

**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. 2BE-FER0712** dated **October 2, 2007** ("the Licence") to **Starfield Resources Inc.** (the "**Assignor**"), for a term of five years starting on **October 2, 2007** and expiring on **July 1, 2012**, subject to the terms and conditions set out in the Licence. (presently expired and renewal application under consideration)

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

(a) \_\_\_\_\_ (individual)

**OR**

(b) **Canadian North Resources and Development Corp.**,  
(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 pay any security required of the Assignor when the Licence was granted.

**IN WITNESS WHEREOF** the Proposed Assignee executed this Undertaking on

\_\_\_\_\_ July 16, 2013.

SIGNED, SEALED AND DELIVERED  
in the presence of:



\_\_\_\_\_  
Signature of Witness

\_\_\_\_\_  
Dennis H. Peterson

\_\_\_\_\_  
Print name of Witness

)  
)  
)  
)



\_\_\_\_\_  
(Signature of Individual)

\_\_\_\_\_  
Tony Pomeroy

\_\_\_\_\_  
(Print name of Individual)

On behalf of

CANADIAN NORTH RESOURCES  
AND DEVELOPMENT CORP.

\_\_\_\_\_  
(Corporation Name)

Per: President  
Position

(corporate seal)

**AFFIDAVIT OF EXECUTION  
UNDERTAKING OF PROPOSED ASSIGNEE**

I, Dennis H. Peterson (name of witness), of the city of Toronto in the province or territory of **Ontario**.

**MAKE OATH AND SAY:**

1. **THAT** I know Tony Pomeroy

(individual who signed Undertaking), of the City  
city/town/village of Mississauga in the province/territory of **Ontario**.

2. **THAT** on or about the \_\_\_\_\_ day of July, 2013 (month and year), I was personally present and did see the Undertaking annexed as Exhibit "A", executed by Tony Pomeroy (individual who signed Undertaking) by signing the second page of the Undertaking.

3. **THAT** at the time of execution of the Undertaking, Tony Pomeroy (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 16<sup>th</sup> day of July, 20 13

James

) *Dennis H. Peterson*  
 )  
 )  
 ) Dennis H. Peterson

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