EAST WEST PETROLEUM CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE SIX MONTHS ENDED JUNE 30, 2011

Background

This discussion and analysis of financial position and results of operation is prepared as at August 29, 2011 and should be read in conjunction with the unaudited condensed consolidated interim financial statements for the six months ended June 30, 2011 of East West Petroleum Corp. (the "Company"). The Company adopted International Financial Reporting Standards ("IFRS") and the following disclosure and associated financial statements are presented in accordance with IFRS. All comparative information provided is in accordance with IFRS. Except as otherwise disclosed, all dollar figures included therein and in the following management discussion and analysis ("MD&A") are quoted in Canadian dollars. Additional information relevant to the Company's activities, can be found on SEDAR at www.sedar.com .

Adoption of International Financial Reporting Standards ("IFRS")

The Company's financial statements and the financial data included in the interim MD&A have been prepared in accordance with IFRS as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee that are expected to be effective as at December 31, 2011, the date of the Corporation's first annual reporting under IFRS. The adoption of IFRS does not impact the underlying economics of the Company's operations.

The IFRS accounting polices set forth in Note 4 of the condensed consolidated interim financial statements have been applied in preparing the financial statements for the six months ended June 30, 2011 and comparative information as at and for the six months ended June 30, 2010, as at and for the year ended December 31, 2010 and an opening Statement of Financial Position at January 1, 2010. Note 17 to the condensed consolidated interim financial statements contains a detailed description of the Company's adoption of IFRS, including a reconciliation of the financial statements previously prepared under Canadian Generally Accepted Accounting Principles ("Canadian GAAP") to those under IFRS. The adoption of IFRS has not had an impact on the Company's strategic decisions, operations, or cash flow. Further information on the IFRS impacts is provided in the Accounting Changes and Pronouncements section of this MD&A as well as in Note 17 to the unaudited condensed consolidated interim financial statements.

Comparative information in this interim MD&A has been restated to comply with IFRS requirements, unless otherwise indicated.

Company Overview

East West Petroleum Corp. (the "Company") was incorporated on October 23, 1987 under the provisions of the Company Act (British Columbia) Since 2002 the Company has been deemed inactive and its common shares were trading on the NEX Board ("NEX") of the TSX Venture Exchange (TSXV"). On August 9, 2010 the Company changed its name from Avere Energy Inc. to East West Petroleum Corp. and shifted its focus to emerging energy supplies of unconventional natural gas resources, including shale gas, coal bed methane and tight sandstone.

During fiscal 2010 the Company negotiated the acquisition of interests in petroleum and natural gas properties, and conducted a number of private placement financings. As a result, effective October 1, 2010, the Company's listing of its common shares was transferred from NEX to the TSXV, as a Tier 2 oil and gas issuer trading under the symbol "EW". Effective May 5, 2011, 13,636,500 warrants which were issued in the Company's $30 million private placement financing of December 2010, commenced trading on the TSXV under the symbol "EW.WT".

With the acquisition of the petroleum and natural gas interests, the Company now carries on business in one operating segment, being the acquisition of, exploration for and production from petroleum and natural gas properties.

Forward Looking Statements

Certain information included in this discussion may constitute forward-looking statements. Forward-looking statements are based on current expectations and entail various risks and uncertainties. These risks and uncertainties could cause or contribute to actual results that are materially different than those expressed or implied. The Company disclaims any obligation or intention to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

Exploration Projects Update

In this MD&A, production and reserves information may be presented on a barrel of oil equivalent (BOE") basis with six thousand cubic feet ("MCF") of natural gas being equivalent to one barrel ("bbl") of crude oil or natural gas liquids. BOE's may be misleading, particularly if used in isolation. A BOE conversion ratio of 6 MCF: 1 bbl is based on an energy equivalency conversion method primarily applicable at the burner tip and does not represent a value equivalency at the wellhead.

Carbon Property, Alberta

Effective September 1, 2010 the Company executed a purchase and sale agreement with Sphere Energy Corp. ("Sphere"), a private company, whereby the Company paid $1,125,000 to acquire Sphere's working interests, ranging from 4.1125% to 20%, in four producing oil wells and thirteen gas wells (eight flowing coal bed methane ("CBM") gas) (the "Carbon Property") located approximately 50 miles northeast of Calgary, Alberta. The wells are producing from the Horseshoe Canyon, Basal Belly River, Belly River, Viking and Glauconitic formations.

