

CHINA SELECT CAPITAL PARTNERS CORP.
(FORMERLY ORIENT VENTURE CAPITAL II INC.)

Management's Discussion and Analysis
Third Quarter Ended March 31, 2010
(Expressed in Canadian Dollars)

Date of Report: May 25, 2010

The following Management discussion and analysis (“MD&A”) should be read in conjunction with interim financial statements of China Select Capital Partners Corp. (formerly Orient Venture Capital II Inc.) (the “Company”) for the nine months ended March 31, 2010 and 2009, and subsequent activity up to May 25, 2010, the Company’s audited financial statements for the year ended June 30, 2009 and related notes attached thereto, which are prepared in accordance with Canadian generally accepted accounting principles (“GAAP”). All amounts are stated in Canadian dollars unless otherwise indicated.

Forward-Looking Information

Certain information included in this discussion may constitute forward-looking statements. Forward-looking statements generally can be identified by the use of forward-looking terminology such as “may”, “will”, “expect”, “intend”, “estimate”, “anticipate”, “believe”, or “continue” or the negative thereof or variations thereon or similar terminology. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by management are inherently subject to significant business, economic and competitive uncertainties and contingencies. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. 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, except required by law.

Description of Business

The Company was incorporated on September 12, 2007 under the *Business Corporations Act* (British Columbia) and is classified as a Capital Pool Corporation (“CPC”) as defined in Policy 2.4 of the TSX Venture Exchange (the “Exchange”). The Company’s principal purpose is to identify and evaluate businesses and assets with a view to completing a “Qualifying Transaction” (as defined in Policy 2.4) (“QT”) within twenty four months from the date of listing of the Company’s shares on the Exchange. The Company completed its initial public offering (“IPO”) on February 27, 2008, and its shares were listed and commenced trading on the Exchange on March 5, 2008, under the symbol “OVV.P”.

The QT must be approved by the Exchange, and in the case of a Non Arms Length Qualifying Transaction shareholder approval must be obtained in

accordance with the CPC policy. The Company has not conducted commercial operations other than activities toward completing a QT.

All financial information in this MD&A is prepared in accordance with Canadian generally accepted accounting principles (“GAAP”) and all dollar amounts are expressed in Canadian dollars unless otherwise indicated.

The Company has not commenced operations and thereof, no segmented information is available.

Results of Operations

As the Company is a CPC, revenues are limited to interest earned on cash held with a financial institution. All expenses incurred relate to its incorporation, listing on the Exchange as a Capital Pool Corporation and pursuit of a Qualifying Transaction.

The Company incurred a loss of \$105,369 for the three months and a loss of \$189,011 for the nine months ended on March 31, 2010.

Summary of Unaudited Quarterly Information

The following table sets out selected unaudited quarterly financial information of the Company and is derived from unaudited financial statements prepared by management. The Company’s interim financial statements are prepared in accordance with Canadian GAAP.

	3 rd Quarter Ended March 31, 2010	2 nd Quarter Ended December 31, 2009	1 st Quarter Ended September 30, 2009	4 th Quarter Ended June 30, 2009	3 rd Quarter Ended March 31, 2009	2 nd Quarter Ended December 21, 2008	1 st Quarter Ended September 30, 2008	4 th Quarter Ended June 30, 2008
Revenue	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ Nil	\$ Nil
Loss for the period	(105,369)	(67,401)	(16,240)	(37,077)	(8,745)	(43,569)	(5,583)	(47,953)
Loss per Common Share – basic and fully diluted	(0.05)	(0.01)	(0.00)	(0.01)	(0.00)	(0.01)	(0.00)	(0.01)

Capital Resources and Liquidity

The Company does not currently hold an interest in any other business nor does it have an interest in any capital assets. The Company's activities have been funded through equity financing and short-term loans and the Company expects it will continue to be able to utilize this source of financing until it develops cash flow from future operations.

The financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future.

There can be no assurance that the Company will be successful in its endeavors. If funds are not available or other sources of finance can not be obtained, then the Company will be forced to curtail its activities to a level for which funding is available and can be obtained.

As of March 31, 2010, the Company had a negative net working capital of \$4,892 with \$170,139 in cash.

While the Company is a CPC, no more than 30% of the gross proceeds from the sales of securities issued by the Company may be used for general and administrative purposes (including IPO related expenses) with the balance to be available for specified expenses in connection with the identification and evaluation of assets or businesses in connection with initiating and completing a Qualifying Transaction. The Company estimates that its monthly permitted general and administrative expenses going forward until the completion of a QT, as ultimately anticipated, will be less than \$10,000 per month on average, offset to some extent by interest income.

