URACAN RESOURCES LTD.

Suite 2184 – 1055 Dunsmuir Street
PO Box 49275, Bentall Four
Vancouver, British Columbia, V7X 1L3

ANNUAL INFORMATION FORM

FOR THE YEAR ENDED JULY 31, 2010

Dated: May 12, 2011

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GLOSSARY OF GENERAL TERMS

In this Annual Information Form, unless there is something in the subject matter or context inconsistent therewith, the following capitalized words and terms have the following meanings:

Affiliate	A company is an "Affiliate of another company if: (a) one of them is the subsidiary of the other; or (b) each of them is controlled by the same Person;
Associate	means, when used to indicate a relationship with a Person, (a) a partner, other than a limited partner, of that Person; (b) a trust or estate in which that Person has a substantial beneficial interest or for which that Person serves as trustee or in a similar capacity; (c) an issuer in respect of which that Person beneficially owns or controls, directly or indirectly, voting securities carrying more than 10% of the voting rights attached to all outstanding voting securities of the issuer, or (d) a relative, including the spouse, of that Person or a relative of that Person's spouse, if the relative has the same home as that Person;
Bonaventure:	means Bonaventure Enterprises Inc.;
Common Shares:	means the common shares of the Corporation;
company:	means unless specifically indicated otherwise, means a corporation, incorporated association or organization, body corporate, partnership, trust, association or other entity other than an individual;
Control Person:	means any person or company that holds or is one of a combination of persons or companies that holds a sufficient number of any of the securities of an issuer so as to affect materially the control of that issuer, or that holds more than 20% of the outstanding voting securities of an issuer except where there is evidence showing that the holder of those securities does not materially affect the control of the issuer;
Corporation:	means Uracan Resources Ltd., a company incorporated under the laws of British Columbia;
Exchange:	means TSX Venture Exchange Inc.;
Insider:	if used in relation to an issuer, means: (a) a director or senior officer of the issuer; (b) a director or senior officer of another issuer that is an Insider or subsidiary of the issuer;

	(c) a Person that beneficially owns or controls, directly or indirectly, voting shares carrying more than 10% of the voting rights attached to all outstanding voting shares of the issuer; or (d) the issuer itself if it holds any of its own securities;
NI 43-101 or National Instrument 43-101:	means National Instrument 43-101 "Standards of Disclosure for Mineral Projects" adopted by the Canadian Securities Administrators;
Non-Arm's Length Party	means a): in relation to a company: (i) a promoter, officer, director, other Insider or Control Person of that company and any Associates or Affiliates of any of such Persons; (ii) another entity or an Affiliate of that entity, if that entity or its Affiliate have the same promoter, officer, director, Insider or Control Person; and (b) in relation to an individual, any Associate of the individual or any company of which the individual is a promoter, officer, director, Insider or Control Person;
North Shore Property:	means the four mineral properties located in Quebec acquired by the Corporation pursuant to the option agreement entered into between the Corporation and Sheridan as more particularly described under "Business of the Corporation – Mineral Projects" below;
Person:	means a company or individual;
Properties:	means, collectively, the North Shore Property and the Saskatchewan Property, as more particularly described under "Business of the Corporation – Mineral Projects" below;
Saskatchewan Property:	means the mineral claims staked by the Corporation totaling approximately 100 km2 in the Pipewrench Lake and Narrows Lake area approximately 130 kilometers northwest of La Ronge, Saskatchewan as more particularly described under "Business of the Corporation – Mineral Projects" below;
Shareholder:	means a holder of Common Shares of the Corporation; and
Sheridan:	means Sheridan Platinum Group Limited.

GLOSSARY OF MINING TERMS

In this Annual Information Form, unless there is something in the subject matter or context inconsistent therewith, the following capitalized words and terms have the following meanings:

"assay" means an analysis to determine the presence, absence, and quantity of one or more metallic components.

"breccia" is a geological term referring to a rock made of fragments of one or more rock types that has formed as a result of movement along faults, or the activity of fluids that may carry mineralization.

"Cu" is the chemical symbol for copper.

"Cu-Au-AG" means copper-gold-silver.

"feasibility study" means a comprehensive study of a deposit in which all geological, engineering, operating, economic and other relevant factors are considered in sufficient detail that it could reasonably serve as the basis for a final decision by a financial institution to finance the development of the deposit for mineral production.

"g" means gram.

"Ga" means billion years.

"indicated mineral resource" is that part of a mineral resource for which quantity, grade or quality, densities, shape and physical characteristics, can be estimated with a level of confidence sufficient to allow the appropriate application of technical and economic parameters, to support mine planning and evaluation of the economic viability of the deposit. The estimate is based on detailed and reliable exploration and testing information gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes that are spaced closely enough for geological and grade continuity to be reasonably assumed.

"inferred mineral resource" is that part of a mineral resource for which quantity and grade or quality can be estimated on the basis of geological evidence and limited sampling and reasonably assumed, but not verified, geological grade and continuity. The estimate is based on limited information and sampling gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes.

"km" means kilometer.

"km^2" means square kilometer.

"LOI" means loss on ignition.

"m" means metre.

"Ma" means million years.

"mineral reserve" is the economically mineable part of a measured or indicated mineral resource demonstrated by at least a preliminary feasibility study. This study must include adequate information on mining, processing, metallurgical, economic and other relevant factors that demonstrate, at the time of reporting, that economic extraction can be justified. A mineral reserve includes diluting materials and allowances for losses that may occur when the material is mined.

"mineral resource" is a concentration or occurrence of diamonds, natural solid inorganic material, or natural solid fossilized organic material including base and precious metals, coal, and industrial minerals in or on the Earth's crust in such form and quantity and of such a grade or quality that it has reasonable prospects for economic extraction. The location, quantity, grade, geological characteristics and continuity of a mineral resource are known, estimated or interpreted from specific geological evidence and knowledge.

"mineralization" refers to the presence of a mineral of economic interest in a rock.

"Ni-Cu" means nickel-copper.

"NTS" means National Topographic System.

"ore" means a natural aggregate of one or more minerals which, at a specified time and place, may be mined and sold at a profit, or from which some part may be profitably separated.

"ppm" means parts per million.

"scintillometer" means an instrument for measuring radioactivity.

"sedimentary" means a rock formed from cemented or compacted sediments.

"t" means metric tonne.

"U308" means uranium oxide, or the common measure for reporting the analyzed concentration of uranium in a sample.

"UTM" means Universal Transverse Mercator, a grid projection used to map the world.

Terms used and not defined in this Annual Information Form that are defined in National Instrument 51-102 – "Continuous Disclosure Obligations" shall bear that definition. Other definitions are set out in National Instrument 14-101 – "Definitions".

METRIC CONVERSION TABLE

For ease of reference, the following conversion factors are provided:

Metric Unit	**U.S. Measure**	**U.S. Measure**	**Metric Unit**
1 metre	3.281 feet	1 foot	0.3048 metres
1 kilometre	0.621 miles	1 mile	1.6093 kilometres
1 hectare	2.4711 acres	1 acre	0.4047 hectares
1 gram	0.0322 troy ounces	1 troy ounce	31.1033 grams
1 kilogram	2.2026 pounds	1 pound	0.4541 kilograms
1 tonne	1.1023 short tons	1 short ton	907 kg or .907 tonnes
1 gram/tonne	0.029 troy ounces/ton	1 troy ounce/ton	34.28 grams/tonne

DOCUMENTS INCORPORATED BY REFERENCE

Information has been incorporated by reference into this Annual Information Form from documents filed with the securities commissions or similar authorities in Canada. Copies of documents incorporated herein by reference may be obtained upon request without charge from the Corporation at Suite 2184 – 1055 Dunsmuir Street, P.O. Box 49275, Bentall Four, Vancouver, British Columbia, V7X 1L3, or copies of documents incorporated by reference are also available electronically on the Canadian System for Electronic Document Analysis and Retrieval website at www.sedar.com. The following documents, filed with the securities commission or similar authority in each of the provinces and territories of Canada are specifically incorporated by reference into, and form an integral part of this Annual Information Form:

(a) Technical Report dated June 24, 2010 entitled "Uracan North Property Double S Zone Technical Report, Quebec, Canada" prepared by Abolfazl Ghayemghamian, P. Geo., Marek Nowak, P.Eng., and Marc Simpson, P. Geo., SRK Consulting (Canada) Inc.;

(b) Technical Report dated June 11, 2009 entitled "Amended Technical Report on the North Shore Property – Middle and TJ Zones, Quebec, Canada – Mineral Resource Estimation" prepared by Marc Jutras, M.A.Sc., P. Eng.;

(c) Technical Report dated August 21, 2008 entitled "Updated Technical Report on the North Shore Property, including Mineral Resource Calculation – Turgeon, Weegee, Highway, Pontbriand and NE Costebelle Claim Blocks, Cote-Nord (North Shore) Mining District, Province of Quebec, Canada" prepared by Ron Parent, P.Geo, President and Chief Geologist, ResourceEye Geological Services Inc.;

(d) Technical Report dated May 31, 2006 prepared by Jean Lafleur, P.Geo. in accordance with NI43-101 entitled "NI43-101 Technical Report on the North Shore Property – Turgeon, WeeGee, Highway, Pontbriand and Ne Costebelle Claim Blocks"; and

(e) Audited financial statements of the Corporation, together with the accompanying report of the auditor, for the fiscal years ended July 31, 2010, 2009 and 2008 together with supporting management's discussion and analysis of results of operations and financial condition for the period.

PRELIMINARY NOTES

Financial Statements and MD&A

The Corporation's audited financial statements and management's discussion and analysis ("MD&A") have been filed with Canadian securities regulatory authorities and are available electronically under the Corporation's profile at www.sedar.com. The Corporation's financial statements are prepared in accordance with Canadian generally accepted accounting principles and filed with appropriate regulatory authorities in Canada. All financial information in this Annual Information Form is prepared in accordance with Canadian generally accepted accounting principals ("GAAP"). The Corporation's fiscal year end is July 31.

Effective Date of Information

All information in this Annual Information Form is as of July 31, 2010 unless otherwise indicated.

Forward-Looking Statements

This Annual Information Form contains or incorporates by reference "forward-looking information" which means disclosure regarding possible events, conditions, acquisitions, or results of operations that is based on assumptions about future conditions and courses of action and may include future oriented financial information with respect to prospective results of operations, financial position or cash flows that is presented either as a forecast or a projection, and may include, but is not limited to, statements with respect to the future financial and operating performance of the Corporation, its current and proposed subsidiaries and its current and proposed mineral projects, the future price of uranium, the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, working capital requirements, capital and exploration expenditures, costs and timing of mine development, processing facility construction and the development of new deposits, costs and timing of future exploration, requirements for additional capital, government regulation of mining operations, environmental risks, reclamation expenses, title disputes or claims, limitations of insurance coverage and the timing and possible outcome of pending litigation and regulatory matters. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "proposes", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes" or variations (including negative variations) of such words and phrases, or state that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Corporation and/or its current and proposed subsidiaries to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, general business, economic, competitive, political and social uncertainties; the actual results of current exploration activities; actual results of reclamation activities; the outcome of negotiations, conclusions of economic evaluations and studies; changes in project parameters and returns as plans continue to be refined; future prices of uranium; possible variations of ore grade or recovery rates; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; political instability; insurrection or war; political uncertainty; arbitrary changes in law; delays in obtaining governmental approvals or financing or in the completion of development or construction activities. As a result, actual actions, events or results may differ materially from those described in forward-looking statements and there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. Forward-looking statements contained herein are made as of the date of the Annual Information Form and the Corporation disclaims any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements due to the inherent uncertainty therein.

Currency and Exchange Rates

All dollar amounts in this Annual Information Form are expressed in Canadian dollars, unless otherwise indicated.

Cautionary Note to United States Investors Concerning Estimates of Measured, Indicated and Inferred Resources

This Annual Information Form (including the documents incorporated by reference therein) uses the terms "measured", "indicated" and "inferred" mineral resources. United States investors are advised that while such terms are recognized and required under Canadian securities legislation, the United States Securities and Exchange Commission does not recognize them. "Inferred mineral resources" have a great amount of uncertainty as to their existence and great uncertainty as to their economic and legal feasibility.

It cannot be assumed that all or any part of an inferred mineral resource will ever be upgraded to a higher category. United States investors are cautioned not to assume that all or any part of measured or indicated resources will ever be converted into mineral reserves. United States investors are also cautioned not to assume that all or part of an inferred mineral reserve exists or is economically or technically mineable.

ARTICLE 1 CORPORATE STRUCTURE

1.1 Name, Addresses and Incorporation

The full corporate name of the Corporation is "Uracan Resources Ltd.". The head office of the Corporation is located at Suite 2184 – 1055 Dunsmuir Street, P.O. Box 49275, Bentall Four, Vancouver, British Columbia, V7X 1L3 and the records office of the Corporation is located at Suite 1600 – 609 Granville Street, Vancouver, British Columbia, V7Y 1C3.

The Corporation was initially incorporated under the laws of the Province of British Columbia on April 21, 1999 under the name 583860 B.C. Ltd.; on July 6, 1999 the name of the Corporation was changed to Vast Capital Pool Ltd.; on March 21, 2001 the name of the Corporation was changed to User Friendly Media Inc.; and on March 4, 2004 the name of the Corporation was changed to UFM Ventures Ltd. On May 18, 2005, the Corporation adopted new Articles and changed its authorized capital to an unlimited number of common shares without par value and an unlimited number of preferred shares without par value. The change of business of the Corporation from an industrial issuer to a resource issuer was effected on July 27, 2006. In conjunction with the change of business, the Corporation changed its name to "Uracan Resources Ltd.". Effective January 15, 2009, the Corporation was extra-provincially registered in the Province of Saskatchewan.

The Corporation is a reporting issuer in British Columbia and Alberta.

1.2 Intercorporate Relationships

The Corporation has no subsidiaries.

ARTICLE 2 GENERAL DEVELOPMENT OF THE BUSINESS OF THE CORPORATION

2.1 Three Year History and Significant Acquisitions

General

On completion of the change of business of the Corporation from an industrial issuer to a resource issuer pursuant to Exchange policies on July 27, 2006, the Corporation became a mineral resource exploration company with uranium exploration operations in Quebec and Saskatchewan. The properties of the Corporation are in the exploration stage.

North Shore Property

Pursuant to the option agreement entered into between the Corporation and Sheridan dated March 30, 2006, Sheridan granted the Corporation an option (the "Option") to acquire a 100% interest in the North Shore Property.

The Corporation has exercised the Option and paid Sheridan $2,000,000 and has issued 350,000 common shares of the Corporation to Sheridan.

The Corporation also granted Sheridan a net smelter royalty of 3% in the first two years after commencement of commercial production on the North Shore Property, increasing to 5% thereafter (the "NSR"). The Corporation has the right to purchase one-half of the NSR within the first 30 days after commencement of commercial production with the payment of $3,000,000, the result of which is that the NSR would be a 1.5% NSR for the entire term. The Corporation has agreed to make quarterly advance royalty payments against the NSR in the amount of $25,000 per quarter beginning January 1, 2008. As of July 31, 2010, in connection with this, the Corporation has paid an aggregate of $275,000 in advance royalty payments including $100,000 during the year ended July 31, 2010.

See "Business of the Corporation – Mineral Projects – North Shore Property – Exploration and Development" below.

The Saskatchewan Property

In September 2006, the Corporation staked two mineral claims totaling approximately 2,056 hectares in the Pipewrench Lake and Narrows Lake area approximately 130 kilometers northwest of La Ronge, Saskatchewan. The Corporation subsequently staked additional ground surrounding the existing claims, increasing the total area staked to 100 km2 (collectively, the "Saskatchewan Property"). The Corporation holds a 100% interest in the Saskatchewan Property (see "Business of the Corporation – Mineral Projects" below).

On July 8, 2008 the Corporation entered into an option agreement with Bonaventure Enterprises Inc. ("Bonaventure") regarding the Corporation's proposed acquisition from Bonaventure of a 75% interest in the Foster Lake Claims located in Saskatchewan. The Foster Lakes Claims surrounds the Corporation's Portage Zone discovery on its wholly owned Pipewrench Lake property. In order for the Corporation to earn the 75% interest, it must make payments of $0.75 per acre (approximately $299,000) over 3 years (of which $180,318 has been paid as at the date of this Annual Information Form), issue a total of 1.25 million common shares over a 6 year period (of which 500,000 have been issued to Bonaventure), and incur total expenditures of $5,000,000 by August 2013 (of which $1,131,172 has been incurred as at the date of this Annual Information Form) on the Foster Lake Claims. As part of the exploration process, areas deemed non-prospective by exploration work would not be retained by the Corporation and would be returned to Bonaventure. Sufficient work would be done to keep the most prospective areas of the Foster Lake Claims in good standing. Once the Corporation has earned the 75% interest, the parties would form a 75% (the Corporation) / 25% (Bonaventure) joint venture. If either the Corporation or Bonaventure dilutes to a 10% interest or less, the interest would be converted to a 2% net smelter returns royalty, with an option for the Corporation to purchase 1% of the NSR for a $2.5 million payment. Each of the Corporation and Bonaventure hold a right of first refusal on the other party's interest and royalty.

No work was carried out on the Saskatchewan properties since the beginning of fiscal 2009 and the properties are currently on care and maintenance. As such, the Company wrote down the properties to their acquisition cost amount of $372,332.