On March 4, 2011 the Company filed an independent reserves and resource evaluation on SEDAR, dated February 23, 2011, relating to the resource base of the Company in the Carbon Property as of December 31, 2010. Prepared by AJM Petroleum Consultants, the report follows all industry standard procedures and is in conformity with the Canadian Oil and Gas Evaluation Handbook and National Instrument 51-101 ("NI 51-101").

The Carbon Property is located approximately fifty miles northeast of Calgary, Alberta in Township 29, Range 22W4M. Approximately two-thirds of the proved plus probable value discounted at 10% of this property lies in four wells: 00/04-12-029-22W4/2, 00/15-12-029-22W4/0, 00/04-13-029-22W4/0, and 00/06-13-029-22W4/0. The 00/04-12-029-22W4/2 well is a gas well producing from the Glauconitic Formation. This well has been on production since 1990. 00/15-12-029-22W4/0 has been producing gas from the Belly River Formation since 1994. 00/04-13-019-22W4/0 and 00/06-13-029-22W4/0 are both oil wells that are producing from the Glauconitic and Ellerslie Formations respectively. The 00/04-13 well came on stream in 1997 and the 00/06-13 well commenced production in 1993.

Partnership with Kuwait Energy Company

In November 2010, the Company entered into a Heads of Agreement with Kuwait Energy Company ("Kuwait Energy") to jointly study the unconventional potential of multiple exploration and producing concessions held by Kuwait Energy in the Middle East, North Africa and Eurasia regions. Under the terms of this agreement, the Company shares its unconventional technological resources and expertise with Kuwait Energy to identify unconventional reservoir targets where the application of these technologies can add new unconventional reservoir production. In addition, conventional reservoirs are being studied to determine if the application of certain unconventional technologies can enhance existing production rates and total petroleum recovery from existing producing reservoirs. The agreement runs for a period of three years, but can be cancelled by either party by providing requisite notice.

Technical studies planned or underway include comprehensive rock and formation analyses, petrophysical analysis and the potential application of state-of-the-art drilling design and reservoir fracturing applications for select unconventional and conventional reservoirs. The agreement initially covered a total of 13 exploration and production licenses across four countries in which Kuwait Energy held exploration and production participation interests. Gross acreage covered initially under the agreement was over 20,000 sq. km. (5,000,000 acres).

Under the terms of this agreement, the Company has the exclusive right to negotiate to acquire equity-sharing arrangements in the acreage evaluated, to include both unconventional and conventional reservoirs where new and enhanced petroleum reserves are identified.

On December 6, 2010 the Company entered into a sale and purchase agreement whereby the Company agreed to acquire a 20% participation interest in Burg El Arab field in Egypt from Kuwait Energy for US $17,500,000. Under the terms of the agreement, the Company made a deposit of US $3,500,000. After additional technical due diligence and operational delays related in part by political instability in Egypt, Kuwait Energy and East West Petroleum agreed not to pursue the Sale and Purchase Agreement for the partial divestment of Kuwait Energy's 20% participation interest to the Company and the US $3,500,000 deposit was returned. Both companies continue to work closely together to explore mutual area of cooperation.

Romania

On June 30, 2010, the Company was awarded four exploration blocks, EX-2 (Tria), EX-3 (Baile Felix), EX-7 (Periam) and EX-8 (Biled), located in the Pannonian Basin in western Romania. Total acreage covered in the four blocks is approximately 1,000,000 acres. The Pannonian Basin is a prolific basin with significant remaining potential for conventional oil and gas, as well as opportunities for unconventional shale gas.

On May 20, 2011, the Company signed the four Concession Agreements with the National Agency of Mineral Resources ("NAMR"). Final Government ratification of the award blocks is expected to be completed in late 2011.

On May 20, 2011, the Company entered into a binding Memorandum of Understanding agreement with Naftna Industrija Srbije j.s.c. Novi Sad ("NIS") to cooperate in the exploration and development of the four Romanian blocks. Under the terms of the agreement, NIS will acquire an 85% participation interest in all four blocks and pay 100% of the obligatory Phase I work program costs and optional Phase II work program costs. The Phase I program will include environmental baseline surveys, the acquisition and processing of approximately 900 km. of 2D and 600 sq. km. of 3D seismic data, with a minimum of 12 wells to be drilled on the four blocks. NIS will also pay 100% of the Company's sunk costs which totalled approximately $525,000. The Company will retain a 15% carried interest to declaration of commerciality for any discovery. NIS' participation is subject to NAMR approval.