Off-Balance Sheet Arrangements

The Company does not have any off balance sheet arrangements requiring disclosure.

Related Party Transactions

During the year, the Company paid office assistant service charges to a company controlled by a director in the amount of \$3,600 (2009 - \$1,600).

The transactions with related parties are in the normal course of operations and have been measured at the exchange amount, which is the amount of consideration established and agreed by the related parties.

There were no standard compensation arrangements, or other arrangements in addition to or in lieu of standard arrangements, under which the directors of the Company were compensated for service in their capacity as directors (including any additional amounts payable for committee participation or special assignments), or for services as consultants or experts.

Proposed Transactions

In this quarter ended on March 31, 2010, the Company continues to close previously announced Qualifying Transaction in accordance to the TSX Venture Exchange. On April 8, 2010, following the end of this quarter, the Company completed the following transactions:

- The Company issued 10,000,000 common shares in exchange for 2,676,902 shares of China Dongxiang (Group) Co. Ltd. (“Dongxiang”) held by Dongxiang principal for a transaction value of \$2,000,000. The Company issued an arm’s length finder fee of 300,000 common shares in connection with the share exchange. All of the common shares issued to the Dongxiang principal and the finder are subject to a four-month hold period expiring on August 9, 2010. In addition, the shares issued to the Dongxiang principal are subject to a value escrow agreement pursuant to the policies of the TSX Venture Exchange (the “Exchange”). 10% of the shares subject to escrow are released on April 22, 2010. The remaining shares subject to escrow will be released in 15% tranches in 6 month intervals thereafter. Dongxiang is a leading international sportswear brand enterprise based in China which is listed on the Stock Exchange of Hong Kong Limited (under stock symbol 3818:HK).
- The Company purchased 400,000 units of BoardSuite Corp. (“BoardSuite”) at a price of \$0.50 per unit (“BoardSuite Unit”) for an aggregate investment of \$200,000 (“BoardSuite Investment”). Each BoardSuite Unit is comprised of one Class A common share of BoardSuite and one share purchase warrant. Each warrant entitles the Company, on exercise, to acquire one BoardSuite Class A common share at a price of \$1.00 per share for a period of two years.

BoardSuite operates a secure and easy-to-access online board portal which organizes and manages critical board related information and tasks.

- The Company purchased 833,333 units of RX Exploration Inc. (“RX”) at a price of \$0.30 per unit (“RX Unit”) for an aggregate investment of \$250,000 (“RX Investment”). Each RX Unit is comprised of one common share of RX and one share purchase warrant. Each whole warrant entitles the Company, on exercise, to acquire one common share at a price equal to 133% of the RX Unit Price for a period of two years, provided that the expiry date may be accelerated to 30 days from the tenth consecutive trading day on which the closing price for the RX shares exceeds 200% of the RX Unit Price. RX is a gold exploration company whose strategy is to re-examine gold projects within North America that have reached advanced exploration, underground development or past gold production.
- The Company purchased 1,111,112 units of Synodon Inc. (“Synodon”) at a price of \$0.225 per unit (“Synodon Unit”) for an aggregate investment of \$250,000 (“Synodon Investment”). Each Synodon Unit is comprised of one common share of Synodon and one-half warrant. Each whole warrant entitles the Company, on exercise, to acquire one Synodon common share at a price equal to 150% of the Synodon Unit Price for a period of two years provided that the expiry date may be accelerated by Synodon sending 30 days written notice in the event that the volume-weighted average closing price of the Synodon Shares equals or exceeds \$1.05 for a period of 10 consecutive trading days. Synodon is an Edmonton based technology company which provides gas emissions monitoring and quantification service to a variety of industries, including hydrocarbon (oil and gas), environmental, agricultural and for a variety of gases including methane, ethane and ammonia.
- The Company completed a non-brokered concurrent private placements financing of \$2,002,000 by issuance of 10,010,000 units of the Company (“Units”) at \$0.20 per Unit. Each Unit consists of one previously unissued common share (“Shares”) and one-half of one warrant (“Warrant”). Each whole Warrant will entitle the holder, on exercise, to purchase one additional Share at a price of \$0.40 per Share at any time until April 8, 2011 and thereafter at a price of \$0.60 per Share until April 8, 2012. The expiry date of the Warrants is subject to acceleration in the event that the 30 day volume-weighted trading price of the Shares on the Exchange exceeds \$0.70 in the first year after closing and \$0.84 in the second year after closing. In connection with the financing, the Company paid three arm’s length finders fees in the aggregate amount of \$178,470 and issued to these finders an aggregate of 991,500 warrants (“Finder’s Warrants”), each Finder’s Warrant entitling the holder, on exercise, to purchase one Share at a price of \$0.20 per Share at any time until April 8, 2012. The Shares, Warrants and Finder’s Warrants are subject to a four-month hold period expiring on August 9, 2010.

