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To: Phyllis Beaulieu From: Elizabeth Sherlock
or Richard Dwyer
Company: NWB Date: June 17, 2009
Fax No. 867-360-6369 Pages:(including cover page) 10
Subject: Request to assign Back River licences

This facsimile is confidential. If you are not named above as addressee, it may be unlawful for you to read, copy, distribute, disclose or otherwise use the information in this facsimile. If you are not the intended recipient of this facsimile, please telephone or fax us immediately.

Please see attached.

Elizabeth



June 9, 2009

DELIVERED AND BY FAX

Nunavut Water Board
P.O. Box 119
Gjoa Haven, NU X0B 1J0

Attention: Phyllis Beaulieu, Manager of Licencing

Dear Sirs and Mesdames:

Water Licences NWB2BE-GEO0210 "Type B" - amendment no. 1 and NWB2B-GOO0510 "Type B" - amendment no. 2 (collectively, the "NWB Licences")

As you may be aware, Dundee Precious Metals Inc. ("DPM") has entered into an Agreement (the "Agreement") to sell the Back River and Wishbone properties in Nunavut to Sabina Silver Corporation ("Sabina"). We write to request the Nunavut Water Board's ("NWB") authorization to assign the NWB Licences pursuant to Section 44 of the *Nunavut Waters and Nunavut Surface Rights Tribunal Act* which provides that a "sale or other disposition by a licensee of any right, title or interest in an appurtenant undertaking" constitutes an assignment, subject to the authorization of the NWB. The Agreement provides for the assignment of the Back River and Wishbone properties, which occurred on June 9, 2009, and we request that the Nunavut Water Board now initiate and complete the process for assigning the NWB Licences.

With respect to the assignment of the NWB Licences and based on conversation with NWB staff on May 29, 2009, it was indicated that an assignment form and application fee was required for each NWB Licence. We enclose completed assignment forms and the application fee.

Should you require any further information please do not hesitate to contact the undersigned.

Yours very truly,

DUNDEE PRECIOUS METALS INC.



Stephanie Anderson
Executive Vice President and Chief Financial Officer
Enc.

DECLARATION OF LICENSEE (Assignor)

I, Stephanie Anderson
(Name)

representing DUNDEE PRECIOUS METALS INC.
(Name of Licensee)

hereby request the Nunavut Water Board to approve the assignment of

Licence No. 2BE-GOO0510- Type "B" described in this application.

Dated this 9th day of June, 2009, in the City of
(City/Town/Village, etc.)
Toronto, Ontario, Canada.
(Name - City/Town) (Province/Territory)

[Signature]
Signature of Applicant

**AFFIDAVIT OF EXECUTION
UNDERTAKING OF PROPOSED ASSIGNEE**

I, NICOLE HOELLER (name of witness), of the city of Vancouver in
the province of British Columbia

MAKE OATH AND SAY:

1. **THAT** I know ELAINE BENNETT

(individual who signed Undertaking), of the _____ City _____
of NORTH Vancouver in the
province of British Columbia.

2. **THAT** on or about the 8th day of June, 2009, I was personally present
and did see the Undertaking annexed as Exhibit "A", executed by
ELAINE BENNETT (individual who signed
Undertaking) by signing page two of the Undertaking.

3. **THAT** at the time of execution of the Undertaking, ELAINE BENNETT
(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 of)

Vancouver in the province of)

British Columbia this 8th day of)

June 2009)

)

)

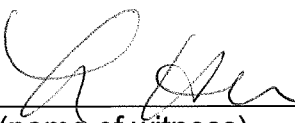
)

)

) (name of witness)



JOHANNA FIPKE
Barrister & Solicitor
1600 - 925 WEST GEORGIA ST.
VANCOUVER, B.C. V6C 3L2
(604) 685-3456



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-GOO0510 - Type "B" dated March 11, 2005 and Amendment No. 1 dated April 25, 2006 and Amendment No. 2 dated May 11, 2009 ("the Licence") to DUNDEE PRECIOUS METALS INC. (the "**Assignor**"), starting on March 11, 2005 and expiring on December 31, 2010, subject to the terms and conditions set out in the Licence.

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

SABINA SILVER CORPORATION

(a corporate entity incorporated pursuant to the laws of British Columbia)

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 June 8, 2009.

SIGNED, SEALED AND DELIVERED
in the presence of:



Witness

)
)
)
)
)
)

On behalf of

SABINA SILVER CORPORATION

Per: 

Position: VP Finance + CFO
Name: Elaine Bennett

(corporate seal)

DECLARATION OF LICENSEE (Assignor)

I, Stephanie Anderson
(Name)

representing DUNDEE PRECIOUS METALS INC.
(Name of Licensee)

hereby request the Nunavut Water Board to approve the assignment of

Licence No. 2BE-GEO0210 – Type “B” described in this application.

Dated this 9th day of June, 2009, in the City of
(City/Town/Village, etc.)
Toronto, Ontario, Canada.
(Name - City/Town) (Province/Territory)

[Signature]
Signature of Applicant

**AFFIDAVIT OF EXECUTION
UNDERTAKING OF PROPOSED ASSIGNEE**

I, NICOLE HOELLER (name of witness), of the city of Vancouver in
the province of British Columbia

MAKE OATH AND SAY:

1. **THAT** I know ELAINE BENNETT

(individual who signed Undertaking), of the _____ City _____
of NORTH Vancouver in the
province of British Columbia

2. **THAT** on or about the 8th day of June, 2009, I was personally present
and did see the Undertaking annexed as Exhibit "A", executed by
ELAINE BENNETT (individual who signed
Undertaking) by signing page two of the Undertaking.

3. **THAT** at the time of execution of the Undertaking, ELAINE BENNETT
(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 of)

Vancouver in the province of)

British Columbia this 8th day of)

June 2009)

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)

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)

) (name of witness)



JOHANNA FIPKE

Barrister & Solicitor

1600 - 925 WEST GEORGIA ST.

VANCOUVER, B.C. V6C 3L2

(604) 685-3456



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-GEO0210 - Type "B" dated July 3, 2002 and Amendment No. 1 dated May 4, 2009 ("the Licence") to DUNDEE PRECIOUS METALS INC. (the "**Assignor**"), starting on July 3, 2002 and expiring on December 31, 2010, subject to the terms and conditions set out in the Licence.

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

SABINA SILVER CORPORATION

(a corporate entity incorporated pursuant to the laws of British Columbia)

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
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in the presence of:



Witness

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On behalf of

SABINA SILVER CORPORATION

Per: 
Position: VP Finance + CFO
Name: Elaine Bennett

(corporate seal)