

**Northquest Ltd**  
Suite 1000 – 36 Toronto St  
Toronto, ON  
M5C 2C5  
(416) 306 -0202

March 8, 2011

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

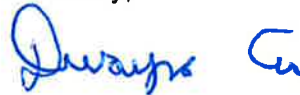
Attn: NWB Manager of Licensing

Dear Sir:

Enclosed, please find two hard copies and one digital copy on CD of Northquest Ltd's application for a water licence for Northquest Ltd's Pistol Bay Project in Nunavut. This document is reproduced electronically and contains 215 pages including the cover page. The electronic document contains the following PDF files:

- Cover Letter
- 100401-General Water Licence Application
- Scanned signature page of application
- Northquest Ltd Pistol Bay Project Overview
- Northquest Pistol Bay – Inuktitut Translation
- Description of Planned Activities-Pistol Bay Project
- Pistol Bay Project – List of Exploration Permits and Mineral Claims
- List of Officers – Northquest Ltd
- Certificate of Incorporation – Northquest Ltd
- Form 18 – Statement of Registration
- Financial Statement – Oct, 2010
- Interim Consolidated Financial Statement
- 060621 Exploration – Remote Camp Questionnaire
- Northquest Ltd Emergency Response Plan and Health and Safety Manual
- Environmental Procedures Monitoring and Management Plan for the Pistol Bay Project, Pistol Bay Area, Nunavut
- Spill Contingency Plan – Pistol Bay Project
- Abandonment and Restoration Plan – Pistol Bay Project
- MDS Sheets
- Northquest Property Map – 1 to 250 thousand
- Northquest Wilson Bay Proposed Drilling: 1 to 50 thousand

Sincerely,



Dwayne Car,  
VP Exploration, Northquest Ltd.