

February 21, 2012

To: Phyllis Beaulieu
Manager of Licensing
Nunavut Water Board
P.O. Box 119
Gjoa Haven, NU
Canada, X0B 1J0
Tel: (867) 360-6338 ext. 26
Fax: (867) 360-6369

Re: Amendment Request for Nunavut Water Board Licence No. 2BE-FBP1116 on Behalf of West Melville Metals and Roche Bay PLC

Dear Mrs. Beaulieu:

Please accept this application for an amendment to the approved Nunavut Water Board (NWB) Licence No. 2BE-FBP1116. Based on ground-truthing during the summer of 2011 it was determined that the originally planned location for the camp on lease (2826) will not meet the needs of a camp of the size for which we will need (approximately eight to ten people, likely requiring 12 buildings including sleepers, outhouses, generator and core shacks, etc).

We are currently working off of satellite imagery and what limited field observations we were able to complete during the short 2011 field program, in conjunction with consultation with others who may have some knowledge of the area, so that a usable site location can be found. However, it does not appear that an exact location will be able to be determined until APEX Geoscience Ltd. (APEX) personal (on behalf of West Melville Metals – the operator) mobilize for the 2012 field season. Due to this fact, in conjunction with the mandatory 30 day NWB reviewal period, we ask that you amend our water licence to include an area that will cover the prospective land that a camp may be located on.

Please be assured that as soon at a final camp location, within the outlined area, is determined the exact coordinates will be submitted to the NWB, as well as any other affected organizations such as Aboriginal Affairs and Northern Development Canada (AANDC), Qikiqtani Inuit Association (QIA), Nunavut Impact Review Board (NIRB), etc.

At present three potential camp sites have been identified.

Option A: The original approved (2BE-FBP1116) location within the 2826 Lease, which has been used for smaller camps historically and may have to be a last result if no other site is located. All drilling will still remain directly on the lease so the water usage for that activity will not change. This is solely an amendment to include an area in which we can move the camp. A landuse Licence has already been approved (Q11L3C009) for the camp site as well as the drilling through the QIA. Discussions and modifications have already been initiated with the QIA for camp relocation. The camp location already approved is at Latitude 68° 11' 54" N and Longitude 85° 31' 13" W.

Option B: Northwest shore of Folster Lake. The QIA has already approved the camp to be relocated anywhere within the Inuit Owned Lands (IOL) HB-08. At present we have given them tentative coordinates for the northwest shore of Folster Lake at Latitude 68° 6' 2" N and Longitude 85° 52' 36" W, with the understanding that it may have to change at the last minute when the APEX staff mob up to the area for the 2012 drilling program.

Option C: South of Mackar Dew-line (Cam-5) Site. The last option that has been hypothesized thus far is just south of the Cam-5 Dew Line Site at Mackar Inlet. APEX staff (myself) have been in correspondence with the Department of National Defence (DND) for some time in the attempt to locate the camp directly on the ideal Mackar site, but have been denied access except for the use of the airstrip, for which a written approval is expected by the end of February. Due to this fact we have located a spot just south of the Mackar Site (determined from the site outline provided to APEX from the DND). There appears to be a safe (uncontaminated) water source with a relatively flat lying area very near the airstrip, but once again although we have been in contact with the DND staff, as well as other government persons (such as the GSC), that have actually visited the Mackar site, we can still not make a definite conclusion of if the site will be suitable until it is actually investigated. In anticipation of using the South Mackar Site West Melville Metals (the operator) has acquired a landuse permit (N2011J0032) with the AANDC (all other landuse and water licences thus far have been in the owners and previous operators name Roche Bay PLC). The approximate camp location for this option is at Latitude 68° 20' 14"N and Longitude 85° 44' 14"W.

The area we are proposing to use for the licence amendment will encompass all three options as listed and described above is illustrated on the attached figure and is as follows:

