NI 43-101 TECHNICAL REPORT

ON THE

LOCHABER GRAPHITE PROPERTY

Buckingham Area

NTS MAPS 31G11, and 31G14

Quebec, Canada

ON BEHALF OF

GREAT LAKES GRAPHITE INC.

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Toronto,
Ontario,
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Report for NI 43-101

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Original Date: May 21st, 2014
Effective Date: May 21st, 2014
Amended and Restated Date: July 04th, 2014

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1.0 SUMMARY

Afzaal Pirzada of Geomap Exploration Inc. ("the author") was retained by Great Lakes Graphite Inc. ("Great Lakes" or "the Company") to prepare a Technical Report on the Lochaber Graphite Property ("the Property"). The report was prepared as part of the Company's due diligence to support the Property acquisition and to secure future financing. An initial Technical Report on the Property was prepared with an effective and submission date of May 21st, 2014. The current Report presents an amended and restated version of the initial Technical Report and is compliant with the new National Instrument 43-101 ("NI 43-101"). The effective date remains May 21st, 2014. This Amended and Restated Report has been reviewed and signed off by independent Qualified Person Mr. Martin Ethier of Hinterland Geoscience & Geomatics.

The Lochaber Graphite Property is comprised of 151 mineral claims, in four contiguous blocks, covering 9,043 hectares in Buckingham area on NTS maps 31G11 and 31G14. The property is located near the township of Buckingham, which is part of Gatineau City, Province of Quebec, Canada.

Under a purchase agreement announced on March 04, 2014, "the Company" can own 100% of the Property from Rock Tech Lithium Inc., by making a payment of $300,000 and issuing a total of 15 million common shares of the Company to Rock Tech or to whom it may direct. The acquisition is subject to and conditional upon Toronto Stock Exchange (TSX-V) and other regulatory approvals and satisfactory due diligence, including satisfaction with the results of metallurgical testing on samples that will be supplied by Rock Tech. On completion of the acquisition Rock Tech will have the right to appoint one nominee to the Board of Directors of the Company. The property purchase agreement was amended on May 16th, 2014 which calls for the payment of $100,000 and five million shares upon execution of the purchase and sales agreement, a further $200,000 and five million shares upon the completion of a National Instrument 43-101 resource estimate of the deposit, and a final payment of five million shares upon the completion of a preliminary economic assessment.

The Lochaber Graphite property is underlain by Precambrian age rocks of Granville Series comprised of quartzofeldspathic, garnetiferous paragneiss and limestone / marble beds. Quartzites are the least abundant of rocks in this Series. The igneous rocks which have invaded the metasedimentary sequence consist of gabbros, monzonites, anorthosites and diabase. Graphite mineralization is associated with gneissic rocks in contact with limestone / marble in a shear zone. Regional strike of the rocks is north-south while the shear zone at Plumbago mine pit has a strike $N45^0E$ and dip 70^0 NW. Other controls of mineralization apparent in the trenches are the presence of diabase dykes and pegmatitic texture of marble and paragneiss. Graphite occurs as crystalline large flaky texture with a shiny metallic luster; flake size ranging from 1 to 3 millimeter (mm) and sometime up to 5 mm. Distribution of graphite is irregular and mostly occurs as fracture filling or pockets and along gneissic banding.

Historical exploration and mining work on the Property is categorized into two stages as follows:

Exploration Work Prior to 2012

The Property, considered prospective for large flake, crystalline graphite, has an historic record of exploration and production. Numerous flake graphite occurrences on the property are some of the oldest graphite showings in Canada, having been discovered in the late 1800's and early 1900's when there was a considerable interest in graphite due to its properties as a lubricant in the automobile industry. There are three historical graphite occurrences (the "McLaren", "Kelly" and

"Burke" Showings) and two past producing graphite mines (the "Mayo" and "Plumbago" mines) distributed over an area covering 16 km^2. A summary of the exploration history prior to 2012 is provided below:

- In 1867 a graphite mill was erected by the Lochia Plumbago Company on the Blanche River which processed the graphite material hauled from various mining properties in the area. During that time the mill was operated by the Kelly family.
- In 1941, a metallurgical test was carried out on a sample from the Kelly occurrence with a head grade of 21.17% carbon. The graphite material was concentrated by floatation, dried and screened on 65 mesh (0.212 mm), 120 mesh (0.125 mm) and 150 mesh (0.106 mm). 34.37% material was coarser than 0.212 millimetre (mm) size and assayed 87% carbon (GM14486: Canada Department of Mines and Resources, Ore Dressing and Metallurgical Laboratories Report on Investigation No. 1085, dated September 2nd, 1941). Similarly, a second sample with head grade of 23.53% carbon, concentrated by floatation, indicated 31.27% material coarser than 0.212 millimetre (mm) size and assayed 84.5% carbon (GM14485: Canada Department of Mines and Resources, Ore Dressing and Metallurgical Laboratories Report on Investigation No. 1084, dated August 30th, 1941).
- In 1985 and 1986, Bay Ressources and Services Inc. carried out an exploration program comprising 39 drill holes over 10,203 feet (3,110 metres) on the Kelly, McLaren and Burke occurrences, and modeled an historical resource estimate of 90,654 tons (or 82,263 tonnes) at 8% graphite or 59,609 tons (or 54,091 tonnes) at 10% graphite (source: GM 43058: Geological Report on the Bay Ressources & Services Inc., Graphite Deposit, Lochaber Township, Quebec; dated April 1986). The author of the report (Daniele Heon, Geologist) estimated the tonnage for a volume grading 8% Cg (graphite carbon) or 10% Cg using graphite intersections in the drill core. Each drill hole intersection was extrapolated to 25 feet (7.62 metres) on each side and the calculated volume was divided by a factor of 13 feet per ton used as specific gravity of marble, the graphite host rock. **A qualified person has not done sufficient work to classify the historical estimates as current mineral resources and the Company is not treating the historical estimate as current mineral resources. The Company believes that the historic estimate is relevant to an appraisal of the merits of the property and forms a reliable basis upon which to develop future exploration programs.**
- Flake size reported in the 1986 drilling report indicated 0.1 to 0.5 cm (source: GM 43058: Geological Report on the Bay Ressources & Services Inc., Graphite Deposit, Lochaber Township, Quebec; dated April 1986).
- During 1986-87 periods, Stratmin Inc. carried out an exploratory drill program on its properties located in Buckingham Township, which also covered the Lochaber Property. A total of 45 drill holes were completed on interpreted geophysical survey anomalies, out of which 17 holes were located on the Lochaber Property. 13 holes were drilled on geophysical anomalies 7A/8A located on Rock Tech's geophysical conductor "C" identified during 2012 exploration program, and four holes were located on anomaly 9A located to the north of 2012 conductor "A". Nine drill holes intersected graphite mineralization out of which nine drill holes were on anomaly 7A/8A and two on 9A (GM45932).

Exploration Work 2012

Immediately after its acquisition in May 2012, Rock Tech Lithium Inc. started exploration program on the Property which included surface sampling, ground geophysical survey, trenching and diamond drilling.

Results of surface samples collected in May 2012 indicate up to 22 % carbon graphite (Cg), with average grade of over 10 % Cg. Rock Tech carried out a 35.17 line-kilometre magnetic survey in

addition to 33.7 line-kilometres of Horizontal Loop Electromagnetic ("HLEM") surveying using a Max-Min instrument in the Plumbago area of the property. The interpretation of the magnetic survey data outlined several wide and intense magnetic anomalies named **M1** to **M6** all of which follow a north-northeast orientation. Additionally, the HLEM survey mapped five north-south oriented conductors, named **A**, **B**, **C**, **D** and **E**. Conductors **A** and **C** are strongly correlated with magnetic highs. The ground geophysical survey interpretation recommended further exploration of interpreted conductors through drilling and surface trenching at recommended locations.

From September 17 to December 31, 2012, a total of 7,034 metres of drilling in 35 NQ sized drill holes was completed by Rock Tech Lithium Inc., out which 17 holes were drilled on electromagnetic conductor "A", 15 on conductor "C", one each on conductors "B" and "E", and one on magnetic anomaly "M1". Purpose of this drill program was to test electromagnetic and magnetic interpreted anomalies.

Note: The indicated width of the intersection of graphitic mineralization does not necessarily represent the true width of that mineralization down-the-hole and that true width may be less than the reported width.

Highlights of drill hole assay results are provided below.

- Drill Hole PB-12-01 intersected 42.07 metres of graphitic carbon ("Cg") with grades ranging from 1.19% Cg to 5.56% Cg;
- Drill Hole PB-12-02 intersected 58.63 metres with grades ranging from 1.10% Cg to 10.52% Cg;
- Drill hole PB-12-03 intersected 76.76 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.02% Cg to 5.35% Cg, including 38.19 metres of 2.34% Cg;
- Drill hole PB-12-04 intersected 32.77 metres of 8.33% Cg in addition to narrower intersections;
- Drill hole PB-12-05 intersected 17.00 metres of Cg at various depths with grades ranging from 1.06% Cg to 2.11% Cg;
- Drill hole PB-12-06 intersected 134.97 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.66% Cg to 3.22% Cg, including 11 metres at 3.22% Cg;
- Drill Hole PB-12-07 intersected 57.58 metres of Cg in four intersections with grades ranging from 1.92% Cg to 5.13% Cg, including 25.66 metres at 3.16% Cg, 9.32 metres at 2.30% Cg; 8 metres at 5.13% Cg, and 14.60 metres at 1.92% Cg;
- Drill hole PB-12-08 intersected 120.60 metres of graphite at various depths, ranging from 1.18% to 3.01% graphitic carbon ("Cg"), including 22.98 metres at 2.33% Cg, 56.58 metres at 2.48% Cg, 14.04 metres at 3.01% Cg, 9.80 metres at 1.18% Cg, and 17.20 metres at 1.97%Cg;
- Drill Hole PB-12-09 intersected 112.27 metres of graphite at various depths, ranging from 2.09% to 6.00% Cg, including one metre at 6.00% Cg, 44.25 metres at 2.84% Cg, 7.10 metres at 3.42% Cg, and 59.92 metres at 2.09% Cg;
- Drill hole PB-12-10 intersected 88 metres of graphitic carbon ("Cg") at 2.37% Cg,
- Drill Hole PB-12-11 intersected 56.62 metres at 2.01% Cg;
- Drill Hole PB-12-12 intersected 19.22 metres of Cg at 1.18% Cg;
- Drill Hole PB-12-13 intersected 82.24 metres of Cg at various depths with grades ranging from 1.08% Cg to 8.25% Cg, including 10.13 metres at 3.66% Cg, 2.96 metres at 3.91% Cg, 7.31 metres at 4.16% Cg, 1.62 metres at 8.25% Cg, 2.93 metres at 7.61% Cg, 5.62 metres at 3.4% Cg and 10.93 metres at 5.92% Cg;
- Drill hole PB-12-14 intersected 59.48 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.52% Cg to 14.61% Cg, including 13.59 metres at 2.08% Cg, 9.18 metres at 4.78% Cg, 3.59 metres at 9.54% Cg and 2.91 metres at 3.71% Cg;

- Drill Hole PB-12-15 intersected 61.73 metres of Cg at various depths with grades ranging from 1.65% Cg to 5.03% Cg, including 23.03 metres at 3.95% Cg, 8.76 metres at 5.03% Cg, 5.00 metres at 2.17% Cg and 2.26 metres at 3.92% Cg;
- Drill hole PB-12-16 intersected 108.36 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.60% Cg to 12.78% Cg, including 67.95 metres at 2.18% Cg, 13.08 metres at 2.84% Cg, 23.72 metres at 2.78% Cg and 3.61 metres at 1.60% Cg;
- Drill Hole PB-12-17 intersected 45.54 metres of Cg in two intersections with grades ranging from 2.56% Cg to 3.58% Cg, including 44.34 metres at 2.56% Cg and 1.20 metres at 3.58% Cg;
- Drill hole PB-12-18 intersected 88.50 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.76% Cg to 4.72% Cg, including 44.10 metres at 3.18% Cg, 14.27 metres at 2.63% Cg, 11.17 metres at 4.24% Cg and 9.36 metres at 4.72% Cg;
- Drill Hole PB-12-19 intersected 134.96 metres of Cg at various depths with grades ranging from 2.56% Cg to 3.58% Cg, including 91.71 metres at 2.36% Cg, 18.68 metres at 4.44% Cg and 4.75 metres at 3.55% Cg;
- Drill hole PB-12-20 intersected 7 metres at 2.06% graphitic carbon ("Cg");
- Drill hole PB-12-20A intersected 165.79 metres of graphitic carbon ("Cg") at two levels with grades ranging from 1.41% Cg to 2.21% Cg, including 127.52 metres at 2.21% Cg;
- Drill Hole PB-12-21 intersected 14.13 metres of Cg at various depths with grades ranging from 1.68% Cg to 5.79% Cg, including 4.13 metres at 5.79% Cg;
- Drill hole PB-12-22 intersected 84.56 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.11% Cg to 4.42% Cg, including 50 metres at 3.08% Cg;
- Drill hole PB-12-23 intersected 117.99 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.30% Cg to 3.63% Cg, including 5.37 metres at 3.63% Cg, 43.08 metres at 2.28% Cg, and 41.02 metres at 2.45% Cg;
- Drill hole PB-12-24 intersected 18.78 metres graphite carbon ("Cg") in two intersections with grades ranging from 1.19% Cg to 2.71% Cg, including 11.86 metres at 2.71% Cg;
- Drill hole PB-12-25 intersected 143.90 metres of Cg in various intersections with grades ranging from 1.32% Cg to 2.53% Cg, including 82.70 metres at 2.53% Cg;
- Drill Hole PB-12-26 intersected 46.30 metres of Cg at various depths with grades ranging from 1.16% Cg to 2.03% Cg, including 24 metres at 2.03% Cg;
- Drill hole PB-12-27A intersected 29.11 metres graphite carbon ("Cg") in four intersections with grades ranging from 2.07% Cg to 4.84% Cg, including 9.35 metres at 4.84% Cg, and 9.34 metres at 3.37% Cg;
- Drill hole PB-12-32 intersected 16.70 metres at 2.62 % Cg;
- Drill Hole PB-12-33 intersected 31 metres at 1.34% Cg; and,
- Drill hole PB-12-34 intersected 148.05 metres Cg in two intersections with grades ranging from 1.16% Cg to 10.92% Cg, including 89.50 metres at 2.96% Cg.