India

On March 28, 2011, the Company was notified by the Directorate General of Hydrocarbons of India ("DGH") it was a successful bidder for an exploration block in the New Exploration Licensing Policy ("NELP") IX competitive bid round. The block lies in the Assam-Arakan Basin of northeast India. The DGH announced the winning bids March 28, 2011 in New Delhi on a provisional basis, subject to final administrative review which is expected to occur in late 2011.

The acquired Block, AA-ONN-2010/2, was awarded to a consortium consisting of Oil India Ltd. ("OIL"), (Operator, 40%), Oil and Natural Gas Corporation of India ("ONGC") (30%), Gas Authority of India Ltd. ("GAIL") (20%) and East West Petroleum (10%). The primary term of this exploration Production Sharing Contract is five years.

Block AA-ONN-2010/2 covers approximately 400 sq. km. within the Karbi Anglong District of the Assam-Arakan Basin, a proven petroliferous region which covers more than 116,000 sq. km in north-eastern India. Industry has been active in the region, drilling over 1,000 wells and finding 118 oil and gas fields. Current production for the area is estimated at 95,000 BOEPD. The work program bid for the block consists of the drilling of two wells and the acquisition of about 400 sq. km. of 3D seismic data.

OIL is a premier Indian national oil company engaged in the business of exploration, development and production of crude oil and natural gas, transportation of crude oil and production of liquid petroleum gas ("LPG").

ONGC is India's largest E&P petroleum company. It is mainly engaged in the oil exploration and production activities. It has two segments: exploration and production, refining. During the fiscal year ended March 31, 2010 (fiscal 2010), ONGC had a crude oil production of 32.95 million metric tons and natural gas production of 27.98 million metric tons. As of March 31, 2010, ONGC operated more than 22,000 kilometers of pipelines in India, including nearly 4,500 kilometres of sub-sea pipelines.

GAIL is India's principal gas transmission and marketing company. GAIL is involved in all aspects of the natural gas value chain, which include: exploration & production, processing, transmission, distribution and marketing, and its related services.

Selected Financial Data

The following selected financial information is derived from the unaudited condensed consolidated interim financial statements of the Company prepared in accordance with IFRS.

	Fiscal 2011		Fiscal 2010				Fiscal 2009	
	Jun. 30 2011 $	**Mar. 31 2011 $**	**Dec. 31 2010 $**	**Sep. 30 2010 $**	**Jun. 30 2010 $**	**Mar. 31 2010 $**	**Dec. 31 2009 $**	**Sep. 30 2009 $**
Operations:								
Revenues, net of royalties	72,196	44,735	53,944	18,958	Nil	Nil	Nil	Nil
Expenses	(1,695,578)	(2,157,280)	(1,136,719)	(838,953)	(525,208)	(320,922)	(202,774)	(47,082)
Other items	(449,147)	(139,981)	(31,408)	(4,530)	(158,178)	Nil	Nil	Nil
Net income (loss)	(2,072,529)	(2,252,526)	(1,114,183)	(824,525)	(683,386)	(320,922)	(202,774)	(47,082)
Basic and diluted loss per share	(0.02)	(0.03)	(0.03)	(0.03)	(0.02)	(0.01)	(0.03)	(0.00)
Dividends per share	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Balance Sheet:								
Working capital (deficit)	29,651,913	26,423,008	26,611,096	2,444,246	376,057	295,002	330,064	(221,120)
Total assets	31,121,772	31,922,081	32,582,444	3,813,371	547,411	516,859	761,970	79,040
Total long-term liabilities	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Provisions for site restoration	(183,890)	(186,203)	(168,546)	(64,524)	Nil	Nil	Nil	Nil

Results of Operations

During the six months ended June 30, 2011 (the "2011 period") the Company reported petroleum and natural gas revenues from the Carbon Property, net of royalties, of $116,931 from the sale of 3,474 BOE, for an average price of $33.66/BOE; incurred lease operating costs of $29,636 ($8.53/BOE) and recorded depletion of $83,819 ($24.13/BOE). During the six months ended June 30, 2010 (the 2010 period") the Company did not generate any revenue from its petroleum and natural gas interests.

