c/o #220, 9797 - 45th Avenue Edmonton, Alberta T6E 5V8

Bus: (780) 435-0045 Fax: (780) 989-0322

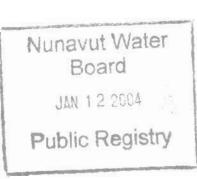
Email: pstrand@compusmart.ab.ca

15 December, 2003

SENT VIA COURIER

Phyllis Beaulieu
Licensing Administrator
Nunavut Water Board
P.O. Box 119
Gjoa Haven, NU X0B 1J0

Tel: 867 360 - 6338 Fax: 867 360 - 6369





RE: AMENDMENT OF WATER LICENCE NWB2CHU0305 — Churchill Diamond Property, Nunavut

Please accept the completed application form and necessary attachments for an amendment on our currently active Water licence NWB2CHU0305. A cheque for \$30.00 for the water licence fee has also been included. Items within the application which could not be attached at the current time (i.e. target locations) will be forwarded to you as soon as possible. Please contact me at the above numbers should there be any further questions, comments or further requested information. Thank you in advance.

Sincerely,

Pamela Strand, P. Geol.

President

Shear Minerals Ltd.

SHEAR MINERALS LTD.

Suite 220, 9797-45 Ave. Edmonton, AB T6E 5V8

Bus (780)435-0045 Fax (780)439-7308

SRM; CDNX

		LICENCE ION FORM	
Application for: (check one) ☐ New ☑ Amendment (to N)	WB2CHU0305) □ Renewa	l Assignment	INTERNAL
LICENCE NO: (for NWB use only)	Nunavut Water		The Commence of the control of the c
1. NAME AND MAILIN APPLICANT/LICENS Pamela Strand #220, 9797-45 th Ave. Edmonton, Alberta, Canada T6E 5V8		2. ADDRESS OF CORPO OFFICE IN CANADA 4579 Nunavut Ltd. <same address="" applicant="" as=""></same>	
Phone: (780)-435-0045 Fax: (780)-989-0322 e-mail: pstrand@compusmart.ab	o.ca	Phone	BRD EXT.
3. LOCATION OF UNDERTAKING (describe and attach a topographical map, indicating the main components of the undertaking) Churchill Diamond Property, Kivalliq Region, Nunavut (please see attached maps) Latitude: 63°00' Longitude: 92°00' NTS Map No. 55 J, K, N, O Scale 1:150,000			
 DESCRIPTION OF UNDERTAKING (attach plans and drawings) Domestic water supply for a 40-person (maximum) camp via submersible pump in a nearby lake Water for diamond drilling in the area of the exploration program ounlined on the attached maps, during the period of March 1 to Nov. 30, 2004 Drilling and camp programs for 2005-2006. 			
5. TYPE OF UNDERTAKING (A supplementary questionnaire <u>must</u> be submitted with the application for undertakings listed in "bold")			
☐ Industrial ☐ Mine Development ☐ Advanced Exploration ☑ Exploratory Drilling	 ☑ Remote/Tourism Camps ☐ Municipal ☐ Power ☐ Other (describe): 		
6. WATER USE ☐ To obtain water ☐ To modify the bed or ☐ To alter the flow of, ☐ To cross a watercour	or store, water	☐ To divert a watercourse ☐ Flood control ☐ Other (describe):	

