UCORE RARE METALS INC.
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2011

This Management's Discussion and Analysis of Ucore Rare Metals Inc. ("Ucore" or the "Company"), prepared as of December 6, 2011, provides analysis of the Company's financial results for the three and nine month periods ended September 30, 2011. The following information should be read in conjunction with the unaudited financial statements and notes thereto for the three and nine month periods ended September 30, 2011 which are prepared in accordance with International Financial Reporting Standards. All amounts are expressed in Canadian dollars unless otherwise noted.

This discussion includes certain statements that may be deemed "forward-looking statements". All statements in this discussion, other than statements of historical facts, that address anticipated operating costs, possible future resource property expenditures, reserve potential, exploration drilling, exploitation activities and events or developments that the Company expects, are considered forward-looking because we have used what we know and expect today to make a statement about the future. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Forward-looking statements usually include words such as may, expect, plan, anticipate, budget, believe or similar words. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing and general economic, market or business conditions. Additional details of the specific risks associated with the operations of the Company and such forward-looking statements are set out below under "Risks and Uncertainties". Investors are cautioned that any such statements are not guarantees of future performance and that actual results or developments may differ materially from those projected in the forward-looking statements.

Overview

Ucore Rare Metals Inc. ("Ucore" or the "Company") is a junior exploration company listed on the TSX Venture Exchange (the "Exchange"), whose corporate strategy is to build shareholder value through the exploration and development of economically viable rare earth element ("REE") and uranium properties. Ucore is currently focusing its exploration activities on its Bokan Mountain/Dotson Ridge property in Alaska, while allowing its Lost Pond property in the Province of Newfoundland and Labrador to be advanced pursuant to a property option agreement.

Until a decision is made to proceed with the commercial development of one of its properties, the annual level of exploration expenditures of the Company is dependent on the Company's ability to either raise capital through the sale of shares or to attract project financing to continue to finance its exploration programs.

Resource Property Interests

Ucore's primary focus continues to be the Bokan Mountain/Dotson Ridge REE property in Alaska, where the Company expects to incur the majority of its exploration expenditures in the coming year. Ucore's strategy continues to be, to the extent possible, to progress its properties, to seek strategic opportunities for the advancement of its properties or to release the properties. A detail of the Company's deferred exploration costs for the three and nine month periods ended September 30, 2011 is included in Schedules "A" and "B" respectively.

Bokan Mountain/Dotson Ridge, Alaska

Ucore owns a 100% interest in 422 claims at Bokan Mountain/Dotson Ridge and has the option to purchase a 100% interest in an additional 90 claims by making payments of US$ 90,000, subject to certain net Smelter Royalties ("NSRs").

During 2010, the Company completed a drill program at Bokan Mountain/Dotson Ridge which consisted of 13 infill holes on the Dotson Zone in order to confirm continuity of ore zones from the 2009 results and to provide adequate information for the generation of a 43-101 complian inferred resource estimate. The program consisted of 3,770 meters in total. In addition, 45 trenches were channel sampled along the Dotson Zone.

The Company released a NI 43-101 compliant resource estimate on March 7, 2011, with a base-case resource estimated using a TREO cut-off grade of 0.5%. At this cut-off, Bokan hosts an Inferred Mineral Resource of 3.7 million tonnes grading 0.75% TREO, with 39% of the TREO being the higher value heavy rare earth oxides.

The 2011 exploration program was completed in October, 2011 and resulted in 10,200m of drilling over 43 holes. The objective of this program was to expand upon the already existing NI 43-101 compliant resource and to upgrade the status of the existing resource from Inferred to Indicated. Concurrent with the field work, metallurgical testing is ongoing, being led by Lyntek Inc., of Lakewood, Colorado, in cooperation with Hazen Research Inc. of Golden, Colorado. Total expenditure of $3.9 million has been incurred on the Bokan project for the year to date. Included in this is $314,000 which has been spent advancing the metallurgy associated with the project. Property payments totalling $225,000 have been made for the year to date.

Lost Pond, Newfoundland and Labrador

The Lost Pond uranium and REE property is Ucore's largest Newfoundland property, located near the province's west coast.