Following completion of the Qualifying Transaction, the Company changed its name to China Select Capital Partners Corp. The Company operates as an investment issuer focused on investing in private or public companies whose businesses involve late-stage alternative energy, natural resources or environmental technology or other selected sectors with strong intellectual property, exceptional management and high growth potential that may be strategically positioned in the greater China market. For non-China investments, the Company focuses on those companies with operations or market potential in China.

In connection with completion of the Qualifying Transaction, Dwane Brosseau, Ian McDougall and R.S. Doman resigned as directors of the Company. In addition, Ian McDougall resigned as President, Chief Executive Officer and Chief Financial Officer of the Company. Concurrently with completion of the Qualifying Transaction, the directors and officers of the Company were reconstituted as Min Kuang, President, Chief Operating Officer and Director, Joseph Fodor, Chief Executive Officer and Director, Keith Attoe, Director, Jas Hayre, Director, David Feldman, Director, Jane Yue, Chief Financial Officer, Larry Yen, Corporate Secretary. In addition, the Company established an investment committee to monitor its investment portfolio on an ongoing basis and to review the status of its investments in accordance with the investment policy. The investment committee is comprised of Min Kuang, Joseph Fodor, David Yoo, Ian McDougall and Wang Wei. Also, upon completion of the Qualifying Transaction, the Company appointed a panel of advisors to the board of directors comprised of: Ian McDougall, R.S. Doman, Dwane Brosseau, Yihong Chen, Chairman of China Dongxiang Group (SEHK: 3818); and Terry Hu, co-founder of FountainVest Partners.

On April 22nd 2010, the Company received final approval of the Qualifying Transaction from TSX-V and commenced trading on the Exchange as a Tier 2 Investment Issuer with trading symbol “CH” under its new name China Select Capital Partners Corp. Raymond James Ltd. (the “Sponsor”) acted as sponsor in connection with Qualifying Transaction. In consideration for its services, the Sponsor received a cash fee of \$46,591.23 and 200,000 warrants (the “Sponsor Warrants”). The Sponsor Warrants have the same terms as the Finder’s Warrants. The Sponsor’s Warrants are subject to a four-month hold period expiring on August 9, 2010.

On April 22nd 2010, the Company entered a definitive agreement with privately held Hong Kong companies, Orient Venture Management Limited (“OVML”) and Orient Venture Investment Limited (“OVIL”) to acquire 100% of the outstanding share capital in both entities. Pursuant to the purchase agreement with OVML and OVIL, the Company shall acquire (i) 100% of the voting capital stock in OVML of which 10,000 common shares are authorized and one share is issued and outstanding as of April 23, 2010, and (ii) 100% of the voting capital stock in OVIL of which 10,000 common shares are authorized and one share is

issued and outstanding as of April 23, 2010, in exchange for HK\$45,090. The transaction is expected to close by the end of June 2010.

On May 10th 2010, the Company announced that it is hosting a panel on RMB Funds at the International PIPEs Conference 2010 in Shanghai, China on May 25, 2010. China Select's senior management will lead a panel discussion focused on RMB funds titled, "RMB Funds: What does this Emerging Source of Capital mean for Chinese Companies?" beginning on May 25, 2010 at 4:15 PM Shanghai time. The panel will be moderated by Jin Zhiguo, Chairman of Tsingtao Brewery Group and will include such distinguished panellists as Dingfa Liu, Jun He Law Firm, Timothy Wang, Suzhou Industrial Park Venture Capital, and Li Junfeng, Energy Research Institute.

On May 13th 2010, the Company announced that following its announcement on April 16, 2010, that it had received approval to manage Renminbi-denominated (RMB) investment funds from the Suzhou municipal government as an onshore foreign fund management company under the foreign-invested partnership (FIP) regulations, the company on May 12 official received its business license in Suzhou, China to do business.