During the 2011 period the Company reported a net loss of $4,325,055 ($0.05 per share), an increase in loss of $3,320,747 from the net loss of $1,004,308 ($0.03 per share) for the 2010 period. The overall increase in loss in the 2011 period is primarily attributed to increase in general administrative activities and recognition of stock-based compensation on the granting and vesting of stock options.

General and administrative expenses incurred for the 2011 and 2010 periods are as follows:

	2011 $	**2010 $**
Accounting and administrative	48,382	26,604
Audit	29,000	23,500
Consulting	590,313	106,542
Corporate development	112,478	36,780
Legal	83,838	147,987
Office	27,933	6,107
Regulatory fees	23,844	15,597
Rent	10,740	3,790
Salaries and benefits	106,093	146,543
Shareholder costs	4,470	2,465
Transfer agent fees	15,370	5,969
Travel	240,043	50,226
	1,292,504	572,110

General and administrative expenses of $1,292,504 were reported for the 2011 period, an increase of $720,394, from $572,110 in the 2010 period. Specific expenses of note during the 2011 period are as follows:

- accounting and administrative fees of $48,382 (2010 - $nil) was charged by a private corporation owned by a director of the Company. During the 2010 period the Company paid $6,819 to a bookkeeping service and $19,785 to a private company owned by a former officer of the Company;

- consulting fees totalling $590,313 (2010 - $106,542) were paid of which $258,000 (2010 - $nil) were paid to directors and officers of the Company, $160,560 (2010 - $104,042) were paid to consultants for due diligence on exploration and evaluation properties and $156,000 (2010 - $nil) were paid to consultants for financial consulting;
- travel expenses of $240,043 (2010 - $50,226) for visits to Europe to oversee market awareness programs and to Romania, India and Egypt fro due diligence on exploration and evaluation properties;
- office expenses of $27,933 (2010 - $6,107) were incurred for costs associated with offices in Calgary and Vancouver;
- salaries and benefits expense of $106,093 (2010 - $146,543), of which $106,093 was paid to the current President and $146,543 was paid to the former President;
- audit fees of $29,000 (2010 - $23,500) for the audit of the Company's year-end financial statements; and
- corporate development expenses of $112,478 (2010 - $36,780) was incurred in the 2011 period for various market awareness programs.

During the 2011 period the Company recorded stock-based compensation expense of $2,444,496 (2010 - $269,262) on the granting and vesting of stock options.

During the 2011 period the Company received $757,750 on the exercise of 1,975,000 warrants, 45,000 share options and 30,000 compensation options.

Financial Condition / Capital Resources

As at June 30, 2011, the Company had working capital of $29,651,913. The Company believes that it currently has sufficient financial resources to conduct anticipated exploration programs and meet anticipated corporate administration costs for the upcoming twelve month period. However, exploration activities may change due to ongoing results and recommendations, or the Company may acquire additional properties, which may entail significant funding or exploration commitments. In the event that the occasion arises, the Company may be required to obtain additional financing. The Company has relied solely on equity financing to raise the requisite financial resources. While it has been successful in the past, there can be no assurance that the Company will be successful in raising future financing should the need arise.

Subsequent to June 30, 2011 the Company received a further $17,000 on the exercise of 50,000 warrants.

Contractual Commitments

The Company has no contractual commitments.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Proposed Transactions

The Company does not have any proposed transactions.

Critical Accounting Estimates

A detailed summary of all the Company's significant accounting policies is included in Note 3 to the annual consolidated financial statements for the year ended December 31, 2010.

IFRS Implementation - Changes in Accounting Policies Including Initial Adoption

The Canadian Accounting Standards Board established 2011 as the year that Canadian companies' financial reporting requirements should comply with IFRS. Accordingly, the Company has commenced reporting on an IFRS basis in the current condensed consolidated interim financial statements. The transition date, January 1, 2011, has required the restatement for comparative purposes of amounts reported by the Company for the year ended December 31, 2010.

The Company has completed its internal review of the impact of the adoption of IFRS. This review considered potential differences between applicable IFRS policies and those currently used by the Company. Accounting policy changes were made due to IFRS in the areas of exploration and evaluation assets, impairment testing, property, plant and equipment, provision for site restorations, and share-based compensation. Available elections under IFRS minimized the impact of these changes such that the financial reporting impact of the transition to IFRS is not material to the Company's financial results. The impact of the changes to IFRS is detailed in Note 16 to the condensed consolidated interim financial statements and none of these are considered material.