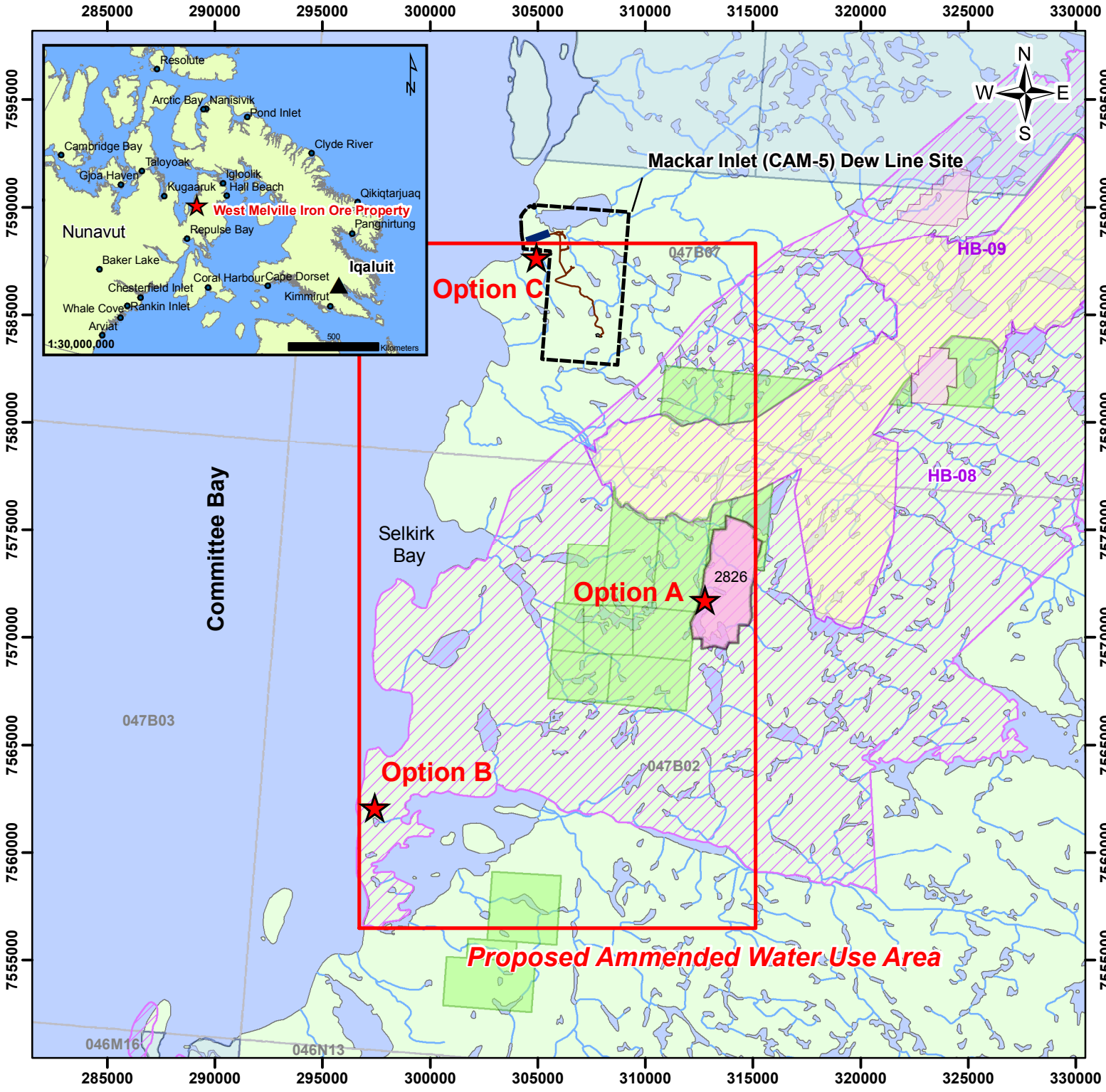
NW: Latitude: 68° 20' 2.556" N Longitude: 85° 56' 18.922" W
NE: Latitude: 68° 20' 47.957" N Longitude: 85° 29' 34.984" W
SE: Latitude: 68° 3' 43.472" N Longitude: 85° 26' 15.233" W
SW: Latitude: 68° 2' 58.362" N Longitude: 85° 52' 39.398" W

Please feel free to contact me with any questions or concerns or any additional information.

Warmest Regards,



Tara Gunson B.Sc. Geol. I.T.
APEX Geoscience Ltd.
On behalf of West Melville Metals Inc. and Roche Bay PLC



Legend

- Potential 2012 Camp Locations
- Rivers
- Lakes
- NTS 50k Mapsheets
- Mineral Leases-other companies
- Mineral Claims-other companies
- Prospecting Permits
- Inuit Owned Land - Surface
- Inuit Owned Land - Subsurface
- West Melville Metals Iron Property**
- Lease 2826
- CAM-5 Mackar Inlet Infrastructure**
- Mackar Airstrip
- Mackar Road
- Mackar Inlet (CAM-5) Site
- Mackar Station

West Melville Metals Inc.

West Melville Iron Ore Property
 West Melville, Nunavut

**Proposed 2012
 Camp Locations**

0 2.5 5 10
 Kilometers
 1:250,000
 Nad 83, Zone 17

APEX Geoscience Ltd.
 Edmonton, Alberta February, 2012