WORK PLAN 2013

Inuit Land Use Licence Number: KVL308C09
AANDC Land Use Permit Number: N2008C0026
Nunavut Impact Review Board File Number: 08EN052

Submitted to: KIA, AANDC, NIRB
Prepared by: Andrew Berry, Chief Operating Officer
Kivalliq Energy Corporation
February 1, 2013

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PROPERTY DESCRIPTION AND LOCATION

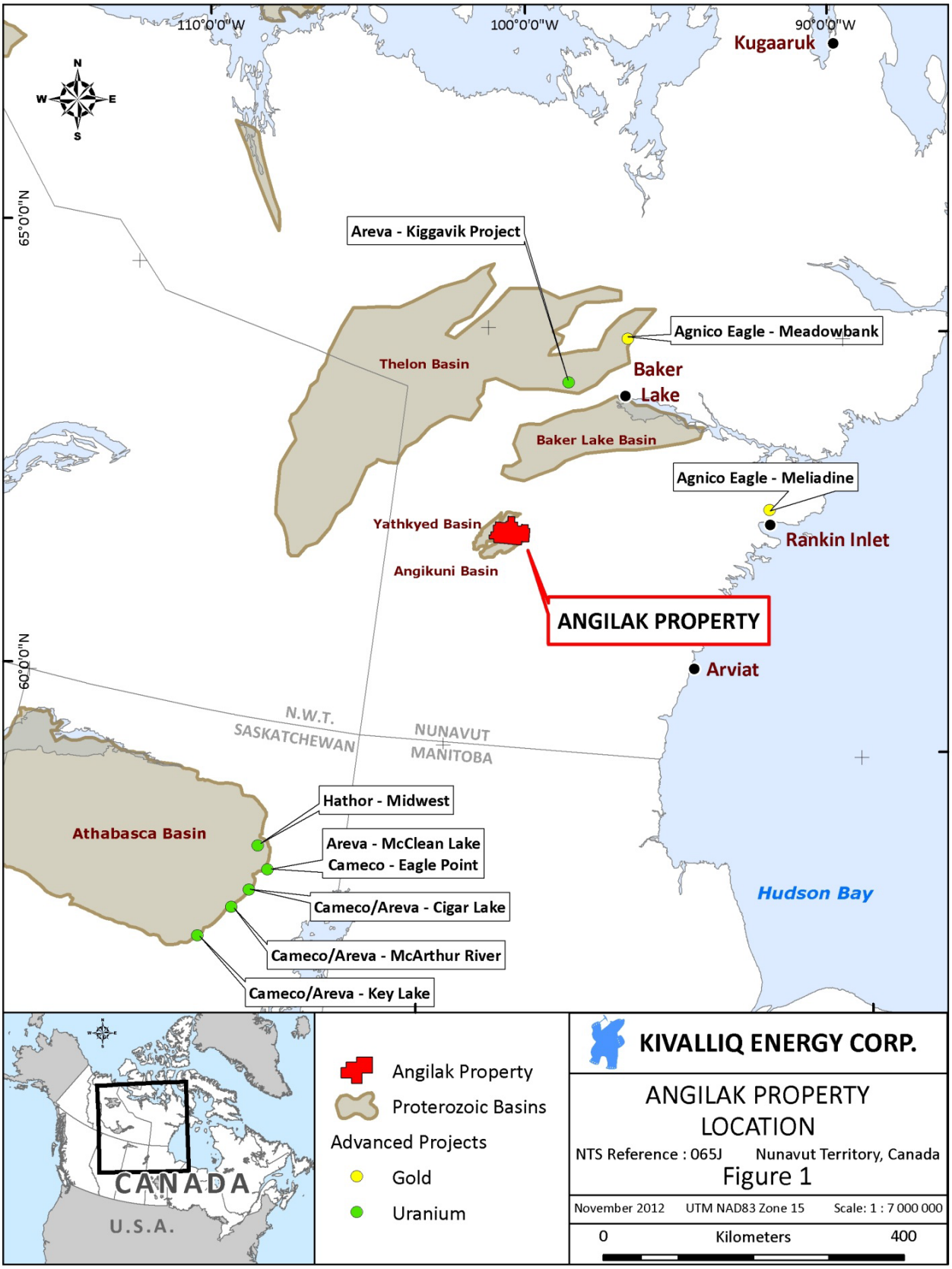
The Angilak Project property consists of 139 mineral claims and Inuit Owned Land Parcel RI-30 (IOL), comprising a total area of 340,268.3 acres in the Kivalliq region of southern Nunavut Territory. The property is located 350 kilometres west of Rankin Inlet and 225 kilometres south-southwest of Baker Lake (Figure 1), and currently measures 55 kilometres in an east-west direction and approximately 35 kilometres north-south.

As indicated on Figure 2, all mineral claims and the IOL are contiguous and extend north, south, east and west between latitudes 62° 27' and 62°48' North and longitudes 98° 21' and 99°24' West in NTS map areas 65 J/06, 65 J/07, 65 J/09, 65 J/10, 65 J/11 and 65 J/15 (UTM coordinates: 6925500N to 6962000N and 479300E to 533000E, NAD83, Zone 14).

Land use permits, enabling exploration work to be conducted over the entire property area, have been issued, renewed and amended by the Kivalliq Inuit Association (KIA) for parts of the property covering Inuit Owned Lands (IOL) and Aboriginal Affairs and Northern Development Canada (AANDC) for mineral claims on crown lands. Kivalliq Energy Corporation also operates under the terms and conditions of a Nunavut Water Board (NWB) licence, covering activities on the IOL and the mineral claims. See Table 1 for active permits and licences issued for lands that comprise the Angilak Project.