ARTICLE 3 BUSINESS OF THE CORPORATION

3.1 General

Business

The Corporation is in the business of the acquisition and exploration of properties in the uranium industry. The Corporation currently has interests in those mineral properties referred to in "General Development of the Business of the Corporation – Three Year History and Significant Acquisitions" above and in "Mineral Projects" below. Its current focus is on the North Shore Property and the Saskatchewan Property more particularly described under "Mineral Projects" below.

Stage of Development

The Corporation is in the exploration stage and does not produce, develop or sell any products at this time, nor do any of its current properties have any known or identified mineral resources or mineral reserves except for the North Shore Property. The progress on, and results of, work programs on the Corporation's material mineral properties is set out below in the "Mineral Projects" section of this Annual Information Form.

Specialized Skill and Knowledge

All aspects of the Corporation's business require specialized skills and knowledge. Such skills and knowledge include the areas of geology, drilling, logistical planning and implementation of exploration programs, mining, metallurgy and accounting. While recent increased activity in the resource mining industry has made it more difficult to locate competent employees and consultants in such fields, the Corporation has found that it can locate and retain such consultants and believes it will continue to be able to do so.

Competitive Conditions

Competition in the mineral exploration industry is intense. The Corporation competes with other mining companies, many of which have greater financial resources and technical facilities for the acquisition and development of, and production from, mineral concessions, claims, leases and other interests, as well as for the recruitment and retention of qualified employees and consultants.

Components

All of the raw materials the Corporation requires to carry on its business are readily available through normal supply or business contracting channels in Canada. The Corporation has secured personnel to conduct its contemplated programs.

Cycles

The mining business is subject to mineral price cycles. The marketability of minerals and mineral concentrates is also affected by worldwide economic cycles.

Economic Dependence

The Corporation's business is not substantially dependent on any contract such as a contract to sell the major part of its products or services or to purchase the major part of its requirements for goods, services or raw materials, or on any franchise or licence or other agreement to use a patent, formula, trade secret, process or trade name upon which its business depends.

Changes to Contracts

It is not expected that the Corporation's business will be affected in the current financial year by the renegotiation or termination of contracts or sub-contracts.

Environmental Protection

Environmental requirements are being adhered to and monitored on an ongoing basis. Reclamation of any surface disturbances are completed and the mitigation of any environmental impact of the campsite are in accordance with regulations and are subject to inspection by the provincial authorities. Limited amounts of deleterious materials are stored at the exploration sites.

Employees

As at July 31, 2010, the Corporation had 2 full-time employees and no part-time employees. The Corporation primarily relies upon consultants to carry on many of its activities and, in particular, to supervise work programs on its mineral properties.

Reorganizations

There were no material reorganizations of the Corporation for the three years ended July 31, 2010, 2009 or 2008, nor are any planned for its current financial year.

Social or Environmental Policies

The Corporation has not implemented any social or environmental policies that are fundamental to its operations.

3.2 Risk Factors

AN INVESTMENT IN SECURITIES OF THE CORPORATION IS HIGHLY SPECULATIVE AND INVOLVES A HIGH DEGREE OF RISK AND SHOULD ONLY BE MADE BY INVESTORS WHO CAN AFFORD TO LOSE THEIR ENTIRE INVESTMENT.

Prior to making an investment decision investors should consider the investment risks set out below and those described elsewhere in this document, which are in addition to the usual risks associated with an investment in a business at an early stage of development. The directors of the Corporation consider the risks set out below to be the most significant to potential investors in the Corporation, but not all of the risks associated with an investment in securities of the Corporation. If any of these risks materialize into actual events or circumstances or other possible additional risks and uncertainties of which the Directors are currently unaware or which they consider not to be material in relation to the Corporation's business, actually occur, the Corporation's assets, liabilities, financial condition, results of operations (including future results of operations), business and business prospects, are likely to be materially and adversely affected. In such circumstances, the price of the Corporation's securities could decline and investors may lose all or part of their investment.

Exploration, Development and Production Risks

An investment in the Corporation’s Common Shares is speculative due to the nature of the Corporation’s involvement in the evaluation, acquisition, exploration and, if warranted, development and production of minerals.

Mineral exploration involves a high degree of risk and there is no assurance that expenditures made on future exploration by the Corporation will result in new discoveries in commercial quantities.

While the Corporation has a limited number of specific identified exploration or development prospects, management will continue to evaluate prospects on an ongoing basis in a manner consistent with industry standards. The long-term commercial success of the Corporation depends on its ability to find, acquire, develop and commercially produce reserves. No assurance can be given that the Corporation will be able to locate satisfactory properties for acquisition or participation. Moreover, if such acquisitions or participations are identified, the Corporation may determine that current markets, terms of acquisition and participation or pricing conditions make such acquisitions or participations uneconomic. The Corporation has no earnings record, no reserves and no producing resource properties.

Prices, Markets and Marketing of Natural Resources

Uranium is a commodity whose price is determined based on world demand, supply and other factors, all of which are beyond the control of the Corporation. World prices for uranium have fluctuated widely in recent years.

In addition to establishing markets for its natural resources, the Corporation must also successfully market its natural resources to prospective buyers. The marketability and price of natural resources which may be acquired or discovered by the Corporation will be affected by numerous factors beyond its control. The Corporation has limited direct experience in the marketing of uranium.

Government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of natural resources and environmental protection are all factors which may effect the marketability and price of natural resources. The exact effect of these factors cannot be accurately predicted, but any one or a combination of these factors could result in the Corporation not receiving an adequate return for shareholders.

Substantial Capital Requirements and Liquidity

The Corporation anticipates that it will make substantial capital expenditures for the acquisition, exploration, development and production of natural resources in the future. The Corporation may have limited ability to expend the capital necessary to undertake or complete its projects or to fulfill the Corporation's obligations under any applicable agreements. There can be no assurance that debt or equity financing, or cash generated by operations will be available or sufficient to meet these requirements or for other corporate purposes or if, debt or equity financing is available, that it will be on terms acceptable to the Corporation. Moreover, future activities may require the Corporation to alter its capitalization significantly. The inability of the Corporation to access sufficient capital for its operations could have a material adverse effect on the Corporation's financial condition, results of operations or prospectus.

Financing Risks

The Corporation is limited in both financial resources, has no source of operating cash flow and has no assurance that additional funding will be available to it for further exploration and development of its projects or to fulfill its obligations under any applicable agreements. There can be no assurance that the Corporation will be able to obtain adequate financing in the future or that the terms of such financing will be favourable.

Additional Funding Requirements

From time to time, the Corporation may require additional financing in order to carry out its acquisition and exploration activities. Failure to obtain such financing on a timely basis could cause the Corporation to forfeit its interest in certain properties, miss certain acquisition opportunities, delay or indefinitely postpone further exploration and development of its projects with the possible loss of such properties, and reduce or terminate its operations. If the Corporation's future revenues decrease as a result of lower commodity prices or otherwise, it will affect the Corporation's ability to expend the necessary capital to replace its reserves or to maintain its production. If the Corporation's cash flow from operations is not sufficient to satisfy its capital expenditure requirements, there can be no assurance that additional debt or equity financing will be available to meet these requirements or be available on favourable terms.

Competition

The Corporation actively competes for acquisitions, leases, licences, concessions, claims, skilled industry personnel and other related interests with a substantial number of other companies, many of which have significantly greater financial resources than the Corporation.

The Corporation's ability to successfully bid on and acquire additional property rights to participate in opportunities and to identify and enter into commercial arrangements with other parties will be dependent upon developing and maintaining close working relationships with its future industry partners and joint operators and its ability to select and evaluate suitable properties and to consummate transactions in a highly competitive environment.

Environmental Risks

All phases of the natural resources business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions and state and municipal laws and regulations. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases or emissions of various substances produced in association with operations. The legislation also requires that facility sites and mines be operated, maintained, abandoned and reclaimed to the satisfaction of applicable regulatory authorities. Compliance with such legislation can require significant expenditures and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, larger fines and liability and potentially increased capital expenditures and operating costs. The discharge of tailings or other pollutants into the air, soil or water may give rise to liabilities to foreign governments and third parties and may require the Corporation to incur costs to remedy such discharge. No assurance can be given that environmental laws will not result in a curtailment of production or a material increase in the costs of production, development or exploration activities or otherwise adversely affect the Corporation's financial condition, results of operations or prospects.

Companies engaged in the exploration and development of mineral properties generally experience increased costs, and delays as a result of the need to comply with applicable laws, regulations and permits. The Corporation believes it is in substantial compliance with all material laws and regulations which currently apply to its activities.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in natural resource exploration and development activities may be required to compensate those suffering loss or damage by reason of its activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws.

Amendments to current laws, regulations and permits governing operations and activities of natural resources companies, or more stringent implementation thereof, could have a material adverse impact on the Corporation and cause increases in capital expenditures or production costs or reduction in levels of production at producing properties or require abandonment or delays in developments of new properties.

Resources

There can be no assurance that the Corporation's future exploration and development efforts will result in the discovery and development of commercial accumulations of natural resources.

Regulatory Requirements

Natural resource activities may be affected in varying degrees by political and financial instability, inflation and haphazard changes in government regulations relating to this industry. Any changes in regulations or shifts in political or financial conditions are beyond the Corporation's control and may adversely affect the Corporation's business. Operations may be affected in varying degrees by government regulations with respect to restrictions on production, price controls, export controls, income taxes, expropriation of property, environmental legislation and safety.

Reliance on Operators and Key Employees

The success of the Corporation will be largely dependent upon the performance of its management and key employees. The Corporation does not have any key man insurance policies and therefore there is a risk that the death or departure of any member of management or any key employee could have a material adverse effect on the Corporation. In assessing the risk of an investment in the Corporation's Common Shares, potential investors should realize that they are relying on the experience, judgment, discretion, integrity and good faith of the management of the Corporation. An investment in the Corporation's Common Shares is suitable only for those investors who are willing to risk a loss of their entire investment and who can afford to lose their entire investment.

Insurance

The Corporation's involvement in the exploration for and development of natural resource properties may result in the Corporation becoming subject to liability for certain risks, and in particular unexpected or unusual geological operating conditions, including rock bursts, cave ins, fires, floods, earthquakes, pollution, blow-outs, property damage, personal injury or other hazards. Although the Corporation will obtain insurance in accordance with industry standards to address such risks, such insurance has limitations on liability that may not be sufficient to cover the full extent of such liabilities. In addition, such risks may not, in all circumstances be insurable, or, in certain circumstances, the Corporation may elect not to obtain insurance to deal with specific risks due to the high premiums associated with such insurance or other reasons. The payment of such uninsured liabilities would reduce the funds available to the Corporation. The occurrence of a significant event that the Corporation is not fully insured against, or the insolvency of the insurer or such event, could have a material adverse effect on the Corporation's financial position, results of operations or prospects.

No assurance can be given that insurance to cover the risks to which the Corporation's activities will be subject will be available at all or at economically feasible premiums. Insurance against environmental risks (including potential for pollution or other hazards as a result of the disposal of waste products occurring from production) is not generally available to the Corporation or to other companies within the industry. The payment of such liabilities would reduce the funds available to the Corporation. Should the Corporation be unable to fund fully the cost of remedying an environmental problem, the Corporation might be required to suspend operations or enter into interim compliance measures pending completion of the required remedy.

Permits and Licenses

The operations of the Corporation will require licenses and permits from various governmental authorities. There can be no assurance that the Corporation will be able to obtain all necessary licenses and permits that may be required to carry out exploration and development of its projects.

Title Matters

Although title to the Properties has been reviewed by the Corporation, formal title opinions have not been obtained by the Corporation and, consequently, no assurances can be given that there are no title defects affecting such properties. The Properties may be subject to prior unregistered liens, agreements or transfers, native land claims or other undetected title defects. There is no guarantee that title to the

Properties will not be challenged or impugned. The Corporation is satisfied, however, that evidence of title to each of the Properties is adequate and acceptable by prevailing industry standards.

Availability of Equipment and Access Restrictions

Natural resource exploration and development activities are dependent on the availability of drilling and related equipment in the particular areas where such activities will be conducted. Demand for such limited equipment or access restrictions may affect the availability of such equipment to the Corporation and may delay exploration and development activities.

Conflict of Interest of Management

Certain of the Corporation's directors and officers are also directors and officers of other natural resource companies. Consequently, there exists the possibility for such directors and officers to be in a position of conflict. Any decision made by any of such directors and officers relating to the Corporation will be made in accordance with their duties and obligations to deal fairly and in good faith with the Corporation and such other companies.

The Market Price of the Common Shares May Be Subject to Wide Price Fluctuations

The market price of the Common Shares may be subject to wide fluctuations in response to many factors, including variations in the operating results of the Corporation, divergence in financial results from analysts' expectations, changes in earnings estimates by stock market analysts, changes in the business prospects for the Corporation, general economic conditions, changes in mineral reserve or resource estimates, results of exploration, changes in results of mining operations, legislative changes, and other events and factors outside of the Corporation’s control.

In addition, stock markets have from time to time experienced extreme price and volume fluctuations, which, as well as general economic and political conditions, could adversely affect the market price for the Common Shares.

The Corporation is unable to predict whether substantial amounts of Common Shares will be sold in the open market. Any sales of substantial amounts of Common Shares in the public market, or the perception that such sales might occur, could materially and adversely affect the market price of the Common Shares.

No Dividends

The Corporation has not paid any dividends since incorporation and does not anticipate paying any dividends in the foreseeable future.

3.3 Mineral Projects

NORTH SHORE PROPERTY

Pursuant to the option agreement entered into between the Corporation and Sheridan dated March 30, 2006, the Corporation acquired a 100% interest in the North Shore Property located in Quebec.

See "General Development of the Business of the Corporation – Three Year History and Significant Acquisitions – North Shore Property" for details on the option agreement entered into between the Corporation and Sheridan.

The following disclosure on the North Shore Property under the headings "Property Description and Location", "Accessibility, Climate, Local Resources, Infrastructure and Physiography", "History", "Geological Setting – Regional Geology", "Geological Setting – Property Geology", and "Mineralization" have been summarized from the May 31, 2006 technical report prepared by Jean Lafleur, P.Geo. in accordance with NI43-101 entitled "NI43-101 Technical Report on the North Shore Property – Turgeon, WeeGee, Highway, Pontbriand and Ne Costebelle Claim Blocks" (the "Lafleur Report"). A full copy of the Lafleur Report is available for review under the Corporation's profile at www.SEDAR.com. The disclosure under the headings "Property Description and Location", "Exploration", "Sampling, Analysis and Security of Samples", and "Mineral Resource and Mineral Reserve Estimates" have been summarized from a report prepared for the Corporation by Ron Parent, P.Geo. in accordance with NI43-101, dated August 21, 2008 and entitled "Updated Technical Report on the North Shore Property, including Mineral Resource Calculation – Turgeon, WeeGee, Highway, Pontbriand and Ne Costebelle Claim Blocks" (the "Parent Report"), a full copy of which is also available for review under the Corporation's profile at www.SEDAR.com. The disclosure under the headings "Geological Setting – Turgeon Claims Group Geology", "Exploration", "Mineral Resource and Mineral Reserve Estimates" and "Exploration and Development" have been summarized from a technical report dated June 11, 2009 entitled "Amended Technical Report on the North Shore Property – Middle and TJ Zones, Quebec, Canada – Mineral Resource Estimation" prepared by Marc Jutras, M.A.Sc., P. Eng. (the "Jutras Report"), a full copy of which is also available for review under the Corporation's profile at www.SEDAR.com. The disclosure under the headings "Property Description and Location", "Exploration", "Sampling, Analysis and Security of Samples", and "Mineral Resource and Mineral Reserve Estimates" have been summarized from a technical report dated June 24, 2010 entitled "Uracan North Property Double S Zone Technical Report, Quebec, Canada" prepared by Abolfazl Ghayemghamian, P. Geo., Marek Nowak, P.Eng., SRK Consulting (Canada) Inc.and Marc Simpson, P. Geo., Uracan Resources Ltd. (the "SRK Report") in accordance with NI43-101, a full copy of which is also available for review under the Corporation's profile at www.SEDAR.com. Certain of the disclosure under the heading "Exploration and Development" has been prepared by the Corporation.

Property Description and Location

The North Shore Property consists of 15 non-contiguous claim blocks covering 100,229.68 hectares or 1,002.3 km^2 located in the Havre St. Pierre, Aguanish and Natashquan corridor along the North Shore of the Gulf of St. Lawrence. The North Shore Property consists of the following claim blocks:

Bloc	Claim N°	Area (ha)	Km²
Turgeon A	416.00	22225.56	222.26
Turgeon B	12.00	422.52	4.23
Weegee	89	1459.84	14.60
Highway	15	604.73	6.05
Pontbriand A	89	4453.79	44.54
Pontbriand B	53	2911.1	29.11
Pontbriand C	27	1480.88	14.81
Pontbriand D	130	7137.97	71.38
Costebelle A	345	18896.29	188.97
Costebelle B	90	4914.4	49.14
Costebelle C	394	21009.18	210.09
Costebelle D	40	2188.65	21.89

Bloc	Claim N°	Area (ha)	Km²
Costebelle E	74	4047.03	40.47
Costebelle F	58	3171.95	31.72
Costebelle G	97	5305.79	53.06
	1,929.00	100229.68	1002.32

Accessibility, Climate, Local Resources, Infrastructure and Physiography

The Turgeon Lake, WeeGee, Highway and Pontbriand Claim Blocks can be easily accessed via Provincial Highway #138 joining Montreal to Natashquan, via Sept-Iles, Havre St-Pierre, Aguanish and Natashquan. In general, access to these claim blocks is excellent between June and October and the main outcrops can directly be reached using an all terrain vehicle suitable for swamps and marshes. Sept-Iles, located 285 km to the west is the main administrative center, where heavy machinery, fuel, and other equipments can be easily assembled. The regional hydro-electric grid runs east-west across the claim blocks. Specialized mining equipment would most probably be obtained from Montreal or Val d'Or.