Ucore entered into a Letter Agreement with Kirrin Resources Inc. ("Kirrin") on September 15, 2008, granting Kirrin an option to earn up to a 50% interest in the Lost Pond property by completing work commitments. The amount of these work commitments was renegotiated in September of 2011. Total commitments have been reduced to $2.045 million from $2.6 million over a four year period. Shares to be issued remain unchanged at 300,000 Kirrin common shares (split adjusted), including 50,000 common shares (split adjusted) that were received by Ucore upon signing of the Letter Agreement.

Upon Kirrin fulfilling its earn-in obligations, the parties will form a 50/50 joint venture, with each partner contributing its pro-rata share of future expenditures, or alternatively, Ucore may elect to convert to a 35% interest, which will be carried through to completion of a pre-feasibility study. If either party dilutes its interest to less than 10% in the joint venture, its interest shall be converted to a royalty of 1.0% or 1.5% of gross sales, depending on underlying royalties, of which 0.5% may be purchased by the other party for $500,000.

On February 24, 2011, Kirrin resources announced the drill results from its 2010 drill program at Lost Pond, noting that these results did not meet the objectives set for uranium exploration at the property. As a result of this information, the Company undertook an impairment review of the Lost Pond Property as at December 31, 2010, which resulted in a write-down of $1,892,605. This write-down resulted in a carrying value of $2,800,000 which is equal to management's best estimate of the fair value of these assets. While the results of the drill program did not meet the objectives set for uranium exploration, the property remains of interest with respect to rare earth elements, with nine targets to be evaluated during 2011.

As a result of the Letter Agreement with Kirrin, Ucore does not expect to incur significant expenditures on the Lost Pond property during 2011 and 2012.

Sandybeach Lake, Nunavut

Ucore holds a 100% interest in the Sandybeach Lake property, located in southwestern Nunavut. The 18-square kilometre property is centered on Sandybeach Lake, located five kilometres northeast of the northern extents of Neultin Lake in Manitoba. Due to the fact that the Company's focus continues to be on the Bokan Mountain property it is unlikely that the Sandybeach lake property will be able to compete for capital expenditure in the near future. As a result, during 2010, the Company wrote off costs associated with Sandybeach lake in the amount of $107,766. The Company intends to maintain the claims in good standing and will continue to consider alternatives for the advancement of this property.

Greater Newfoundland and Labrador

In addition to the Lost Pond property, Ucore holds a portfolio of uranium properties spanning current and prospective uranium districts in Newfoundland and Labrador.

During fiscal 2007, the Company entered into a Letter Agreement with Bayswater Uranium Corporation to provide for, on a 50/50 basis, the joint ownership and exploration of their mutual uranium properties in the Central Mineral Belt, now referred to as the Makkovik River Project. Bayswater notified the company of their intention to cease this joint venture agreement in November of 2011. The Company intends to keep the most prospective claims covered by this agreement in good standing and is currently considering alternatives for the exploration of the property.

Selected Annual Information

The following annual information is prepared in accordance with Canadian generally accepted accounting principles ("GAAP") and reported in thousands of Canadian dollars, except for per share amounts.

	For the year ended December 31, 2010 $	**For the year ended December 31, 2009 $**	**For the year ended December 31, 2008 $**
Net loss	3,776	1,338	2,956
Loss per share – basic and diluted	0.04	0.02	0.05
Total assets	31,044	20,408	17,150

Results of Operations

The Company has no operating revenues and is dependent on equity financings and/or project financing alternatives to fund its operations. As a result, the Company expects to incur operating losses until such time as an economic resource is identified, developed and exploited on one or more of the Company's properties.

During the nine months ended September 30, 2011

During the nine months ended September 30, 2011, the Company incurred a net loss before income taxes of $2.2 million compared to a net loss before income taxes of $1.5 million for the nine months ended September 30, 2010. The increase in the net loss before income taxes is the result of both the general increase in activity levels during the quarter and the increase in expenditure associated with share-based payments associated with the Company's stock option plan.

Operating expenses for the first three quarters of 2011 totalled $2.2 million, compared with $1.5 million for the same period in the prior year. This increase is generally a result of the fact that operation levels have increased over the past year, with increasing infrastructure necessary as the Company advances its Bokan Mountain Project. Expenditures on Investor Relations and Marketing dropped by approximately $30,000 as compared to the same period in 2010. This is primarily due to a large focus on investor relations, including travel to a number of trade shows in the first three quarters of 2010. This was not repeated to the same extent in 2011. Office and premises expenditure has increased over the prior year as the Company acquired additional space to house an increased number of employees. Professional services expenditures have increased by approximately $314,000 over the same period of 2010 as a result of the Company engaging several new advisors during the year. Salaries and consultants' expenditures of approximately $681,000 were incurred during the period, an increase of approximately $149,000 compared to the same period in 2010 as a result of increased staffing levels and a one-time retention bonus paid to a key individual. Travel expense decreased by approximately $7,000 to $187,000 primarily as a result of minor fluctuations in the timing of travel during the year.