Table 1: 2013 Land Use Permits and Licences

Issuing/Screening Agency	Date Issued	File Number
KIA	August 1, 2008	KVL308C09
NIRB	July 31, 2008	08EN052
AANDC	August 8, 2008	N2008C0026
NWB	August 6, 2008	2BE-ANG0813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Kugaaruk
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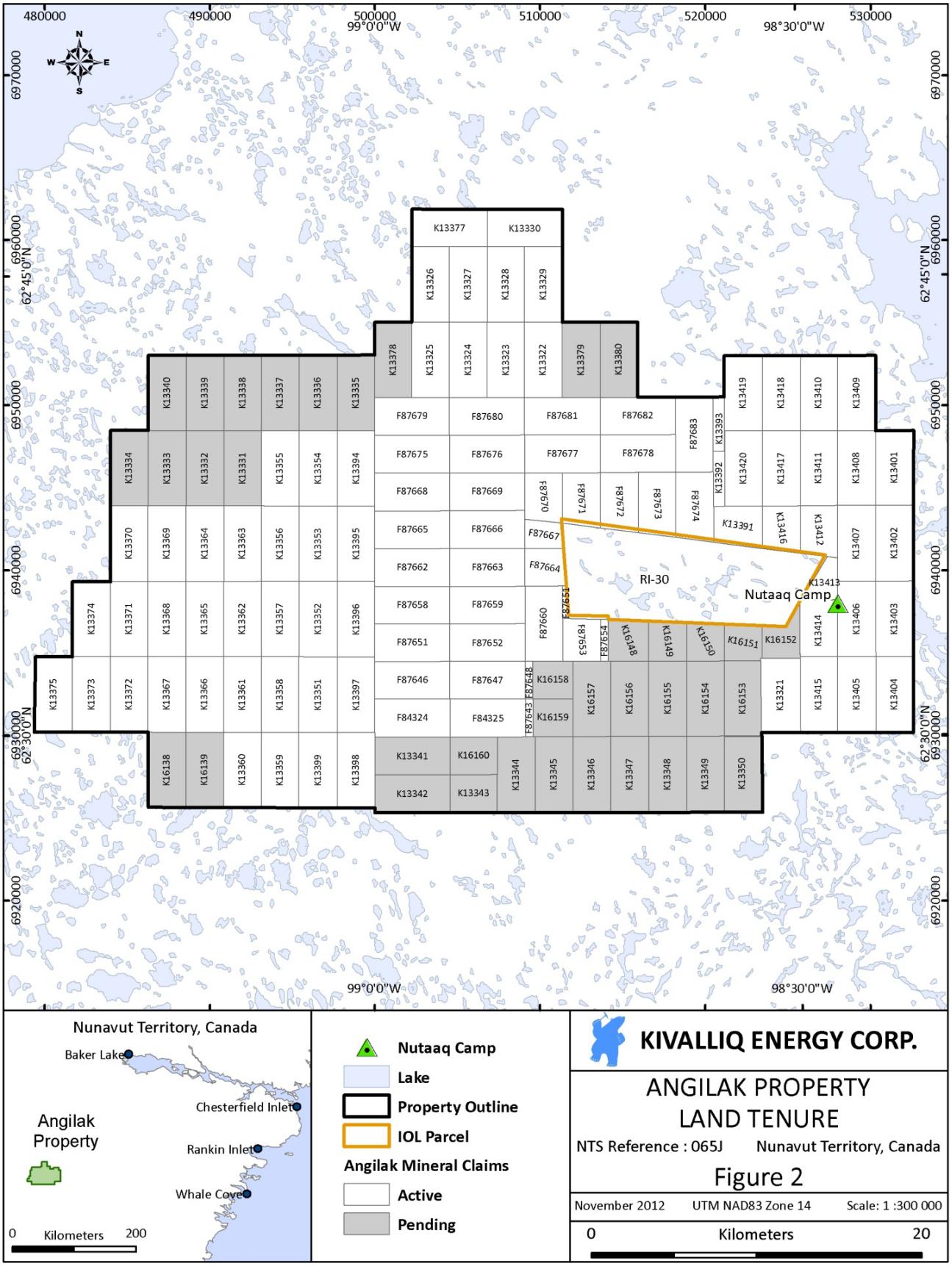
Areva - Kiggavik Project
Agnico Eagle - Meadowbank
Thelon Basin
Baker Lake
Baker Lake Basin
Agnico Eagle - Meliadine
Yathkyed Basin
Rankin Inlet
Angikuni Basin
ANGILAK PROPERTY
Arviat
N.W.T.
SASKATCHEWAN
NUNAVUT
MANITOBA
Hathor - Midwest
Athabasca Basin
Areva - McClean Lake
Cameco - Eagle Point
Cameco/Areva - Cigar Lake
Hudson Bay
Cameco/Areva - McArthur River
Cameco/Areva - Key Lake
CANADA
U.S.A.
Angilak Property
Proterozoic Basins
Advanced Projects
Gold
Uranium
KIVALLIQ ENERGY CORP.
ANGILAK PROPERTY
LOCATION
NTS Reference : 065J
Nunavut Territory, Canada
Figure 1
November 2012
UTM NAD83 Zone 15
Scale: 1 : 7 000 000
0
Kilometers
400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RI-30
Nutaaq Camp
Nunavut Territory, Canada
Baker Lake
Chesterfield Inlet
Angilak Property
Rankin Inlet
Whale Cove
0 Kilometers 200
Nutaaq Camp
Lake
Property Outline
IOL Parcel
Angilak Mineral Claims
Active
Pending
KIVALLIQ ENERGY CORP.
ANGILAK PROPERTY
LAND TENURE
NTS Reference : 065J Nunavut Territory, Canada
Figure 2
November 2012 UTM NAD83 Zone 14 Scale: 1 :300 000
0 Kilometers 20

CORPORATE BACKGROUND AND GENERAL INFORMATION

Following the ratification of a uranium policy by Nunavut Tunngavik Inc. (NTI) in September 2007, Kaminak Corporation (a predecessor to Kivalliq Energy Corporation ,"Kivalliq") signed an exploration agreement with NTI on May 8, 2008 that granted uranium rights to Kaminak on 18,251 acres of Inuit Owned Land (IOL RI-30), located in the Kivalliq District of Nunavut. In discussions with NTI, it was decided cooperatively that Kaminak spin-out all of its uranium interests in Nunavut into a new, uranium exploration and development company called Kivalliq Energy Corporation (KIV: TSX-V).

Kivalliq was the first company in Canada to have a comprehensive agreement to explore on Inuit Owned Land for uranium. As part of this landmark partnership, NTI receives shares in Kivalliq. Upon delivery of a 43-101 measured 12mlb U_3O_8 resource NTI can elect either of a 25% participating interest in the project, or a 7.5% Net Production Royalty. Kivalliq makes advance royalty payments to NTI annually and commits to specific annual work programs. The agreement not only applies to privately-held Inuit Owned Land, but also extends to the 139 Crown issued mineral claims. Including IOL RI-30 the Angilak property totals 340,268.3 acres.