Mining expertise exists in the greater Sept-Iles and Havre St. Pierre areas, mostly associated with large open pit mining for iron north of Sept-Iles in Quebec and Labrador, and for iron and titanium north of Havre St. Pierre.

The NE Costebelle Claim Blocks are less accessible due to it being further north, away from existing roads in the area. The area can be accessed by helicopter and/or float plane. A number of helicopter companies have bases at Sept-Iles; whereas float plane service is available at Havre St-Pierre, Aguanish and Natashquan.

Relief is quite variable on the North Shore Property and is characteristic of the Middle North Shore area with low relief and extended swamps, 10 to 100 m above sea level. The central part of the region shows low relief with south southwest-trending elongated topography due to the presence of a regional tight anticlinorium geological structure. Numerous south / south west trending rivers are marked by a denser forest cover. The watershed is oriented toward the south and the area drains directly into the Gulf of St-Lawrence. Relief is greater in the NE Costebelle sector with the presence of prominent 30 to 60 metre north-northeast trending granitic and quartzitic hills devoid of vegetation. Nevertheless the intervening valleys contain a thick cover of spruce trees. Several sectors show severe tree blow downs likely due to high wind conditions.

The immediate vicinity of the North Shore Property is not populated. The population is concentrated in fishing villages along the Gulf of St-Lawrence, now linked by Highway #138. Most of the people are employed in the mining, tourism, forest and fishing industries.

The climate experienced along the North Shore, that is, the north shore of the Gulf of St. Lawrence, is one of contrasts: the short summer is warm and humid, with frequent rain showers; the winters are long and severe with snowy and windy conditions and temperatures to minus 25° C. Annual precipitation at Natashquan, 26 km east of Aguanish, is 113 cm., mean July temperature is 14.5° C, January, -15.5° (Climate Canada website). Mineral exploration work utilizing heavy equipment, in particular drilling, can be conducted on a year-round basis but is best accomplished in late winter when bogs and lakes are deeply frozen and equipment can be moved at will without severe damage to the terrain.

The vegetation is also characteristic of the Middle North Shore region with scattered forest and extended swamps to the south and denser forest to the north showing spruce, larch, and deciduous birch and poplars. Fauna comprises moose, caribou, wolf, fox and bear, as well as birds and fishes characteristic of north eastern Canadian fauna.

History

The area east of Havre-St.-Pierre and North Shore of the Gulf of St.-Lawrence was identified in 1947 as having radioactive materials that is higher than crustal averages. Prospecting with the aid of early Geiger counters ensued and many areas of interest were identified and, in some cases, explored by means of detailed surveys and a few diamond drill holes.

Early searchers were both dismayed and discouraged by revelations of the presence not only of uranium but also of high proportions of thorium. The latter, often coupled with high content of decay products of potassium, creates radiation patterns similar to those generated by uranium minerals and could result in grossly misleading impressions of the uranium content of the underlying rocks. Geiger counters were supplanted in the 1960s by scintillometers that also measured the abundance of gamma rays but which yielded more precise information concerning the total strength of the gamma radiation field and, with some instruments, separate read-outs for uranium, thorium and potassium.

Portable spectrometers came into use in the 1970's and are popular today due to their accuracy, reliability and their ability to discriminate between the various sources of gamma radiation. Instrument counts in the field (cps or counts per second) are seldom sufficiently reliable and discriminating to allow definition of uranium contents in the underlying rock formations and, although they are an excellent prospecting tool, their indications of elevated uranium contents must be confirmed by chemical analyses. Additionally, gamma radiation is severely dampened by surficial materials such as water, snow, soils, and rocks. Uranium and the products of its weathering are highly soluble and mobile under normal near-surface conditions and consequently the primary uranium minerals may be depleted from outcrops.

The Geological Survey of Canada in 1947 conducted an airborne radioactivity survey in the North Shore. Flight lines were oriented east-west, with 5 kilometer spacing and results were published in Open File Map 271. It is apparent that the survey attracted prospecting attention to the area. The Quebec Department of Mines (now called MRNQ) in the mid-1950s conducted geological mapping work in the North Shore area that was published in 1956 and 1957.

The discovery of uraninite and pitchblende in pegmatites of the Turgeon Lake Intrusive Complex in 1967 precipitated a major staking rush by a large number of junior companies (Smith, 2005). This event was followed in 1975 by a second staking rush, this time dominated by major companies such as Denison Mines Ltd., Imperial Oil Ltd. and Uranerz. Attention returned to some of the major pegmatite bodies in the mid-1980's, and the last significant look at exploration possibilities in the region was a brief and inconclusive study of the entire Wakeham stratigraphy by Cogema Inc. in 2000 (Genest, 2000), in an attempt to find Olympic-Dam look-alikes. The Sheridan Platinum Group and associates recognized the large untested uranium potential of the Complex and environs, and began to acquire a land position in 2004. This land package formed the central portion of the current Turgeon «A» Claim Block.

The geochemical and structural characteristics of the Turgeon Lake Intrusive Complex make it amenable to large scale, but albeit low grade uranium mineralization. The uranium mineralization generally occurs as fine disseminations and splashes along fractures of uraninite and pitchblende, both in pegmatites and granites. The uranium is generally accompanied by intense fracturing, brick red hematized feldspars, greenish smoky quartz, biotite ad magnetite. Smith (2005) described the very patchy nature of the uranium mineralization, which tend to be lens-like and lie in conformity with foliation. The scale of these lenses ranges from a few meters to at least 350 meters by 80 meters. Large numbers of showings were identified in the course of the first staking rush in 1967, for example, at least 26 in the Tanguay Lake – Petit Lake corridor (Lac Tanguay, Double S and Lac Petit Occurences) of the Turgeon «A» Claim Block.

These showings were subsequently reworked by Denison in 1975 (Smith, 2005), and included other older discoveries such as the Grandroy-Uranium Occurrence. In 1975, Denison drilled 1,370 meters in 30 meter vertical holes on a 60 meter grid over the Lac Petit and Double S Occurrences on the Turgeon «A» Claim Block, as well as trenching 5 kilometers to the southwest along within corridor at the Chan Zone, located due east of the Corneille River, halfway between Turgeon and Tanguay Lakes.

Drill results from the detailed grid drilling indicated that the uranium mineralization was not uniform over the 3 meter assayed intervals, but rather restricted to point sources and narrow bands. The best uranium zone extended in a 050° direction measuring 400 meters in length by 60 meters in width. Typical assay intervals from the grid drilling were 0.015% U_3O_8 over 28 meters, 0.023% U_3O_8 over 29.5 meters, 0.017% U_3O_8 – too low for Denison's arbitrary cut-off of 0.025% U_3O_8 for open pit purposes, but of sufficient interest for Denison to acknowledge that the Lac Petit occurrence area contained substantial tonnage averaging over 0.015% U_3O_8 that could be mined by open pit (GM 31871).

The Chan Zone area was found to be highly radioactive with total cps readings of 4 to 8 times background. Threshold counts were taken from one trench and 13 pits. The trench read with regards to the conversion of cps readings to percent U_3O_8 from 0.026% U_3O_8 to 0.113% U_3O_8. All pits in the area, except for two, read higher than 0.03% U_3O_8.

The Double S Occurrence (located southwest of Lac Petit) returned radiometric reading averaging background, with many local pod-like anomalies greater than 0.030% U_3O_8. One trench read 0.053% U_3O_8 over 5 meters, and a second trench read greater than 0.023% U_3O_8 over 6 meters. Core assay results suggested tabular lenses dipping to the north at 50°. The lenses appeared to pinch laterally, but their vertical extent could be substantial that only deeper drilling could prove but was never carried out (GM 31871).

The 1976 field program focused on the Chan Zone, but also included a number of 1 meter drill holes – 77 on the Chan Zone, 40 at the Lac Petit Occurrence, 49 on the Double S Occurrence, 115 on the Lac Tanguay Occurrence (South Zone) and 96 on the Middle Zone, just east of the Chan Zone.

A detailed scintillometer survey was carried out over the Chan Zone in 1976, and returned cps readings when converted to percent U_3O_8 were found to be exceptionally good compared to all other sectors surveyed in a similar manner in 1975. The western portion of the Chan Zone, measuring 450 meters by 150 meters, and trending 140°, contained numerous reading over 0.025% U_3O_8. Maximum readings of 0.20%, 0.22% and 0.23% U_3O_8 were recorded. Many anomalous zones were directly bounded by overburden, hence anomalies may very continue further than previously reported. Individual anomalies were shaped as irregular pods measuring several meters to several tens of meters in length (GM 32615).

The Grandroy-Uranium Occurrence, discovered in 1967, is also of interest due to its relatively higher uranium grade. Three trenches approximately 25 meters apart straddle a pegmatite-granite contact, and returned values of 0.24% U_3O_8 over 13.7 meters, 0.217% U_3O_8 over 47.9 meters and 0.238% U_3O_8 over 24.4 meters. Three vertical drill holes were completed in the general vicinity of the trenches, but returned trace uranium. The suggestion was made that the trenches were parallel to vertical shears, hence nothing in the vertical drill holes, and there was no follow up work. Denison subsequently reported very high cps in the old trenches (GM 22972, GM 31871).

COGEMA undertook a major re-evaluation in the late 1990's of the uranium potential of a 20,000 km^2 segment of Quebec's North Shore covering much of the Wakeham Basin (Genest, 2000), and the North

Shore Property in NTS 12K and 12L. COGEMA had previously worked the district in 1978 (post-Denison era), and has focused its attention on uraniferous pegmatites and granites from the Turgeon Lake Intrusive Complex and other intrusives in the sector. The period 1978 to 1998 saw much regional work done in the Wakeham Basin – 100% of all airborne and ground geophysics done in the Basin, 96% of all geochemical surveys, 64% of all MRNQ's field work, 87% of all prospecting work realized since the early 1900's were completed on NTS map sheets 12L/06, 07, 08, 09, 10 and 11, exactly where the North Shore Property's Turgeon, WeeGee, Pontbriand and Highway Claim Blocks are located. COGEMA had concluded early in their study that the Wakeham Basin area had been abandoned since the discovery of the very high grade uranium deposits of the Athabasca Basin in Saskatchewan (egs: Cigar Lake) in the mid-1970's.

Four (4) of the six (6) priority areas identified by COGEMA for uranium mineralization are covered by the North Shore Property. These include the Caron Lake Deformation Zone and the Costebelle Lake occurrences from the Highway and Pontbriand «A», «B» and «C» Claim Blocks; occurrences of Turgeon Lake Intrusive Complex from the WeeGee «A» and «B» Claim Blocks, and the Turgeon «A», «B» and «C» Claim Blocks. COGEMA sampled nine (9) outcrops from the North Shore Property, seven (7) of which are located on the Turgeon «A» Claim Block and one (1) on the NE Costebelle «B» Claim Block.

Geological Setting

Regional Geology

Rocks of the North Shore Property are dominantly migmatites and gneisses, gneissic textured S-type granites; areas of strongly metamorphosed sandstones-arkoses, now quartzites and feldspathic gneisses; mafic volcanics, now amphibolites; aplitic to coarse grained granites and granitic gneisses with pegmatitic dykes. The quartzites, and quartzo-feldspathic gneisses belong to the Wakeham Basin. Regional structures trend north to northwest, and display large-scale curvilinear folding. The core areas of such folds expose granites. The gneisses are variously draped around the cores or have been partially consumed by the granite plutons. Locally, the granitic gneisses are very weakly or only moderately strongly foliated and the distinction between metamorphic and plutonic phases is made with difficulty.

Granitic rocks in the region are true granites, varying in colour from white to pink and granularity varying from very fine to medium-grained more uniform granites to extremely coarse-grained, very heterogeneous pegmatitic granites and pegmatites, that exhibit interior quartz veins, centimetre to almost meter sized individual feldspar crystals, large bronze to black coloured biotite euhedra, magnetite and/or ilmenite grains. The pegmatitic granites and true pegmatites tend to show higher and more uniform radioactivity.

The migmatites were likely formed by recrystallization of, and introduction of, pegmatitic and granitic solutions into pre-existing sedimentary rocks and, to a lesser extent, amphibolite. There is evidence of at least two ages of pegmatite development – one, an older group, probably related to the gneissic granite, generally forms narrow sills and dykes that cut the meta-sedimentary rocks and migmatites, and feather out along the prevailing foliation and schistosity of those metasedimentary rocks. The second, younger group of pegmatites cuts indiscriminately across the older pegmatites and has well-defined sharp contacts with the enclosing rocks.

Property Geology

The North Shore Property is located in the Grenville Province of the Canadian Shield. The Grenville experienced the last Precambrian episode of orogenic mountain building accompanied by folding. Although the rocks had for the most part been involved in the earlier Kenoran, Hudsonian and Elsonian orogenies, the extensive reworking that occurred in Grenville time imposed high grade regional metamorphic effects that erased much of the evidence of the earlier poly-metamorphism.

The Grenville Province extends for more than 2,000 kilometers along the north shore of the St. Lawrence River and ranges from 300 to 600 km wide. It forms the southeastern part of the Canadian Shield, from Labrador (northeast) to the Great Lakes (southwest).

Archean rocks of the Superior Province and Paleoproterozoic rocks of the Otish Basin and New Quebec Orogen are separated from the parautochthonous belt by the Grenville Front, a major and complex structure oriented northeast-southwest. The Front is characterized by a northwest verging thrust movement and by late strike-slip movements with a sharp well delineated metamorphic boundary with the Superior Province.

The Grenville features complex, irregular folded structures, numerous gneiss domes and basins, and variable intrusive rocks ranging from gabbros to alkali-rich rocks. The Allochthonous Monocyclic Belt comprises allochthonous terrains that underwent a single orogenic cycle. In the immediate vicinity of Sept-Îles, Grenvillian rocks are intruded by the Eocambrian (565 Ma) Sept-Îles Layered Igneous Complex. Farther east, in the Baie des Moutons area, an Eocambrian syenite complex intrudes Grenvillian bedrock.

Due to the general rise in uranium prices since 2001, certain parts of the Grenville Province have attracted the attention of companies engaged in uranium exploration. Areas such as the Wakeham Sedimentary Basin and the granitic Turgeon Lake Intrusive Complex in the Middle North Shore region are also targets to be considered. In addition, the Caron Lake area (NTS 12 L/07, L/08 and L/09), constitutes a prospective area to rediscover, with Mesoproterozoic rocks of the Wakeham Basin. Several Cu-Au-Ag (BJB, Lac Véronique) and Ni-Cu (Nord de la Crête White) showings and occurrences are known and documented from previous prospecting campaigns, field studies and geological mapping.

The Lac Caron area contains the kilometer-wide Lac Caron shear zone, which extends for about 75 km along strike. It is a brittle-ductile deformation zone characterized by the emplacement of a series of pegmatite sills and quartz veins. These sills and veins may have acted as discharge zones and constitute an interesting ore guide for gold deposits.

Turgeon Claims Group Geology

Bedrock exposures of the study area form part of the Turgeon Lake intrusion, a late to post-Grenvillian granitoid intrusive complex. The age of the Turgeon intrusions of the 'Suite felsique de la Galissonniere' of the Natashquan domain have been determined to be between ca. 990 and 950 Ma 1. (Wodicka et al., 2002, Contribution no 2002113 a la Commission geologique du Canada quoted by C. Bohm (2007)). Work undertaken as part of an undergraduate thesis on the Double S Zone by Brodie (2008) has U-Th-Pb monazite age determinations of 961+/-9 Ma for the granites and pegmatites respectively.

Faulting and fracture systems and/or shear zones trending north-northwest and east-northeast are apparent in outcrop and defined by topographic lows (often coincident with small lakes and drainages) on the Turgeon claim group. The complex structures in the area are primarily brittle with some local ductile deformation exhibited as foliation and gneissosity within the granitic gneiss rock unit in core.

The emplacement of the Turgeon Lake intrusive complex is the last evident geological episode. Fold-like structures such as the Double S trend should be attributed to intrusive rather than torsional structural influences.

Xenoliths of paragneiss (likely part of the ~1.50 Ga Wakeham metasedimentary group) are located along the peripheries of the intrustive bodies and occasionally within them. The xenoliths are generally paragneiss, very fine-grained quartzite and lesser quartz arenite with a minor politic component that are deformed (foliated and internally folded) with variable evidence of metamorphism.

Exploration

The author of the Lafleur Report completed a reconnaissance field visit to the North Shore Property over a two day period in early May 2006. The author of the Parent Report visited the North Shore Property over a two day period in mid-July 2008. The author of the Jutras Report visited the North Shore Property over a two day period in mid-March 2009. Dr. Jean-Francois Couture, P.Geo. of SRK, one of the authors of the SRK Report, visited the North Shore Property on February 25, 2010.

2006 Surface Exploration

Between early June and late August 2006, a field exploration reconnaissance program was carried out by personnel employed by ConsulTeck Exploration of Val D'Or, Quebec. ConsulTeck was contracted by the Corporation to carry out this exploration work on the property. This initial phase of work was aimed at verifying the known historic occurrences noted in assessment files for the area. This work was done by widely spaced traverses either accessed by road or using helicopter support to mobilize the crews. Sampling was completed either with grab samples or rock saw channels. These sampling locations were taken on areas with anomalous values as indicated by scintillomter counts. As well, regional sampling was carried out over broad areas of the property to outline any other areas with significant anomalous uranium and thorium concentrations. These historic occurrences were prioritized, and not all historic occurrences were visited during this phase of work due to time constraints.