The Company recorded non-cash share-based payment expense of approximately $516,000 attributable to the estimated value of stock options earned during the period, an increase of approximately $232,000 as compared to the prior year, as well as non-cash amortization expense of approximately $17,000, representing depreciation of the Company's capital assets. In addition, the Company capitalized approximately $61,000 of non-cash stock-based compensation expense during the period to resource properties, attributable to the value of stock options earned by the Company's exploration personnel. The increase in share based payments is the result of an option grant issued in Q4 of 2010 which increased the quarterly expense.

Interest income has increased by approximately $62,000 as a result of significantly higher cash and deposit balances held by the company, resulting from the financing undertaken in December 2010.

Ucore will continue to review its portfolio of resource properties and write-down the carrying costs of any properties considered to be impaired in value, which could have a material impact on the Company's net loss in future periods.

The Company recognized no future income tax recovery during the current period as the benefit of non-capital losses carried forward was offset by a valuation allowance. The Company realised a currency exchange gain of $4k during the period relating to its foreign currency translation, as compared to a loss of $6.6k for the first three quarters of the prior year. As the Company continues to deal in both the Canadian and United States currencies, the Company may continue to incur foreign exchange gains and losses arising from changes in the value of the United States dollar relative to the Canadian dollar.

During the three months ended September 30, 2011

During the three months ended September 30, 2011, the Company incurred a net loss before income taxes of $0.6 million compared to a net loss before income taxes of $0.5 million for the three months ended September

30, 2010. The increase in the net loss before income taxes is largely the result of increased salaries, consultants, and professional services expenditure incurred as the level of operations continues to increase.

Operating expenses for the current quarter totalled $0.7 million, compared with $0.5 million for the same period in 2010. This increase is generally a result of increases in both professional services and salaries expenditure, discussed below. Expenditures on Investor Relations and Marketing increased by approximately $57,000 during the third quarter of 2011, as compared to the same period of time in 2010. This was the result of an analyst / investor tour undertaken during August of 2011, while no such tour was undertaken in the third quarter of 2010. Office and premises expenditures have increased by approximately $23,000 for the three months ended September 30, 2011 as compared to a similar period in 2010 the Company acquired additional space to house an increased number of employees. Salaries and consultants' expenditures increased by $134,000 to $262,000 during the three month period as compared to the same period in 2010 as a result of increased staffing levels and a one-time retention bonus paid to a key individual. Securities and regulatory expenditure increased by approximately $25,000 as a result of increased costs associated with the company's listing on the OTCQX Exchange, as well as increased expenditure on the Annual General Meeting associated with the Company's growing shareholder base. The Company's expenditure on Professional services increased by approximately $134,000 during the quarter, as compared to 2010. This is due to the engagement of several new advisors during the current year. Travel expense dropped by approximately $19,000 to $35,000 simply due to the timing of travel during the year.

The Company recorded non-cash stock-based compensation expense of approximately $134,000 attributable to the estimated value of stock options earned during the period as compared to $240,000 for the same period in 2010, as well as non-cash amortization expense of approximately $6,000, representing depreciation of the Company's capital assets. In addition, the Company capitalized approximately $32,000 of non-cash stock-based compensation expense during the period to resource properties, attributable to the value of stock options earned by the Company's exploration personnel. The increase in the non-cash stock-based compensation expense is largely the result of the timing of option grants during the year.

Ucore will continue to review its portfolio of resource properties and write-down the carrying costs of any properties considered to be impaired in value, which could have a material impact on the Company's net loss in future periods.

Summary of Quarterly Results

Expressed in thousands of dollars, except per share amounts	**09/30/11** **$**	**06/30/11** **$**	**03/31/11** **$**	**12/31/10** **$**	**9/30/10** **$**	**6/30/010** **$**	**3/31/10** **$**	**12/31/09** **$**
Net loss before provision for taxes	641	703	810	2,821	528	585	361	413
Loss per share – basic and diluted	0.00	0.01	0.01	0.02	0.00	0.01	0.00	0.01
Total Assets	33,251	31,512	32,627	30,524	23,677	23,284	19,968	20,408

Note that financial data for 2009 are reported under Canadian Generally Accepted Accounting Principles and have not been adjusted for any IFRS conversion effect.