Ground geophysical survey interpretation reflected that Conductor "A" and "C" are shallow; therefore surface trenching was recommended for further exploration. A total of seven trenches were completed and channels were cut for sampling graphite mineralization exposed. Another purpose of this work was to establish surface continuity of graphite mineralization intercepted during the drill program. Four channels were cut on electromagnetic conductor "A" and three were cut on conductor "C". Trench PB12-TR-A2 intersected a wide graphite zone of 106 metres grading 2.84% graphite including smaller intersections of 31 metres at 4.02% graphite and 15 metres at 4.17% graphite, suggests that the surface footprint of the graphite discovery is the widest at this location on conductor "A".

2012 exploration work successfully delineated two areas of graphite mineralization: Conductor "A" is 700 m long, 27 to 148 m wide and drilled down to 150 m below surface; and Conductor "C" is 600 m long, 29 to 165 m wide, and drilled down to over 150 m below surface.

There is significant difference of % graphite between the two methods used for assaying (IR method and double LOI method) during 2012 exploration program. This difference is also noticed in re-assaying of 20 samples by Great Lakes as part of their due diligence. Further studies would be required to ascertain the reasons for this difference in both methods.

Rock Tech Lithium Inc. also carried out preliminary metallurgical testing on core samples to determine quality of graphite, flake size, and recoverability. The preliminary metallurgical results indicated the following flake size distribution with an average grade of 98.25% Cg:

- 48% concentrate +80 mesh,
- 30.50% concentrate between 80 and 200 mesh; and,
- 21.50% below 200 mesh.

There are three principal types of natural graphite each occurring in different types of ore deposits. The ore deposits include crystalline flake graphite, amorphous graphite and lump graphite, also known as vein graphite. At the Property, graphite mineralization is associated with gneissic rocks in contact with limestone / marble in a shear zone. Regional strike of the rocks is north-south while the shear zone at Plumbago mine pit has a strike $N45^0E$ and dip 70^0 NW. The deposit type at the Property falls in the category of "disseminated flake graphite in silica-rich meta-sediments", and "disseminated flake graphite in marbles".

"Industrial Minerals" data shows that graphite prices range from US$1,300 per tonne to as high as $3,000 per tonne for premium graphite for the period 2010 to 2013. In 2013, +100 mesh and +80 mesh material ranging from 90 to 94% Cg has settled at, on average, 46% lower than prices in 2011, the highest the industry has ever seen.

The author visited the property several times during 2012 to develop the exploration plan 2012 and to monitor its execution and progress.

Keeping in view that the past exploration results intersected graphite mineralization in drill holes and trenches, preliminary metallurgical results indicated presence of flake graphite, favourable infrastructure support, and the results of this present study, it is concluded that the Property is a property of merit and possess a good potential for further graphite exploration. It has good road access, water and electricity are available on site; and most of the exploration and mining services are available in the vicinity. Except for geological mapping and surface sampling, the exploration and mining work can be carried out round the year.

Recommendations

In the qualified person's opinion the character of the Lochaber Graphite Property is sufficient to merit a follow-up work program. This can be accomplished through a two phase exploration and development program, where each phase is contingent upon the results of the previous phase.

Phase 1 – Resource Estimation and Further Exploration

The exploration work completed in 2012 has delineated two areas of graphite mineralization: Conductor "A" is 700 m long, 27 to 148 m wide and drilled down to 150 m below surface; and Conductor "C" is 600 m long, 29 to 165 m wide, and drilled down to over 150 m below surface. Majority of drill holes and trenches intersected graphite mineralization. All this data can provide the basis for graphite resource estimation on the Property. A preliminary market study should also be carried out to search potential graphite markets, competition with other upcoming graphite projects, and future graphite prices.

The estimated cost of this program is $272,654 and will take about four months' time to complete.

Phase 2 – Drilling, Preliminary Economic Assessment (PEA), Detailed Metallurgy, and Permitting

This work will depend on the successful resource estimation to support further development of the project. A total of 1,000 metres exploratory drilling in eight holes is recommended if required on the areas identified as a result of Phase 1 work program.

A preliminary economic assessment (PEA) is recommended to study the economic viability of mineral resource if available during Phase 1 work. Other recommendations for Phase 2 work include a detailed metallurgical testing and initiating permitting process for future development of the project.

Environmental baseline data collection is recommended to support future mine permitting and development of the Lochaber Graphite Property. Further exploration work is also recommended to fill the data gaps in 2012 exploration work carried out by Rock Tech Lithium Inc., and define more targets for finding graphite mineralization.

The estimated cost of this program is $1,038,070 and will take about six months' time depending upon the drill and metallurgical testing progress.

INTRODUCTION

2.1 Purpose of the Report

This report was commissioned by Great Lakes Graphite ("Great Lakes" or "the Company"), having registered offices at 2 Queen St. East, Suite 1500, Toronto, Ontario, Canada, M5C 3G5, and was prepared by Afzaal Pirzada, P. Geo. As a Qualified Person, the author was asked to undertake a review of the available data and recommend, if warranted, specific areas for further work on the Lochaber Graphite Property. The technical report was prepared to support the Property acquisition and associated equity financing. An initial Technical Report on the Property was prepared with an effective and submission date of May 21st, 2014. The current Report presents an amended and restated version of the initial Technical Report and is compliant with the new National Instrument 43-101 ("NI 43-101"). The effective date remains May 21st, 2014. This Amended and Restated Report has been reviewed and signed off by independent Qualified Person Mr. Martin Ethier of Hinterland Geoscience & Geomatics, 620 Brewster St. Haileybury, ON, P0J1K0.

Martin Ethier, M.Sc. P.Geo visited the Lochaber Graphite property on June 17th and 18th, 2014.

2.2 Sources of Information

In the preparation of this report, the author utilized Quebec and Federal Government geological maps, geological reports, and claim maps. Information was also obtained from Quebec government

websites such as the Maps and files of Québec mining (https://gestim.mines.gouv.qc.ca/ftp//cartes/carte_quebec.asp), the GESTIM Plus a Mining Title Management System (http://www.mrnf.gouv.qc.ca/english/mines/rights/rights-gestim.jsp) as well as mineral assessment work reports from the Lochaber Graphite Property filed with MRNF and SEDAR (www.sedar.com). A list of reports, maps and other information examined is provided in the Section 27 of this report. The history of exploration on Lochaber Graphite property is discussed in detail in Sections 6.0 of this report.

The author was retained to complete this report in compliance with National Instrument 43-101 of the Canadian Securities Administrators ("NI 43-101") and the guidelines in Form 43-101 F1. The author is a "qualified person" within the meaning of National Instrument 43-101. This report is intended to be filed with the Toronto Stock Exchange and securities commissions in all the provinces of Canada except for Quebec.

The authors have no reason to doubt the reliability of the information provided by Great Lakes Graphite.

This technical report is based on the following sources of information:

- Discussions with Great Lakes Graphite;
- Several inspections of the Lochaber Graphite Property; and,
- Additional information obtained from public domain sources.

The technical report was written and assembled in Vancouver, Canada during the period March – May 2014. As of the date of this report, the author is not aware of any material fact or material change with respect to the subject matter of this technical report that is not presented in this report, which the omission to disclose would make this report misleading.

In accordance with the NI 43-101 guidelines, the author visited the Lochaber Graphite property several times during 2012 to develop and supervise exploration work program on the Property. The geological work performed in order to verify the existing data consisted of geological observations and measurements, confirming graphite surface mineralization and rock outcrops, developing and executing an exploration work program, taking rock chip and drill core samples and onsite discussions. No exploration work has been carried out by Great Lakes or Rock Tech Lithium Inc. on the Property since the author's last visit to the Property.

At the request of the TSX regulators, independent Qualifed Person Mr. Martin Ethier M.Sc., P.Geo, was hired to conduct a site visit and sign-off on this Amended and Restated Report. Mr. Ethier is a registered geoscientist in good standing with the of "Ordre des Géologues du Québec" (member No. 1520). Mr. Ethier has worked since 2000 as a geologist/remote sensing/GIS specialist in the mining industry on a variety of exploration properties such as diamond-bearing kimberlites, silver-cobalt deposits, gold and Ni-Cu-PGE. He has also experience in the industrial minerals including sand/gravel deposits and rock quarries. Mr. Ethier has co-authored or contributed to several Independent Technical Reports (NI 43-101). Mr. Ethier visited the property on (June 17th & 18th, 2014) and confirmed a series of drill hole collar locations in the field using differential GPS, as well as locating several graphite intersections from the core shack.

The author reserves the right, but will not be obliged to revise the report and conclusions if additional information becomes known subsequent to the date of this report.

3.0 RELIANCE ON OTHER EXPERTS

The information, opinions, and conclusions contained herein are based on:

- Information available to the writer at the time of preparation of this report;
- Assumptions, conditions, and qualifications as set forth in this report;
- Data, reports, and other information supplied by Great Lakes Graphite and other third party sources.

For the purpose of the report, the author has reviewed and relied on ownership information provided by Great Lakes, which to the author's knowledge is correct. A limited search of tenure data on the Quebec government's GESTIM and the Mining Title Management System web site confirms the data supplied by Great Lakes. However, the limited research by the author does not constitute a legal opinion as to the ownership status of the Lochaber Graphite property. This disclaimer applies to Section 4 of this report. The author is responsible for all items of this report.

4.0 PROPERTY DESCRIPTION AND LOCATION

The Lochaber Graphite Property is comprised of 151 mineral claims, in four blocks, covering 9,043 hectares in Buckingham area on NTS maps 31G11 and 31G14. The Property is located near the township of Buckingham, which is part of Gatineau City, Province of Quebec, Canada.

Under a purchase agreement announced on March 04, 2014, "the Company" can own 100% of the property from Rock Tech Lithium Inc., by making a payment of $300,000 and issuing a total of 15 million common shares of the Company to Rock Tech or to whom it may direct. The acquisition is subject to and conditional upon Toronto Stock Exchange (TSX-V) and other regulatory approvals and satisfactory due diligence, including satisfaction with the results of metallurgical testing on samples that will be supplied by Rock Tech. On completion of the acquisition Rock Tech will have the right to appoint one nominee to the Board of Directors of the Company. The property purchase agreement was amended on May 16th, 2014 which calls for the payment of $100,000 and five million shares upon execution of the purchase and sales agreement, a further $200,000 and five million shares upon the completion of a National Instrument 43-101 resource estimate of the deposit, and a final payment of five million shares upon the completion of a preliminary economic assessment.

The property location is shown on Figure 1 and the claim location is shown on Figure 2. A list of claims is provided in Table 1.