Since 1979, the property and surrounding area has been called various names (i.e. LGT, Yathkyed, and Lac Cinquante); however going forward, Kivalliq collectively refers to all land holdings as the "Angilak Property". The Angilak property hosts the high-grade Lac Cinquante uranium deposit and more than 150 mineral showings.

On January 17, 2012 the Company received a summary report for Lac Cinquante that describes an Inferred Mineral Resource Estimate of 1,779,000 tonnes grading 0.69% U_3O_8, totalling 27.13 million lbs U_3O_8 (15.2 lbs U_3O_8/tonne) at a 0.2%U3O8 cut-off grade. This second 43-101 compliant mineral resource estimate (Initial Inferred Resource Estimate of 14.15m lbs U_3O_8 in 810,000 tonnes at 0.79% U_3O_8 released February 2011) for the Lac Cinquante uranium deposit represents a major milestone for the company and provides a strong base from which to build additional uranium resources from work to be conducted in 2012.

On January 15, 2013 the Company announced a 60% increase in the NI 43-101 compliant Mineral Resource estimate for the Lac 50 Trend uranium deposits (Lac Cinquante Eastern Extension, Western Extension, Ray and J4). Kivalliq received a summary report from Robert Sim, P.Geo. of SIM Geological Inc. that describes an Inferred Mineral Resource Estimate of 2,831,000 tonnes grading 0.69% U_3O_8 (15.2 lbs U_3O_8/tonne), **totalling 43.3 million lbs U_3O_8** at a 0.2% U_3O_8 cut-off grade.

Resource models were generated using drill core sample assay results and interpretation of a geological model relating to spatial distribution of uranium deposits within the Lac 50 Trend, i.e. Lac Cinquante (Main, Eastern and Western Extension Zones), J4 and Ray deposits. All assay and geological information was derived from work conducted by Kivalliq as part of exploration programs between 2009 and 2012 and available at December 31, 2012. For evaluation purposes, three additional metals: silver (Ag g/t), molybdenum (Mo %) and copper (Cu %) have also been estimated within the resource model.

The increase in the Inferred Mineral Resource from the previous 2012 estimate is primarily attributed to the addition of the newly-discovered J4 and Ray deposits, situated near surface and 1.8 kilometres East along strike from the eastern margin of the Lac Cinquante Eastern Extension zone.

Kivalliq Energy Corporation was formed to focus on projects in Nunavut. Management has extensive background working in Canada's north. John Robins is Chairman of the Company's board of directors, Jim Paterson is the Chief Executive Officer and Jeff Ward serves as President. Mr. Jonathan Singh is the Chief Financial Officer and Mr. Andrew Berry is Chief Operating Officer. Bill Cronk is Exploration Manager. and Dr. Robert Carpenter is a technical advisor. Jim Dawson, Garth Kirkham, Dale Wallster and Jim Malone serve as directors. The group is committed to the social and economic development of the north while maintaining a level of excellence in minimizing environmental impacts. Kivalliq looks forward to conducting a fourth community tour this year to meet with community members and increase awareness about the company and its projects.

WORK COMPLETED TO DATE

2012 Program

Exploration work in 2012 included minor infrastructure upgrades, diamond drilling, reverse circulation (RC) drilling, prospecting, ground geophysical surveys and an environmental baseline monitoring program.

A total of 33,583 metres of diamond drilling in 173 holes was completed from March 18 to September 15, 2012. The bulk of the drill holes were on the J4/Ray Zone, various zones within the Lac Cinquante Deposit and the Pulse Zone. An additional 25 holes tested 6 exploration targets. Drill collars for the 2012 program are shown in Figure 3.

The 2012 RC drilling program completed 5,273 metres in 38 holes between May 1 and September 4. This drill was used solely as an exploration tool, advancing geophysical targets situated on the Angilak Property.

Ground geophysical surveying was conducted by four different companies in 2012. MEG Systems Ltd. conducted a two phase gravity surveying program over areas of interest within the Angilak Property from April 30 to June 4 and then again from July 30 to August 23, 2012. A total of 2,556 stations were surveyed during the gravity program which focused on the VGR and YAT Zones. Aurora Geosciences conducted Total Field magnetics, Very Low Frequency EM (VLF) and Capacitively Coupled Resistivity (OhmMapper) surveys over a number of target areas. A total of 309 line kilometres of data was collected on four separate areas between April 18 and May 23, 2012. Frontier Geosciences Inc. conducted a seismic survey over a 2 kilometre line on the VGR Zone between August 31 and September 7, 2012. A radiometric survey was conducted by Kivalliq Energy and covered 8 grids on the Angilak Property.

The 2012 prospecting and geological mapping program targeted areas of interest identified during the 2010 and 2011 prospecting seasons and following up on geophysical anomalies identified by airborne and ground surveys completed between 2008 and 2012 (Electromagnetic/Magnetic, Resistivity, and Gravity surveys). Additional goals were to produce a

new geological map which better reflects Kivalliq understanding of the geological framework of the property area. The prospecting and geological program was helicopter supported and ran for a total of 8 weeks, beginning June 15, 2012 and ending September 20, 2012. A total of 95 rock grab samples were collected during the course of the program. The prospecting traverses and rock grab sample locations are shown on Figure 4.

2011 Program

Exploration work in 2011 included expanding the pre-existing camp, diamond drilling, reverse circulation (RC) drilling, prospecting, airborne geophysical survey, ground geophysical surveys and an environmental baseline monitoring program. The drill program totaled 23,849 metres in 153 holes of diamond drilling and 6,411 metres in 88 holes of RC drilling. The airborne geophysical survey flew a total of 5,470 line kilometres and ground geophysical surveys included 1,605 gravity stations and 1,597.47 kilometres of VLF/Mag surveys. The 2011 prospecting program collected 273 rock grab samples and 348 soil geochemical samples.

2010 Program

Exploration work in 2010 included prospecting, sampling and drilling. The drill program totaled 16,606 metres in a total of 107 holes drilled. Under the 2010 prospecting program a total of 291 samples were collected for geochemical analysis. Nutaaq, a new camp comprising of 15 structures was constructed to better accommodate exploration activities. Baseline environmental work was initiated in 2010 and the first year of studies was successfully completed.

