

Lupin Mines Incorporated

(a subsidiary of Elgin Mining Inc.)

28 June 2012

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

Ms. Tara Arko
Technical Advisor
NIRB
Box 1360
Cambridge Bay, NU
X0B 0C0

Dear Ms. Beaulieu and Ms. Arko,

**RE: Application for Water Licence 2BE-LEP1217 Amendment No.2
Lupin Mine, Nunavut**

Please find enclosed an application for an amendment to our current water licence 2BE-LEP1217 (Amendment No. 1). The amendment is requested in order to expand the surface exploration area.

The proposed amendment is requested for to include 4 additional mineral claims and one additional mineral lease. Activities will include an expansion of the surface exploration area. All sites on the proposed area will be accessed by helicopter only. There will be no changes associated with camp use, water use, waste disposal or operation schedule.

In support of these amendments, the following are attached:

- Water licence amendment application
 - Copy of water use fee deposit
 - Figure 1: Map of Location
 - Appendix 1: NPC conformity
 - Appendix 2: NIRB Screening Determination
 - Appendix 3: Letter to AANDC advising of the expansion of the surface exploration area for Lupin Mines Incorporated Land Use Permit N2011C0026

Translations of the relevant summaries are currently underway and will be provided as soon as they become available.

If you have any questions regarding the enclosed, please do not hesitate to contact me.

Sincerely,

Lupin Mines Incorporated.



Karyn Lewis, Executive Assistant
On Behalf of Patrick Downey, President and CEO