Figure 1: Regional Property Location

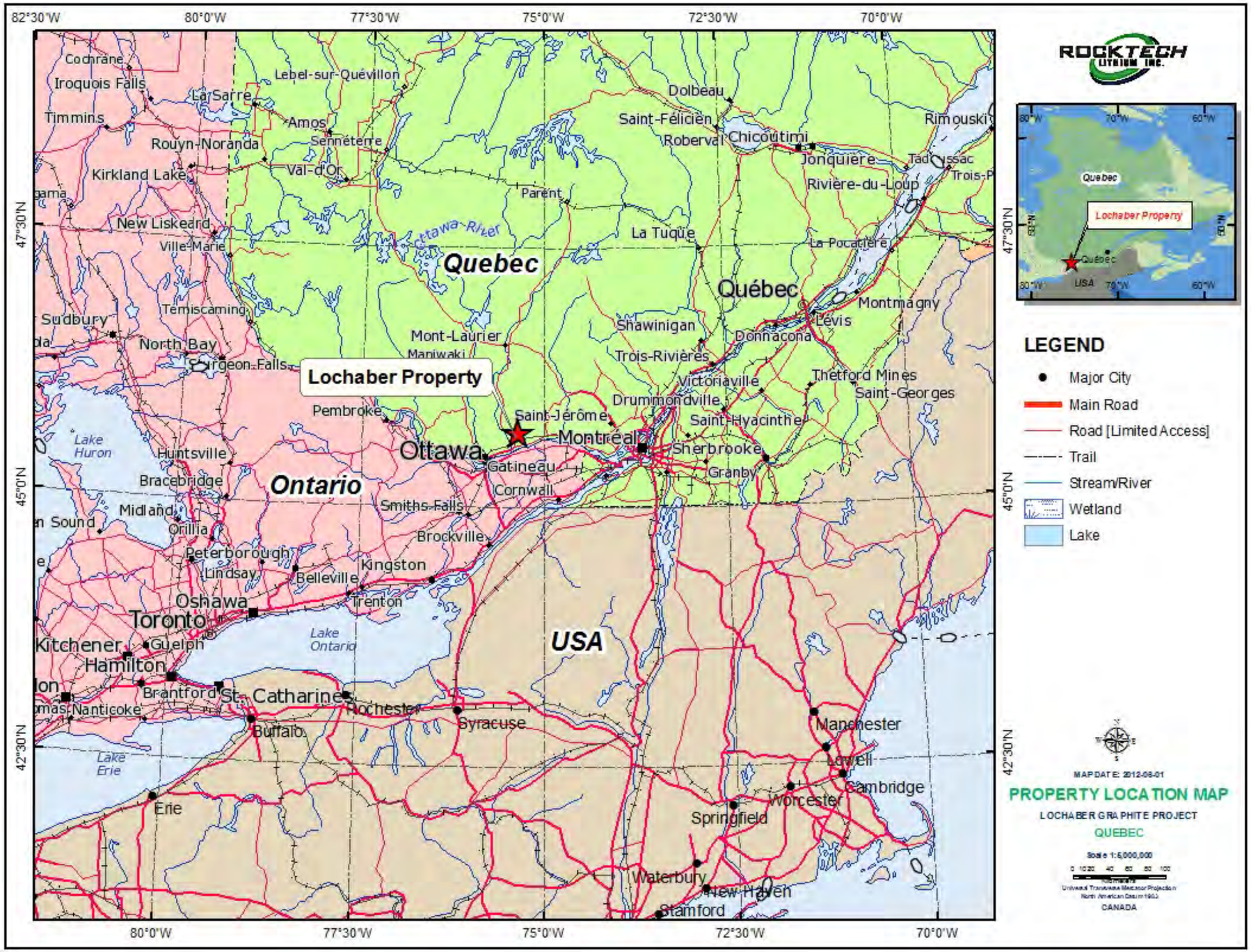


Figure 2: Claim Location and Physiographic Map

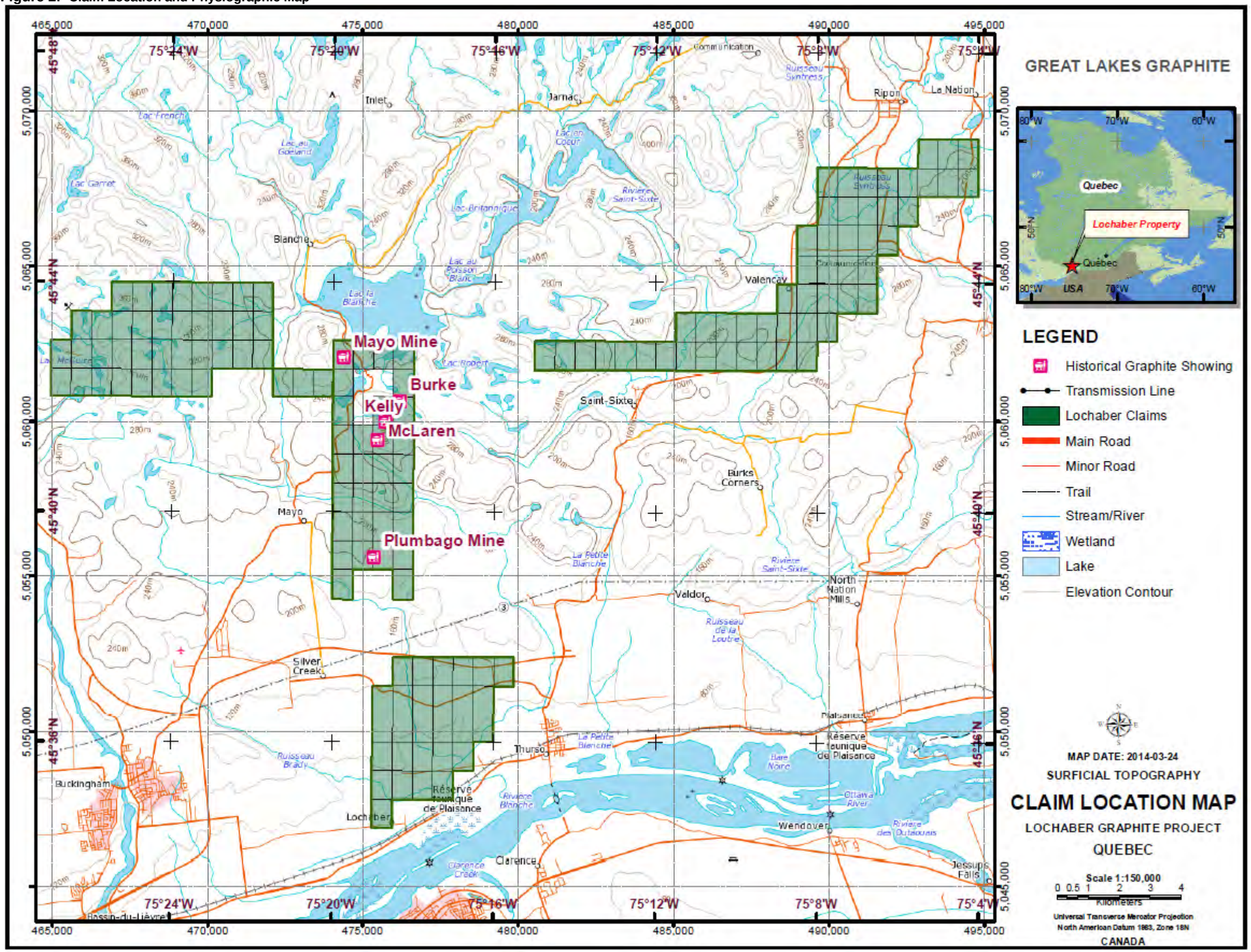


Table 1: Claim List

Claim Number	NTS Sheet	Row/Block	Column/Lot	Part	Area (HA)	Status	Date of Registration	Expiry Date	Number of Renewals	Excess Work	Required Work ($)	Required Fees ($)	Titleholder(s) (Name, Number and Percentage)	Restriction Comment
2303790	NTS 31G11	25	21	0	60.06	Active	27/07/2011	26/07/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	Affecté par : Habitat faunique
2303791	NTS 31G11	26	21	0	60.05	Active	27/07/2011	26/07/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	Affecté par : Habitat faunique
2303793	NTS 31G11	19	22	0	60.11	Active	27/07/2011	26/07/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2303794	NTS 31G11	19	23	0	60.11	Active	27/07/2011	26/07/2015	1	406,23	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2303809	NTS 31G11	24	23	0	60.07	Active	27/07/2011	26/07/2015	1	0,53	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2303810	NTS 31G11	24	24	0	60.07	Active	27/07/2011	26/07/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2303811	NTS 31G11	25	24	0	60.06	Active	27/07/2011	26/07/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2325808	NTS 31G11	19	24	0	60.11	Active	29/11/2011	28/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2325809	NTS 31G11	20	21	0	60.10	Active	29/11/2011	28/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2325810	NTS 31G11	20	24	0	60.10	Active	29/11/2011	28/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2325811	NTS 31G11	21	21	0	60.10	Active	29/11/2011	28/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2325812	NTS 31G11	21	24	0	60.10	Active	29/11/2011	28/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2325813	NTS 31G11	22	21	0	60.09	Active	29/11/2011	28/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2325814	NTS 31G11	23	21	0	60.08	Active	29/11/2011	28/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2325815	NTS 31G11	24	21	0	60.07	Active	29/11/2011	28/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	Affecté par : Habitat faunique
2325816	NTS 31G11	26	22	0	60.05	Active	29/11/2011	28/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	Affecté par : Habitat faunique
2325817	NTS 31G11	26	23	0	60.05	Active	29/11/2011	28/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2326012	NTS 31G11	18	21	0	60.12	Active	01/12/2011	30/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2326013	NTS 31G11	18	24	0	60.12	Active	01/12/2011	30/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2326014	NTS 31G11	19	21	0	60.11	Active	01/12/2011	30/11/2015	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2334259	NTS 31G11	20	22	0	60.10	Active	05/03/2012	04/03/2016	1	3148,1	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2334260	NTS 31G11	20	23	0	60.10	Active	05/03/2012	04/03/2016	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2334261	NTS 31G11	21	22	0	60.10	Active	05/03/2012	04/03/2016	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2334262	NTS 31G11	21	23	0	60.10	Active	05/03/2012	04/03/2016	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2334263	NTS 31G11	22	22	0	60.09	Active	05/03/2012	04/03/2016	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2334264	NTS 31G11	22	23	0	60.09	Active	05/03/2012	04/03/2016	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2334265	NTS 31G11	22	24	0	60.09	Active	05/03/2012	04/03/2016	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2334266	NTS 31G11	23	22	0	60.08	Active	05/03/2012	04/03/2016	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2334267	NTS 31G11	23	23	0	60.08	Active	05/03/2012	04/03/2016	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2334268	NTS 31G11	23	24	0	60.08	Active	05/03/2012	04/03/2016	1	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366537	NTS 31G11	11	23	0	60.18	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366538	NTS 31G11	11	24	0	60.18	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366539	NTS 31G11	11	25	0	60.18	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366540	NTS 31G11	11	26	0	60.18	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366541	NTS 31G11	12	23	0	60.17	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366542	NTS 31G11	12	24	0	60.17	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366543	NTS 31G11	12	25	0	60.17	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366544	NTS 31G11	12	26	0	60.17	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366545	NTS 31G11	12	27	0	60.17	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	

Claim Number	NTS Sheet	Row/Block	Column/Lot	Part	Area (HA)	Status	Date of Registration	Expiry Date	Number of Renewals	Excess Work	Required Work ($)	Required Fees ($)	Titleholder(s) (Name, Number and Percentage)	Restriction Comment
2366546	NTS 31G11	14	23	0	60.16	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366547	NTS 31G11	14	24	0	60.16	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366548	NTS 31G11	14	25	0	60.16	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366549	NTS 31G11	14	26	0	60.16	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366550	NTS 31G11	14	27	0	60.16	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366551	NTS 31G11	14	28	0	60.16	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366552	NTS 31G11	15	24	0	60.15	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366553	NTS 31G11	15	25	0	60.15	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366554	NTS 31G11	15	26	0	60.15	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366555	NTS 31G11	15	27	0	60.15	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366556	NTS 31G11	15	28	0	60.15	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366557	NTS 31G11	15	29	0	60.15	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366558	NTS 31G11	26	40	0	60.05	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366559	NTS 31G11	26	41	0	60.05	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366560	NTS 31G11	26	42	0	60.05	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366561	NTS 31G11	26	43	0	60.05	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366562	NTS 31G11	26	44	0	60.05	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366563	NTS 31G11	27	41	0	60.04	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366564	NTS 31G11	27	42	0	60.04	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366565	NTS 31G11	27	43	0	60.04	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366566	NTS 31G11	27	44	0	60.04	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366567	NTS 31G11	27	45	0	60.04	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366568	NTS 31G11	28	43	0	60.03	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366569	NTS 31G11	28	44	0	60.03	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366570	NTS 31G11	28	45	0	60.03	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366571	NTS 31G11	28	46	0	60.03	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366572	NTS 31G11	28	47	0	60.03	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366573	NTS 31G11	29	44	0	60.02	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366574	NTS 31G11	29	45	0	60.02	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366575	NTS 31G11	29	46	0	60.02	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366576	NTS 31G11	29	47	0	60.02	Active	11/10/2012	10/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366599	NTS 31G11	10	23	0	60.19	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366600	NTS 31G11	13	23	0	60.17	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366601	NTS 31G11	13	24	0	60.17	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366602	NTS 31G11	13	25	0	60.17	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366603	NTS 31G11	13	26	0	60.17	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366604	NTS 31G11	13	27	0	60.17	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366605	NTS 31G11	13	28	0	60.17	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366606	NTS 31G11	26	31	0	60.05	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366607	NTS 31G11	26	32	0	60.05	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	