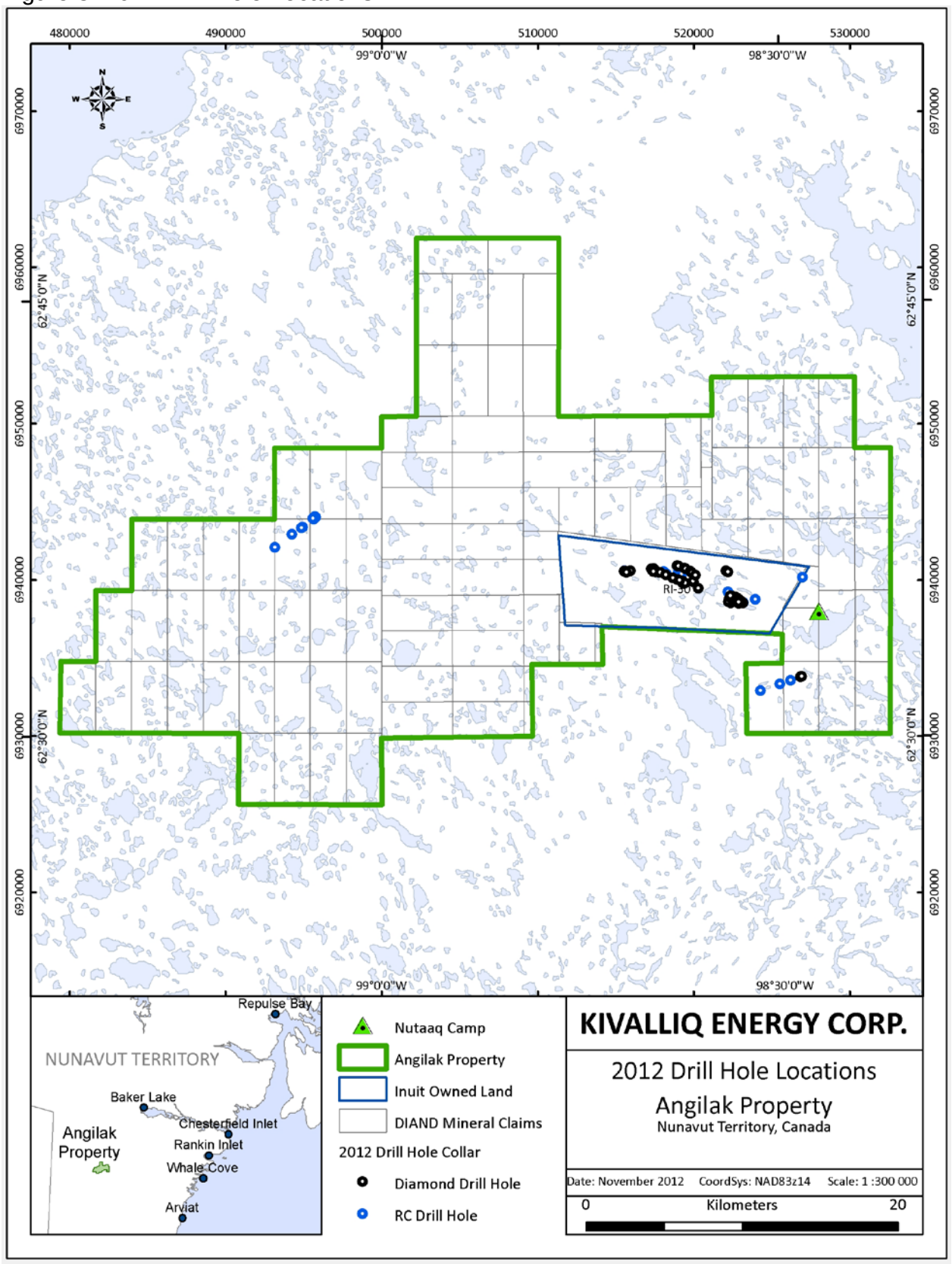
2009 Program

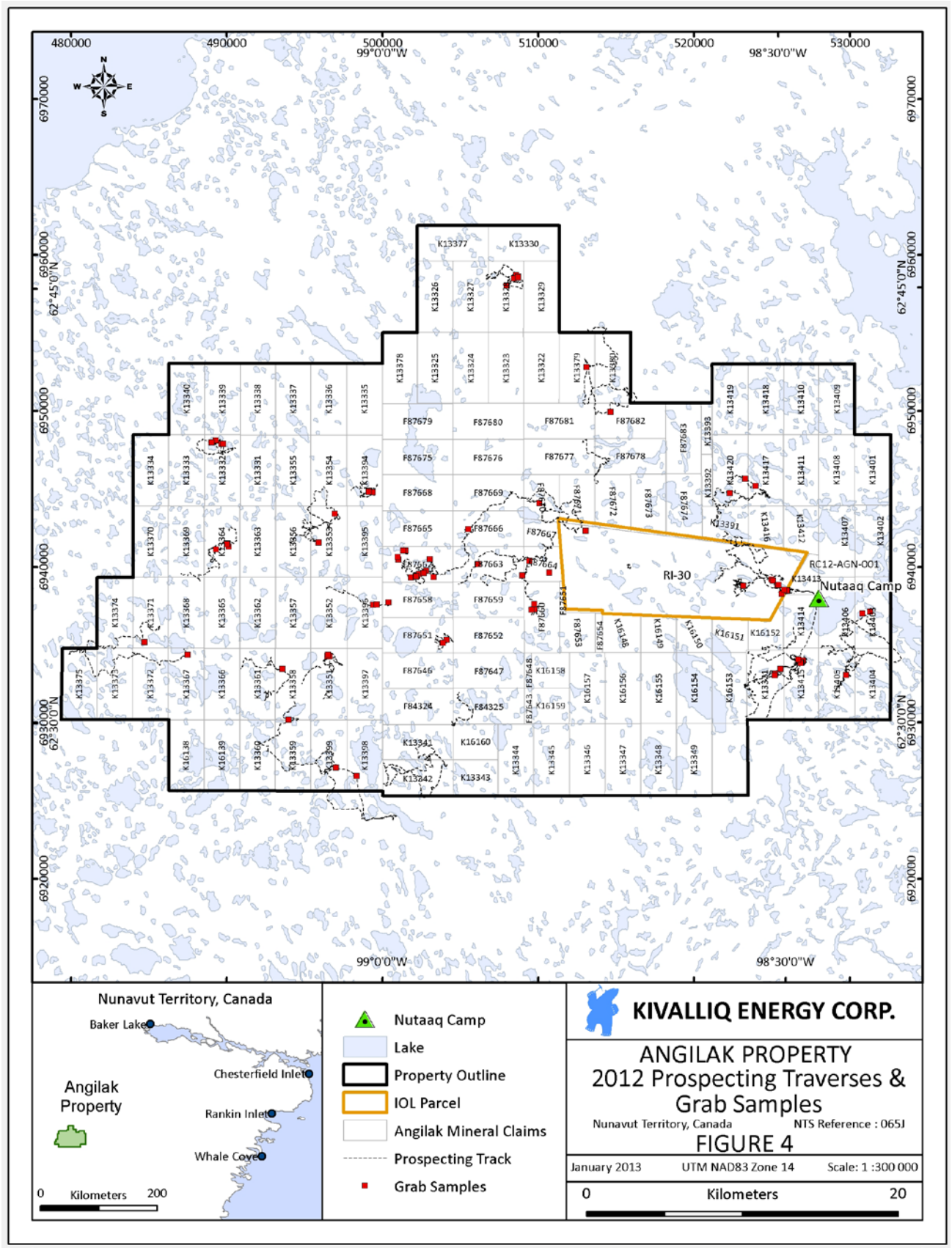
Exploration work in 2009 included extensive ground geophysical surveying, drilling and re-logging/re-sampling of select historic core. In total. 600 line kilometers of ground geophysical surveying was completed. The drill program comprised 1,745 metres of NQ core drilled in 16 holes targeting the Lac Cinquante uranium deposit.