No mapping was carried out during this phase of work other than basic sample descriptions for each sample. This was done due to the reconnaissance style work being carried out, and the large number of areas that needed to be assessed in a rapid fashion.

This work program confirmed the existence of potentially significant uranium and thorium mineralization on many of the historic showings. Several showings were shown to have potential to host large mineralized bodies. These showings were prioritized as drill targets for the winter 2007 drill program.

The work was generally in line or better than historic values as outlined in the assessment reports for the various areas. The Corporation utilized rock saws which allowed for better sample representation of the mineralization present on the outcrops. Many of the historic operators described their results as uranium equivalents from the scintillometer counts per second. This was a widespread practice at the time, with laboratory assays only carried out on a limited basis or not at all. The Corporation's work was all completed using laboratory analysis and as such is much more representative of the actual uranium content of the host rocks.

As well, the Corporation was the first property holder in the area to be able to accumulate a large enough property position to assess the areas, particularly the Turgeon Lake intrusion as a whole rather than as a small piecemeal assemblage of claims. The Corporation’s claims cover the entire areal extent of the Turgeon Lake intrusion, allowing an overview of the various occurrences and geophysical anomalies outlined. Several broad trends were noted, including what was initially termed the Double S trend and the Lac Petit trend.

Mineralization was noted as occurring predominantly in the pegmatites and granite bodies, often along the contacts between these units. Gneisses were generally noted as unmineralized bodies. Overall trends were roughly outlined, however due to the reconnaissance nature of the work no definitive trends were outlined.

The laboratory carried out a full internal QA/QC program of their analyses, and there were field duplicate samples collected as part of the sampling program carried out by ConsulTeck. No inconsistencies or issues were noted by this QA/QC program.

Uncertainty in the results is related to the fact that all sampling was surface grab and channel sampling. By its nature it is uncertain if the surface results are reflective of subsurface results. Potential exists for surface depletion or enrichment of various elements. Uranium is known to be a mobile element, and can variously be enriched or depleted, depending on the chemistry and ground water characteristics of the area.

Prior to conducting the 2006 field program, an intervention permit (Permis d'intervention) with the Quebec Ministry of Natural Resources, Forestry Section (Ministères des resources naturelles, section forêt) was obtained. As part of the permitting process a work plan was submitted to the Ministry. Minimal to no surface disturbance was caused by the 2006 work program as all access was from existing roads or by helicopter. There was no timber removal from the property as part of this surface prospecting and sampling program. As part of the above noted permit, no official consultation was required to be carried out with the First Nations in the area. However, contact was made with representatives of the local First Nations and a number of First Nations people were hired. This ranged from 2 to 4 people in an overall crew of up to 16 people, or up to 25% of the workforce on the property was First Nations.

2007 Surface Exploration

Between late May and late September 2007, a field exploration reconnaissance program was carried out. The work was carried out by personnel employed by ConsulTeck Exploration of Val D'Or Quebec. ConsulTeck was contracted by the Corporation to carry out this exploration work on the North Shore Property.

This work was a reconnaissance prospecting and sampling program on the Turgeon Lake, Pontbriande and to a limited extent the Costabelle claim groups. In addition to following up the results of the 2006 reconnaissance program, various anomalies from the 2006 airborne geophysics program were assessed for uranium potential.

On the Turgeon Lake claim group, prospecting and sampling were carried out on areas to the southeast and northwest of the Double S Zone, which was outlined in the 2007 drilling program. The aim of this work was to outline uranium mineralization along an airborne anomaly which extends from the main Double S zone to the south and northwest of the main drilled zone. Elsewhere on the Turgeon Lake claim group other areas of historic work as well as what were defined as significant airborne anomalies were assessed by prospecting for uranium mineralization.

The sampling was carried out by taking grab samples and to a lesser extent channel samples where outcrop was such that no grab samples could be taken. The majority of 2007 samples were grab samples.

This prospecting and sampling program was successful in outlining numerous occurrences of significant surface uranium mineralization in many areas of the property. Several of the airborne anomalies with coincident uranium mineralization in the sampling were defined as potential diamond drill targets for future programs.

No mapping was carried out during this phase of work other than basic sample descriptions for each sample. This was done due to the reconnaissance style work being carried out. A lack of qualified geologists also contributed to the decision to employ prospectors and geological technicians for this work.

This work program confirmed the existence of potentially significant uranium and thorium mineralization on many of the historic showings. The work was generally in line or better than historic values as outlined in the assessment reports for the various areas. The Corporation utilized rock saws which allowed for better sample representation of the mineralization present on the outcrops. Many of the historic operators described their results as uranium equivalents from the scintillometer counts per second. This was a widespread practice at the time, with laboratory assays only carried out on a limited basis or not at all. The Corporation's work was all completed using laboratory analysis and as such is much more representative of the actual uranium content of the host rocks.

Mineralization was noted as occurring predominantly in the pegmatites and granite bodies, often along the contacts between these units. Gneisses were generally noted as unmineralized bodies. Overall trends were roughly outlined, however due to the reconnaissance nature of the work no definitive trends were outlined.

The laboratory carried out a full internal QA/QC program of their analyses, and there were field duplicate samples collected as part of the sampling program carried out by ConsulTeck. No inconsistencies or issues were noted by this QA/QC program.

Uncertainty in the results is related to the fact that all sampling was surface grab and channel sampling. By its nature it is uncertain if the surface results are reflective of subsurface results. Potential exists for surface depletion or enrichment of various elements. Uranium is known to be a mobile element, and can variously be enriched or depleted, depending on the chemistry and ground water characteristics of the area.

Prior to conducting the 2007 field program, an intervention permit (Permis d'intervention) with the Quebec Ministry of Natural Resources, Forestry Section (Ministères des resources naturelles, section forêt) was obtained. As part of the permitting process a work plan was submitted to the Ministry. Minimal to no surface disturbance was caused by the 2007 work program as all access was from existing roads or by helicopter. There was no timber removal from the property as part of this surface prospecting and sampling program. As part of the above noted permit, no official consultation was required to be carried out with the First Nations in the area. However, contact was made with representatives of the local First Nations and a number of First Nations people were hired. This ranged from 2 to 4 people in an overall crew of up to 20 people, or up to 20% of the workforce on the property was First Nations.

Geological Mapping

Geological mapping in 2007 consisted of detailed 1:2000 scale mapping completed on the Middle Zone area of the Double S trend. The Middle Zone is approximately 1.5 kilometres southwest of Double S. Due to a lack of personnel no other detailed mapping was completed in 2006 and 2007.

Dr. Christian Bohm was engaged by Marc Simpson, Exploration Manager of the Corporation, to perform detailed mapping on selected areas of the property to develop a better understanding of the controls on mineralization and the geological relationships of the various units in the area. This work was carried between September 27 and October 6, 2007.

The mapping program was started in order to get a better geological understanding of areas with anomalous uranium mineralization and coincident airborne radiometrics within the Double S trend. Due to time constraints the mapping was focused on the Middle Zone area. This work outlined several field criteria for uranium mineralization which have the potential to focus exploration on areas in the field with higher potential for uranium mineralization.

Dr, Bohm's observation that uranium mineralization appears to occur around the core of ovoid intrusive bodies is also borne out by the airborne radiometrics. When viewed on a macro scale a number of these large oval bodies with radiometric highs around them are noted throughout the Turgeon Lake intrusive body. It is possible that the entire Double S trend (Double S, Middle Zone, TJ Zone) is part of the rim of one of these oval intrusive bodies.

2008 Surface Exploration

Between late May and early October 2008, a field exploration reconnaissance program was carried out by personnel employed by Consul-Teck Exploration of Val D'Or Quebec and R.I. Nichol, an independent geological consultant. Consul-Teck and Mr. Nichol were contracted by the Corporation to carry out this work on the North Shore Property.

In 2008 independent consulting geologist R.I. Nichol, working with geologists and technicians from Consul-Teck Exploration Inc. and Resource-Eye Services Ltd., mapped known uranium mineralized zones within the main Lake Turgeon North Shore property. The mapping activities were undertaken to find, delineate and record any areas with economic potential observed during the exploration phase of the program.

The objectives of the summer geological work program were to provide detailed, 1:2,000 scale geological bedrock mapping of outcrop exposures in the known core Middle, TJ, Lac Petit and Chan zones. Focus was directed at mappable rock units of the felsic granitic rocks of the Turgeon Lake intrusive complex. It was viewed that this mapping would determine relationships between uranium grade, geometry and any visible structures. It was also thought that controls on mineralization could be understood from insights provided by the geological mapping.

In early June 2008, a new regional 1:2000 scale mapping program began. Initially, geologists concentrated upon mapping the Middle, TJ and Chan zones while exploration crews fanned out over known and new areas within the Turgeon claims. In all zones, ground radiometric survey grids were run and results compiled prior to drilling of these zones.

This grassroots prospecting and mapping program successfully outlined the Jeff and Andrew Zones north of the Chan Zone and immediately south of the historic Turgeon Est zone.

The location of the Jeff and Andrew Zones was followed by an ongoing series of new discoveries. Other uranium zones found during summer 2008 include the Simon, Simon North, MA, Money-Pit, Ed, BobBlowOut and many other small occurrences. All of these new discoveries occur within a 5 kilometre radius of the main Double S Zone.

Many of the new discoveries, generally detectable only by the Niton instrument and in assays, are hosted by dominantly creamy-white, plagioclase-rich "hydrothermal" pegmatite. Uranopohane is markedly more visible and present within this unit.

Mapping was performed during the 2008 field season on other known occurrences such as Lac a l'Ours and the Northern Canada zones which are within the vicinity of the main showings and within the core claims of the Lac Turgeon project area. These occurrences are located approximately 8 kilometres northwest of the main Double S Zone. Historic uranium occurrences and extensions to existing zones were also prospected and mapped then sampled in some instances.

Discovery of new zones (Simon, Simon North, Turgeon Est, MA, Money Pit, Edward and the Jeff/Andrew zones) located within the Lac Turgeon claim group were followed up by 1:2000 scale mapping where warranted. Rock saw channel sampling was completed in and marginal to all of these uraniferous areas.

Previous mapping performed by Dr. Christian Bohm during the 2007 field season was directed at the Middle and South/Hinge Zones southwest and south of the Double S Zone. During the 2008 season the Middle Zone mapping was extended to the northwest and Bohm's 2007 mapping which was integrated into the present mapping scheme. GPS locations, structural measurements and scintillometer readings were taken on the main core property areas prior to the commencement of diamond drilling.

Niton hand held XRF field instruments, RS-125 spectrometers and GR-110 scintillometers were used to detect and analyze mineralization found during prospecting. Each GPS unit was downloaded daily with specific GPS points recorded in Excel spreadsheets and individual traverse lines recorded in Garmin Geosource format.

Middle Zone: In 2008, the northwest extensions of the main zone were mapped with the focus on covering those areas previously not mapped between the TJ and Middle Zones. Previous mapping by Bohm during 2007 was done at either 1:1,550 scaoe or 1:2,000 scale, and the 2008 work further defined and extended mapping using 1:2,000 scale maps. No major differences emerged either at the mapping area cross-over between geologists as to lithology and structure although the smaller scale mapping highlighted a significant Wakeham group sedimentary contact. The contact trends northwest and is located both within and to the northwest of Bohm's mapping area. Contacts with the (M4) metasediments are shallow and may indicate a veneer or sandwich effect created by sedimentary xenoliths being enveloped by intrusive granitic rocks.

Chan Zone: The 1:2,000 scale mapping of this zone highlighted granites intruded by medium to coarsely crystalline pegmatites differentiated by colour of feldspar (ranging from white to salmon pink to brick red). Smokey or clear varieties of quartz are present both interstitially and as veining or veinlets. Quartz veining seldom exceeds 0.5 meter widths with lengths generally less than on or two meters. These veins are usually located within lithological contact zones. Both the pegmatite and the granite are characterized by the presence of magnetite, biotite flakes and hematization. Mineralized zones are consistent with the overall shape of the positive topography coincident with the Chan Zone; this most probably depicts the area tectonic regime as well as the direction of glaciation events. Non-radioactive, biotite-rich Wakeham group metasediments are present marginal to outcrop and as small, linear xenoliths within intrusive rocks in the Chan area. Some uranophane is present as a veneer on coarse pegmatite outcrop. The uranophane is commonly only weakly detectable by scintillometers, thus the Niton hand held XRF instrument was used to run a survey in conjunction with scintillometer surveying. The Chan Zone is located approximately 3 kilometres west of the Double S Zone.

Simon Zone: Prospecting airborne radiometric targets north of the Double S Zone resulted in the discovery of the Simon Zone. Outcrop on a large ridge northeast of the Double S Zone proved to be highly anomalous in uranium, which resulted in a 1:2,000 scale mapping program followed up with saw cuts. The outcrop consists of dykes of white, coarsely crystalline, plagioclase-rich pegmatite intruding pink to salmon pink fine to medium grained potassic granite. The pegmatite is noted for areas with a uranophane veneer, one of which (508444E /557602N) tested 12,700 ppm using the Niton handheld XRF instrument. A later channel sample across this zone resulted in 172.5 ppm U and 33.7 ppm Th. Extensive channel sampling was undertaken over the Simon Zone because of the possibility that it may be an extension of the Double S Zone. Best results were taken from those channels from outcrop with uranophane present as a veneer. The Simon Zone is located approximately 2 kilometres northwest of the Double S Zone.

New Simon Zone: The New Simon Zone is centered at 507250E / 5585000N. Linear, sub-parallel northeast trending, white plagioclase-rich pegmatite outcrop was mapped at 1:2,000 scale. The occurrence is characterized by some very well-developed, >5cm diameter plagioclase and potassic feldspar crystals accompanied by common graphic cuniform textures. Silica flooding and (up to) 30cm quartz veining is evident at the pegmatite / granite contact and within the pegmatite. An irregularly shaped M4 unit of very fine quartzite outcrop contacts the zone in the northwest mapped sector. The conclusion may be reached that this zone is possibly a shallow dipping to subhorizontal zone as depicted by M4 sediment contacts. The pegmatite was notably uranophane coated in many areas, but the steepness of the outcrop made channel sampling impracticable. Spot scintillometer readings recorded up to 5500-7800 cps within these widespread uranophane patches. The conclusion was reached that coarse biotite, invariably present in mineralized areas and a function of hydrothermal alteration, is apparently related to any anomalous uranium readings. The New Simon Zone is located approximately 2 kilometres northwest of the Double S Zone.

Jeff and Andrew Zones: These two new zones were located early on in the exploration phase of the program and proved the effectiveness of the Niton handheld XRF instrument. The new zones are located in an area of white, plagioclase-rich pegmatite intruding fine to medium crystalline plagioclase granite that has large areas of intense silicification coincident with brecciation and hydrothermal alteration. Uranophane coating is common in these zones. Prospectors were dispatched to investigate the area south of the historic Aggressive Mining "Turgeon Est" occurrence (discovered 1967) and reported that, although much uranophane was present in outcrop, scintillometers were not registering any radioactivity beyond back ground readings with two, local >1000cps sites. The Niton handheld XRF instrument was used and significant uranium showings were observed. Further prospecting found the Andrew zone located across a deep valley to the west of the Jeff. A very favourable U/Th ratio is observed in the areas of outcrop. Mapping at a 1:2,000 scale was undertaken. Based on the results of the mapping, channel sampling was completed within the hydrothermally-altered areas, particularly those exhibiting uranophane surface coatings. Due to the non-response of the scintillometers, a scintillometer grid was not commenced until after the mapping prior to the spotting of a series of drill holes on the AJ Zone. Extensive channel samples were cut both across and along outcrop trends. Best results included 330 ppm uranium over 1.5 metres in the J1 channel. The Jeff and Andrew Zones are located approximately 2 kilometres northwest of the Double S Zone.

Turgeon Est: The historic "Turgeon Est" zone (507275E / 580300N) showing sited approximately 200 meters to the north of Jeff (507260E / 5579740N) and Andrew (506790E / 5579760N) had previously been drilled by the Aggressive Mining Company with 18 drill holes averaging 0.061% U3O8 and 0.01% U3O8 average from seven trenches/pits during the 1967 exploration season. The area was targeted based upon heavy though discontinuous uranophane presence. The area containing the white, plagioclaserich pegmatite was mapped at 1:2000 scale. Several channel trenches were completed in associated zones immediately to the west of Turgeon Est. Assay results generally contain lower uranium grades and, although some samples recorded >100ppm uranium. The Turgeon Est Zone is located approximately 6 kilometres north of the Double S Zone.

BobBlowOut: The BobBlowOut Zone, centered approximately at UTM 506650E / 579450N is a very siliceous white plagioclase-rich pegmatite apparently intruding the pink, coarse and potassic feldspar pegmatite that dominates the area. Contacts are clearly indicative of a later, more calcic or sodic intrusive event. The zone has been identified as being of very siliceous, hydrothermal and brecciated origin. The area was found during traverses that were planned in order to tie the Chan and Jeff/Andrew Zones together in the area north of the Chan Zone. The BobBlowOut is characterized by glacially-rounded outcrop truncated by deep swamp which hampered attempts to trace the structure in outcrop. Uranophane is apparent on some plagioclaserich areas mapped. The poor exposure likely attenuates the radiometric signature in this area. A small back hoe would be worthwhile to access additional near surface exposure by trenching. Mapping in this area was performed at 1:2,000 scale. The Bob BlowOut Zone is located approximately 2 kilometres northwest of the Double S Zone.