Claim Number	NTS Sheet	Row/Block	Column/Lot	Part	Area (HA)	Status	Date of Registration	Expiry Date	Number of Renewals	Excess Work	Required Work ($)	Required Fees ($)	Titleholder(s) (Name, Number and Percentage)	Restriction Comment
2366608	NTS 31G11	26	33	0	60.05	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366609	NTS 31G11	26	34	0	60.05	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366610	NTS 31G11	26	35	0	60.05	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366611	NTS 31G11	26	36	0	60.05	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366612	NTS 31G11	26	37	0	60.05	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366613	NTS 31G11	26	38	0	60.05	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366614	NTS 31G11	26	39	0	60.05	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366615	NTS 31G11	27	38	0	60.04	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366616	NTS 31G11	27	39	0	60.04	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366617	NTS 31G11	27	40	0	60.04	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366618	NTS 31G11	30	44	0	60.02	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366619	NTS 31G11	30	45	0	60.02	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366620	NTS 31G11	30	46	0	60.02	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366621	NTS 31G11	30	47	0	60.02	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366622	NTS 31G11	30	48	0	60.02	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367028	NTS 31G11	25	7	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367029	NTS 31G11	25	8	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367030	NTS 31G11	25	9	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367031	NTS 31G11	25	10	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367032	NTS 31G11	25	11	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367033	NTS 31G11	25	12	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367034	NTS 31G11	25	13	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367035	NTS 31G11	25	14	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367036	NTS 31G11	25	18	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	Affecté par : Habitat faunique
2367037	NTS 31G11	25	19	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	Affecté par : Habitat faunique
2367038	NTS 31G11	25	20	0	60.06	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	Affecté par : Habitat faunique
2367039	NTS 31G11	26	7	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367040	NTS 31G11	26	8	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367041	NTS 31G11	26	9	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367042	NTS 31G11	26	10	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367043	NTS 31G11	26	11	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367044	NTS 31G11	26	12	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367045	NTS 31G11	26	13	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367046	NTS 31G11	26	14	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367047	NTS 31G11	26	15	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367048	NTS 31G11	26	16	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367049	NTS 31G11	26	17	0	60.05	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	Affecté par : Habitat faunique
2367050	NTS 31G11	27	8	0	60.04	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367051	NTS 31G11	27	9	0	60.04	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367052	NTS 31G11	27	10	0	60.04	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	

Claim Number	NTS Sheet	Row/Block	Column/Lot	Part	Area (HA)	Status	Date of Registration	Expiry Date	Number of Renewals	Excess Work	Required Work ($)	Required Fees ($)	Titleholder(s) (Name, Number and Percentage)	Restriction Comment
2367053	NTS 31G11	27	11	0	60.04	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367054	NTS 31G11	27	12	0	60.04	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367055	NTS 31G11	27	13	0	60.04	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367056	NTS 31G11	27	14	0	60.04	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367057	NTS 31G11	27	15	0	60.04	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367058	NTS 31G11	27	16	0	60.04	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367059	NTS 31G11	27	17	0	60.04	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	Affecté par : Habitat faunique
2367060	NTS 31G11	28	10	0	60.03	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367061	NTS 31G11	28	11	0	60.03	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367062	NTS 31G11	28	12	0	60.03	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367063	NTS 31G11	28	13	0	60.03	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367064	NTS 31G11	28	14	0	60.03	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367065	NTS 31G11	28	15	0	60.03	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367066	NTS 31G11	28	16	0	60.03	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2367067	NTS 31G11	28	17	0	60.03	Active	23/10/2012	22/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	Affecté par : Habitat faunique
2400893	NTS 31G11	26	24	0	60.05	Active	03/03/2014	02/03/2016	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366623	NTS 31G14	1	45	0	60.01	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366624	NTS 31G14	1	46	0	60.01	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366625	NTS 31G14	1	47	0	60.01	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366626	NTS 31G14	1	48	0	60.01	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366627	NTS 31G14	1	49	0	60.01	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366628	NTS 31G14	2	45	0	60.00	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366629	NTS 31G14	2	46	0	60.00	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366630	NTS 31G14	2	47	0	60.00	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366631	NTS 31G14	2	48	0	60.00	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366632	NTS 31G14	2	49	0	60.00	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366633	NTS 31G14	2	50	0	60.00	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366634	NTS 31G14	2	51	0	60.00	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366635	NTS 31G14	2	52	0	60.00	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366636	NTS 31G14	3	50	0	50.99	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366637	NTS 31G14	3	51	0	50.99	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
2366638	NTS 31G14	3	52	0	50.99	Active	12/10/2012	11/10/2014	0	0	$1,200	$54.75	Rock Tech Lithium Inc. (85675) 100 % (responsible)	
TOTAL AREA HECTARES					9,043.55						$181,200	$8,267		

In Quebec, map designation is the main method of acquiring a mineral claim. To acquire a claim (or cell) by map designation, the applicant must complete the form "Notice of map designation" and pay the required fees. The title is granted on a first come, first served basis. Once the map designation notice is accepted, the Registrar makes an entry in the registry and issues a registration certificate for the claim. The holder is required to carry out assessment work prior to the 60th day preceding the second annual anniversary of the registration (Table 2). The Lochaber Graphite property claims were staked online using the above mentioned procedure outlined by the Quebec Ministry of Energy and Mines. Claims expiry dates are shown in Table 1 and the company is required to spend $181,200 ($1,200.00 per claim) in assessment work credits to maintain the claims in good standing for another term of two years as shown in Table 2.

Several property claims are located on private lands and the Company is required to negotiate with the surface right owner to gain access for mineral exploration work. The Company will require exploration work permit on Crown lands. As shown in Table 1, ten property claims are partially or fully affected by restriction 16862 "Habitat faunique" (Regulations for protecting wildlife habitat) which protects marsh land at high water mark frequented by geese and ducks during nesting or migration, and the area frequented by caribou migration. Exploration work is prohibited during certain time period of the year to protect wildlife.

With respect to the exploration work, permitting is required for:

1. Setting-up a temporary or permanent camp;
2. Water access, stream crossing or any wetland disturbance requires a permit from the Ministères des Resources Naturelles et de la Faune;
3. Any logging activity on crown land requires a logging permit; and,
4. Trenching in excess of 10,000 square meters requires stripping permits and submittal of a reclamation plan.

Table 2: Minimum cost of exploration work required in Quebec

Validity	Area of claim		
	Less than 25 ha	25 to 100 ha	Over 100 ha
1 to 3 years	$500	$1,200	$1,800
4 to 6 years	$750	$1,800	$2,700
7 years and over	$1,000	$2,500	$3,600

To the best of the author's information and belief, other than as described in this report, there are no other significant factors and risks that may affect access, title, or the right or ability to perform the recommended work on the Property. There are historical mine workings, open pits (Plumbago mine pit) and rock piles left by the past operators which need to be secured through proper fencing and warning signs.

Environmental Liabilities

The Company is not aware of any existing environmental liabilities related to the Lochaber Graphite Property area. No obvious environmental liabilities were observed during Property visits.

5.0 ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE PHYSIOGRAPHY

5.1 Access

The Property is road accessible from Ottawa on highway 50 to Buckingham town, from where a paved road #315 takes to Mayo town which is located one kilometre to the west of the Property. From Mayo town, a network of gravel and paved roads provide access to different claims on the Property. The access has to be negotiated with the surface land owners before starting any exploration work. Rock Tech Lithium Inc., the current Property owner and vendor completed 2012 exploration program through negotiations and payment of standard reclamation costs for cutting trees and movement of drill rig.

5.2 Climate

Buckingham area has continental temperate climate with warm humid summers, cold and snowy winters, particularly in January. There are wide temperature variations in each season. The average winter temperature in the area ranges from -4C° to -17C°, and the average summer temperature varies between 10C° to 27C° (Figure 3) Except for geological mapping and surface sampling which is only possible when there is no snow cover on ground, the exploration work can be carried out throughout the year.

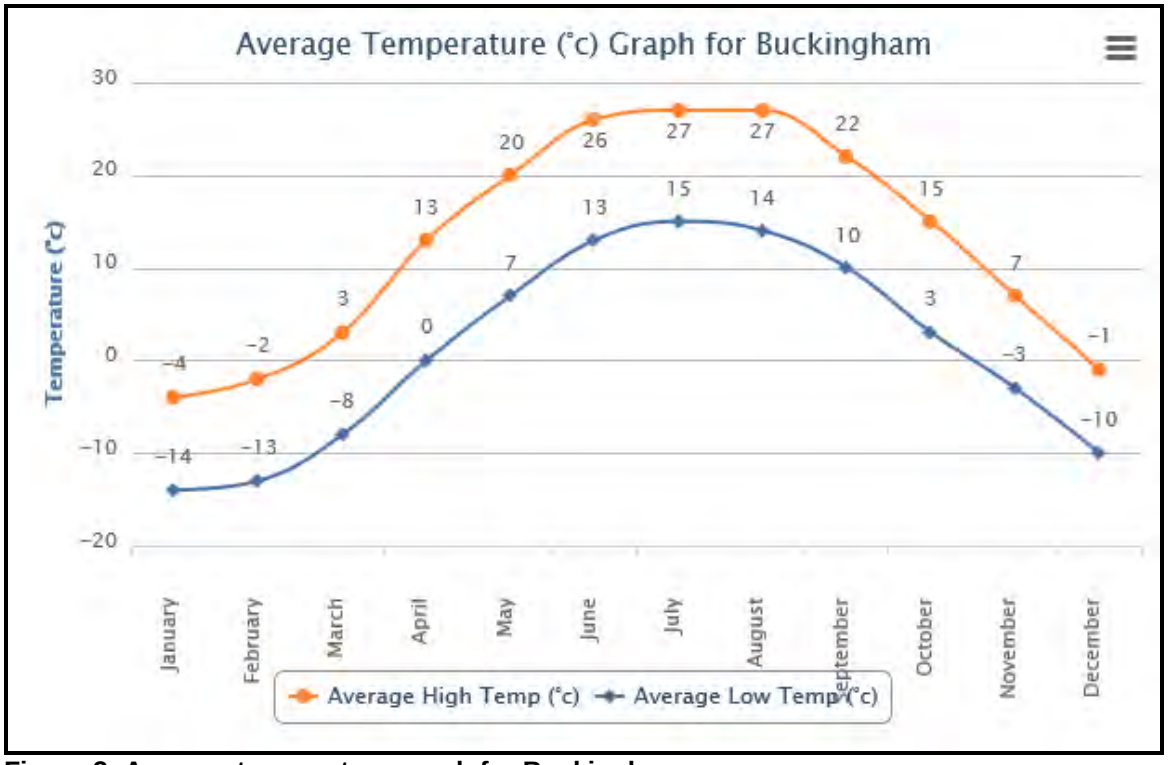


Figure 3: Average temperature graph for Buckingham

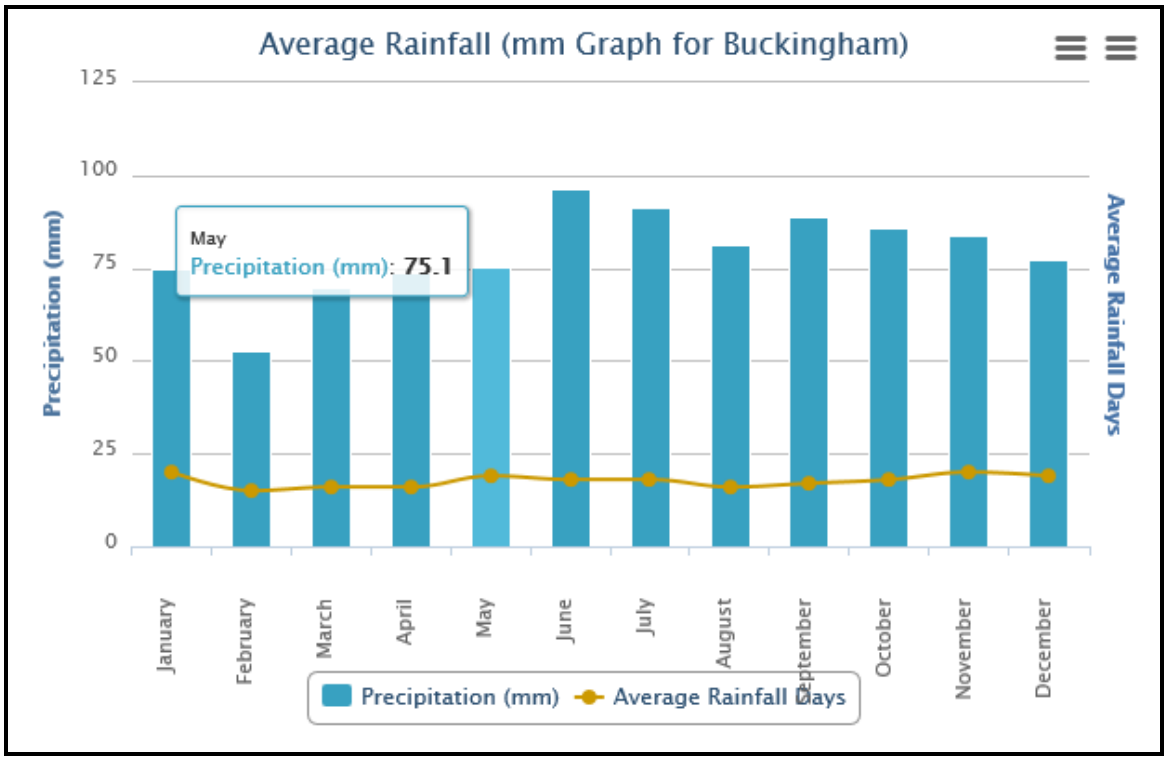


Figure 4: Average rainfall graph for Buckingham

5.3 Local Resources and Infrastructure

Buckingham is part of the City of Gatineau with five other municipalities. The local economy is based on dairy, forestry, tourism and agriculture. Various industries and services are available in the area. Population growth has been slow due to its location near Ottawa, the Capital City of Canada located only 45 kilometres to the west. The Property size is sufficient for future exploration and mining work. Some construction related services are available locally. Specialized exploration services such as drilling and airborne geophysical survey companies provide their own personnel. Several lakes located on the property are good source of water for exploration and mining work. Hydro Quebec power lines are located on the Property. The property is within 20 kilometres of the nearest railhead and Ottawa International Airport is approximately 45 kilometres.

