering, exercisable at $0.20 per share, expiring 24 months from the date the shares are listed on the TSX.

The offering was completed August 2, 2007 with net proceeds of $349,500 being realized as at that date.

The Company also granted, prior to the closing of the Offering, stock options to directors, or related companies or trusts, for 300,000 common shares at an exercise price of $0.20, expiring 3 years from the date of grant. Shares that may be issued as a result of the options will be subject to an escrow agreement