The Company has been increasing its level of operations and associated infrastructure since the second quarter of 2010 and this has been reflected in the general increase in quarterly net loss. During the fourth quarter of 2010, the Company undertook an impairment review of its resource properties, which resulted in a write-down of resource properties in the amount of $2 million, as discussed above. This contributed significantly to the loss for the quarter ended December 31, 2010. Results for the first three quarters of 2011 were impacted by increases in the consumption of professional services and increased share based payments associated with the Company's stock option incentive scheme.

Liquidity and Capital Resources

At September 30, 2011, the Company had working capital of $9.8 million, with a cash and short-term deposit balance of $10.4 million. Short-term deposits consist of Guaranteed Investment Certificates that are cashable at any time with no penalty or loss of interest.

The Company used approximately $1.9 million of working capital to fund operating expenses for the three quarters of 2011, including $0.5 million in the second quarter. Net cash expenditures on resource properties and related deferred costs totalled approximately $3.5 million during the year to date. This was funded from working capital and funds received on the exercise of options and warrants.

The Company realised $4.2 million from the exercise of options and warrants during the three quarters of the year, including $690,000 during the three months ended September 30, 2011.

The Company intends to use the funds generated by these financing activities to continue its exploration program on its Bokan Mountain/Dotson Ridge project in Alaska (see section entitled "Bokan Mountain/Dotson Ridge, Alaska") and to fund ongoing working capital requirements.

While management believes that the Company has sufficient funds to undertake its currently planned activities for the next 18 months, the Company does not generate any revenue and consequently, in the future, the Company plans to rely on additional equity financings and/or entering into joint venture arrangements in order to continue exploration on its properties. There can be no assurance that the Company will be able to obtain the required financing, and the failure to do so could result in the loss of its interest in certain resource properties, delay exploration activities on its properties and limit the Company's ability to acquire additional properties. There can be no assurance of continued access to capital, including equity funding, in the future.

Off-Balance Sheet Arrangements

At September 30, 2011, the Company had no material off-balance sheet arrangements such as guarantee contracts, contingent interest in assets transferred to an entity, derivative instruments obligations or any obligations that trigger financing, liquidity, market or credit risk to the Company.

Critical Accounting Estimates

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the amounts reported in the financial statements and notes. Critical accounting estimates used in the preparation of the consolidated financial statements include the Company's estimate of recoverable value of its mineral properties and related deferred expenditures, non-cash stock-based compensation and future income tax assets and liabilities.

The Company's recoverability of the recorded value of its resource properties and associated deferred expenses is based on market conditions for minerals, underlying mineral resources associated with the properties and future costs that may be required for ultimate realization through mining operations or by sale. The Company operates in an industry that is subject to a number of risk factors, including legal and political risks, the existence of economically recoverable reserves, and the ability of the Company to obtain necessary financing to complete the development and future profitable production or the proceeds of disposition thereof.

The factors affecting non-cash stock-based compensation include estimates of when stock options might be exercised and the stock price volatility. The timing for exercise of options is out of the Company's control and will depend on a variety of factors including the market value of the Company's shares and the financial objectives of the stock-based instrument holders.

Future income tax assets and liabilities are computed based on differences between the carrying amounts of assets and liabilities on the balance sheet and their corresponding tax values. Future income tax assets also result from unused losses carried forward and other deductions. The valuation of future income tax assets is adjusted, if necessary, by use of a valuation allowance to reflect the estimated realizable amount.

Conversion to International Financial Reporting Standards ("IFRS")

Effective February 2008, the Accounting Standards Board announced that publicly accountable entities would be required to prepare financial statements in accordance with International Financial Reporting Standards ("IFRS") for interim and annual financial statements for periods beginning on or after January 1, 2011. The transition date of January 1, 2011 required the restatement into IFRS for comparative purposes of amounts previously reported under Canadian GAAP by the Company for the year ended December 31, 2010, including a revised opening balance sheet as at January 1, 2010.

