

I, Gregory Joseph Hogan (name of witness), of the city/town/village of Toronto in the province or territory of Ontario.

1. **THAT** I know Jason Goldman

(individual who signed Undertaking), of the _____
city/town/village of Toronto _____ in the
province/territory of Ontario _____.

2. **THAT** on or about the 31st Day of January, 2013 (month and year), I was personally present and did see the Undertaking annexed as Exhibit "A", executed by Jason Goldman (individual who signed Undertaking) by signing the second page of the Undertaking.

3. **THAT** at the time of execution of the Undertaking, Jason Goldman
(individual who signed Undertaking) had attained the age of 19 years and, in my opinion,
was of sound mind, memory and understanding at the time of execution of the
Undertaking.

SWORN BEFORE ME at the city/town/village)
of Toronto in the province or)
territory of Ontario)
this 31st day of January 2013)

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EXHIBIT A - UNDERTAKING

UNDERTAKING OF PROPOSED ASSIGNEE

(section 44 of the *Nunavut Waters and Nunavut Surface Rights Tribunal Act*)

WHEREAS

The Nunavut Water Board ("NWB") issued Licence No. 2AM-DOH0713 dated September 19, 2007 (the "Licence") to Miramar Hope Bay Ltd. (the "**Assignor**"), for a term of 6 years starting on September 19, 2007, and expiring on September 30, 2013, such License being approved by the Minister of Indian Affairs and Northern Development and Federal Interlocutor for Métis and Non-Status Indians on November 5, 2007, and assigned to Hope Bay Mining Ltd. on January 23, 2008.

AND WHEREAS (the Proposed "**Assignee**")

(a) _____ (individual)

OR

(b) TMAC Resources Inc. _____ ,
(a corporate entity incorporated pursuant to the laws of Ontario _____)

requests that the NWB approve the Assignment of the Licence from the Assignor to the Proposed Assignee pursuant to section 44 of the *Nunavut Waters and Nunavut Surface Rights Tribunal Act* ("Act").

NOW THEREFORE

Effective on the date that the NWB approves the assignment of the Licence, the Proposed Assignee undertakes and accepts responsibility for the performance of all of the terms and conditions of the Licence including the performance of all liabilities arising pursuant to any Licence term or condition, whether arising before or after the effective date of the assignment, **AND** undertakes to provide any security required of the Assignor when the Licence was granted.

IN WITNESS WHEREOF the Proposed Assignee executed this Undertaking on
January 31, 2013.

SIGNED, SEALED AND DELIVERED)
in the presence of:)

Signature of Witness

(Signature of Individual)

Print name of Witness

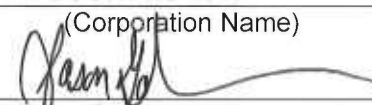
(Print name of Individual)

On behalf of

TMAC RESOURCES INC.

(Corporation Name)

Per:



Jason Goldman
Corporate Secretary