The AH Zone: The AH Zone was discovered by grassroots prospecting during the completion of a radiometric survey over the northern part of the Chan area. A very steep, westfacing cliff to the north-west of the Chan proved to have some uranium anomalous areas. The mineralization occurs within potassic pegmatite intruding medium grained potassic granite. Vitreous, strongly hematized quartz, both interstitial and as veining, is common in the zone as well as some subhedral magnetite and minor biotite flakes. The uranium mineralization is noted in a very fine, quartz rich metasedimentary rock unit (M4) within quartz sweat and micro-fractures caused by the adjacent pegmatite. The M4 contact occurs mainly on the west of the intrusive outcrops and trends at Az 335/68. The uranium proved to be discontinuous and was not targeted by channel sampling. The AH Zone is located approximately 4 kilometres northwest of the Double S Zone.

Lac Petit Zone: The Lac Petit Zone, centred at 513575E / 580675N, is located south of the Double S Zone. It has been identified by Denison Mines Ltd. in historic assessment reports as a potential resource having an estimated average grade of 0.015% U_3O_8 and being openpittable. Several weeks were spent mapping the Lac Petit Zone and surrounding area. Historic drill holes as well as historic trenches were located during the mapping. Because of the many drill holes emplaced both historically and by the Corporation, no channel sampling was directed at this zone. The lithology is dominantly pink, fine to medium grained, Potassium Feldspar-rich granite with northwest-trending pegmatite intrusions. The Corporation's drill logs from 2007 note tectonic breccias and some plagioclase-rich pegmatite in core. A paucity of structural measurements taken during the mapping is a function of a lack of identifiable structures. The Corporation's 2007 and 2008 drilling encountered multiple zones of uranium mineralization in several drill holes. The Lac Petit Zone based upon the volume of historical drilling and the Corporation's drilling, can be regarded as a lower exploration priority, but one with good potential for developing additional uranium mineralization. In-fill drilling should be contemplated in order to generate mineralization tonnage blocks. The Lac Petit Zone is located approximately 2 kilometres northwest of the Double S Zone.

2009 Surface Exploration

Between mid June and mid September 2009, a field exploration mapping program was carried out by personnel employed by Consul-Teck Exploration of Val D'Or Quebec and R.I. Nichol, an independent geological consultant. Consul-Teck and Mr. Nichol were contracted by the Corporation to carry out this work on the North Shore Property. In addition an agreement was reached with the University of New Brunswick to support an M.Sc. thesis on the Turgeon Lake Intrusive Complex as part of this mapping program.

In 2009 independent consulting geologist R.I. Nichol, working with geologists and technicians from Consul-Teck Exploration Inc. mapped and sampled areas surrounding known mineralized zones within the main Lake Turgeon North Shore claim group. The mapping activities were undertaken to find, delineate and record any areas with economic potential observed during the exploration phase of the program.

The objectives of the summer geological work program were to provide detailed, 1:2,000 scale geological bedrock mapping of outcrop exposures in the main Double S zone as well as areas surrounding the

Middle, TJ, Lac Petit and Chan zones. In addition the Grandroy and Turgeon Est areas were mapped and sampled prior to the start of diamond drilling at these locations. Focus was directed at mappable rock units of the felsic granitic rocks of the Turgeon Lake intrusive complex, as well as developing a stratigraphic model of the intrusive bodies.

Niton hand held XRF field instruments, RS-125 spectrometers and GR-110 scintillometers were used to detect and analyze mineralization found during prospecting. Each GPS unit was downloaded daily with specific GPS points recorded in Excel spreadsheets and individual traverse lines recorded in Garmin Geosource format.

In early June 2009, regional 1:2000 scale mapping program continued following the methodology used in 2008 with modifications. Mapping covered the main areas of the Grandroy, Turgeon Est and Double S zones. In additional areas surrounding MB, AH, Chan and Middle zones were mapped and sampled. Results from the surface sampling programs as well as final reports on the 2009 mapping programs (except Grandroy – see below) on the various showings are still pending release at the time of writing.

Prior to conducting the 2009 field program, an intervention permit (Permis d'intervention) with the Quebec Ministry of Natural Resources, Forestry Section (Ministères des resources naturelles, section forêt) was obtained. As part of the permitting process a work plan was submitted to the Ministry. Minimal to no surface disturbance was caused by the 2009 work program as all access was from existing roads or by helicopter. There was no timber removal from the property as part of this surface prospecting and sampling program.

A number of First Nations people were hired as part of the Corporation's ongoing work programs. This ranged from 2 to 4 people in an overall crew of up to 16 people, or up to 25% of the workforce on the property was First Nations. In addition residents of other local communities were hired over the course of the work programs.

Grandroy Zone

Grandroy is located in the northeast portion of the Turgeon Lake Intrusive complex, approximately 6 km northeast of the Double S zone. It has a similar lithology to Double S and is predominantly composed of granites and pegmatites interspersed with zones of metasediments and/or metagabbros and occasional pegmatite dykes. It is thought that the Grandroy area is near the margin of the Turgeon Lake Intrusive Complex and the surrounding Wakeham Group metasediments and metagabbros. The mineralized pegmatite bodies have been noted as hosting up to 5% disseminated Uraninite crystals by field personnel. Surface rock saw channel sampling returned grades of 0.174% U3O8 over 20 meters in channel GR-03. Additional areas of historic trenching were relocated however many were not sampled due to the trenches being flooded.

Costebelle Claim Group 2009 Exploration

During the initial reconnaissance exploration program in 2008 the A4 zone was discovered, with rock saw channel sample widths and grades of up to 57 meters of 0.021% (210 ppm or 0.42 lbs/t) U3O8. The 2009 work program followed up the 2008 results with a mapping and sampling program to further define strike lengths and mineralization in the area.

The 2009 exploration program in the A4 zone area consisted of a combination of mapping, scintillometer surveys and rock saw channel sampling. The A4 zone is located approximately 65 kilometres northeast of the Double S, TJ and Middle Zones. The mineralization outlined in the A4 area in 2008 has been extended to a currently defined strike length of 200 meters with results of up to 12 meters of 0.123% (1233 ppm or 2.47 lbs/t) U3O8. Selected results are listed in the table below.

This mineralization occurs within a pegmatite dyke or series of dykes with an overall potential strike length of at least 1,500 metres (1.5 km) based on mapping and scintillometer surveys over the strike extensions of the zone. This pegmatite dyke ranges from 50 to 150 meters in width based on geological mapping. This pegmatite body remains open along strike and to depth. Selected intervals from the A4-Zone5 area are outlined in the tables below:

In addition, a new area of mineralization (A4-Zone2) has been discovered approximately 300 meters northwest of the main A4 area noted above as defined by rock saw channels A4-Zone2-1 and A4-Zone2-2, with results of 0.048% (475 ppm or 0.95 lbs/t) U3O8 over 4 meters and 0.027% (274 ppm or 0.55 lbs/t) U3O8 over 6 meters being received.

The pegmatite body hosting the A4-Zone2 mineralization extends over a strike length of at least 700 meters based on geological mapping and scintillometer readings. The extent of the mineralization here has not yet been determined. Generally outcrop exposures are limited in the Costebelle claims. Several other anomalous areas were outlined as part of the mapping and scintillometer survey program. These scintillometer survey anomalies are hosted by pegmatite dykes with strike length potential of several hundred meters.

Costebelle A Claim Group – R and P Zones

Exploration carried out during 2009 on the Costebelle A claim group focussed on follow up of results from the 2008 summer work program as well as assessing the potential of a number of radiometric anomalies that were not previously assessed. The R and P zones are located approximately 57 kilometres northeast of the Double S, TJ and Middle Zones.

The 2009 work program has outlined uranium mineralization in several mineralized trends within an area approximately 1,500 meters (1.5 km) by 1,500 meters (1.5 km) in size. Results including 0.033% (333 ppm or 0.67 lbs/t) U3O8 over 15 meters (RS1) and 0.029% (291 ppm or 0.58 lbs/t) U3O8 over 11 meters (C-A-13-Knob8) were encountered in rock saw channel sampling.

These channel results outline a number of mineralized trends, including 100 meters of strike (RS series channels), 150 meters of strike (C-A-13 East series channels), 300 meters of strike (C-A-13 Knob series channels) and 450 meters of strike (C-A-13 Southeast series channels). All mineralized trends are open along strike in both directions.

In addition the 2009 work program outlined significant surface mineralization on the P zone occurring approximately 6 kilometres north of the R zone. The main mineralized trend at the P Zone is defined by the P08-Tr and P09-Tr series rock saw channels. Highlights include 0.045% (449 ppm or 0.9 lbs/t) U3O8 over 5 meters (channel P09-Tr10b), 0.034% (337 ppm or 0.68 lbs/t) U3O8 over 5 meters (channel P09-Tr8b) and 0.086% (855 ppm or 1.71 lbs/t) U3O8 over 2 meters (channel P09-Tr6). These channels have outlined a 900 meter trend of mineralized pegmatites and granites. This trend remains open along strike in both directions.

Costebelle G Claim Group - H Zone

The 2009 summer work program followed up results from the 2008 work program on the Costebelle G claim group. The 2009 program has outlined a number of mineralized zones hosted by granites and pegmatites along an overall trend of 800 meters. Results include 0.074% (735 ppm or 1.47 lbs/t) U3O8 over 6.5 meters (rock saw channel H3-NE8) and 0.084% (839 ppm or 1.68 lbs/t) U3O8 over 2 meters (rock saw channel H3 Northeast-4). This trend remains open along strike. The H Zone mineralization is located approximately 120 kilometres northeast of the Double S, TJ and Middle Zones.

2010 Surface Exploration

The 2010 summer work program followed up results from the 2009 summer work program in addition to results of the winter 2010 diamond drill program (see Drilling section below). The program was successful in outlining a significant number of new mineralized zones hosted by granites and pegmatites on the Costebelle A, Costebelle C and Pontbriand A, B, C and D claim groups.

Results include 2 meters of 0.432% (4320 ppm or 8.64 lbs/t) U3O8 (MER Zone), 9 metres of 0.046% (464 ppm or 0.93 lbs/t) U3O8 (C-C-11 Zone) and 8 metres grading 0.038% (379 ppm or 0.76 lbs/t) U3O8 (A4-4 Zone) in rock saw channel samples. Please refer to the discussion below for more details. The mineralized zones at Costebelle are generally open in all directions as channel sampling was limited to areas of existing outcrop exposure, with shallow overburden cover overlaying large areas of the targeted airborne anomalies.

Costebelle C Claim Group - A4 Zone

During the exploration programs in 2008 and 2009 the A4 zone was discovered, with channel sample widths and grades of up to 57 metres of 210 ppm U3O8. Winter 2010 drilling on the A4-1 zone encountered up to 25.95 metres of 480 ppm, 33.9 metres of 230 ppm, 41 metres of 197 ppm, and 15.85 metres of 331 ppm U3O8 over a strike length of 500 metres. Mineralization on the A4-1 zone remains open along strike and at depth.

The 2010 Summer work program followed up the 2008 and 2009 results with additional mapping and sampling to further define existing mineralized trends in the overall A4 area. As a result, the previously untested A4-4 trend has been redefined by mapping and channel sampling over an approximate 800 metre (0.8 kilometre) strike length. Mineralization remains open along strike in both directions as well as at depth.

Costebelle C Claim Group - C-C-11 Zone

Zone C-C-11 is an airborne radiometric anomaly not sampled in previous exploration campaigns. This area was mapped and sampled as part of the 2010 exploration program. Highlights include 9 metres of 0.046% (464 ppm or 0.93 lbs/t) U308 and 11 metres of 0.033% (329 ppm or 0.66lbs/t) U3O8 in rock saw channel sampling. Additional rock saw channel sampling was completed on the southwestern area of the airborne anomaly, with **11 metres of 0.084% (835 ppm or 1.67 lbs/t)** encountered in this area of the anomaly. This sampling extends mineralization to an estimated total length of 800 metres. Mineralization remains open along strike, and the total width of this zone is not known at this time.This initial area of mineralization occurs within an overall radiometric anomaly of approximately 1200 metres (1.2 km), and is open along strike. C-C-11 is located approximately 3 kilometres east of the A4 Zone.

Costebelle A Claim Group – R (CA-13 Knob) and MER Zones

Exploration carried out during 2010 on the Costebelle A claim group focussed on follow up of results from the 2009 summer work program as well as assessing the potential of a number of radiometric anomalies that were not previously explored.

This exploration further defined the R Zone (CA-13 Knob area) and led to the discovery of the MER zone which includes 2 metres of 0.432% (4320 ppm or 8.64 lbs/t). Extension of the CA-13Knob-8 rock saw channel to a total of 17 metres containing 0.03% (299 ppm or 0.6 lbs/t) U3O8 from the original 11 metres containing 0.029% (291 ppm or 0.58 lbs/t) U3O8 is also highlighted.

The R and MER zones occur along an approximately 6 kilometre long folded sequence of sediments hosting numerous granite and pegmatite bodies. The overall larger trend of sediments and intrusive bodies extends for over 14 kilometres. Much of this additional strike length, however, has not yet been assessed by prospecting and sampling. The MER and R Zones are located approximately 20 kilometres southwest of the A4 Zone.

Costebelle A Claim Group - O and P Zones

Follow up work was carried out on the O and P Zones. These areas were initially prospected and mapped in 2008 and 2009. Additional mapping and channel sampling was completed in 2010, with new areas of mineralization located in the P zone (P2010 Zone) and existing mineralized area being extended at the O Zone. The P Zone radiometric anomaly covers an area of approximately 2.2 kilometres by 2.1 kilometres, while the O Zone radiometric anomaly covers an area of 1.25 kilometres by 1.9 kilometres.

Highlights include 11 metres of 0.027% (274 ppm or 0.54 lbs/t) and 9 metres of 0.024% (237 ppm or 0.48 lbs/t) at the P2010 zone and 17 metres of 0.012% (123 ppm or 0.24 lbs/t) U3O8 in rock saw channel O-7a.

Pontbriand Claim Groups

The Pontbriand claim groups (A, B, C and D) had prospecting and grab sampling completed during the 2006 and 2007 exploration campaigns by Uracan. Additional prospecting and channel sampling of the earlier work programs, as well as ground truthing of historic assessment file showings, was the focus of the 2010 program. Due to time constraints no detailed work was conducted on the various claims. Only limited prospecting work was completed.

The Pontbriand Claim Group consists of 4 separate areas, Pontbriand A, Pontbriand B, Pontbriand C and Pontbriand D. The Pontbriand claims cover a total of 160 square kilometres. The claims have the main highway in the area passing through the A and D claim groups, with all the Pontbriand claims being located within 19 kilometres of the highway. In addition the main hydro power transmission lines for the area pass through the property areas.

As a result of this work numerous highly anomalous areas were outlined in all 4 Pontbriand claim groups. Up to 7 metres of 0.128% (1275 ppm or 2.56 lbs/t) U3O8 (Pontbriand B3 Zone), 4 metres grading 0.115% (1153 ppm or 2.31 lbs/t) U3O8 (Pontbriand A2 Zone) and 2 metres grading 0.265% (2652 ppm or 5.30 lbs/t) U3O8 (Pontbriand A2 Zone) were defined by rock saw channel sampling. Mineralization is predominantly hosted by granite and pegmatite dykes intruding metasediments and sedimentary gneisses.

At this time the strike length and overall size potential for the various zones are not known with certainty, however the various channels were located within airborne radiometric anomalies ranging from 0.9 kilometres by 0.25 kilometres to 2.7 kilometres by 0.4 kilometres in size. Additional follow up work is planned to define the various mineralized areas for a future drill program on these claims.

2006 Airborne Geophysics

Geophysics GPR International Inc. of Longueill Quebec was engaged by Jean Lafleur P.Geo., Mineral Exploration Consultant on behalf of the Corporation to perform an airborne geophysical survey on the western portion of the North Shore Property. The western portion of the property area encompasses the Turgeon Lake, WeeGee, Highway and Pontbriande claim groups. A total of 9,950 line kilometers of airborne surveys were completed. The areas of work were located near Baie Johan Beetz, Quebec on NTS sheets 12L/06, 12L/07 and 12L/08.

The survey equipment included a magnetic gradiometer, a VLF receiver and a gamma ray spectrometer. The field data acquisition was completed in the period between July 14, 2006 and September 9, 2006. The survey was carried out by a Bell 206 Long Ranger carrying a survey instrument on a long line below the helicopter. The resultant data was processed by Geophysics GPR, with a final report which was received by the Corporation in October 2006.

A total of ten maps were produced for each of the two blocks, Turgeon and Pontbriande. These included: Measured vertical gradient, Total magnetic field, VLF total field and quadrature, Total count dose rate, Potassium, Thorium, Uranium equivalent concentrations and digital elevation models. Hard copies of these maps were included in the final report, with digital data and a PDF version of the final report included on a CD with the report.

The geophysical data received from the survey has proven to be a critical tool to defining target areas for ground follow up. Radiometric anomalies (U, Th, K) outline areas with high prospectivity for the prospecting crews as well as for defining possible controls on uranium mineralization. Magnetic and VLF are useful for defining structures as well as large scale intrusions and subintrusions in the various areas of the property. These tools have proven particularly successful in the Turgeon Lake claims and the Pontbriande claims for locating areas for further work.

2007 Airborne Geophysics

Geophysics GPR International Inc. of Longueill Quebec was engaged by Marc Simpson P.Geo., Exploration Manager for the Corporation to perform an airborne geophysical survey on the eastern portion of the North Shore Property. The eastern portion of the property area encompasses the Costebelle claim groups. The survey was covered nine (9) blocks with a total coverage of 8,357 line kilometers. The areas of work were located near Natashquan, Quebec on NTS sheets 12L/08, 12L/09, 12K/11 and 12K/12.