5.4 Physiography

The Claim group is located at sea level from 180 m to 320 m ASL. Northern and northwestern claims are on relatively higher elevation then the southern claims. The area is drained by River Blanche and its tributaries. There are numerous lakes on the Property including Lac Long, Lac Flynn, Lac Limmer, Lac Burke, and Lac Murphy which are potential source of water for carrying out exploration work. The area is marked by second growth vegetation including cedar and bush.

Tree cover in the area is mainly boreal forest, dominated by coniferous trees; the most common being white and black spruce and pines. Parts of the Lochaber Graphite Property are in the regenerating phase as a result of commercial logging.

Large mammals include moose, caribou, and black bear. Small fur bearing animals include wolf, fox, lynx, mink, marten, and beaver, among others. The numerous lakes have abundant trout populations.

6.0 HISTORY

6.1 Exploration Work Prior to 2012

The Property, considered prospective for large flake, crystalline graphite, has an historic record of exploration and production. Numerous flake graphite occurrences on the property are some of the oldest graphite showings in Canada, having been discovered in the late 1800's and early 1900's when there was a considerable interest in graphite due to its properties as a lubricant in the automobile industry. There are three historical graphite occurrences (the "McLaren", "Kelly" and "Burke" Showings) and two past producing graphite mines (the "Mayo" and "Plumbago" mines) distributed over an area covering 16 km^2.

The Quebec Ministry of Energy and Mines (MRNF) maintains record of past exploration and development work carried out on a mineral claim and filed for assessment credit purposes. The Company has acquired all the historical exploration work available online on MRNF. A summary of the information review are provided as below:

- In 1867 a graphite mill was erected by the Lochia Plumbago Company on the Blanche River which processed the graphite material hauled from various mining properties in the area. During that time the mill was operated by the Kelly family.
- In 1941, a metallurgical test was carried out on a sample from the Kelly occurrence with a head grade of 21.17% carbon. The graphite material was concentrated by floatation, dried and screened on 65 mesh (0.212 mm), 120 mesh (0.125 mm) and 150 mesh (0.106 mm). 34.37% material was coarser than 0.212 millimetre (mm) size and assayed 87% carbon (GM14486: Canada Department of Mines and Resources, Ore Dressing and Metallurgical Laboratories Report on Investigation No. 1085, dated September 2nd, 1941). Similarly, a second sample with head grade of 23.53% carbon, concentrated by floatation, indicated 31.27% material coarser than 0.212 millimetre (mm) size and assayed 84.5% carbon (GM14485: Canada Department of Mines and Resources, Ore Dressing and Metallurgical Laboratories Report on Investigation No. 1084, dated August 30th, 1941).
- In 1985 and 1986, Bay Ressources and Services Inc. carried out an exploration program comprising 39 drill holes over 10,203 feet (3,110 metres) on the Kelly, McLaren and Burke occurrences (Figure 2), and modeled an historical resource estimate of 90,654 tons (or 82,263 tonnes) at 8% graphite or 59,609 tons (or 54,091 tonnes) at 10% graphite (source: GM 43058: Geological Report on the Bay Ressources & Services Inc., Graphite Deposit, Lochaber Township, Quebec; dated April 1986). The author of the report (Daniele Heon, Geologist) estimated the tonnage for a volume grading 8% Cg (graphite carbon) or 10% Cg using graphite intersections in the drill core. Each drill hole intersection was extrapolated to 25 feet (7.62 metres) on each side and the calculated volume was divided by a factor of 13 feet per ton used as specific gravity of marble, the graphite host rock. **A qualified person has not done sufficient work to classify the historical estimates as current mineral resources and the**

Company is not treating the historical estimate as current mineral resources. The Company believes that the historic estimate is relevant to an appraisal of the merits of the property and forms a reliable basis upon which to develop future exploration programs.

- Flake size reported in the 1986 drilling report indicated 0.1 to 0.5 cm (source: GM 43058: Geological Report on the Bay Ressources & Services Inc., Graphite Deposit, Lochaber Township, Quebec; dated April 1986).
- During 1986-87 periods, Stratmin Inc. carried out an exploratory drill program on its properties located in Buckingham Township which also covered the Lochaber Property. A total of 45 drill holes were completed on interpreted geophysical survey anomalies, out of which 17 holes were located on the Lochaber Property (Source: GM45932 – Stratmin Inc., February 1987). 13 holes were drilled on geophysical anomalies 7A/8A located on Rock Tech's geophysical conductor "C" identified during 2012 exploration program, and four holes were located to the north of conductor "A" (Figure 7). Nine drill holes intersected graphite mineralization summarized in Table 3.

Cautionary statement: Readers are cautioned that the potential quantities indicated above are not NI 43-101 complaint and have not been verified by the author and may not be indicative of the property which is the subject of this report. They have been provided for illustration purposes only. At this time, there is insufficient public information to verify the information.

Table 3: Highlights of Drilling Results 1986-87 by Stratmin Inc.

Conductor / Area	Drill Hole ID	Sample Number	Depth From m	Depth To m	Length m	Graphite %	Lochaber Property Claim
7A / 8A	86-4	1	35.40	36.40	1	8.06	2303793
		2	36.40	37.40	1	3.27	
		3	50.80	51.80	1	8.63	
		4	51.80	52.80	1	6.87	
		5	52.80	53.80	1	9.41	
		6	84.80	85.80	1	6.41	
	86-5	1	3.65	5.00	1.35	9.67	
		2	15.39	16.39	1	10.04	
		3	35.90	36.90	1	11.31	
		4	41.45	43.05	1.6	9.07	
	86-6	1	113.90	115.40	1.5	7.36	
	86-8	1	103.50	104.50	1	3.75	
		2	111.40	112.40	1	5.60	
		3	112.90	114.00	1.1	8.50	
	86-9	1	72.50	73.65	1.15	6.15	
		2	105.60	106.60	1	5.95	
	86-12	1	51.15	52.15	1	8.45	
		2	68.70	69.70	1	10.20	
	86-13	1	19.90	20.90	1	9.80	
		2	20.90	21.90	1	7.90	
		3	38.20	39.20	1	11.60	
		4	44.00	45.00	1	8.80	
		5	54.40	55.40	1	4.60	
		6	133.70	134.70	1	5.15	
		7	134.70	136.65	1.95	8.40	
9A	86-29	1	51.50	52.50	1	2.54	2334262
	86-30	1	84.30	85.60	1.3	4.97	

Note: The indicated width of the intersection of graphitic mineralization does not necessarily represent the true width of that mineralization down-the-hole and that true width may be less than the reported width.

6.2 Exploration Work 2012

Rock Tech Lithium Inc., the current owner and vendor, acquired the Lochaber Graphite Property in May 2012, and started exploration work immediately. The historical exploration data helped in defining targets for geophysical survey, trenching and diamond drilling. The exploration work carried out by Rock Tech Lithium Inc. is summarized in the following sections.

6.2.1 Ground Prospecting and Sampling

The field prospecting and sampling work was carried out during May 2012 and its objective was to evaluate various graphite mineralization areas and develop a systematic exploration work program. The prospecting work was contracted to Daniel St. Pierre of ST- PIERRE EXPLORATION, a prospecting and ground geophysical survey contractor out of Amos, Quebec. Rock Tech's geological team comprising of Afzaal Pirzada, P.Geo. (the author) and Dr. Christian Schlag also worked on the geological reconnaissance and prospecting work. The Property area was traversed to view local geological conditions, rock outcrops, old workings, and local structural trends. A total of eleven grab samples were collected during this work out of which five samples were collected from the Plumbago mine area, four from the Burke graphite occurrence, and one each from Kelly and McLaren occurrences. The sampling approach for this reconnaissance work was to collect representative samples from each of the dominant rock types present on the Property to understand the style of mineralization. The sample location and graphite occurrences are shown on Figure 5 and details are presented on Tables 4.

There are three exploration pits or past producing mines on the Plumbago mine area. The main pit is 10 metres (m) by 6 m in size with an approximate depth of 3 m to 5 m. Most of the graphite from side walls has been mined out, and the bottom of the pit is filled with water. It was observed that geological environment and trend of graphite mineralization at Burke, Kelly and McLaren occurrences is the same as at the Plumbago mine area, the quality of graphite in terms of flake size is better at Plumbago mine area.

Graphite mineralization is associated with gneissic rocks in contact with limestone / marble in a shear zone. Regional strike of the rocks is north-south while the shear zone at Plumbago mine pit has a strike $N45^0E$ and dip 70^0 NW. Other controls of mineralization apparent in the trenches are the presence of diabase dykes and pegmatitic texture of marble and paragneiss. Graphite occurs as crystalline large flaky texture with a shiny metallic luster; flake size ranging from 1 to 3 millimeter (mm) and sometime up to 5 mm. Distribution of graphite is irregular and mostly occurs as fracture filling or pockets and along gneissic bands. The other two pits are smaller in size than the main pit.

All the samples were submitted to TECHNI-LAB Abitibi Inc., in Val d'Or, a branch of Activation Laboratories Ltd. and were assayed by using the following packages:

- Package 5 D: C-Graphite (infrared) detection limit 0.05%; plus total carbon (infrared) detection limit 0.01%. For C-graphite, the sample is subjected to a multistage furnace treatment to remove all forms of carbon with the exception of

graphitic carbon; and for C-Total (infrared), a procedure that determines the most volatile organic carbon species; and,

- Package 4E: Lithogeochemistry for exploration and research using XRF and ICP/MS.

The assay results indicated that the Burke showing is the most promising in terms of graphite content in surface samples with grades ranging from 10.4% graphite carbon (Cg) to 22% Cg. The mineralization is at the contact of marble and paragneiss. For Plumbago mine area samples, the graphite content is in the range of 0.75 Cg to 13.6% Cg, and the mineralization is associated with paragneiss. The sample at Kelly shows 16.7% Cg and from McLaren is 2.03% Cg with mineralization in paragneiss with calcareous matrix. Graphite flake size in surface samples is from 1mm to 3 mm in size.

Table 4: Sample Location and Assays (May 2012 Sampling)

S. No.	Sample Number	Location NAD 83 Zone 18		C-Graphite	C-Total	Date Sampled	Sample Type	Description
		Easting	Northing	%	%			
1	Kelly 12-01	475686	5060020	16.7	16.7	08-May-12	Grab from broken rock near historical trench	Dark grey to dark brown gneiss, feldspar and mica bands, calcareous matrix, with 10% graphite, flake size ~ 1mm, sample taken approximately 90 metres south of Flynn Lake
2	McLaren 12-01	475468	5059405	3.01	3.36	08-May-12	Grab from broken rock near historical trench	Dark grey to dark brown gneiss, feldspar and mica bands, calcareous matrix, with 25% graphite, flake size ~ 1-2 mm
3	Burke 12-01	475844	5060590	20.7	21.3	11-May-12	Grab from an outcrop in a historical trench	Dark grey to dark brown paragneiss , with feldspar and mica, 15% graphite, flake size ~ 1-2 mm
4	Burke 12-02	475844	5060590	10.4	11.3	11-May-12	Grab from an outcrop in a historical trench	Light grey to brownish marble in contact with paragneiss containing feldspar, muscovite and biotite, 5-10% graphite, 1-2 mm flakes
5	Burke 12-03	475855	5060588	22	24.9	11-May-12	Grab from an outcrop in a historical trench	Dark grey altered paragneiss with feldspar and mica, 5-10% graphite, 1-3 mm flakes
6	Burke 12-04	475855	5060568	16.6	18.6	11-May-12	Grab from broken rock in the vicinity of historical trench	Brown marble with black specks of shiny, flaky graphite 1-3 mm in size
7	PLUM 12-01	475196	5055367	0.75	1.36	12-May-12	Grab from an outcrop in Plumbago main historical pit	Brown to light grey paragneiss with coarse grained pegmatitic calcite bands, trace to 1% graphite, ~ 1mm flake size
8	PLUM 12-02	475285	5055390	10.3	12.4	12-May-12	Grab from an outcrop in Plumbago main historical pit	Brown to light grey paragneiss with coarse grained pegmatitic calcite bands, 15% graphite, ~ 1mm flake size, gneiss fabric is aligned $N45^0E$, 70^0NW