On May 20th 2010, the Company closed a private placement round totaling 2,500,000 units at \$0.20 per unit on identical terms to its last round of financing which was completed in connection with the closing of the qualifying transaction. Each unit consists of one previously unissued common share and one-half of one share purchase warrant ("warrant"). Each whole warrant will entitle the holder, on exercise, to acquire one additional common share at a price of \$0.40 per common share at any time until May 20th 2011 and thereafter at a price of \$0.60 per common share until May 20th 2012. The expiration date of the Warrants is subject to acceleration in the event that the 30 day volume-weighted trading price of the company shares exceeds \$0.70 in the first year after closing and \$0.84 in the second year after closing. Company senior management directly invested \$40,000 of the \$500,000 in this private placement on terms identical to the investors.

Financial Instruments and Other Instruments

During the nine months period ended March 31, 2010, the Company's financial instruments consist of cash, deposit, GST receivable, accounts payable, accrued liabilities and short-term convertible loan. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments and that the fair values of these financial instruments approximate their carrying values.

Outstanding Share Data

The following table summarizes the Company's outstanding share data as of May 25, 2010:

	Common Shares	
	Outstanding	Amount
Seed shares	2,600,000	\$130,000
IPO shares	3,000,000	300,000
Share issuance costs-IPO	-	(124,434)
Private placements	12,510,000	2,502,000
Share issuance costs-private placement -cash commission and other costs		(178,630)
Share issuance costs-private placement -warrants issued		(1,015,705)
Share Swap	10,000,000	2,000,000
Share issuance costs-share swap -shares issued as finder fee	300,000	
Total	28,410,000	\$3,613,231

2,600,000 seed shares are subject to an escrow agreement and 10% is released from escrow on April 8, 2010 and 15% will be released every six months thereafter.

10,000,000 shares issued in DongXiang share swap transaction are subject to a new escrow agreement and 10% is released from escrow on April 8, 2010 and 15% every six months thereafter.

As of May 25, 2010, the total outstanding options and warrants are listed below:

	Number of Shares	Exercise Price	Expiry Period
Stock options granted to directors and officers	560,000	\$0.10	March 4, 2013
Warrant granted to investors	5,005,000	\$0.40 in 1 st year and \$0.60 in 2 nd year	April 8, 2012
Warrant granted to finders	991,500	\$0.20	April 8, 2012
Warrants granted to sponsor	200,000	\$0.20	April 8, 2012
Warrant granted to investors	1,250,000	\$0.40 in 1 st year and \$0.60 in 2 nd year	May 20, 2012

Risk and Uncertainties

Financial risks include commodity prices, interest rates the Canadian/US dollar exchange rate, all of which are beyond the Company's control.

As of the date hereof, the Company has not completed a Qualifying Transaction pursuant to the policies of the Exchange, and there can be no assurance the Company will be able to complete a Qualifying Transaction within the time period permitted or at all.

Any Qualifying Transaction will be subject to the Exchange acceptance and may be subject to shareholder approval.

The Company does not believe it is subject to any significant credit risk although cash is held with a major financial institution.

Disclosure Controls and Procedures

The Company's Chief Financial Officer and Chief Executive Officer (the "Certifying Officers" are responsible for establishing and maintaining disclosure controls and procedures ("the procedures") which provide reasonable assurance that information required to be disclosed by the Company under provincial securities legislation (the "Required Filings") is reported within the time periods specified. Without limitation, the Procedures are designed to ensure that material information relating to the Company is accumulated and communicated to management, including its Certifying Officers, as appropriate to allow for timely decisions regarding the Required Filings.

The Certifying Officers evaluate the effectiveness of the Company's Procedures on a regular basis throughout the year and have concluded that the Procedures in place as of the end of the period covered by the Required Filings are effective in providing reasonable assurance that material information relating to the Company is accumulated and communicated to management and reported within the time periods specified.

There were no changes to the Company's internal control or in other factors that could materially affect these controls during the most recent quarter ended March 31, 2010, including any significant deficiencies or material weakness of internal controls that would require corrective action.

Following the strategic plan for the direction of accounting standards in Canada adopted by CICA Accounting Standards Board ("AcSB") in January 2006, accounting standards in Canada for public companies will converge with International Financial Reporting Standards ("IFRS") by the end of fiscal year of 2011. The Company finished its diagnostic phase in this quarter and did not

identify significant impact of conversion to IFRS on the financial statements. The Company will prepare a conversion plan in the fourth quarter of this fiscal year and thereafter begin execution to this plan.

Approval

The Board of Directors of China Select Capital Partners Corp. (formerly Orient Venture Capital II Inc.) has approved the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it and can be obtained along with additional information, on the SEDAR website at www.sedar.com.