Accounting Standards and Interpretations Issued but Not Yet Adopted

The following accounting standards, amendments and interpretations have been issued but are not effective until annual periods beginning after January 1, 2011, unless otherwise indicated, earlier application is permitted. As at the date of these financial statements, the following standards, amendments and interpretations have not been applied in these financial statements.

(i) IFRS 1 *First-time adoption of International Financial Reporting Standards, amendments regarding Severe Hyperinflation and Removal of Fixed Dates for First-time Adopters*; effective for annual periods beginning on or after July 1, 2011.

(ii) IFRS 7 *Financial Instruments: Disclosures, amendments regarding Disclosures - Transfers of Financial Assets;* effective for annual periods beginning on or after July 1, 2011.

(iii) IFRS 9 *Financial Instruments* (New; to replace IAS 39); effective for annual periods beginning on or after January 1, 2013.

(iv) IAS 12 *Income Taxes, amendments regarding Deferred Tax: Recovery of Underlying Assets*; effective for annual periods beginning on or after January 1, 2012.

Management is currently assessing the impact of these new standards on the Company's accounting policies and financial statement presentation.

Transactions with Related Parties

(a) *Transactions with Key Management Personnel*

The following amounts were incurred with respect to the current and former Presidents of the Company:

	Six Months Ended June 30,	
	2011 **$**	**2010** **$**
Salaries	97,681	143,000
Health benefits	1,894	-
Share-based compensation	550,632	-
	650,207	143,000

(b) *Transactions with Other Related Parties*

A number of key management personnel, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. Certain of these entities transacted with the Company during the reporting period. The terms of conditions of the transactions with key management personnel and those entities were no more favourable than those available, or which might reasonably be expected to be available, for similar transactions with non-related entities on an arm's length basis.

During the six months ended June 30, 2011 the Company incurred a total of $329,735 (2010 - $93,855) for accounting, administration, management, professional, rent and legal services provided by current and former directors and officers of the Company and their related parties. As at June 30, 2011, $22,000 (2010 - $nil) remained unpaid and has been included as part of accounts payable and accrued liabilities.

During the six months ended June 30, 2011 the Company has recognized share-based compensation totalling $1,491,856 (2010 - $257,502) which is attributed to share options which have been granted to other related parties.

Risks and Uncertainties

The Company is engaged in the exploration for and development of petroleum and natural gas properties. These activities involve significant risks which careful evaluation, experience and knowledge may not eliminate in some cases. The commercial viability of any petroleum and natural gas properties depends on many factors not all of which are within the control of management. Operationally the Company faces risks that are associated with and affect the financial viability of a given petroleum and natural gas property. These include risks associated with finding, developing and producing these petroleum and natural gas reserves. In addition, Government regulations, taxes, royalties, land tenure, land use, environmental protection and reclamation and closure obligations, have an impact on the economic viability of a petroleum and natural gas property.

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the reporting period. Actual results could differ from those estimates.

The Company's ability to continue its operations and to realize assets at their carrying values is dependent upon the continued support of its shareholders, obtaining additional financing and generating revenues sufficient to cover its operating costs. The accompanying financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in the accompanying audited financial statements.

Any forward-looking information in the MD&A is based on the conclusions of management. The Company cautions that due to risks and uncertainties, actual events may differ materially from current expectations. With respect to the Company's operations, actual events may differ from current expectations due to economic conditions, new opportunities, changing budget priorities of the company and other factors.

Investor Relations Activities

The Company provides information packages to investors; the package consists of materials filed with regulatory authorities. The Company updates its website (www.eastwestpetroleum.ca) on a continuous basis.

Outstanding Share Data

The Company's authorized share capital is unlimited common shares with no par value. As at August 29, 2011, there were 83,683,648 outstanding common shares, 7,808,530 stock options outstanding with exercise prices ranging from $0.16 to $1.16 per share, 26,295,595 warrants outstanding with exercise prices ranging from $0.34 to $1.75 per share and 731,000 compensation options outstanding with an exercise price of $0.25 per unit, with each unit to comprise one common share and one warrant to purchase an additional share at a price of $0.34 per share on or before September 29, 2013.