IFRS is based on a conceptual framework that is similar to Canadian GAAP, however, significant differences exist in certain areas of presentation, recognition, measurement, and disclosure. While the adoption of IFRS did not have a material impact on reported cash flows, it did have a material impact on the statements of financial position and statements of comprehensive loss. The impact of these differences on the September 30, 2010 statement of financial position, as well as the December 31, 2010 statement of financial position has been disclosed in the condensed interim consolidated financial statements for the nine months ended September 30, 2011. In addition, the impact of these differences on the statements of comprehensive income for the three and nine month periods ended September 30, 2010 has also been disclosed in those statements.

Impact of IFRS on the Statements of Financial Position and Comprehensive Loss

Following is a discussion of the changes in accounting standards that had a significant impact on the Company's opening statement of financial position and statements of comprehensive loss.

IFRS 1 – First time adoption of International Financial Reporting Standards ("IFRS") sets forth guidance for the initial adoption of IFRS. Under IFRS 1, the standards are applied retrospectively at the date of transition with all adjustments to assets and liabilities taken to retained earnings unless certain exemptions are applied. The Company has applied the following exemptions to its opening statement of financial position dated January 1, 2010.

Business combination election
The election allows the Company to adopt IFRS 3 prospectively from the date of transition.

Cumulative translation differences
The election allows the Company to deem the cumulative translation difference to zero at the transition date.

Share based payments
The election allows application of IFRS 2, Share-Based Payments only to equity instruments granted after November 7, 2002 that had not vested by the transition date.

Functional currency and foreign operations

IFRS requires that the functional currency of each entity in the consolidated Company be determined separately in accordance with IAS 21 – Foreign exchange and should be measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The Company's presentation currency is the Canadian dollar.

Under IFRS, the results and financial position of all Company entities that have a functional currency different from the Company's presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each balance sheet are translated at the closing rate at the date of the balance sheet;
- Income and expenses are translated at the average rates;
- All resulting exchange differences are recognized as a separate component of equity.

As a result of the conversion to IFRS, non-monetary assets, which include Resource properties and related deferred costs, are now translated at the closing rate at the date of the balance sheet. Under Canadian GAAP, these assets were translated at historic exchange rates in effect at the time of acquisition of the asset.

Flow-through shares

Under IFRS, the proceeds received from the issuance of flow-through shares must be allocated between share capital and the obligation to deliver the tax deduction. This allocation is based on the difference between the quoted price of the Company's non-flow through shares and the amount the investor pays for the flow-through shares.

Under Canadian GAAP, share capital is reduced by the amount of the estimated tax benefit transferred to investors. The renunciation of expenditures associated with all flow-through shares issued by the Company was completed and recognized in accordance with Canadian GAAP prior to the Transition Date.

Stock based compensation

Under IFRS, each tranche of a stock-based award with different vesting dates is considered a separate grant for the calculation of fair value, and the resulting fair value was amortized over the vesting period of the respective tranches. Forfeiture estimates are recognized in the period they were estimated, and revised for actual forfeitures in subsequent periods.

Under Canadian GAAP the fair value of stock-based awards with graded vesting was calculated as a single grant and the resulting fair value was recognized over the vesting period for the grant. Forfeitures were recognized as they occurred.

Related Party Transactions

As at September 30, 2011 the Company has recorded an advance, for corporate expenses, to an Officer of the Company in the amount of $13,095 as a prepaid expense (December 31, 2010 - $13,095), which is non-interest bearing with no fixed terms of repayment.

During the period ended September 30, 2011, the Company paid consulting fees of $60,500 to a company owned by a Director of the Company.

All related party transactions were in the normal course of operations and were valued at the exchange amount agreed to between the parties.

Outstanding Share Data

The following is the Company's issued and outstanding share data as of the date of this report. Each stock option and warrant is exercisable for one common share of the Company.

Securities	Number	Weighted average exercise price $	Weighted average remaining life (years)
Common shares	151,364,752	n/a	n/a
Stock options under plans approved by shareholders	5,045,320	0.62	2.36
Warrants	17,878,397	0.47	0.89

Risks and Uncertainties

The Company's financial instruments consist of cash, short-term deposits, marketable securities, accounts receivable, and accounts payable and accrued liabilities. Management does not believe these financial instruments expose the Company to any significant interest, currency or credit risks arising from these financial instruments. The fair market values of these financial instruments approximate their carrying values, unless otherwise noted.

In conducting its business, the principal risks and uncertainties faced by the Company relate to exploration and development success of the Company's mineral properties as well as metal prices and market sentiment to a lesser extent.