The survey equipment included a magnetic gradiometer, a VLF receiver and a gamma ray spectrometer. Production flying was carried out from April 26 to May 26, 2007, and from June 22 to July 5 for re-flights. The survey was carried out by a Bell 206 Long Ranger carrying a survey instrument on a long line below the helicopter. The resultant data was processed by Geophysics GPR, with a final report which was received by the Corporation in September 2007.

A total of twenty maps were produced for the 9 blocks which form the Costebelle claim group. These included: Measured vertical gradient, Total magnetic field, VLF total field and quadrature, Total count dose rate, Potassium, Thorium, Uranium equivalent concentrations and digital elevation models. Hard copies of these maps were included in the final report, with digital data and a PDF version of the final report included on a CD with the report.

The geophysical data received from the survey will be used to locate areas for further work. Because the final results were received late in the 2007 field season, no field work was completed on the anomalies outlined in the geophysics. The anomalies will be assessed for future work programs. The Costebelle claim area has received little or no historic work on any of the areas currently held by the Corporation. As a result this is one of the first detailed airborne geophysical surveys to be completed on this area. The prospectivity of the anomalies is not known at this time.

2008 and 2009 Airborne Geophysics

No airborne geophysical program was conducted on the property during 2008 or 2009.

Mineralization

The North Shore Property area is underlain by geological units susceptible to contain significant uranium mineralization of economic interest, including uranium veins and disseminations linked to pegmatites granitic gneisses and in meta-sedimentary rocks which are mineralized in uranium and rare earth elements, as well porphyritic granitoids carrying copper-gold and copper-molybdenum. The geological evidence points to both the Rössing and Olympic Dam uranium models.

Drilling

See below under "Exploration and Development".

Sampling, Analysis and Security of Samples

Sample Preparation, Analysis and Security

Drilling was conducted using standard diamond drill equipment and supplies commonly used in the mining and exploration industry. Samples were obtained from core recovered at the site, using methods described below.

The geological units hosting the majority of uranium mineralization at the North Shore Property are predominantly granitic (granite, syenite, monzonite and diorite), pegmatitic equivalents of the granitic rocks, along with associated metasedimentary gneisses and granitic gneisses. These rock types lend themselves to high rates of recovery, generally greater than 95% recovery in most or all drilled intervals. Lost core is minimal on this project. All drill holes are completely sampled from top to bottom.

Sampling Procedures

At the diamond drill, core was recovered using a wire line core tube system with each run recovering 3 metres of drill core. All drilling was conducted using metric drill rods so no conversion from imperial units to metric units is required. All diamond drilling completed in 2007 was done using NQ sized drill rods. The NQ core designation represents a core diameter of 47.6 mm.

Each core tube is unloaded by the driller's helper into core boxes with each box containing 4.5 metres of drill core. Each box is uniquely lettered with the drill hole number and box number. The end of each 3 meter run of core has a marker inserted with the depth of each run marked on it by the driller's helper.

Once each core box was filled it was closed with a lid which was secured using wire. The core was directly transported to the Corporation's core logging facility either by a sled pulled by a snowmobile in winter or by helicopter in the summer.

Sampling Protocol for Drill Core

Intervals were "broken out" based on geological similarities such as the same amount of veining. The minimum sample interval is 30 cm and the maximum recommended interval was 1.5 meters, with exceptions in limited circumstances. All samples are written up in a drill log form, and strip logs for digital data entry are completed for each sample. The data is entered in a digital database for use in creating digital cross sections. Sample numbers were taken from the sample tag books provided by the commercial lab doing the sample analysis. Each sample has a unique number to identify it, and a two part paper tag was put in the box at the beginning of each sample, with one of the two placed in the sample bag with each sample by core cutting personnel.

This sample number was also written on a metal tag that was stapled into the box at the beginning of each sample interval. This metal tag provides a permanent record of the sample location. The sampled interval and number were clearly marked on the drill core with a wax pencil to allow the core cutting personnel to easily identify the sample intervals, and a cut/split line was also drawn perpendicular to the dominant foliation. This clarity minimizes the risk of sampling errors.

All sampled intervals were written in hand written and digital logs. Personnel double checked to ensure that the sample numbers and sampled intervals accurately reflected what was actually sampled in the drill core.

During the 2007, 2008 and 2009 drilling program at the North Shore Property, all drill holes were sampled in their entirety to define the controls on mineralization on the property, as well as to build a large enough data set to define potential geochemical anomalies associated with mineralized zones.

The drill core was split using a hydraulic splitter system (Services Exploration Enr. Model SE-5H). This has a hydraulically operated blade that applies the blade against the core, causing it to split in half, one half going into the sample bag, the other half replaced into the core box as a sample for future reference.

Chain of Custody

Once the drill core was split and sealed into plastic sample bags, the bags were placed in groups of 8 to 10 samples into doubled poly bags for transport. These poly bags were also sealed with tape, and they were transported by employees of ConsulTeck Exploration (geological contractors to the Corporation) to Havre St. Pierre. At Havre St. Pierre the poly bags of samples were palletized and sealed in plastic on the pallets. The palletized samples were transported by transport truck to ALS Chemex Laboratories in Val D'Or Quebec from Havre St. Pierre. ALS Chemex is an accredited laboratory with facilities in 20 countries and routinely performs assays for mining companies. The Val D'Or facility is in compliance with ISO 9001:2000 for the provision of Assay and Geochemical Analytical Services according to QMI Management Systems Registration. Please refer to www.alschemex.com for further information.

Sample Preparation

Upon arrival at the ALS Chemex facility in Val D'Or, samples are individually weighed (ALS Chemex code WEI-21), entered into their sample control database (ALS Chemex code LOG-22), and have the internal laboratory QC inserted. (ALS Chemex code PUL-QC). Once these procedures are complete, the samples are then taken to the sample preparation area. They are first crushed to 70% <2mm (ALS Chemex code CRU-31), followed by a riffle split of the crushed sample (ALS Chemex code SPL-21), and one portion of the split material is pulverized to 85% <75µm (ALS Chemex code PUL-31).

The pulverized sample is sent for ICP-MS analysis (Inductively Coupled Plasma Mass Spectrometry**.** These results are recorded and once they pass internal laboratory QC are sent to designated representatives of the Corporation for review.

Quality Assurance / Quality Control (QA/QC)

The Corporation considers QA/QC to be a top priority in any drilling program, and assay information is continually updated in graphic and spreadsheet form to allow management to determine if there are problems with sampling or with the lab.

Commencing with the summer 2009 drill program the Corporation inserted one standard, one duplicate sample and one field blank into the sample stream, normally with one of each type inserted per group of 40 samples or approximately one QA/QC sample per 13 samples. If the sampled interval encountered a significant high grade mineralized zone, additional QA/QC samples are inserted around this interval, primarily blank material in order to be certain that no smearing of uranium values occurs.

Prior to the summer 2009 drill program no standards were inserted into the sample stream as the Corporation was not previously able to locate appropriate commercially available standard material. In early 2009 appropriate standards were located and purchased from a commercial laboratory in South Africa.

This QA/QC program is done in addition to the internal QA/QC program performed by the lab. Any samples which failed the Corporation’s QA/QC are re-assayed. Check assays on approximately 5% of the samples sent to the lab are submitted to a second lab to outline the validity of the results from ALS Chemex.

The author of the Parent Report as well as the author of the Jutras Report visited the site in order to verify facts about the site, and witness the handling of the samples. In the authors' opinions, the security and analytical procedures employed exceed industry standard. The checks and controls minimize risks of error in the field, in the chain of custody, and at the lab. Furthermore, the check assays that are part of the Corporation's internal QA/QC system demonstrate a commitment to precision.

Mineral Resource and Mineral Reserve Estimates

Double S Zone

Based on the results of the latest geological model created for the resource calculation, 81,464,000 tonnes averaging 0.012% U_3O_8 containing approximately 10,500,000 kilograms (23.185 million pounds) of U_3O_8 has been outlined, based on a cut off of 0.010% at the Double S Zone. This resource falls into the NI 43-101 Inferred Mineral Resource category. The geologic model and block model were prepared by SRK Consulting (Canada) Inc. This resource calculation supercedes the previous resource calculation created by Ron Parent P, Geo. in 2008.

For the key assumptions, parameters and methods used to estimate the above mineral resources and mineral reserves we incorporate into this Annual Information Form by reference Section 16 of the SRK Report.

The authors of the SRK Report are unaware of any relevant issues that may materially affect the Inferred Mineral Resources calculation in a negative way. There have been no concerns about environmental, permitting, legal, title, taxation, socio-economic, or marketing problems. There have been no aboriginal land claims which affect the Corporation's ability to use the land, since the land was staked prior to the proposed treaty settlement with the Natashquan First Nation. The government of Quebec does not oppose uranium development.

Further developments to infrastructure would positively affect the Inferred Mineral Resources calculation. There is already a provincial highway nearby, as well as a large powerline running through the North Shore Property. Most importantly, portions of the property have tidewater access. Therefore, if the property should reach the development stage, it would be relatively inexpensive for the Corporation to transport the ore for processing to any number of facilities.

Middle Zone

Based on the results of the geological model created for the resource calculation, 52.03 million tonnes averaging 0.012% U_3O_8 containing 6.2 million kilograms (13.7 million pounds) of U_3O_8 has been outlined, based on a cut off of 0.009% U_3O_8. This resource falls into the NI 43-101 Inferred Mineral Resource category. The geologic model and block model were prepared by Marc Jutras, P.Eng., using Vulcan© software.

The Jutras Report on the Middle Zone inferred resource outlines the key assumptions, parameters and methods used to estimate the above mineral resources and mineral reserves incorporated into this Annual Information Form. The Jutras Report was filed with the regulatory authorities on June 11, 2009 and is available for review under the Corporation's profile at www.sedar.com.

TJ Zone

Based on the results of the geological model created for the resource calculation, a total of 28.66 million tonnes averaging 0.011% U_3O_8 containing approximately 3.21 million kilograms (7.0 million pounds) of U_3O_8 has been outlined, based on a cut off of 0.009% U_3O_8. This resource falls into the NI 43-101 Inferred Mineral Resource category. The geologic model and block model were prepared by Marc Jutras, P.Eng., using Vulcan© software.

The Jutras Report on the TJ Zone inferred resource outlines the key assumptions, parameters and methods used to estimate the above mineral resources and mineral reserves incorporated into this Annual Information Form. The Jutras Report was filed with the regulatory authorities on June 11, 2009 and is available for review under the Corporation's profile at www.sedar.com.

Zone	**Cutoff Grade** U_3O_8**%**	**Average Grade** U_3O_8 **%**	**Tonnes (MT)**	**Contained** U_3O_8 **(M Kg)**	**Contained** U_3O_8 **(Mlbs)**	**Resource Calculated By**
Double S	0.010	0.013	81.464	10.516	23.185	SRK Consulting
Middle Zone	0.009	0.012	52.027	6.209	13.688	M Jutras
TJ	0.009	0.011	28.662	3.211	7.079	M Jutras
Weighted Total		0.012	162.153	19.936	43.952	

Summary table of Inferred Resources for Double S, Middle Zone and TJ Zone

Mining Operations

The Corporation has not carried out any mining operations on the North Shore Property.

Exploration and Development

The Corporation has proceeded to carry out the exploration programs on the North Shore Property as recommended in the Lafleur Report. The author of the Lafleur Report is of the opinion that the North Shore Property is of sufficient merit and potential to continue explorations in order to discover uranium (and polymetallic) resources. The recommended program is divided into two (2) phases with a minimum expenditure level required to validate the geological model and diamond drill ready priority targets for large tonnage and low grade uranium resources with potential copper and gold credits, based on the Rossing Deposit in Namibia, having a minimum conceptual mineralized size of 1,000 meters by 500 meters by 100 meters deep.

The Phase 1 summer campaign on the North Shore Property was completed in 2006 with initial results reported in the late fall. The main goal of the program was, in part, to evaluate and validate a potential large volume and low grade uranium resource as outlined in the Lafleur Report. The Phase 1 program included:

- regional and detailed mapping, bedrock sampling and ground scintillometer surveys; and

- airborne (helicopter) magnetic, electromagnetic and radiometric surveys.

More than 2,600 outcrops were mapped with an equivalent number of scintillometer readings. Furthermore, 2,300 rock samples were also taken for ICP-47 Element Geochemical Analysis at ALS-Chemex, which included uranium, thorium, selected rare-earths and ytrrium.

The field and geophysical observations suggested that the 225 km2 Turgeon Lake Intrusive Complex remain the first priority target. Four kilometric sized anomaly/target sectors were identified within the Turgeon A claim block, based on lake-bottom sediment, surface grab and channel samples, and airborne radiometric and ground scintillometer readings. These are the Lac Petit-Double-S, Lac Turgeon, Lac Tanguay, and Baie Johann-Beetz.

- Lac Petit-Double S is a 15 km2 NE-SW trending anomaly, where more than 900 grab and channel samples were taken. The four km2 Lac Petit portion contains magmatic breccias, is highly fractured, hermatized, and has typical SPP2 scintillometer readings in the 5,000 to 10,000 cps range.

- Lac Turgeon is a 1 km by 1 km anomaly consisting of a 25 m wide, sub-horizontal band of uranophane-bearing granites. The occurrence is in part defined by historical trenches and scintillometer readings in the 10,000 to 30,000 cps range.

- Lac Tanguay is a 2 km by 2 km anomaly located in granite, outlined by 10 surface grab samples.

- Baie Johann-Beetz is a 5 km by 1 km anomaly centred on the main highway between the seaside communities of Havre St. Pierre and Baie Johann-Beetz, where detailed sampling (more than 100 grab and channel samples) at the two extremities of the anomaly continued to return anomalous values.

Additional anomaly/target areas within the Pontbriand A, Wee Gee A, Highway and Costebelle C claim blocks were also sampled.

2007

The 2007 exploration program consisted of a winter and summer drilling (Phase 2) segment and a summer geophysics portion.

Three main areas of the Lac Turgeon claim group were drilled during the winter program: Double S, Lac Petit and Lac Tanguay. A total of 20,726.1 meters were completed in 107 drill holes.

Double S

A total of 14,904 meters were drilled in 64 drill holes in the Double S zone. The drill holes were planned to further assess the strike length and down dip potential of the uranium mineralization seen at surface in the Double S occurrence. The 2007 drilling outlined an area of mineralization approximately 1500 m in strike with multiple mineralized zones ranging from several meters to over 156 meters in width. Mineralization at Double S remains open along strike, up dip and downdip from the currently defined inferred mineral resource.

The uranium mineralization noted in SS-07-62, SS-07-63 and SS-07-68 indicates that significant mineralization occurs in areas with a less intense radiometric signature, as these holes drilled areas that were considered to be less prospective secondary target areas. This weaker signature is thought to be caused by thicker overburden cover off the margins of the stronger radiometrics.

SS-07-65 and SS-07-69 also confirmed that broader zones of mineralization extend to the northwest further than previously modeled.

The northeast dip of the mineralization is modeled based on surface mapping of outcrop exposures and the diamond drill holes completed to date. Generally the mineralization has a shallow northeast dip, but this dip steepens locally. Modeling of the mineralized zone at Double S is ongoing.

Lac Petit

The Lac Petit occurrence lies approximately 2 kilometers northeast of the Double S occurrence. A total of 33 diamond drill holes totaling 4,275.5 meters were completed covering an area approximately 3 by 2 kilometres (1.8 by 1.24 miles) in size.

This drilling has outlined uranium mineralization over an area of approximately 600 by 400 meters. The mineralized zone occurs as a flat lying to shallowly north dipping zone. The mineralization is hosted by pegmatite dykes within a sequence of granites and biotite gnessis. Mineralization is open to the southwest and northeast as indicated by airborne radiometrics.

The Lac Petit drilling targeted the historic Lac Petit occurrence. Historic drilling in the area encountered broad lower grade mineralization and was predominantly short shallow drill holes within a small surface area. The Corporation's drilling has expanded the depth of mineralization as well as the size potential of Lac Petit.

Lac Tanguay

The Lac Tanguay occurrence is located approximately 1 kilometre south of the Double S occurrence and is a linear radiometric anomaly with coincident rock and channel sampling anomalies. Ten diamond drill holes totaling 1,546.6 meters were drilled in the Lac Tanguay area. These holes encountered a number of low grade mineralized zones hosted by coarse grained pegmatite dykes.

2008

Winter drilling in 2008 incorporated the use of two drill rigs. One drill focused on exploration along the Double S trend while the other drill focused on the reconnaissance drilling of new targets in other areas of the property. A total of 22,711.5 meters of drilling in 110 diamond drill holes was completed

Johan Beetz

Located five kilometers to the southeast of Double S, a total of 2000 meters was drilled in 10 holes in this area. Several mineralized intervals were encountered in this drilling. These stacked zones were found at depths ranging from 7 meters to 200 meters depth.

Double S Trend

Reconnaissance drilling outside of the known main zone at Double S in the 2008 winter program confirmed two new separate zones of mineralization, ranging from 1300 – 2900 meters NW of the main Double Zone. These new areas within the trend are known as the Middle Zone and TJ Zone.

TJ Zone

The TJ Zone has had historic mapping and surface sampling completed on it, but no drilling was carried out on this zone prior to the 2008 winter drill program. The winter 2008 drilling was executed on widely spaced drill sites with a total of 6,791 meters of diamond drilling completed in 33 holes.

