



District of: Ontario  
Division No. 09 - Toronto  
Court No. 31-1722720  
Estate No. 31-1722720

FORM 78 – Continued


List "A"  
Unsecured Creditors

Starfield Resources Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	Canada Revenue Agency	875 Heron Road Ottawa ON K1A 1A2	320,375.73	0.00	320,375.73
2	Computershare	100 University Avenue, 11th Floor Toronto ON M5J 2Y1	2,777.37	0.00	2,777.37
3	John E. Robins	17 Brunswick Beach Road Lions Bay BC V0N 2E0	12,500.00	0.00	12,500.00
4	KPMG LLP Attr: Ken McKay	333 Bay Street, Suite 4600 Toronto ON M5H 2S5	73,541.53	0.00	73,541.53
5	Lawrence Barry	1383 Kilmer Road North Vancouver BC V7K 1R3	12,500.00	0.00	12,500.00
6	Major Drilling International Inc.	180 Cree Crescent Winnipeg MB R3J 3W1	6,053.10	0.00	6,053.10
7	Matthew Mason	1930 Nelson Avenue West Vancouver BC V7V 2P4	25,000.00	0.00	25,000.00
8	Pitney Bowes Leasing, Pitney Bowes Global Credit Services	Att: Asset/ Bankruptcyhighway.com P.O.Box 57100 Toronto ON M8Y 3Y2	101.36	0.00	101.36
9	Royal Bank Visa	P.O. Box 4016, Station "A" Toronto ON M5W 3E6	2,151.55	0.00	2,151.55
10	Sutton Compliance Communications	200-20 Duncan Street Toronto ON M5H 3G8	678.00	0.00	678.00
11	TSX Inc.	The Exchange Tower, 130 King Street West Toronto ON M5X 1J2	14,449.90	0.00	14,449.90
12	Whitten & Lublin Attr: Adrijana Horvat	141 Adelaide Street West, Suite 600 Toronto ON M5H 3L5	13,643.56	0.00	13,643.56
Total:			483,772.10	0.00	483,772.10

02-Jul-2013

Date



Philip Martin

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FORM 78 – Continued

List "D"  
Contingent or Other Liabilities

Starfield Resources Inc.

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
1	2010 Flow-Through Investors	Various Various Various ON	450,000.00	0.00		Other
2	2011 Flow-Through Investors	Various Various ON	1,400,000.00	0.00		Other
3	SGS Canada Inc.	P.O. Box 4580, Dept. 5, Station A Toronto ON M5W 4W2	23,979.96	0.00		Other
Total:			1,873,979.96	0.00		

02-Jul-2013

Date



Philip Martin

PROOF OF CLAIM
(see reverse for instructions)



IN THE MATTER OF THE BANKRUPTCY (OR THE PROPOSAL OR RECEIVERSHIP) OF

Starfield Resources Inc. (referred to in this form as "the debtor")
and the claim of (referred to in this form as "the creditor")

All notices or correspondence regarding this claim to be forwarded to the creditor at the following address:

Telephone: Fax:
I, (name of person signing claim) residing in the (city, town, etc.)
of in the Province of (name of city, town, etc.)

Do hereby certify that:

If an officer of the company, state position or title.

The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.

Check and complete appropriate category. Other than as a customer contemplated by Section 262 of the Act
Check appropriate description. Set out an attached sheet details to support priority claim.

Give full particulars of the claim, including the calculations upon which the claim is based.
Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.

Attach a copy of sales agreement and delivery receipts.

Give full particulars of any wage earner's claim, including the calculations upon which the claim is based.

To be completed when a proposal provides for the compromise of claims against directors. Give full particulars of the claim, including the calculations upon which the claim is based.

To be completed when a proposal provides for the compromise of claims against directors. Give full particulars of the claim, including the calculations upon which the claim is based.

Give full particulars of the claim, including the calculations upon which the claim is based.

Strike out "is" or "is not"

Provide details of payments, credits and transfers at undervalue.

Applicable only in the case of the bankruptcy of an individual

Must be signed and witnessed

Notes: All references to "the Act" refer to the Bankruptcy and Insolvency Act.
If an affidavit or solemn declaration is attached, it must have been made before a person qualified to take affidavits or solemn declarations.
If a copy of this Form is sent electronically by means such as email, the name and contact information of the sender, prescribed in Form 1.1, must be added at the end of the document.