9	PLUM 12-03	475289	5055397	4.91	5.28	12-May-12	Grab from an outcrop in Plumbago main historical pit	Light brown marble with graphite veins and specks, 10% graphite, 2-5 mm flakes
10	PLUM 12-04	475387	5055475	13.6	17.9	12-May-12	Grab from an outcrop in Plumbago northeast historical pit	Dark brown paragneiss, altered, shear zone, 15% graphite, 2-5mm flakes, shear zone aligned 150^0 degrees, dip 60^0 E
11	PLUM 12-05	474986	5055433	1.11	1.39	12-May-12	Grab from an outcrop in Plumbago south historical pit	Brown paragneiss with quartzite bands and calcite, trace to 1% graphite

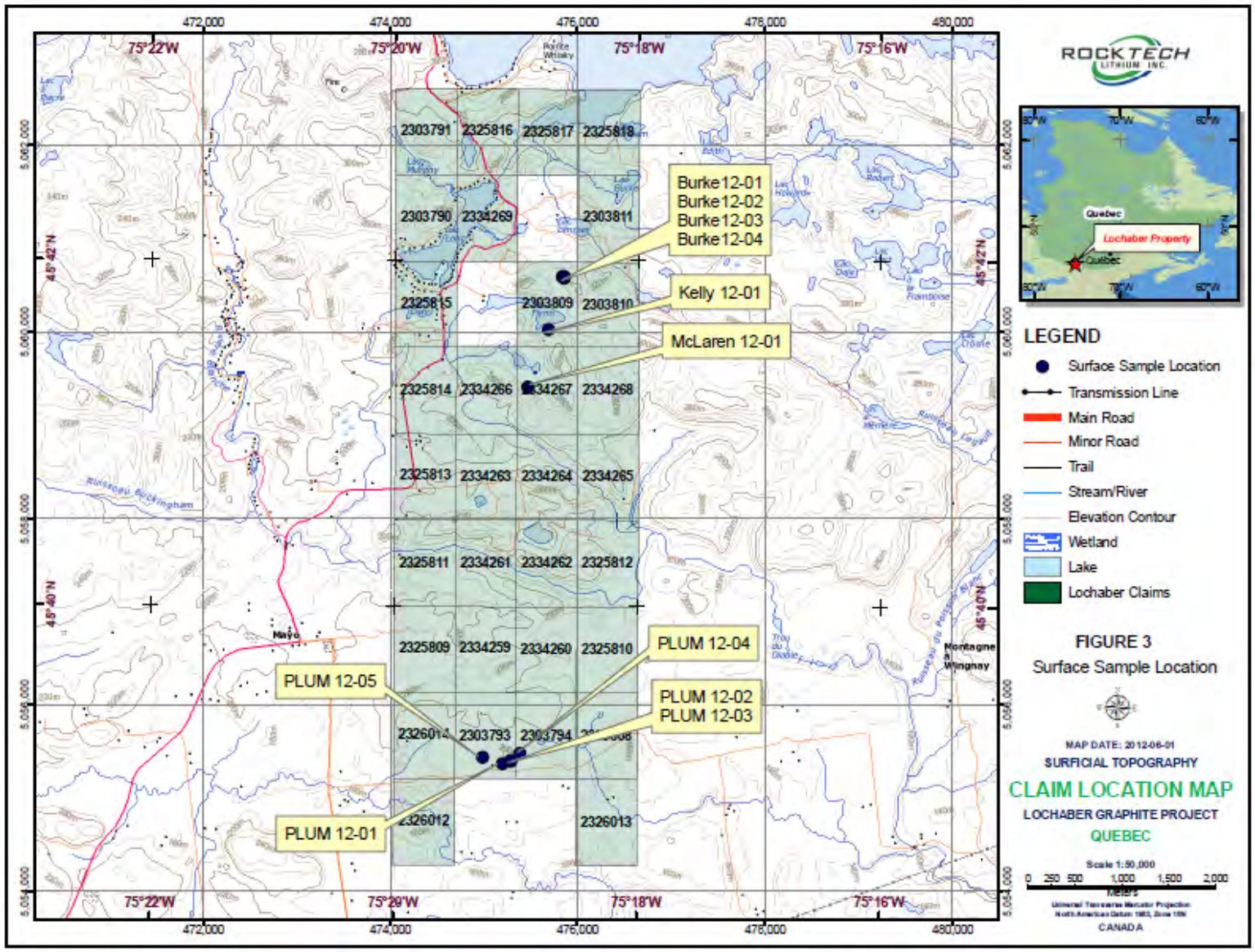


Figure 5: Surface samples location map.

Note: Claim number 2325818 was re-staked as 2400893 (see Table 1), and claim number 2334269 has expired and is not part of the Property.

6.2.2 Ground Geophysical Survey

In August 2012, Rock Tech carried out a 35.17 line-kilometre magnetic survey in addition to 33.7 line-kilometres of Horizontal Loop Electromagnetic ("HLEM") surveying using a Max-Min instrument in the Plumbago area of the property. The survey was done on traverses 50-metres spaced with an azimuth of N90°E and control-lines 100-metres spaced and oriented N0°E (Figures 6).

The following geophysical equipment was used to complete the survey.

A Total Field Magnetometer
A GEM GSM-19 V7.0 Overhauser magnetometer (serial number 7022235) was used to acquire the Total Field Intensity magnetic data along the grid lines. Its technical specifications are:
- Sensitivity – 0.022 nT @ 1 Hz
- Resolution – 0.01 nT
- Absolute Accuracy – ±0.1 nT
- Dynamic Range – 20,000 to 120,000 nT
- Gradient Tolerance – Over 10,000 nT/m
- Sampling Interval – 60+, 5, 3, 2, 1, 0.5, 0.2 sec
- Operating Temperature – -55 to +50 degrees C

An electromagnetometer MaxMin MM 1-9
An Apex Parametrics (Uxbridge, Ontario) MaxMin 1-9 instrument (serial number 5309) was used for the horizontal loop electromagnetic survey. The in-phase (IP) and quadrature (OP) components of the secondary magnetic field were observed at stations 25 m apart, employing a transmitter-receiver coil separation of 100 m. The EM components were acquired using two transmitting frequencies (440 and 1760 Hz).

The interpretation of the magnetic survey data outlined several wide and intense magnetic anomalies all of which follow a north-northeast orientation. Additionally, the HLEM survey mapped five north-south oriented conductors described below.

Magnetic Survey
The Magnetic Field observed in the survey area is very strong, ranging from 47,207 to 63,000 nT, meaning that strong magnetic susceptibility contrasts are present. Many wide and intense magnetic anomalies were outlined and named **M1** to **M6** on the geophysical interpretation map (Figure 7). The **M3** and **M4** anomalies are clearly divided into several segments (**M3-1** to **M3-4**, and **M4-1** to **M4-3**).

All of these anomalies seem to follow a preferential NNE orientation. They are likely related to the presence of ferromagnesian mineralisation and most of them are superimposed on electromagnetic conductors.

Three presumed faults cross all the survey area in a NNE and NNW directions.

Horizontal Loop Electromagnetic (HLEM) Survey
The Horizontal Loop Frequency Domain Electromagnetic survey have mapped 5 conductors mainly oriented NS. These conductors were named **A**, **B**, **C**, **D** and **E** on the geophysical interpretation map (Figure 7). Conductors **A** and **C** are strongly correlated with magnetic highs. Table 5 presents results obtained from the EM data interpretation.

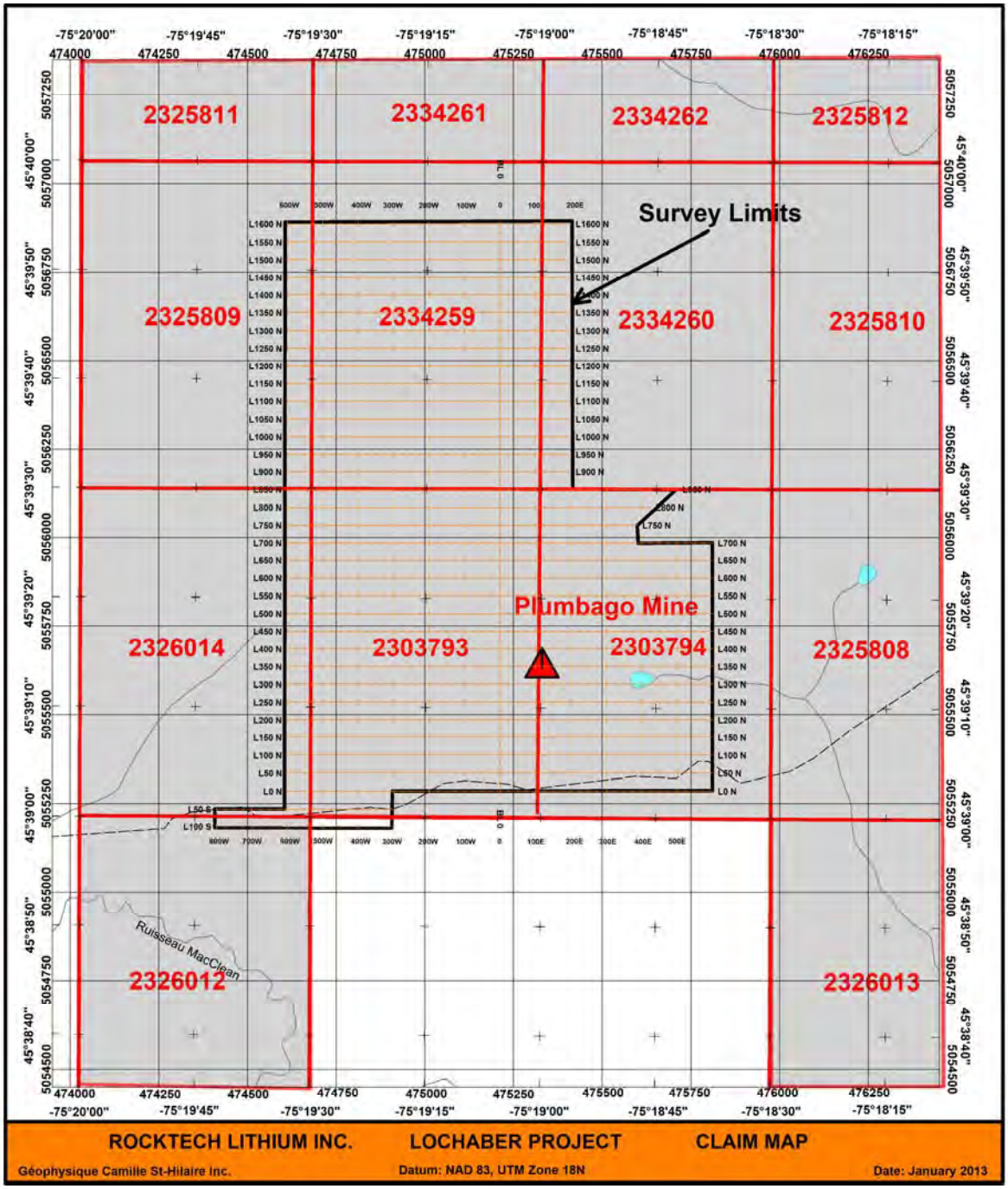


Figure 6: Ground geophysical survey lines and boundary.

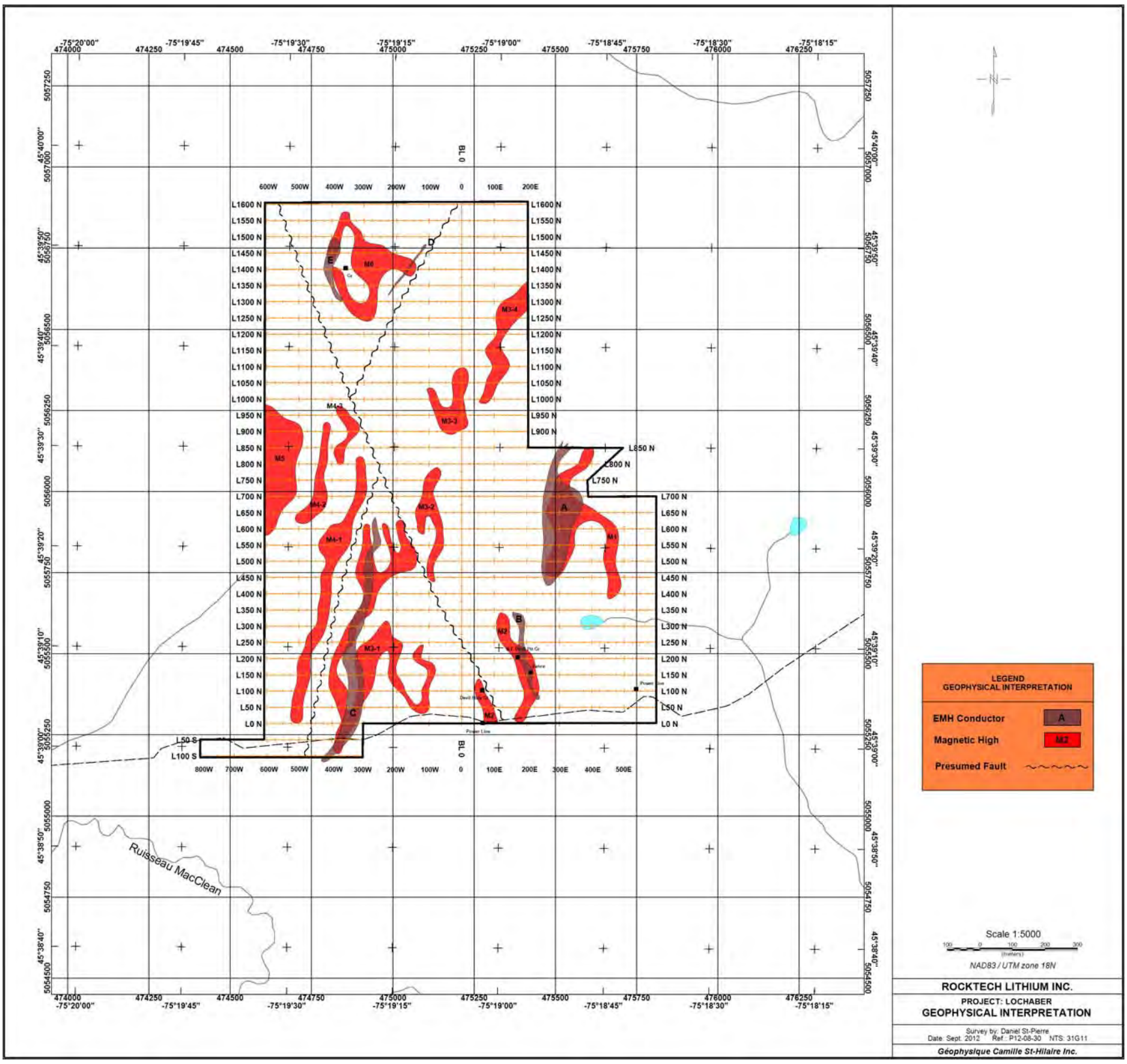


Figure 7: Ground geophysical survey interpretation map showing conductors, magnetic trends, and structural features (faults).