THE OWNER WHEN		
7.	8-10 gallons per minute for one dr	OLVED (litres per second, litres per day or cubic metres per year, and quality to be returned to source) rill (while drilling only) during period of March 1 – November 30, 2004; camp (during peak periods of May 1 to Sept 30)
8.	WASTE (for each type of waste of several experimental Pro See attached Environmental Pro Sewage Solid Waste Hazardous Bulky Items/Scrap Metal	describe: composition, quantity, methods of treatment and disposal, etc.) cedures Plan> Waste oil Greywater Sludges Other (describe) drilling water
9.	PERSONS OR PROPERTIES A attach if necessary)	AFFECTED BY THIS UNDERTAKING (give name, mailing address and location;
	Land Use Permit	
	DIAND	Yes □ No If no, date expected
	N2003C0009 Regional Inuit Association	Yes □ No If no, date expected
	KVL302B265 Commissioner	☐ Yes ☐ No If no, date expected
10.	PREDICTED ENVIRONMENT MEASURES (direct, indirect, cu	TAL IMPACTS OF UNDERTAKING AND PROPOSED MITIGATION mulative impacts, etc.)
	NIRB Screening	X Yes □ No If no, date expected
11.	APEX Geoscience Ltd., #200, 979	
12.	STUDIES UNDERTAKEN TO <see attached="" bibliography="">,</see>	DATE (list and attach copies of studies, reports, research, etc.)

13.		VING DOCUMENTS <u>MUST</u> E Y PROCESS TO BEGIN	BE INCLUDED WITH THE APPLIC	CATION FOR THE
	Supplementary	Questionnaire (where applicable	: see section 5) ⊠ Yes □ No If no,	date expected
	Inuktitut/English	n Summary of Project	ĭ Yes ☐ No If no, date exp	ected
	Application fee	\$30.00 (c/o Receiver General fo	or Canada) ⊠ Yes □ No If no,	date expected
14.	PROPOSED TI	ME SCHEDULE		
	☐ Annual (or)	ĭ Multi Year		
	Start Date: M	arch 1, 2004	Completion Date: November	30, 2006
Hann	ah Kim	Geologist I.T.	Malin	
Name ((Print)	Title (Print)	Signature	Date
175 275 255	unavut Water Board LICATION FEE		Receipt No.:	
WAT	ER USE DEPOSI	T Amount: \$ Re	eceipt No.:	

EXPLORATION/ REMOTE CAMP SUPPLEMENTARY QUESTIONNAIRE

Appli	cant:		Licence No:	
			(F	For NWB Use Only)
ADMI	NISTRATIVE	INFORMATION		
1.	Environment M	Manager: Pamela Strand	Tel: (780) 435-0045 Fax	: (780) 989-0322
2.	Project Manage	er: Pamela Strand	Tel: (780) 435-0045 Fax	: (780) 989-0322
3.	Does the applic	cant hold the necessary proper	ty rights? Yes	
4.		an 'operator' for another comovide letter of authorization.		he property rights)?
5.	X	e Project Annual Multi Year: If Multi-Year indicate propose Start: March 1, 2004		
	P CLASSIFICA	ATION		
6.		Mobile (self-propelled) Temporary Seasonally Occupied: March Permanent Other:		
7.	What is the desat one time? W	sign population of the camp are That will be the fluctuations in	nd the maximum population personnel?	ion expected on site
	The new propo quarters, office, times)	osed camp will likely have a ma , kitchen and dry) to occupy a o	ximum of 18 buildings (inc crew of up to 40 people (d	cluding sleeping luring peak operating
8.	Provide history	y of the site if it has been used	in the past.	
	N/A			

CAMP LOCATION

).	Please describe proposed camp location in relation to biogeographical and geomorphological features, and water bodies. Located in till blanket area, presence of eskers or flat sandy deposits.			
10.	from photo	How was the location of the camp selected? Was the site previously used? Was assistance from the Regional Inuit Association Land Manager sought? Include maps and/or aerial photographs. Location was based on a water source of adequate size for required water use.		
11.	⊠Cro □Co	camp or any aspect of the project located on: own Lands Permit Number (s)/Expiry Date: Pending mmissioners Lands Permit Number (s)/Expiry Date: it Owned Lands Permit Number (s)/Expiry Date: Pending		
12.	Ranki	Closest Communities (distance in km): Rankin Inlet & Chesterfield Inlet are the closest communities from the property area (distance depends on exact area of work)		
13.	intere Com	Has the proponent notified and consulted with the nearby communities and potentially interested parties about the proposed work? Community consultations have commenced, in addition to letters outlining the proposed work has been sent to the nearby communities and potentially interested parties.		
14.	comn All no	the project have impacts on traditional water use areas used by the nearby nunities? Will the project have impacts on local fish and wildlife habitats? ecessary measures will be taken to prevent or minimize impacts on traditional water use and on the local fish and wildlife habitats.		
DIID	DOCE	OF THE CAMP		
15.	⊠ □	Tourism (hunting, fishing, wildlife observation, adventure/expedition, etc.)		
		(Omit questions # 16 to 21) Other (Omit questions # 16 to 22)		
16.		Preliminary site visit Prospecting Geological mapping Geophysical survey Diamond drilling Reverse circulation drilling Evaluation Drilling/Bulk Sampling (also complete separate questionnaire) Other:		