2007/2008 Program

Exploration in 2008 included 5,753 line kilometres of airborne geophysical surveying, 140 line kilometres of ground geophysics, prospecting, sampling and re-logging / re-sampling of select core and showings. Work was undertaken by Geovector Management Inc. based out of Ottawa Ontario. Work in 2008 was conducted from the YAT camp on the western side of the Angilak Property and from the Ferguson Lake Camp located 80 kilometres east-northeast of the project area and operated by Starfield Resources Ltd.

Figure 3: 2012 Drill Hole Locations

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RI-30
RC12-AGN-001
Nutaaq Camp
Nunavut Territory, Canada
Baker Lake
Chesterfield Inlet
Rankin Inlet
Whale Cove
Angilak Property
0 Kilometers 200
Nutaaq Camp
Lake
Property Outline
IOL Parcel
Angilak Mineral Claims
Prospecting Track
Grab Samples
KIVALLIQ ENERGY CORP.
ANGILAK PROPERTY
2012 Prospecting Traverses & Grab Samples
Nunavut Territory, Canada
NTS Reference : 065J
FIGURE 4
January 2013
UTM NAD83 Zone 14
Scale: 1 :300 000
0 Kilometers 20

ACTIVITIES FOR 2013

A) EXPLORATION

The 2013 exploration program will include the same land use activities that have previously been conducted and permitted: drilling, prospecting, geophysical surveying, and environmental baseline monitoring.

Geophysical Surveys

Kivalliq Energy will continue to conduct ground geophysical surveys in 2013. These surveys are done on foot and will be conducted during the spring and summer months. Four weeks of OhmMapper surveys are planned with an additional two weeks of MAG/VLF surveys. The ground geophysical surveys will investigate potential targets identified by the 2011 airborne geophysical survey and the 2012 prospecting program.

Sampling and Prospecting

The 2013 prospecting program will be undertaken during the summer months. Sampling in 2013 will include rock samples, till samples, soil samples and cutting rock channels in areas of known, or newly discovered mineralization and take place over 6 weeks in the field season. Crews will also prospect, map and sample higher priority showings selected from the more than 150 occurrences reported historically across the 340,268.3 acre Angilak Property. Soil sample grids will be placed over known mineralization and analyzed to define the signature produced by the anomalous body. These will be compared with results from samples taken on exploration targets in 2010, 2011 and 2012 and will be used to narrow the possible drill targets.