Conductor	Line	IP (%)	OP (%)	Conductance (Siemens)	Depth (metres)	Comments
A	5+50N	-60	-18	~ 45	~ 0	Signal saturation. Conductor dip: sub-vertical (~ 85°W). Strong correlation with the magnetic anomaly M1.Priority 1
	6+00N	-67	-30	~ 45	~ 0	
	6+50N	-65	-23	~ 45	~ 0	
	7+00N	-40	-19	45	5	
B	1+00N	-10	-17	2.3	12	Conductor dip: sub-vertical (~ 85°E). Partly correlated with the magnetic anomaly M2. Priority 1 even if the conductance is low.
	1+50N	-22	-22	5.2	10	
	2+00N	-26	-19	7.1	15	
	2+50N	-18	-16	6.0	18	
	3+00N	-17	-15	7.6	20	
C	0+00	-35	-23	30	5	Conductor dip: sub-vertical (~ 85°W). Strong correlation with the complex magnetic anomaly M3-1. Priority 2.
	1+00N	-32	-28	23	~ 0	
	1+50N	-17	-20	16	11	
	2+00N	-22	-22	21	10	
	2+50N	-18	-21	17	11	
	3+00N	-8	-10	15	27	
	3+50N	-9	-7	22	35	
	4+00N	-10	-17	9	13	
	4+50N	-13	-14	18	21	
D	14+00N	-11	-4	22	40	Thin and deep conductor. Vertical. Parallel and very close to a presumed fault. Partly correlated with the magnetic anomaly M6
E	14+00N	-16	-4	22	35	Deep conductor. Vertical. Partly correlated with the magnetic anomaly M6

Table 5: Horizontal loop electromagnetic survey interpretation

The ground geophysical survey interpretation recommended further exploration of interpreted conductors through drilling and surface trenching at recommended locations. As shown in Table 5, drill holes at priority 1 were the most important recommended targets while those of priority 3 were less important.

The best EM target is represented by the wide and strong EM anomaly **A**. For this conductor, table 5 shows that the mineralisation should be very shallow. For this reason, before drilling a hole, trenching was recommended along the traverse 6+50N, over the conductive area.

6.2.3 Exploratory Drilling

From September 17 to December 31, 2012, a total of 7,034 metres of drilling in 35 NQ sized drill holes was completed by Rock Tech Lithium Inc., out which 17 holes were drilled on electromagnetic conductor “A”, 15 on conductor “C”, one each on conductors “B” and “E”, and one on magnetic anomaly “M1” (Table 6). Purpose of this drill program was to test electromagnetic and magnetic interpreted anomalies.

During the exploratory drill program, drill core samples were collected from all graphite bearing gneisses and metasediments intersected. The graphite bearing zones were typically sampled at 1m intervals, including 1m samples from the immediate hanging wall and footwall. When a final 1m interval within the mineralized zone could not be made then the remaining interval was combined with the previous 1m interval. The core was split in half using an electric rock saw with a 14 in (=35.6 cm) diamond blade. All core was photographed and logged prior to sampling. Relevant geological and geotechnical information including drill hole number, sample interval and a description of mineralization was recorded directly into drill hole logging software.

At this early stage of exploration the geometry of the graphite mineralized zone is not well defined and sample lengths do not reflect the true lengths or widths of the mineralized zones.

Samples from drill holes PB-12-01 and PB-12-02 were submitted to Actlabs, Ancaster, Ontario for analysis. The core samples from drill holes PB-12-03 to PB-12-13 were sent to ACME Metallurgical Laboratories in Vancouver, British Columbia. In 2012, the ACME laboratories were acquired by Bureau Veritas, a global group from France, and the laboratory assaying team working on graphite assaying joined Global Minerals Research Laboratories in Burnaby. The remaining drill holes PB-12-14 to PB-12-35 were analyzed at Global Minerals Research Laboratories to keep consistency in assaying. The samples are prepped and assayed using double loss on ignition (double LOI) which is a preferred method for graphite analysis. During assaying, the samples are dried, pulverized, leached and roasted at 450° Celsius and 1200° Celsius with measured weights taken between double ignitions. The laboratories also conduct duplicate and internal standard samples at intervals of ten as part of their QA/QC program. A drill plan map showing the area covered by exploratory drilling is given on Figure 8.

Drilling was carried out by Forages M. Roullier Inc., of Amos, Quebec. All drill holes were surveyed and sampled. A Reflex down hole survey was performed regularly at 50 metres or less. The survey interval was dependent upon the hole deviation and ground condition. The drill casing was either removed or left, depending on the hole condition and future land use. GPS coordinates of all collar locations were recorded and at the

end of the drill program and all of the holes were surveyed using Trimble DGPS. The overburden depths were less than 5.3 m. The drill core was placed in wooden core trays at the drill site, labelled with the hole ID and box number and transported to the core logging facility, located approximately 10 kilometres from the drill site near Buckingham town. At the core logging facility, the core boxes were labelled with aluminium tags indicating the hole number and the core interval stored in each box. The drill core is stored in a warehouse and outside behind a locked fence in Buckingham, Quebec.

Photo 1: Drilling work in progress during 2012 exploration.

Photo 2: Drill hole casing of a 2012 exploratory drill hole.

Table 6: Drill Hole Summary

Hole ID	Easting	Northing	Azimuth	Dip	Depth (m)	Geophysical Conductor	Claim Number
	NAD 83 UTM ZONE 18N						
PB-12-01	475441	5055929	100.3	-44.2	138	A	2303794
PB-12-02	475408	5056048	95.2	-45	184	A	2303794
PB-12-03	475409	5056132	100	-45	257	A	2303794
PB-12-04	475416	5055813	96	-51.1	145	A	2334260
PB-12-05	475594	5055834	104.6	-51.6	101	M1	2303794
PB-12-06	474801	5055372	123.5	-50.9	217	C	2303793
PB-12-07	474801	5055491	108.7	-49.8	210	C	2303793
PB-12-08	474802	5055291	102.3	-45.6	204	C	2303793
PB-12-09	474841	5055586	102	-50.9	198	C	2303793
PB-12-10	474873	5055668	101.9	-50	141	C	2303793
PB-12-11	474883	5055760	101	-50.3	200	C	2303793
PB-12-12	474782	5056711	105	-50	201	E	2334259
PB-12-13	475408	5056048	104	-45	209	A	2303794
PB-12-14	475369	5055828	98.1	-51.4	258	A	2303794
PB-12-15	475432	5055984	109.1	-50.4	249	A	2303794
PB-12-16	475515	5056089	108.8	-50.7	222	A	2303794
PB-12-17	475531	5055970	130.1	-48.8	135	A	2303794
PB-12-18	475477	5056045	91.8	-51.6	150	A	2303794
PB-12-19	475402	5056203	93	-52.5	336.63	A	2334260
PB-12-20	474768	5055378	83.4	-55.6	33	C	2303793
PB-12-20A	474767	5055378	108.9	-56.2	264	C	2303793
PB-12-21	475419	5055745	91.4	-50	205	A	2303794
PB-12-22	474760	5055328	90	-50	237	C	2303793
PB-12-23	474750	5055249	108.8	-50.2	204	C	2303793
PB-12-24	475344	5055433	55.6	-50.2	141	B	2303794
PB-12-25	474803	5055418	99	-50.8	219	C	2303793
PB-12-26	475340	5055429	254.9	-51	135	A	2303794
PB-12-27	475476	5056342	91.9	-51	48	A	2334260
PB-12-27A	475476	5056342	91.9	-51.5	213	A	2334260
PB-12-28	474815	5055540	100.8	-49.8	222	C	2303793
PB-12-29	474868	5055633	110.8	-49.8	158	C	2303793
PB-12-30	475418	5056288	105.7	-51	282	A	2334260
PB-12-31	474861	5055729	100.8	-48.6	129	C	2303793
PB-12-32	474893	5055831	98.7	-48.5	115	C	2303793
PB-12-33	475599	5056564	116.2	-51.3	204	A	2334260
PB-12-34	475640	5056399	292	-47.1	269	A	2334260
PB-12-35	475654	5056469	295	-48.3	201	A	2334260
Total Drilling Metres					7,034		

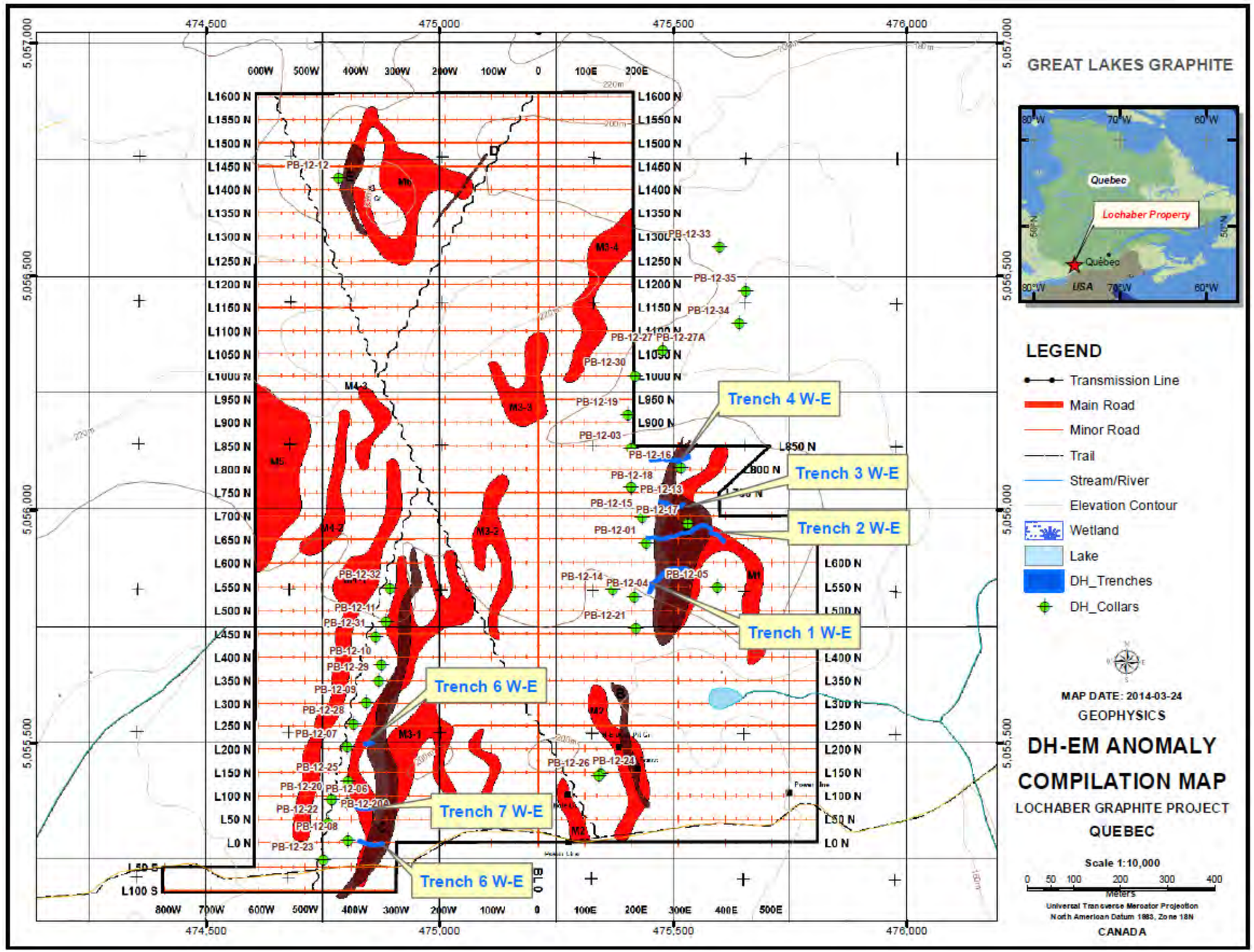


Figure 8: Drill hole and trench location map (Source: 2012 exploration work by Rock Tech).