Multiple mineralized zones were encountered in the summer drilling program, with up to 95.55 metres grading 0.015% U_3O_8 encountered in TJ-08-02 and 68.8 meters of 0.011% U_3O_8 in TJ-08-31. Numerous discrete mineralized zones within each drill hole continue to occur at the TJ Zone.

Middle Zone

On the Middle Zone, 33 drill holes and 7,071.5 meters were drilled. Multiple mineralized zones were encountered in the summer drilling program, with up to 72.25 meters grading 0.012% U_3O_8 encountered in MZ-08-23, 70.3 meters grading 0.013% U_3O_8 encountered in MZ-08-31, and 60.8 meters of 0.013% U_3O_8 in MZ-08-27. The uranium mineralization at Middle Zone is hosted by a sequence of pegmatites and granites. Uranium mineralization in the Middle Zone remains open along strike, updip and at depth. Further drilling is recommended in this area to outline further mineralization.

Lac Petit

1,226 meters of drilling in 6 holes was completed on the Lac Petit zone to follow up drill results from the winter 2007 program. The program was aimed at better defining the orientation and extent of mineralization in this area.

The Corporation has now outlined a mineralized zone at Lac Petit over an area roughly 800 metres long by 200 metres wide. Mineralization remains open along strike and down dip, with the uranium mineralization hosted by a sequence of pegmatites and granites.

Lac Tanguay

The Lac Tanguay occurrence is located approximately 1 kilometre south of the Double S occurrence and is a linear radiometric anomaly with coincident rock and channel sampling anomalies. Six diamond drill holes totalling 1,200 meters were drilled in the Lac Tanguay area. These holes encountered a number of low grade mineralized zones hosted by coarse grained pegmatite dykes.

Andrew/Jeff Zone (AJ Zone)

A grassroots prospecting and mapping program successfully outlined the Andrew and Jeff Zones (AJ Zone) north of the Chan Zone and immediately south of the historic Turgeon Est zone. The AJ Zone has significant uranophane staining at surface; however this mineralization does not generate a significant scintillometer response, possibly due to disequilibrium in the surficial uranium mineralization. It is detectable only by the Niton XRF instrument and in assays.

Historically this uranium mineralization was described as yellow feldspar in field mapping and assessment reports, but it was not sampled or assayed. Improved technology has been able to confirm uranium mineralization. This mineralization is hosted by dominantly creamy-white, plagioclase-rich "hydrothermal" pegmatite. Uranopohane is markedly more visible and present within this unit.

Based on the results from mapping and channel sampling the AJ Zone, 10 drill holes totaling 2000 meters were completed on the AJ Zone, with up to 33 meters containing 0.013% U_3O_8 (0.26 lbs/ton) in AJ-08-09. This new discovery of uranium mineralization remains open in all directions.

Chan

The Chan Zone, which is located adjacent and northwest of the TJ Zone, was drilled in 2008. A total of 1,823 metres was drilled in 9 holes testing airborne radiometric anomalies within the area. A number of anomalous intervals were encountered with up to 23.5 meters containing 0.014% U3O8 in CH-08-05. Other mineralized intervals from less than one meter to 18 meters in width with grades ranging from 0.01% to 0.04% U3O8 noted in drilling assays. The mineralization at Chan remains open along strike and at depth.

Wee Gee

Drilling in 2008 targeted coincident airborne magnetic anomalies with anomalous surface sampling completed in 2006. A total of 600 metres was drilled in three diamond drill holes. No significant results were returned from the drilling assays.

2009

In 2009 a two phase diamond drill program was carried out, a winter program utilizing one drill and a summer drill program using one drill. A total of 10,072.4 meters of diamond drilling was completed in 46 drill holes and one drill hole extension. Drilling primarily focused on expanding the existing mineralized zone at Double S as well as exploration drilling on the Grandroy and Turgeon Est zones.

Double S

A total of 9,047.4 meters were drilled in 34 drill holes in the Double S zone in 2009. The drill holes were planned to further assess the strike length and down dip potential of the uranium mineralization seen at surface and in previous diamond drilling at Double S. The 2009 drilling confirmed that mineralization continues updip, downdip and along strike from the current resource model area. The diamond drilling also confirms that uranium mineralization continues under areas of swamp and overburden cover in areas with a muted airborne radiometric response. This weaker signature is thought to be caused by thicker overburden cover off the margins of the stronger radiometrics.

The northeast dip of the mineralization is modeled based on surface mapping of outcrop exposures and the diamond drill holes completed to date. Generally the mineralization has a shallow northeast dip, but this dip steepens locally. Modeling of the mineralized zone at Double S is ongoing with the aim to update the resource estimate at Double S in 2010.

Grandroy and Turgeon Est

Grandroy is located in the northeast portion of the Turgeon Lake Intrusive complex, approximately 6 km northeast of the Double S zone. It has a similar lithology to Double S and is predominantly composed of granites and pegmatites interspersed with zones of metasediments and/or metagabbros and occasional pegmatite dykes. It is thought that the Grandroy area is near the margin of the Turgeon Lake Intrusive Complex and the surrounding Wakeham Group metasediments and metagabbros.

Initial drilling and trenching results indicate that the mineralization at Grandroy is hosted by flat lying to shallowly southwest dipping near surface pegmatite bodies. The true thickness of this mineralization is not known at this time but is thought to be similar to the thicknesses encountered in the drilling. The mineralized pegmatite bodies have been noted as hosting up to 5% disseminated Uraninite crystals by field personnel.

Two of the nine drill holes completed at Grandroy encountered significant uranium mineralization. Drill hole GR-09-07 intersected 0.213% (2,130 ppm or 4.26 lbs/t) U3O8 over a core length of 5.4 meters, starting at 5.8 meters down hole. GR-09-08 intersected 0.089% (886 ppm or 1.77 lbs/t) U3O8 over 10.5 meters starting from the bottom of the drill casing at 1.5 meters below surface, indicating that this drill hole likely collared in mineralization. Included within this 10.5 meter interval was a sub interval grading 0.195% (1,943.3 ppm or 3.9 lbs/t) U3O8 over a core length of 4.5 meters.

At Grandroy, drilling and channel sampling results to date have defined approximately 80 meters of strike length. Mineralization remains open along strike to the southwest and down dip from the area of current drilling and surface sampling. Follow up to these drill results is being planned for 2010.

Costebelle Claim Group

2008

In November 2008, a number of new discoveries within the Costebelle claim group were observed located between 65 kilometres and 115 kilometres northeast of the Turgeon Lake claims outlined above.

Channel sample results included 57 meters containing 0.021% (0.42 lbs/ton) U_3O_8, 22 meters of 0.036% (0.72 lbs/ton) U_3O_8, 31 meters grading 0.026% (0.52 lbs/ton) U_3O_8, 8 meters grading 0.033% (0.66 lbs/ton) U_3O_8, and 10 meters of 0.019% (0.38 lbs/ton) U_3O_8 in saw channel samples. In addition several 2 meter channels with up to 0.181% (3.62 lbs/ton) U_3O_8 were also encountered.

The mineralized zones at Costebelle are open in all directions as channel sampling was limited to areas of outcrop exposure with overburden cover overlaying large areas of the targeted airborne anomalies. Strike lengths range from tens of meters to over 100 meters of exposure.

2009

Follow up of the results obtained at the various areas of Costebelle was completed in 2009 using field crews based on the various claim groups using mobile fly camps to map and sample the various areas of the property outlined in 2008, as well as prospect and map additional areas on the claims using these camps as bases. Work commenced in mid June 2009 and continued until early September 2009.

2010

In March, 2010, the Corporation commenced a multi hole, helicopter supported diamond drilling program on the A4 Zone of Costebelle C claim group. A total of 3,023 meters in 20 diamond drill holes was completed during March and April of 2010. The Corporation's winter drilling objective was to determine the extent of significant surface occurrences of uranium mineralization outlined during 2008 and 2009 at the Costebelle A4 zone.

Highlights include 25.95 meters of 480 ppm (0.048% or 0.96 lbs/t) U3O8 in CA4-10-7, 33.9 meters of 230 ppm (0.023% or 0.46 lbs/t) U3O8 in CA4-10-11, 41 meters of 197 ppm (0.020% or 0.39 lbs/t) in CA4-10-10, 15.85 meters of 331 ppm (0.033% or 0.66 lbs/t) U3O8 in CA4-10-4, 8.4 meters of 0.046% (0.92 lbs/t) in CA4-10-2, and 13.55 meters of 0.038% U3O8 (0.76 lbs/t) U3O8 in CA4-10-15.

The winter drill program was designed to follow-up rock saw channel sampling results that were previously reported by the Corporation on November 25, 2009 and was intended to further define mineralization potential in the vicinity of the Corporation's trenching in the Costebelle claims. The 2009 results included 12 meters grading 0.123% (1,233 ppm or 2.47 lbs/t) U3O8 (A4 Zone) and 6.5 meters of 0.074% (735 ppm or 1.47 lbs/t) U3O8 (H3 Zone) in saw channel samples. The mineralized zones at Costebelle are generally open in all directions as channel sampling was limited to areas of existing outcrop exposure, with shallow overburden cover overlaying large areas of the targeted airborne anomalies. Additional drilling is planned for Fall 2010 to follow up the winter 2009 drilling results as well as test additional targets on the Costebelle claim group.

THE SASKATCHEWAN PROPERTY

In September 2006, the Corporation staked two mineral claims totaling approximately 2,056 hectares in the Pipewrench Lake and Narrows Lake area approximately 130 kilometers northwest of La Ronge, Saskatchewan. The Corporation subsequently staked additional ground surrounding the existing claims, increasing the total area staked to 100 km2 (collectively, the "Saskatchewan Property"). The Corporation holds a 100% interest in the Saskatchewan Property.

2007

In January 2007, the Corporation received results of surface sampling from a limited field program that was conducted in late September and early October 2006. Five historic uranium occurrences were sampled, giving encouraging results which confirmed that significant mineralization exists on the Saskatchewan Property.

In September 2007, the Corporation completed a summer work program on the Saskatchewan Property which consisted of mapping, trenching, sampling and ground geophysics. Results of the sampling program have been received and the historic uranium showings have been confirmed as high priority drill targets by surface trenching and sampling. Channel sample results include the Pipewrench North showing, which hosts several significant trenched intervals including 4.8 meters of 0.056% U_3O_8 and 1.9 meters of 0.122% U_3O_8. Values up to 0.027% U_3O_8 over 9.7 meters were obtained at Narrows Lake and 0.015% U_3O_8 over 13.3 meters at the Portage showing.

2008

A 16 hole, 2,596 meter diamond drilling program was completed on the property between early February and late April 2008, focusing on the Portage, the Narrows Lake and the Pipewrench North zones. Initial drill results from all three zones were encouraging, yielding multiple zones of mineralization including 12.7 meters of 0.142% U308 and 19.5 meters of .083% U308 at the Portage Zone. The Portage Zone is a new discovery of uranium mineralization on the Pipewrench Lake Property. This mineralization remains open along strike and at depth.

Pipewrench North

A total of 1,545.4 meters of diamond drilling in nine diamond drill holes was completed at the Pipewrench North Zone. Results indicated that the trend of the mineralization is oriented approximately Az. 220^{o} within a topographic low. Mineralization is hosted within a sequence of pegmatites and pelitic gneisses.

Narrows Lake

A total of 530.1 meters of diamond drilling in three diamond drill holes was completed on the Narrows Lake zone. Results included 18 meters of 0.020% U_3O_8 and 21.9 meters of 0.016% U_3O_8.

Portage Zone

A total of 520.5 meters of diamond drilling in four diamond drill holes, with multiple zones of uranium mineralization encountered, with up to 12.7 meters of 0.142% U_3O_8 noted. This drilling targeted uranium mineralization encountered in surface channel sampling in 2007.

No work was carried out on the Pipewrench Lake claims during 2009. A 2010 work proposal is under preparation to follow up the drilling and prospecting results from 2009.

Joint Venture Option with Bonaventure Enterprises Inc.

In the fall of 2008 a reconnaissance exploration project was completed as part of the Corporation's commitment to the option agreement with Bonaventure Enterprises Inc. The work was completed on the area surrounding the Corporation's Pipewrench Lake property. The Foster Lakes Claims is comprised of 115 claims covering approximately 4,755.1 square kilometers.

Results from the fall 2008 program indicated that uranium mineralization is more local in nature and is more common on the eastern portion of the claim group. As a result the claims under option were reduced from approximately 4,775.1 square kilometers to 1,067.3 square kilometers. A 2010 work proposal is in preparation to follow up the 2008 work program. No work was carried on the joint venture claims during 2009.

ARTICLE 4 DIVIDENDS

No dividends on the Common Shares have been paid by the Corporation. Management anticipates that the Corporation will retain all future earnings and other cash resources for the future operation and development of its business. The Corporation does not intend to declare or pay any cash dividends in the foreseeable future. Payment of any future dividends will be at the discretion of the Corporation's board of directors after taking into account many factors including the Corporation's operating results, financial condition and current and anticipated cash needs.

ARTICLE 5 DESCRIPTION OF CAPITAL STRUCTURE

The Corporation's authorized capital consists of an unlimited number of Common Shares and an unlimited number of preferred shares, of which 132,799,223 Common Shares are issued and outstanding as at the date of this Annual Information Form. The holders of Common Shares are entitled to one vote for each Common Share held, and shall be entitled to dividends if and as when declared by the board of directors.

Holders of Common Shares are entitled on liquidation, to receive such assets of the Corporation as are distributable to the holders of the Common Shares. All of the Common Shares are fully paid and non-assessable.

ARTICLE 6 MARKET FOR SECURITIES

6.1 Trading Price and Volume

The following table sets out the high and low daily closing prices and the volumes of trading of the Corporation's Common Shares on the Exchange during the year ended July 31, 2010 for the periods indicated, as reported by the Exchange. The closing price of the Common Shares on July 30, 2010, was $0.15.

	Price Range		**Trading Volume**
	High($)	**Low($)**	
July 2010	0.170	0.100	6,287,720
June 2010	0.155	0.115	3,408,891
May 2010	0.195	0.120	8,276,394
April 2010	0.250	0.170	9,112,134
March 2010	0.230	0.170	8,619,257
February 2010	0.240	0.200	4,535,527
January 2010	0.345	0.220	7,997,991
December 2009	0.350	0.300	3,464,782
November 2009	0.485	0.325	10,442,175
October 2009	0.400	0.200	16,177,703
September 2009	0.260	0.190	7,322,062
August 2009	0.285	0.195	4,753,518

6.2 Prior Sales

During the fiscal year ended July 31, 2010, the Corporation issued the following share purchase warrants and the following stock options to purchase securities:

Class of Securities	Date Issued	Number Issued	Price per Security
Share purchase warrants	November 16, 2009	8,491,166	N/A (1)
Stock options	September 10, 2009	250,000	N/A (2)
Stock options	March 23, 2010	2,075,000	N/A (3)
Stock options	April 1, 2010	130,000	N/A (4)

Notes:

(1) Exercisable at a price of $0.50 per Common Share until May 16, 2011.

(2) This option has been terminated. It was exercisable at a price of $0.30 per Common Share until September 10, 2010.

(3) Exercisable at a price of $0.20 per Common Share until March 23, 2020.

(4) Exercisable at a price of $0.20 per Common Share until April 1, 2015.

ARTICLE 7 ESCROWED SECURITIES

There are currently no Common Shares of the Corporation held in escrow.

ARTICLE 8 DIRECTORS AND OFFICERS

8.1 Name, Occupation and Security Holdings

The following are the names, province and country of residence of the directors and officers of the Corporation, the positions and offices they hold with the Corporation and their principal occupations during the five preceding years.

Each director will hold office until the next annual general meeting of the Shareholders of the Corporation unless his office is earlier vacated in accordance with the *Business Corporations Act* (British Columbia) and the Articles of the Corporation.

Name, Province/State and Country of Residence	Position/Offices Held with the Corporation	Principal Occupation during the Last Five Years
Gregg Sedun BC, Canada	Director since May 2, 2006; Chairman since July 27, 2006; Chief Executive Officer and President since January 9, 2007	President of the Corporation; President of Global Vision Capital Corp., a private venture capital company
Gordon Keep BC, Canada	Director since November 21, 2003	Executive Vice-President of Fiore Financial Corporation since July 2007; Former Managing Director, Corporate Finance, Endeavour Financial Ltd. from January 2001 to July 2007
Jay Sujir BC, Canada	Director since November 21, 2003	Partner with the law firm of Anfield Sujir Kennedy & Durno

Name, Province/State and Country of Residence	Position/Offices Held with the Corporation	Principal Occupation during the Last Five Years
Tom Garagan BC, Canada	Director since July 27, 2006	Senior Vice-President, Exploration of B2Gold Corp. since March 2007; Prior to 2007, Vice-President Exploration of Bema Gold Corp.
Clive T. Johnson BC, Canada	Director since January 9, 2007	President, Chief Executive Officer and a director of B2Gold Corp. since December 2007; Chairman, President and Chief Executive Officer of Bema Gold Corp.
John Sutherland BC, Canada	Chief Financial Officer and Secretary since May 2007; Director since April 9, 2009	Vice President and Chief Financial Officer of Goldgroup Resources Inc.; Co-founder, Vice-President and Chief Financial Officer of Tekion, Inc., a micro fuel cell developer

Audit Committee

The Audit Committee is responsible for reviewing the Corporation's financial reporting procedures, internal controls and the performance of the Corporation's external auditors. The Audit Committee is also responsible for reviewing the quarterly and annual financial statements of the Corporation prior to the approval by the full Board of Directors. The Audit Committee has direct communication channels with the external auditors and has, on occasion, met with them in the absence of management. The members of the Audit Committee are Messrs. Johnson, Keep and Sujir.