17.	Type o	Lead Zinc Diamond Gold Uranium Other:
DRIL	LING I	INFORMATION
18.	Drillin ⊠ ⊠	ng Activities Land Based drilling Drilling on ice
19.	Drillin A met equipm will be	ibe what will be done with drill cuttings? If g fluids and cuttings will be contained to prevent contact with the ice surface or water. The hod to clean up an accidental spill of this material will be devised and the required ment made available prior to the commencement of operations. Fluids and/or cuttings disposed of on land in a natural depression or excavated sump or otherwise in lance with the land use permit. (Please see attached Environmental Procedures Plan)
20.	All lan	ibe what will be done with drill water? Ind based drilling fluids will be treated in sumps to collect cuttings, allowing the water to not the surrounding landscape. (Please see attached Environmental Procedures Plan)
21.	sheets	ne brand names and constituents of the drill additives to be used? Includes MSDS and provide confirmation that the additives are non-toxic and biodegradable. Polymer, Clay Stabilizer, Big Bear Diamond Rod Grease, X-tra gel
22.		any core testing be done on site? Describe. will be moved to Rankin Inlet to be mechanically split and sampled.

SPILL CONTINGENCY PLANNING

- Does the proponent have a spill contingency plan in place? Please include for review.
 Yes, please see attached Spill Contingency Plan
- 24. How many spill kits will be on site and where will they be located?

 There will be one spill kit at each operating drill and one at each fuel cache location.
- Please describe the types, quantities, and method of storage of fuel and chemicals on site, and provide MSDS sheets.
 See attached Environmental Procedures Plan

WATER SUPPLY AND TREATMENT

26.	Describe the location of water sources. Numerous small ponds and lakes for land based drilling			
27.	Estimated demand:			
	X X	Domestic Use: 5 m³ per day (during peak times) Water Source: local camp lakes Drilling Units: 8-10 gallons per min. Water Source: small lakes & ponds Other: Water Source:		
28.	screen	Describe water intake for drill operations? Is the water intake equipped with a mesh creen to prevent entrapment of fish? Describe: submersible pump with filtered intake.		
29.	Will drinking water quality be monitored? What parameters will be analyzed and at what frequency? If and when a camp is established, water monitoring will commence.			
30.		I drinking water be treated? How? Attment of drinking water is dependant on water quality (See question 29).		
30.	Will water be stored on site? Yes, there will be one 45 gallon tank located at the drill site.			
WAS	TE TR	EATMENT AND DISPOSAL		
31.	<see ⊠</see 	ibe the characteristics, quantities, treatment and disposal methods for: attached Environmental Procedures Plan> Camp Sewage (blackwater) latrine sump / Incinceration		
	\boxtimes	Camp Greywater Sump		
	X	Solid Waste Incineration/shipped of site Bulky Items/Scrap Metal		
	\boxtimes	shipped off site Waste Oil/Hazardous Waste		
	\boxtimes	shipped off site Empty Barrels/Fuel Drums shipped off site		
	X	Other: drilling fliuds		