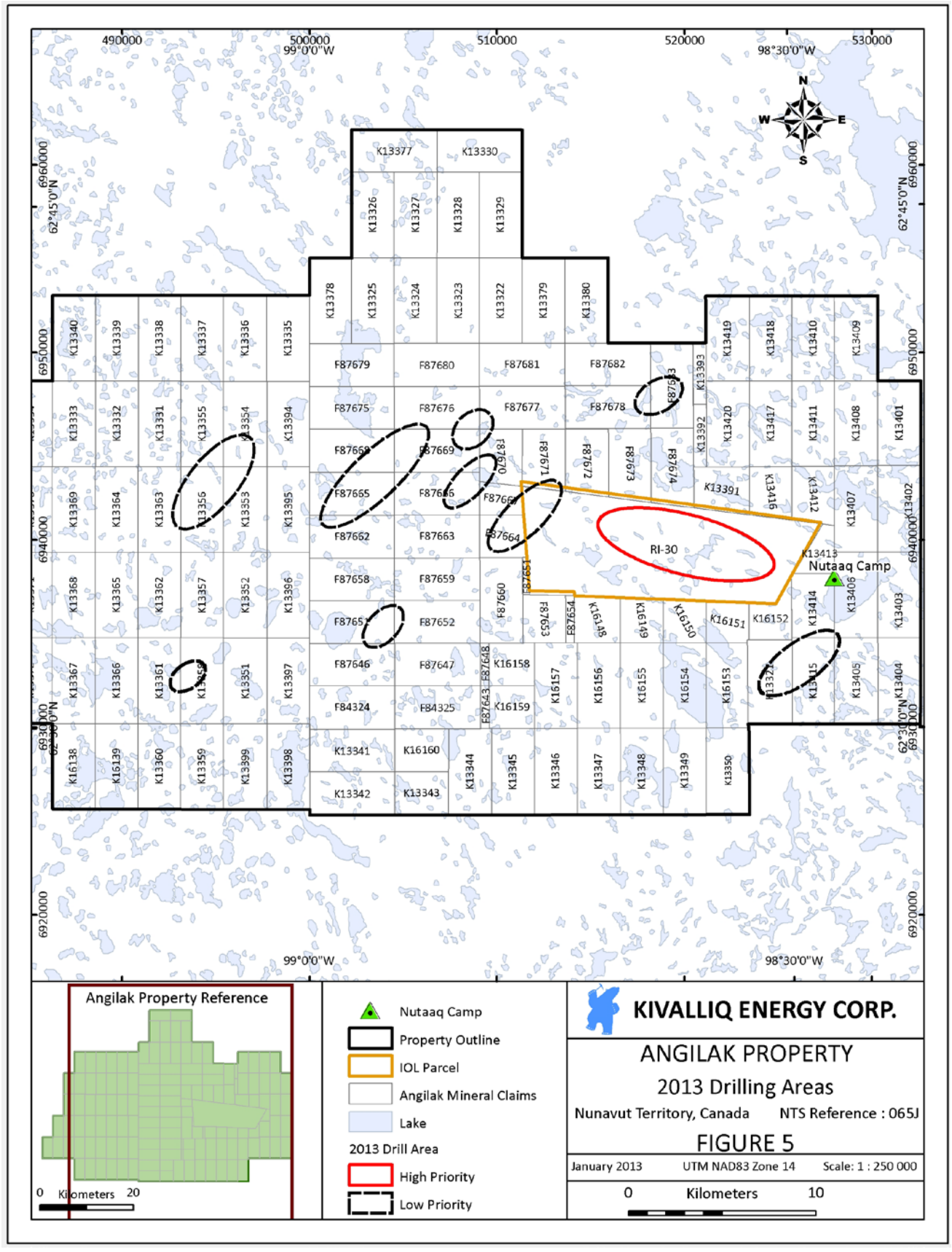
Drilling

Kivalliq Energy plans to use three drill rigs contracted from Major Drilling International Inc. to facilitate the 2013 diamond drill program. A total of 25,000 metres of diamond drilling is anticipated. All three drill rigs currently sit on the Angilak Property. The first rig will start drilling on April 1, the second rig will begin on April 15 and the third drill rig will start drilling on June 1. All three drills will finish drilling by September 15, 2013.

In addition to the three diamond drills, Kivalliq Energy will be using a single RC drill rig contracted from Northspan Exploration Ltd. in 2013. The RC drill rig does not use water. A 3,000 metre RC drill program is planned which will commence on May 1 and shut down on September 15.

The drill rigs will be supported from the camp via snowmobile (under snow and frozen ground conditions) and by helicopter. All drill rigs on site are heli-portable and easily transported between drill sites via helicopter. Pending permit amendment applications and if exploration results warrant, drilling from frozen lake surfaces may be conducted in 2013.

Drilling is contemplated for the Dipole and VGR targets on the western side of the Angilak Property. A diamond drill rig will be mobilized to these targets from their existing location at the Lac 50 Trend via cat train. Permit amendment applications will be sent appropriately. Drilling target areas for 2013 are shown on Figure 5.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62°30'0"N
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6920000
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S
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W
RI-30
Nutaaq Camp
Angilak Property Reference
0 Kilometers 20
Nutaaq Camp
Property Outline
IOL Parcel
Angilak Mineral Claims
Lake
2013 Drill Area
High Priority
Low Priority
KIVALLIQ ENERGY CORP.
ANGILAK PROPERTY
2013 Drilling Areas
Nunavut Territory, Canada
NTS Reference : 065J
FIGURE 5
January 2013
UTM NAD83 Zone 14
Scale: 1 : 250 000
0 Kilometers 10

FUEL CACHES

Kivalliq Energy is permitted to store up to 3000 drums of fuel on site to support exploration programs. All fuel is stored in secondary containment berms at a single cache site located approximately 200 metres northwest of the Nutaaq camp at 527800mE 6938100mN NAD 83 Z14. Fuel drums will be transported to camp via First Air Hercules from Churchill and Air Tindi Dash 7 using an ice strip during winter conditions. All drums, secondary containment berms and fuel caches will be inspected daily. A record of these inspections will be kept on site and will be available for review by Inspectors upon request.

B) CAMP AND INFRASTRUCTURE UPGRADES

Kivalliq Energy Corp. established the Nutaaq camp at its present location in March 2010. Infrastructure upgrades in 2012 included the addition of a 30'X60' shop tent, 2 sleeper tents and a water shack, adjacent to the kitchen and dry, to host the camp water tanks. There are no significant camp infrastructure upgrades planned for 2013 although some internal upgrades to the kitchen and dry are anticipated. See Figure 6.

Airstrip

In 2010, 2011 and 2012 light aircraft on skis have landed on the frozen surface of the lake 200 metres south of the Nutaaq camp. During the summer months a 350 metre long flat topped gravel deposit located 1.5 kilometres west of the Nutaaq camp has been used as an airstrip to support exploration on the Angilak property. To reduce costs associated with servicing the camp by plane, Kivalliq Energy built an ice airstrip on the lake directly south of camp in 2012. The lake has dimensions of 1.5 kilometres north-south and 4.1 kilometres east-west and the airstrip was a minimum of 1500 metres x 50 metres (5000 ft. x150 ft.). Kivalliq plans on replicating the 2012 ice air strip in 2013 to allow larger aircraft such as Hercules, Buffalos, 737’s and Dash 7's to land next to camp. See Figure 7.

Equipment

In 2013, pending a purchase agreement with an inactive local operation, Kivalliq Energy has offered to purchase certain heavy equipment. The heavy equipment contemplated includes a BR160 Bombardier Snow Caterpillar, two 250D Caterpillar Haul Trucks, a 950F Caterpillar Loader, a 287B Caterpillar Skid Steer, a D4 Caterpillar Dozer, a 320 BL Caterpillar Excavator and a 140 G Caterpillar Grader. Other ancillary equipment includes a 10 Kva generator, six cargo sleds, four 110 gallon dual walled tidy tanks, Bobcat welder and two water pumps. Should the purchase be ratified the equipment units will be transported to the Nutaaq Camp via cat train during March 2013. The cat train would utilize the existing route from Rankin Inlet to Ferguson Lake and continue to Kivalliq’s existing route from Baker Lake to the Angilak Property by crossing the north side of Yathkyed Lake.