Corporate Governance and Nominating Committee

The Corporate Governance and Nominating Committee is responsible for overseeing and assessing the functioning of the Board and the committees of the Board and for the development, recommendation to the Board, implementation and assessment of effective corporate governance principles. The Corporate Governance and Nominating Committee is also responsible for identifying candidates for directors and recommending that the Board select qualified director candidates for election at the next annual meeting of the Corporation's shareholders. The members of the Corporate Governance and Nominating Committee are Messrs. Keep, Sedun and Sujir.

The directors and officers of the Corporation, as a group, own, directly or indirectly, 9,103,208 Common Shares of the Corporation, representing approximately 8.4% of the total issued and outstanding Common Shares of the Corporation.

Directors and Officers

The following sets forth particulars on the directors and officers of the Corporation, including the positions they hold with the Corporation, their responsibilities with the Corporation, the proportion of their time devoted to the Corporation, and their relevant educational background. The directors and officers will devote their time to the Corporation on an as needed basis.

Gregg Sedun, Chairman and a Director

Mr. Sedun has had an extensive business career relating to mining, corporate finance and venture capital over a 28 year period. He was a partner in boutique law firms specializing in mining/corporate finance for approximately 14 years, ran a venture capital business for early stage companies for 11 years (including his tenure as CEO of the Corporation) and was president and CEO of a producing diamond mining company for over 2 years. Mr. Sedun is currently an independent businessman with a particular focus on mining.

Gordon Keep, Director

Gordon Keep has extensive business experience in investment banking and creating public natural resource companies. Mr. Keep currently is Executive Vice-President of Fiore Financial Corporation, a private boutique merchant banking firm. He also serves as an officer and/or director for several natural resource companies. From January 2001 to July 2007, Mr. Keep was Managing Director of Corporate Finance at Endeavour Financial Corporation, from September 1997 until March 2004, he was Senior Vice President and a director of Lions Gate Entertainment Corp., and from April 1987 until October 1997, he was Vice President, Corporate Finance in the Natural Resource group of Yorkton Securities Inc. He obtained his B.Sc. in Geological Science from Queen's University in 1979 and his Master's of Business Administration from the University of British Columbia in 1983 and is a Professional Geologist in the province of British Columbia.

Jay Sujir, Director

Jay Sujir is a securities and natural resources lawyer who has extensive experience in advising and assisting public companies. He has been a partner with Anfield Sujir Kennedy & Durno LLP and its predecessor firms since 1991. Mr. Sujir obtained his Bachelor of Arts degree from the University of Victoria in 1981 with a double major in Economics and Philosophy and obtained his Bachelor of Law degree from the University of Victoria in 1985. He is a member of the Law Society of British Columbia, the Canadian Bar Association, and the British Columbia Advisory Committee of the TSX Venture Exchange.

Tom Garagan, Director

Tom Garagan is the Senior Vice President, Exploration of B2Gold Corp. and was previously the Vice President, Exploration of Bema Gold Corporation. A 1980 geology graduate from the University of Ottawa, he has worked in North and South America, East and West Africa and Russia. With the Bema companies, he has been instrumental in several discoveries, including the Cerro Casale (Chile) and Kupol (Russia) deposits.

Clive T. Johnson, Director

Mr. Johnson is currently the President, CEO and a director of B2Gold Corp. Prior to that, he has been involved with Vancouver based Bema Gold Corporation and its predecessor companies since 1977. When Bema Gold Corporation was created by the amalgamation of three Bema group companies in 1988, Mr. Johnson became its Chief Executive Officer. Mr. Johnson, as the leader of Bema's strong management team, has been the driving force behind Bema's dramatic transition from a junior exploration company to an international intermediate gold producer. Bema had producing gold mines in Russia, Chile and South Africa and had development projects in Russia and Chile. In February 2007, Bema and Kinross Gold Corporation completed a plan of arrangement whereby Kinross purchased all of the outstanding shares of Bema, valuing Bema at over $3.5 billion.

John Sutherland, CFO, Secretary and a Director

Mr. Sutherland is a Vancouver-based specialist in corporate finance, resource and growth companies. Mr. Sutherland is a Certified General Accountant and holds a diploma in Operations Management from the

B.C. Institute of Technology. Mr. Sutherland has been the Chief Financial Officer and Corporate Secretary of the Corporation since May 2007, and is also currently the Vice President and Chief Financial Officer of Goldgroup Resources Inc., a private gold exploration company. Mr. Sutherland is currently a director of four other public companies.

Mr. Sutherland has a long and successful history of advising growth companies regarding corporate finance matters. He was Chief Financial Officer of Arequipa Resources leading up to its acquisition by Barrick Gold for $1.1 billion in 1996. He was also a partner in a venture capital company specializing in worldwide marketing ventures and previous to that, Site Manager in building a $110 million gold mine in California. Most recently, he was co-founder, Vice-President and CFO of Tekion, Inc., a private micro fuel cell developer, and was a key partner in its growth from 4 to 75 employees in less than three years while raising US$18 million in capital.

None of these individuals has entered into a non-competition or non-disclosure agreement with the Corporation.

8.2 Cease Trade Orders, Bankruptcies, Penalties or Sanctions

Other than as described below, during the ten years preceding the date of this Annual Information Form and as at the date of this Annual Information Form, no director or executive officer of the Corporation has, to the knowledge of the Corporation, been a director, chief executive officer or chief financial officer of any company that:

i. was subject to a cease trade order or similar order or an order that denied the relevant company success to any exemption under securities legislation. that was in effect for a period of more than 30 consecutive days, and that was issued while the director or executive officer was acting in the capacity as director, chief executive officer or chief financial officer; or

ii. was subject to a cease trade order or similar order or an order that denied the relevant company success to any exemption under securities legislation. that was in effect for a period of more than 30 consecutive days, and that was issued after the director or executive officer ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while that person was acting in the capacity as director, chief executive officer or chief financial officer.

During the ten year period preceding the date of this Annual Information Form and as at the date of this Annual Information Form, no director or executive officer of the Corporation or a securityholder who holds a sufficient number of securities of the Corporation to affect materially the control of the Corporation:

(i) is a director or executive officer of any company (including the Corporation) that, while that person was acting in that capacity, or within a year of that person ceasing to act in that capacity, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold its assets; or

(ii) has become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the director, officer or shareholder.

Jay Sujir, a director of the Corporation, is a director of Escape Gold Inc. (formerly Escape Group Inc.) and was a director of American Bullion Minerals Limited, both of which companies have been subject to cease-trade orders in Alberta and British Columbia for extended periods of time for failure to file financial statements. Mr. Sujir had no association with these companies whatsoever at the time the financial statements became overdue or when the cease trade orders were made, and he became a director solely to assist in the resurrection of such companies.

Gregg Sedun, a director of the Corporation, is a director of Diamond Fields International Ltd. On September 29, 2006, the British Columbia Securities Commission issued a cease trade order of the securities of that company because it had not filed comparative financial statements for its financial year ended June 30, 2006, a Form 51-102F1 Management's Discussion and Analysis for the period ended June 30, 2006, and a Form 51-102F2 Annual Information Form for the year ended June 30, 2006. On November 1, 2006, the cease trade order was revoked.

John Sutherland was the president and chief executive officer of ASC Avcan Systems Corporation ("ASC") (now Optimal Geomatics Inc.) from March 1997 until January 15, 2001. On January 31, 2001, ASC was assigned into bankruptcy and KPMG Inc. was appointed as trustee in bankruptcy. On April 26, 2001 the January 31, 2001 assignment in bankruptcy was annulled by the Supreme Court of British Columbia and a proposal to all creditors with claims totaling approximately $1.3 million was approved by the Court. KPMG Inc. as trustee in bankruptcy subsequently released ASC's assets to ASC.

8.3 Conflicts of Interest

The directors and officers of the Corporation are directors, officers and/or shareholders of other private and publicly listed corporations, including corporations that engage in mineral exploration and development. Conflicts may arise between their duties to the Corporation and their duties to such other corporations. All such conflicts will be dealt with pursuant to the provisions of the applicable corporate legislation. In the event that such a conflict of interest arises at a meeting of the Directors, a Director affected by the conflict must disclose the nature and extent of his interest and abstain from voting for or against matters concerning the matter in respect of which the conflict arises. Directors and executive officers are required to disclose any conflicts or potential conflicts to the board of Directors as soon as they become aware of them.

ARTICLE 9 PROMOTERS

The Corporation does not presently have, and has not within the last two most recently completed financial years had, any promoters.

ARTICLE 10 LEGAL PROCEEDINGS AND REGULATORY ACTIONS

Management knows of no legal proceedings, contemplated or actual, involving the Corporation which could materially affect the Corporation.

Management knows of no:

(a) penalties or sanctions imposed against the Corporation by a court relating to securities legislation or by a securities regulatory authority during the financial year ended July 31, 2010; or

(b) any other penalties or sanctions imposed by a court or regulatory body against the Corporation that would likely be considered important to a reasonable investor in making an investment decision; or

(c) settlement agreements the Corporation entered into before a court relating to securities legislation or with a securities regulatory authority during the financial year ended July 31, 2010.

ARTICLE 11 INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

No

(1) director or executive officer of the Corporation;

(2) person or company that beneficially owns, or controls or directs, directly or indirectly, more than 10% of any class or series of the Corporation's outstanding voting securities; and

(3) associate or affiliate of any of the persons or companies referred to in paragraphs (1) or (2)

has, during any of the financial years ended July 31, 2010, 2009 or 2008 and during the current financial year, any material interest in any transactions or any proposed transactions which has materially affected or will materially affect the Corporation.

ARTICLE 12 TRANSFER AGENT AND REGISTRAR

The Registrar and Transfer Agent for the Corporation's Common Shares is Computershare Investor Services Inc., 2nd Floor, 510 Burrard Street, Vancouver, BC V6C 3B9.

ARTICLE 13 MATERIAL CONTRACTS

The following is a list of all contracts which the Corporation or its subsidiaries are a party to, and which currently can reasonably be regarded as material to a securityholder of the Corporation:

(1) a financial advisory and office facilities agreement (the "Endeavour Mandate") with Endeavour Financial Ltd. of Vancouver, British Columbia ("Endeavour") effective December 1, 2003 as amended May 1, 2006 and further amended November 1, 2007, January 30, 2009 and July 1, 2010. Under the terms of the Endeavour Mandate, Endeavour is currently paid a monthly work fee of $5,000. A success fee is payable to Endeavour on completion of any business combination or similar transaction equal to 2% of the value of the transaction. The term of the Endeavour Mandate is in force on a month-to-month basis.

(2) an agreement with GJS Capital Corp. ("GJS") effective July 1, 2006 whereby GJS will provide the Corporation with the services of Gregg J. Sedun, who will hold the position of the Chairman of the Board of the Corporation for a fee of $5,000 per month plus expenses incurred on behalf of the Corporation. Effective February 1, 2007, the agreement with GJS was assigned with all obligations to Global Vision Capital Corp. ("GVCC"). Effective January 1, 2007, the Corporation entered into an agreement with GVCC whereby GVCC will provide the Corporation with the services of Gregg J. Sedun, who will hold the positions of President and Chief Executive Officer of the Corporation for a fee of $5,000 per month plus expenses incurred on behalf of the Corporation. Effective February 1, 2007, the Corporation paid GVCC a total of $10,000 per month for providing the services of Gregg J. Sedun as Chairman, President and Chief Executive Officer plus expenses incurred on behalf of the Corporation. This agreement was terminated and replaced with a new agreement dated for reference April 8, 2009, which agreement was subsequently terminated and replaced with a new agreement dated June 1, 2010. Effective June 1, 2010, the Corporation pays GVCC a total of $10,000 per month for providing the services of

Gregg J. Sedun as Chairman, President and Chief Executive Officer plus the reimbursement of life insurance expenses in the monthly amount of $300 plus expenses incurred on behalf of the Corporation. The agreement may be terminated by either party at any time by giving 3 months written notice or, in lieu of that notice from the Corporation to GVCC, the sum of $30,000, being three months income;

(3) a consulting agreement with JJSJR Enterprises Ltd. ("JJSJR") dated May 28, 2007 whereby JJSJR agreed to provide the Corporation with the services of John J. Sutherland, the Chief Financial Officer and Corporate Secretary of the Corporation, pursuant to which JJSJR is paid $2,000 per month plus expenses incurred on behalf of the Corporation. The term of the agreement is in force on a month-to-month basis and the agreement may be terminated by either party at any time by giving 3 months written notice;

(4) the Corporation entered into a twelve month mandate agreement dated March 8, 2010 with National Public Relations ("NPR") pursuant to which NPR agreed to provide public relations services to the Corporation. In consideration for the services the Corporation agreed to pay professional fees of $15,000 per month for the first six months and $12,500 per month for the next six months. The mandate agreement is renewable. NPR is part of RES PUBLICA Consulting Group Inc., a Montreal-based holding and management company of leading professional services firms, of which Luc Beauregard is the executive chairman.an option agreement with Bonaventure Enterprises Inc. ("Bonaventure") dated July 8, 2008 regarding the Corporation's proposed acquisition from Bonaventure of a 75% interest in the Foster Lake Claims located in Saskatchewan as more particularly described under the heading "General Development of the Business of the Corporation – Three Year History and Significant Acquisitions – The Saskatchewan Property" above.

ARTICLE 14 INTERESTS OF EXPERTS

The following are the persons or companies:

1. who were named as having prepared or certified a statement, report or valuation described or included in a filing, or referred to in a filing, made under National Instrument 51-102 by the Corporation during, or relating to, the fiscal year ending July 31, 2010, being the Corporation's most recently completed financial year; and

2. whose profession or business gives authority to the statement, report or valuation made by the person or company:

    (a) PricewaterhouseCoopers LLP, Chartered Accountants:

        (i) provided an auditor's report dated November 18, 2010 in respect of the Corporation's financial statements for the years ended July 31, 2010 and 2009 and incorporated by reference into this Annual Information Form; and

        ` (ii) provided an auditor's report dated November 26, 2009 in respect of the Corporation's financial statements for the years ended July 31, 2009 and 2008 and incorporated by reference into this Annual Information Form.

    PricewaterhouseCoopers LLP is independent in accordance with the auditors' rules of professional conduct in British Columbia.

(b) Abolfazl Ghayemghamian, P. Geo., Marek Nowak, P.Eng., and Marc Simpson, P. Geo. are the authors responsible for the preparation of the Technical Report dated June 24, 2010 entitled "Uracan North Property Double S Zone Technical Report, Quebec, Canada".

Abolfazl Ghayemghamian and Marek Nowak are employees of SRK Consulting (Canada) Inc. and are each an "Independent Qualified Person" as defined in NI 43-101 and each holds less than 1% of the outstanding Common Shares of the Corporation. Marc Simpson, the Exploration Manager for the Corporation, was also a co-author of the SRK Report and holds less than 1% of the outstanding Common Shares of the Corporation.

(c) Marc Jutras, M.A.Sc., P. Eng., a "qualified person" for the purposes of NI 43-101, is the author responsible for the preparation of the technical report dated June 11, 2009 entitled "Amended Technical Report on the North Shore Property – Middle and TJ Zones, Quebec, Canada – Mineral Resource Estimation".

Mr. Jutras is an independent consultant and holds less than 1% of the outstanding Common Shares of the Corporation.

(d) Ron Parent, P. Geo, a "qualified person" for the purposes of NI 43-101, is the author responsible for the preparation of the technical report dated August 21, 2008 entitled "Updated Technical Report on the North Shore Property, including Mineral Resource Calculation – Turgeon, WeeGee, Highway, Pontbriand and Ne Costebelle Claim Blocks".

Mr. Parent is an independent consultant and holds less than 1% of the outstanding Common Shares of the Corporation.

(e) Jean Lafleur, P.Geo., a "qualified person" for the purposes of NI 43-101, is the author responsible for the preparation of the May 31, 2006 technical report entitled "NI43-101 Technical Report on the North Shore Property – Turgeon, WeeGee, Highway, Pontbriand and Ne Costebelle Claim Blocks".

Mr. LaFleur is an independent consultant and holds less than 1% of the outstanding Common Shares of the Corporation.

ARTICLE 15 ADDITIONAL INFORMATION

Audit Committee Information

National Instrument 52-110 – Audit Committees requires companies that file an Annual Information Form to provide certain disclosure with respect to their audit committee, including the text of the audit committee's charter, the composition of the audit committee and the fees paid to the external auditor. This information is provided in Schedule "A" hereto.

Additional Information

Additional information concerning the Corporation is available through the Internet on the Canadian System for Electronic Document Analysis and Retrieval ("SEDAR") which may be accessed at www.sedar.com. Copies of such information may also be obtained on the Corporation's website at www.uracanresources.com or on request without charge from John Sutherland, Corporate Secretary of the

Corporation, Suite 2184 – 1055 Dunsmuir Street, P.O. Box 49275, Bentall Four, Vancouver, British Columbia, V7X 1L3.

Additional information, including information as to directors and officers remuneration and indebtedness, principal holders of the Corporation's securities and securities authorized for issuance under equity compensation plans is contained in the Management Information Circular of the Corporation dated February 25, 2010 provided for the Annual General Meeting of the shareholders of the Corporation held on April 8, 2010. Additional financial information is provided in the Corporation's Financial Statements and the Management's Discussion and Analysis for the year ended July 31, 2010. Copies of such documents may be obtained in the manner set forth above.