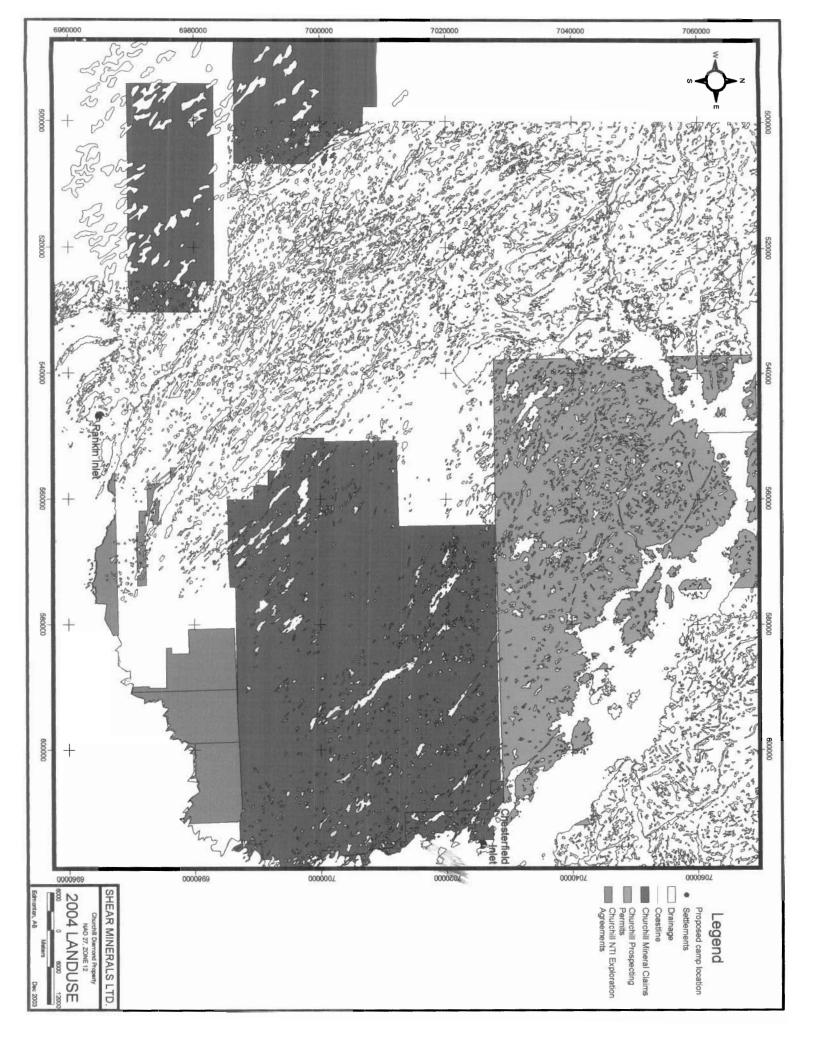
32.	Please describe incineration system if used on site. What types of wastes will be incinerated? The incineration system on site will be used for all general domestic and personal waste as well as non-hazardous combustible waste.
33.	Where and how will non-combustible waste be disposed of? If in a municipality in Nunavut, has authorization been granted? All inert waste shipped off site will be disposed of in the appropriate municipal/city dump
34.	Describe location (relative to water bodies and camp facilities) dimensions and volume, and freeboard for sumps (if applicable). 2m x 2m x 1.2m sump, more than 100 m from surface water
35.	Will leachate monitoring be done? What parameters will be sampled and analyzed, and at what frequency? $\rm N/\rm A$
OPER	AATION AND MAINTENANCE
36.	Have the water supply and waste treatment and disposal methods been used and proven in cold climate? What known O&M problems may occur? What contingency plans are in place? $\rm N/A$
ABAN	NDONMENT AND RESTORATION
37.	Provide a detailed description of progressive and final abandonment and restoration activities at the site. See Abandonment & Restoration Plan attached
BASE	LINE DATA
38.	Has or will any baseline information be collected as part of this project? Provide bibliography. □ Physical Environment (Landscape and Terrain, Air, Water, etc.) □ Biological Environment (Vegetation, Wildlife, Birds, Fish and Other Aquatic Organisms, etc.) □ Socio-Economic Environment (Archaeology, Land and Resources Use, Demographics, Social and Culture Patterns, etc.) □ Other: □ See bibliography attached