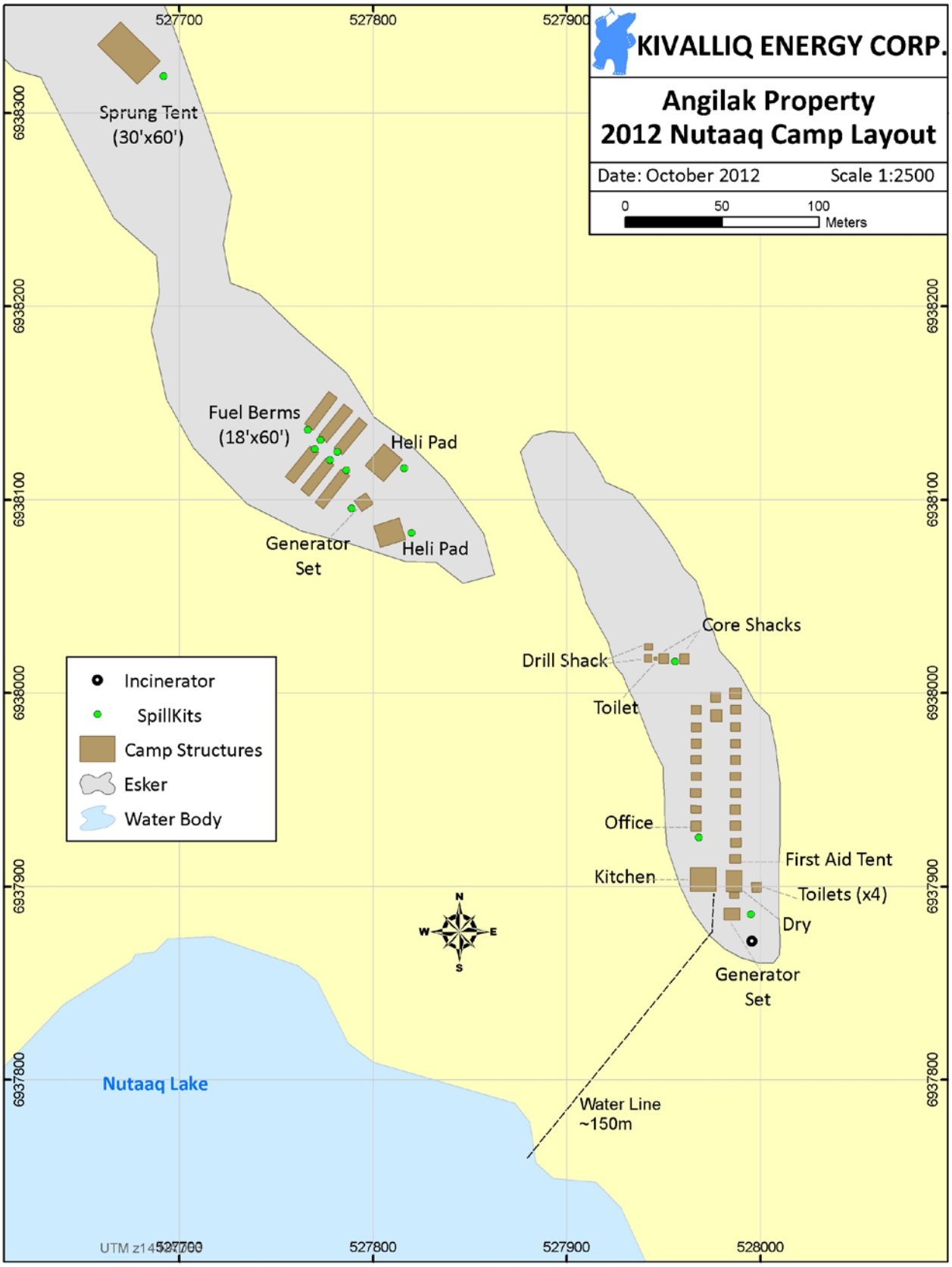

Figure 6: 2013 Nutaaq Camp Layout

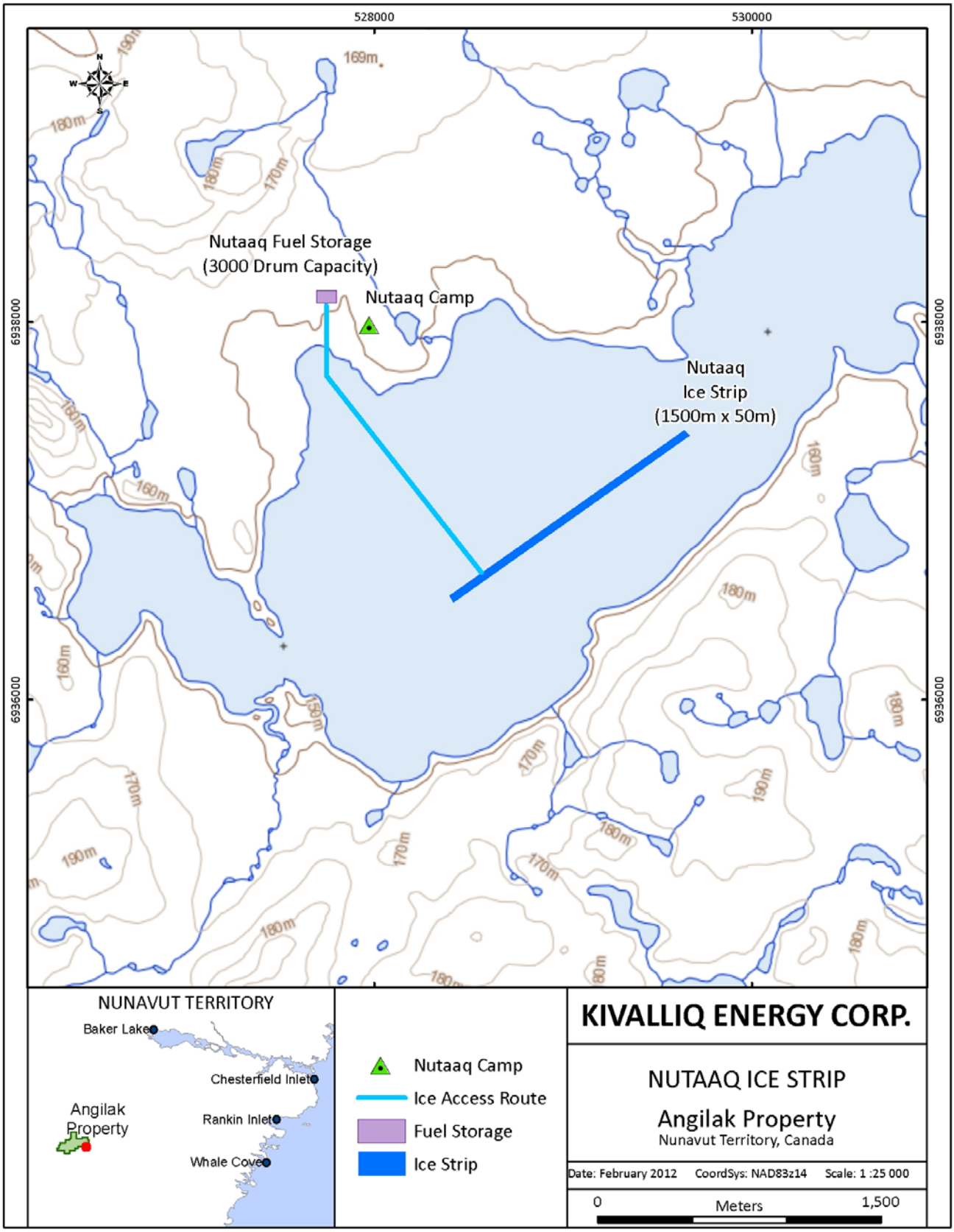

Figure 7: Nutaaq Ice Strip

C) BASELINE MONITORING PROGRAM

The environmental baseline program is designed to build an understanding of local and regional environmental attributes, and progress as work advances. The program was initiated in 2010. The 2013 program will be carried out with progressions from the 2012 program:

Meteorology

A fully automated climate station was installed at the camp in 2010. The parameters being recorded are: temperature, relative humidity, total precipitation, barometric pressure, wind speed and direction. The data is transmitted via satellite to a secure database every three hours.

Hydrology

The hydrological monitoring program focuses on the four primary watersheds potentially influenced by future Project activities, and the collection of data necessary to characterize the surface hydrology of these watersheds. Ten water level stations were established in 2010 and monitored yearly through 2012. Monitoring will continue in 2013, and additional water quality sites will be added to monitor the influence Kivalliq's expanded work area as warranted.

Water Quality

In 2010, twenty water quality sites were established. In 2013, water quality samples will be collected under the ice in April when water is considered the most dormant and then again in August when water is considered the most prolific. As Kivalliq's ongoing exploration program is successfully advancing quality targets elsewhere on the property, additional water quality sites will be added to the existing program to monitor the influence Kivalliq's expanded work area.

Wildlife Monitoring

The overall objective of the wildlife program is to describe wildlife use of the study area, and produce coarse-scale population estimates for Project valued ecosystem components (VECs) occurring in the study area. As in the previous 3 years, the 2013 program will consist of logging incidental observations of all wildlife encountered and conducting non-invasive observational based surveys for high profile VECs known to occur within the project area.

D) Environmental Considerations

All employees and contractors working for Kivalliq Energy Corp. will be made aware of the company's internal policies and procedures and will be made familiar with the Terms and Conditions of the project's licences and permits. Every person arriving at the Angilak Project will undergo an orientation which will include information on health, safety and environmental responsibilities and stewardship.

The orientation and training will include, but not be limited to: spill response, bear safety, environmental policies (including waste management), wildlife mitigation measures and the caribou protection measures.

All wildlife sightings, whether occurring in the field or in camp, will be reported to a designated staff member for daily entry into a database. These sightings will be compiled as an appendix in the annual report sent to the KIA and other regulatory agencies. All employees and contractors will be required to report sightings.

Wildlife incidents will be reported immediately to the KIA and to the GN Wildlife Biologists. Contact information for emergency situations will be hung on the wall of the office.

Water and aquatic life will be protected. Waterlines for drilling and domestic use will be properly placed to minimize disturbance to the shoreline and substrate and will be screened in accordance with the "Freshwater Intake End-of-Pipe Screen Guideline" prepared by the Department of Fisheries and Oceans.

No wastes will enter any water bodies. This includes discharge from the camp and return effluents from diamond drilling. The Nutaaq camp grey water is filtered through a grease trap then drained through a weeping tile bed installed behind the dry. The area of the weeping bed is inspected daily for grey water release on surface. Return effluents from diamond drilling are captured at the casing and run through Kivalliq's drill cuttings settling circuit. The circuit is continuously monitored to separate drilling cuttings from effluent flows. Only cleared water with suspended solids removed is released. Drill sites are inspected prior to the drill being moved. Sites are remediated and reclaimed on an ongoing basis as drilling proceeds.

Daily inspections will be conducted around the camp and a record of these inspections will be kept in the office for review by the Inspector upon request while at the camp.

E) Reclamation

Kivalliq Energy Corp. has a policy of progressive reclamation. As work is completed at one site, the area will be cleaned and reclaimed shortly after the move to the next site. Photos will be taken of all drill sites and will be submitted to the KIA and AANDC in the annual report.

Drill sites will be reclaimed at the completion of each hole. When immediate or complete reclamation is not possible, these sites will be recorded and re-visited later at the earliest possible opportunity. These sites will be included in the annual report submitted to the KIA and AANDC.

A cutting retrieval system is used during drill operations. Benign cuttings will be captured and stored in a natural depression as permitted. If uranium concentrations are greater than 0.05%,

drill cuttings will be contained in sealed steel 205 liter drums and stored in a well-marked location.

F) Socio-Economic Impacts and Benefits

Kivalliq was the first company in Canada to have a comprehensive agreement to explore on Inuit Owned Land for uranium. As part of this landmark partnership, NTI receives shares in Kivalliq and can elect to have a participating interest in the project, or collect royalties at a later date. Kivalliq also makes advance royalty payments to NTI annually and commits to specific work programs until 2012. The agreement not only applies to privately-held Inuit Owned Land, but also extends to 139 Crown issued claims. The Angilak property totals 340,268.3 acres in all.

Kivalliq Energy Corp. hires locally whenever possible and will utilize northern businesses and services wherever available. In 2012 Kivalliq had 10 staff members sourced from local communities. Kivalliq representatives plan to visit Rankin Inlet, Arviat and Baker Lake in April 2013 to discuss results from the 2012 program and present the work program proposed for 2013. These visits represent an excellent opportunity to meet with community individuals and discuss future opportunities with interested individuals Kivalliq Energy will be attending the Nunavut Mining Symposium in Iqaluit this year. As in previous years, Kivalliq will present an update on the progress of work at Angilak.

G) Archaeological, Traditional Knowledge

Any archaeological sites discovered during the course of exploration activities are handled with the utmost care. The location is recorded using a GPS and designated off limits to all workers. Disturbance is prohibited. Kivalliq Energy Corp. contracts Points West Heritage Consultants to document, survey and record, archaeological sites on the Angilak Property.

During community visits, Kivalliq Energy meets with elders to discuss work plans and proposed areas of interest. Any information that is shared regarding sites of historical significance, etc., will be incorporated in to the design of the program to ensure that these sites are protected for future generations.