Warning: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.
Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

See General Proxy on reverse

GENERAL PROXY
(with power of substitution)

In the matter of the bankruptcy or proposal of the debtor, the creditor hereby appoints (with power of substitution)

\_\_\_\_\_ of the \_\_\_\_\_ of \_\_\_\_\_

to be the creditor's general proxy in the above matter (excepting only as to the receipt of dividends).

Dated at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

\_\_\_\_\_
Name of creditor (print)
Per: \_\_\_\_\_
Signature
Witness

Instructions for completing proof of claim forms

Every creditor who does not prove his claim is not entitled to share in any distribution. Claims not completed correctly in every respect will be returned.

In completing the attached form, your attention is directed to the marginal notes on the form and to the following requirements:

Proof of Claim:

- 1. The form must be completed by an individual and not by a corporation. If you are acting for a corporation or other person, you must state the capacity in which you are acting, such as, "Credit Manager", "Treasurer", "Authorized Agent", etc.
- 2. The person signing the form must have knowledge of the circumstances connected with the claim.
- 3. The debtor's name and date of the bankruptcy must be filled in and a Statement of Account containing details of the claim must be attached and marked "A". The date at which claims are to be calculated and the correct name of the debtor may be found on the Notice sent to the creditor.
- 4. The nature of the claim must be indicated by ticking the type of claim which applies, e.g.-
Ticking A indicates the claim is unsecured and
Ticking A(i) indicates that the creditor is not claiming any priority or
Ticking A(ii) indicates the creditor is claiming preferred status under section 136 of the Act. Details to support the priority claim must be set out on an attached schedule.
Ticking B indicates a claim of landlord for disclaimer of a lease under subsection 65.2(4) of the Act. Details to support this claim must be set out on an attached schedule.
Ticking C indicates the claim is secured and the value at which the creditor assesses the security must be inserted. Details of each item of security held should be attached as a separate schedule and submitted with a copy of the chattel mortgage, conditional sales contract, security agreement, etc.
Ticking D indicates that the creditor is a farmer, fisherman or aquaculturist who supplied goods within 15 days prior to the date of receivership or bankruptcy and has not yet been paid for those goods.
Ticking E indicating that the creditor is a former employee of the debtor.
Ticking E(i) The claim of a clerk, servant, travelling salesperson, labourer or worker who is owed wages, salaries, commissions or compensation by a bankrupt for services rendered during the period beginning on the day that is six months before the date of the initial bankruptcy event and ending on the date of the bankruptcy is secured, as of the date of the bankruptcy, to the extent of \$2,000 — less any amount paid for those services by the trustee or by a receiver — by security on the bankrupt's current assets on the date of the bankruptcy.
Ticking E(ii) The claim of a clerk, servant, travelling salesperson, labourer or worker who is owed wages, salaries, commissions or compensation by a person who is subject to a receivership for services rendered during the six months before the first day on which there was a receiver in relation to the person is secured, as of that day, to the extent of \$2,000 — less any amount paid for those services by a receiver or trustee — by security on the person's current assets that are in the possession or under the control of the receiver.
Ticking F indicates the claim is against a director under subsection 50(13) of the Act. It is applicable only in the case of a proposal which provides for the compromise of claims against directors. Details to support this claim must be set out on an attached schedule.
Ticking G (applies only to bankruptcies of security firms) indicating that the creditor is a customer of the bankrupt securities firm.
- 5. The person signing the form must indicate (by striking out "is" or "is not") whether the creditor and the debtor are related. Section 4 of the Act defines persons related to a debtor. If the creditor is related by blood or marriage to the debtor, the creditor should consider itself to be a related person. If the debtor is a corporation, a creditor would be related if it was a shareholder or if the creditor was controlled by the same shareholders as the debtor.
- 6. The person signing the form must provide full details of all payments and credits received from or allowed to the debtor during the period indicated. Leaving a blank will indicate that there were no such payments and credits.
- 7. In the case of the bankruptcy of an individual, tick one or more of the three boxes in No. 7 as appropriate.
- 8. The person signing the form must insert the place and date and the signature must be witnessed.

General Proxy:

If it is desired to appoint a proxy, the proxy form must be completed and signed by the creditor; if the creditor is a corporation, the proxy form must be signed in the corporate name (not necessarily by the individual signing the proof of claim form) and the proxy must be witnessed.

If there are any questions in completing the proof of claim, please write or telephone the office of the trustee

PricewaterhouseCoopers Inc.
Trustee for Starfield Resources Inc.
PwC Tower
18 York Street, Suite 2600
Toronto, ON M5J 0B2
Attention: Sara de Verneuil
Telephone: 416 941 8383, Ext 14374
Fax: 416 814 3219