REGULATORY INFORMATION

- 39. Do you have a copy of
 - Article 13 Nunavut Land Claims Agreement
 - NWB Water Licensing in Nunavut Interim Procedures and Information Guide for Applicants
 - NWB Interim Rules of Practice and Procedure for Public Hearings
 - NWTWB Guidelines for the Discharge of Treated Municipal Wastewater in the NWT
 - NWTWB Guidelines for Contingency Planning
 - DFO Freshwater Intake End of Pipe Fish Screen Guideline
 - Fisheries Act s.35
 - RWED Environment Protection- Spill Contingency Regulations

 - Public Health Act Camp Sanitation Regulations
 - Public Health Act Water Supply Regulations
 - □ Territorial Land Use Act and Regulations

You should consult the above document, guidelines, and legislation for compliance with existing regulatory requirements.



CHURCHILL DIAMOND PROPERTY

LIST OF CLAIMS

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PAR 4	
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LIST OF NTI EXPLORATION AGREEMENTS

Agreement Number	Agreement Name Sedna 1 Sedna 2	
RI01-02-02		
RI01-02-03		
RI01-02-04	Sedna 3	
RI01-02-05	Sedna 4	

LIST OF PROSPECTING PERMITS

Permit Number		
2785		
2786		
2787		
2788		
2789		
2790		
2791		
2792		
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Summary

4579 Nunavut Ltd. #220 9797 45 Avenue Edmonton, Alberta T6E 5V8

2004 Land Use Plan Rankin Inlet Area, Kivalliq Region, Nunavut

Mineral Exploration in the Rankin Inlet Area

4579 Nunavut Ltd. and its partners are dedicated to exploring for economic mineral deposits in northern Canada. In 2001 we initiated exploration for mineral deposits within the Rankin Inlet area and believe that the area has the potential to host world-class mineral deposits. Our company is seeking to cooperate with the communities, local Inuit Associations, the Nunavut Government and the Federal Government so that all may benefit from mineral discoveries without adversely affecting the natural way of the wildlife, the people and the land.

The purpose of our activities under this land use license are to evaluate the potential for economic concentrations of minerals on Inuit surface and subsurface owned land parcels within NTS map sheets 55 J, N, and O. Our plan is to conduct ground geophysical surveys, diamond drilling, prospecting, rock and soil sampling and geological mapping all of which have a low impact on the environment.

We plan to initiate activities around March 1, 2004 and our field crews will be working out of Rankin Inlet. Our activities will be helicopter supported which will also be out of Rankin Inlet. Our 2004 program will be completed in several stages and will likely be complete by November 2003. Our 2005 activities are planned over the same period.

Small temporary camps for four people within a period of up to 10 days may be required from time to time; therefore, we anticipate on having to establish a few small camp structures. However, all camp locations will be on Crown land and the necessary landuse licenses will be obtained prior to any construction.

4579 Nunavut Ltd. and its partners conduct extensive exploration programs within Nunavut and the Northwest Territories. We recognize the importance of our role in discovering mineral deposits for our clients and that our exploration programs must be conducted in the most socially and environmentally responsible fashion possible.

Summary of Operations

Project activities involve ground geophysical surveys followed by helicopter supported diamond drilling for kimberlite. Fifty to sixty, 100-meter drill holes are planned for the 2004 field season. Field exploration will also consist of field mapping, soil and till sampling during the summer months, with the possibility of further drilling in the fall. At this time, the drill collar locations have yet to be determined, but will be forwarded as soon as they have been decided.

Currently, we plan on staging all exploration out of Rankin Inlet. However, there is the possibility of one temporary camp being established. This camp would be occupied seasonally, between March 1 and November 30. It will most likely have a maximum of 18 semi-permanent buildings (including sleeping quarters, office, kitchen and dry) to occupy a crew of up to 40 people (during peak operating times). Details of this camp will also be forward if the establishment of a camp is necessary.

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