Exploration for minerals and development of mining operations involve many risks, many of which are outside the Company's control. In addition to the normal and usual risks of exploration and mining, including the possibility that resource properties may not in fact contain mineral deposits that can be exploited on an economical basis, the Company may be required to work in remote locations that lack the benefit of infrastructure and easy access.

The Company's exploration projects in Newfoundland and Labrador are subject to joint ventures by third party company, specifically Kirrin Resources Inc. The termination of this joint venture could potentially have an impact on the Company. The Company is currently relying on this joint venture partner to advance these projects and there is no assurance that these exploration projects will continue.

The prices of metals fluctuate widely and are affected by many factors outside of the Company's control. The relative prices of metals and future expectations for such prices have a significant impact on the market sentiment for investment in mining and mineral exploration companies. The Company will be reliant on equity financing for its long-term working capital requirements and to fund its exploration programs. The Company does not generate any revenue and does not have sufficient funds to put any of its resources interests into production from its own financial resources. There is no assurance that such financing will be available to the Company, or that it will be available on acceptable terms.

Disclosure Controls and Procedures and Internal Controls over Financial Reporting

Disclosure controls and procedures ("DC&P") are intended to provide reasonable assurance that material information is gathered and reported to senior management to permit timely decisions regarding public disclosure. Internal controls over financial reporting ("ICFR") are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with Canadian generally accepted accounting principles.

TSX Venture-listed companies are not required to provide representations in their annual and interim filings relating to the establishment and maintenance of DC&P and ICFR, as defined in Multinational Instrument MI 52-109. In particular, the CEO and CFO certifying officers do not make any representations relating to the establishment and maintenance of (a) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation, and (b) processes to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with the issuer's GAAP.

Other Information

Additional information regarding the Company is available on SEDAR at www.sedar.com and on the Company's website at www.ucore.com.

UCORE RARE METALS INC. Schedule "A"

Schedule of Resource Properties

For the three month period ended September 30, 2011

Details of Resource Properties and Related Deferred Costs

	Bokan Mountain/ Dotson Ridge	Lost Pond	Other	Total September 30, 2011
Mineral Properties				
Balance, beginning of period	$ 3,777,448	$ 1,504,206	$ 10,790	$ 5,292,444
Expenditures during period	75,139	-	-	75,139
Change in foreign exchange rates	(18,038)	-	-	(18,038)
Balance, end of period	3,834,549	1,504,206	10,790	5,349,545
Deferred Exploration expenditures:				
Geology	835,240	-	-	835,240
Drilling	1,521,727	-	-	1,521,727
Metallurgy	58,099	-	-	58,099
	2,415,066	-	-	2,415,066
Balance, beginning of period	13,162,607	1,295,794	420,403	14,878,804
	15,577,673	1,295,794	420,403	17,293,870
Change in foreign exchange rates	(58,092)	-	-	(58,092)
Balance, end of period	15,519,581	1,295,794	420,403	17,235,778
Mineral properties and deferred exploration expenditures, end of period	$ 19,354,130	$ 2,800,000	$ 431,193	$ 22,585,323

UCORE RARE METALS INC. Schedule "B"

Schedule of Resource Properties

For the nine month period ended September 30, 2011

Details of Resource Properties and Related Deferred Costs

	Bokan Mountain/ Dotson Ridge	Lost Pond	Other	Total September 30, 2011
Mineral Properties				
Balance, beginning of period	$ 3,670,866	$ 1,504,206	$ 10,790	$ 5,185,862
Expenditures during period	225,139	-	-	225,139
Change in foreign exchange rates	(68,624)	-	-	(68,624)
Balance, end of period	3,827,381	1,504,206	10,790	5,342,377
Deferred Exploration expenditures:				
Geology	1,956,696	-	-	1,956,696
Drilling	1,654,393	-	-	1,654,393
Metallurgy	314,113	-	-	314,113
	3,925,202	-	-	3,925,202
Balance, beginning of period	11,822,560	1,295,794	420,403	13,538,757
	15,747,762	1,295,794	420,403	17,463,959
Change in foreign exchange rates	(221,013)	-	-	(221,013)
Balance, end of period	15,526,749	1,295,794	420,403	17,242,946
Mineral properties and deferred exploration expenditures, end of period	$ 19,354,130	$ 2,800,000	$ 431,193	$ 22,585,323