Photo 3: Core logging and sampling (Source: 2012 exploration work by Rock Tech).

Photo 4: Core photograph taken after logging before sampling (Source: 2012 exploration work by Rock Tech).

Exploratory Drilling Results

Highlights of drill hole assay results are provided below and graphite mineralization intercepts are presented in Table 7.

Note: The indicated width of the intersection of graphitic mineralization does not necessarily represent the true width of that mineralization down-the-hole and that true width may be less than the reported width.

- Drill Hole PB-12-01 intersected 42.07 metres of graphitic carbon ("Cg") with grades ranging from 1.19% Cg to 5.56% Cg;
- Drill Hole PB-12-02 intersected 58.63 metres with grades ranging from 1.10% Cg to 10.52% Cg;
- Drill hole PB-12-03 intersected 76.76 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.02% Cg to 5.35% Cg, including 38.19 metres of 2.34% Cg;
- Drill hole PB-12-04 intersected 32.77 metres of 8.33% Cg in addition to narrower intersections;
- Drill hole PB-12-05 intersected 17.00 metres of Cg at various depths with grades ranging from 1.06% Cg to 2.11% Cg;
- Drill hole PB-12-06 intersected 134.97 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.66% Cg to 3.22% Cg, including 11 metres at 3.22% Cg;
- Drill Hole PB-12-07 intersected 57.58 metres of Cg in four intersections with grades ranging from 1.92% Cg to 5.13% Cg, including 25.66 metres at 3.16% Cg, 9.32 metres at 2.30% Cg; 8 metres at 5.13% Cg, and 14.60 metres at 1.92% Cg;
- Drill hole PB-12-08 intersected 120.60 metres of graphite at various depths, ranging from 1.18% to 3.01% graphitic carbon ("Cg"), including 22.98 metres at 2.33% Cg, 56.58 metres at 2.48% Cg, 14.04 metres at 3.01% Cg, 9.80 metres at 1.18% Cg, and 17.20 metres at 1.97%Cg;
- Drill Hole PB-12-09 intersected 112.27 metres of graphite at various depths, ranging from 2.09% to 6.00% Cg, including one metre at 6.00% Cg, 44.25 metres at 2.84% Cg, 7.10 metres at 3.42% Cg, and 59.92 metres at 2.09% Cg;
- Drill hole PB-12-10 intersected 88 metres of graphitic carbon ("Cg") at 2.37% Cg,
- Drill Hole PB-12-11 intersected 56.62 metres at 2.01% Cg;
- Drill Hole PB-12-12 intersected 19.22 metres of Cg at 1.18% Cg;
- Drill Hole PB-12-13 intersected 82.24 metres of Cg at various depths with grades ranging from 1.08% Cg to 8.25% Cg, including 10.13 metres at 3.66% Cg, 2.96 metres at 3.91% Cg, 7.31 metres at 4.16% Cg, 1.62 metres at 8.25% Cg, 2.93 metres at 7.61% Cg, 5.62 metres at 3.4% Cg and 10.93 metres at 5.92% Cg;
- Drill hole PB-12-14 intersected 59.48 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.52% Cg to 14.61% Cg, including 13.59 metres at 2.08% Cg, 9.18 metres at 4.78% Cg, 3.59 metres at 9.54% Cg and 2.91 metres at 3.71% Cg;
- Drill Hole PB-12-15 intersected 61.73 metres of Cg at various depths with grades ranging from 1.65% Cg to 5.03% Cg, including 23.03 metres at 3.95% Cg, 8.76 metres at 5.03% Cg, 5.00 metres at 2.17% Cg and 2.26 metres at 3.92% Cg;
- Drill hole PB-12-16 intersected 108.36 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.60% Cg to 12.78% Cg, including

67.95 metres at 2.18% Cg, 13.08 metres at 2.84% Cg, 23.72 metres at 2.78% Cg and 3.61 metres at 1.60% Cg;

- Drill Hole PB-12-17 intersected 45.54 metres of Cg in two intersections with grades ranging from 2.56% Cg to 3.58% Cg, including 44.34 metres at 2.56% Cg and 1.20 metres at 3.58% Cg;
- Drill hole PB-12-18 intersected 88.50 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.76% Cg to 4.72% Cg, including 44.10 metres at 3.18% Cg, 14.27 metres at 2.63% Cg, 11.17 metres at 4.24% Cg and 9.36 metres at 4.72% Cg;
- Drill Hole PB-12-19 intersected 134.96 metres of Cg at various depths with grades ranging from 2.56% Cg to 3.58% Cg, including 91.71 metres at 2.36% Cg, 18.68 metres at 4.44% Cg and 4.75 metres at 3.55% Cg;
- Drill hole PB-12-20 intersected 7 metres at 2.06% graphitic carbon ("Cg");
- Drill hole PB-12-20A intersected 165.79 metres of graphitic carbon ("Cg") at two levels with grades ranging from 1.41% Cg to 2.21% Cg, including 127.52 metres at 2.21% Cg;
- Drill Hole PB-12-21 intersected 14.13 metres of Cg at various depths with grades ranging from 1.68% Cg to 5.79% Cg, including 4.13 metres at 5.79% Cg;
- Drill hole PB-12-22 intersected 84.56 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.11% Cg to 4.42% Cg, including 50 metres at 3.08% Cg;
- Drill hole PB-12-23 intersected 117.99 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.30% Cg to 3.63% Cg, including 5.37 metres at 3.63% Cg, 43.08 metres at 2.28% Cg, and 41.02 metres at 2.45% Cg;
- Drill hole PB-12-24 intersected 18.78 metres graphite carbon ("Cg") in two intersections with grades ranging from 1.19% Cg to 2.71% Cg, including 11.86 metres at 2.71% Cg;
- Drill hole PB-12-25 intersected 143.90 metres of Cg in various intersections with grades ranging from 1.32% Cg to 2.53% Cg, including 82.70 metres at 2.53% Cg;
- Drill Hole PB-12-26 intersected 46.30 metres of Cg at various depths with grades ranging from 1.16% Cg to 2.03% Cg, including 24 metres at 2.03% Cg;
- Drill hole PB-12-27A intersected 29.11 metres graphite carbon ("Cg") in four intersections with grades ranging from 2.07% Cg to 4.84% Cg, including 9.35 metres at 4.84% Cg, and 9.34 metres at 3.37% Cg;
- Drill hole PB-12-32 intersected 16.70 metres at 2.62 % Cg;
- Drill Hole PB-12-33 intersected 31 metres at 1.34% Cg; and,
- Drill hole PB-12-34 intersected 148.05 metres Cg in two intersections with grades ranging from 1.16% Cg to 10.92% Cg, including 89.50 metres at 2.96% Cg.

Table 7: Graphite mineralization intercepts in drill holes

Drill Hole ID	Length From (m)	Length To (m)	*Width (m)	Graphite %	Geophysical Conductor
PB-12-01	4.38	15.12	10.74	2.72	A
	31.12	42.12	11	2.66	
	47.9	48.9	1	1.19	
	52.15	57.32	5.17	1.32	
	59.77	64.96	5.19	2.14	
	67.9	73.87	5.97	2.51	
	87	90	3	5.56	
TOTAL GRAPHITE INTERVAL			42.07		
PB-12-02	4.5	9.44	4.94	1.1	A
	44.3	47	2.7	2	
	53	61.58	8.58	3.45	
	64.82	71.42	6.6	2.77	
	85.9	91	5.1	1.64	
	94.26	95.23	0.97	3.37	
	103	111.46	8.46	7.46	
	115.04	135.64	20.6	1.88	
	139.94	140.62	0.68	5.48	
TOTAL GRAPHITE INTERVAL			58.63		
PB-12-03	8.35	10	1.65	1.35	A
	12	17.26	5.26	1.14	
	17.92	21.45	3.53	1.97	
	22.93	23.43	0.5	1.35	
	32.14	33	0.86	1.04	
	45	47.17	2.17	1.49	
	78	79	1	1.53	
	87.6	88.6	1	1.02	
	97.65	100.71	3.06	5.35	
	103.02	104.02	1	4.88	
	118.53	120.47	1.94	1.21	
	138	138.58	0.58	2.54	
	142.42	142.88	0.46	1.5	
	152.34	155.81	3.47	1.21	
	157.81	196	38.19	2.34	
	199.36	200.73	1.37	1.71	

Drill Hole ID	Length From (m)	Length To (m)	*Width (m)	Graphite %	Geophysical Conductor
	200.73	201.73	1	1.64	
	205.7	211	5.3	1.44	
	211	214.4	3.4	4.55	
	226.16	227.18	1.02	2.83	
TOTAL GRAPHITE INTERVAL			76.76		
PB-12-04	11.7	13.76	2.06	2.76	A
	31.12	32	0.88	1.1	
	61.31	**89.08**	**27.77**	**8.33**	
	132	134	2	1.61	
TOTAL GRAPHITE INTERVAL			32.71		
PB-12-05	8.16	9.16	1	1.33	M1
	12	13	1	1.46	
	14	18	4	1.26	
	21.44	28.44	7	1.49	
	36	37	1	1.4	
	73	74	1	1.62	
	77.18	78.18	1	1.06	
	99.2	100.2	1	2.11	
TOTAL GRAPHITE INTERVAL			17		
PB-12-06	33	144	111	3.22	C
	162	175	13	1.66	
	190.25	201.22	10.97	2.5	
TOTAL GRAPHITE INTERVAL			134.97		
PB-12-07	8.68	18	9.32	2.3	C
	107	115	8	5.13	
	127.64	153.3	25.66	3.16	
	164.6	179.2	14.6	1.92	
TOTAL GRAPHITE INTERVAL			57.58		
PB-12-08	5.46	28.44	22.98	2.33	C
	35.18	91.76	56.58	2.48	
	96.62	110.66	14.04	3.01	
	126	135.8	9.8	1.18	
	145.8	163	17.2	1.97	
TOTAL GRAPHITE INTERVAL			120.6		
PB-12-09	7	8	1	6	C
	31	75.25	44.25	2.84	
	80.47	87.57	7.1	3.42	

Drill Hole ID	Length From (m)	Length To (m)	*Width (m)	Graphite %	Geophysical Conductor
	99.08	159	59.92	2.09	
TOTAL GRAPHITE INTERVAL			112.27		
PB-12-10	15	103	88	2.37	C
PB-12-11	28.08	84.7	56.62	2.01	C
PB-12-12	107.78	127	19.22	1.18	E
PB-12-13	5.3	6.28	0.98	1.92	A
	15.6	17.44	1.84	1.4	
	21.67	22.67	1	1.08	
	27.79	33.84	6.05	1.77	
	42.31	43.35	1.04	1.16	(Drill hole PB-12-13 was drilled for metallurgical testing and located adjacent to PB-12-02)
	43.35	53.48	10.13	3.66	
	54.08	54.57	0.49	1.29	
	55.15	58.11	2.96	3.91	
	61.4	62.53	1.13	6.19	
	62.53	64.55	2.02	1.18	
	64.55	65.45	0.9	7.52	
	65.45	66.45	1	3.57	
	66.45	67.48	1.03	6.24	
	67.48	68.71	1.23	3.49	
	79.98	83.15	3.17	1.44	
	84.2	87.18	2.98	1.15	
	88.24	88.98	0.74	1.24	
	90.6	92.46	1.86	2.19	
	97.4	99.45	2.05	1.46	
	103.54	105.16	1.62	8.25	
	106.12	109.05	2.93	7.61	
	109.05	113.04	3.99	2.24	
	114.63	119.73	5.1	2.96	
	120.38	126	5.62	3.4	
	127	129.63	2.63	2.78	
	131.02	133	1.98	3.16	
	134.02	135	0.98	2.21	
	171.19	174.15	2.96	1.31	
	176.94	177.84	0.9	2.84	
	198.72	199.76	1.04	1.08	
	199.76	203.83	4.07	8.77	
	203.83	209.65	5.82	4.8	

Drill Hole ID	Length From (m)	Length To (m)	*Width (m)	Graphite %	Geophysical Conductor
TOTAL GRAPHITE INTERVAL					
PB-12-14	4.55	29.38	24.83	1.57	A
	60.05	62.96	2.91	3.71	
	69	72.59	3.59	9.54	
Including	***70***	***72***	***2***	***14.61***	
	77.35	86.53	9.18	4.78	
	125.85	139.44	13.59	2.08	
	187.09	188.47	1.38	2.49	
	249.57	253.57	4	1.52	
TOTAL GRAPHITE INTERVAL			59.48		
PB-12-15	11.97	35	23.03	3.95	A
	49.69	62.23	12.54	1.65	
	69	71.26	2.26	3.92	
	75.5	81.35	5.85	1.77	
	82.97	87.26	4.29	1.52	
	91.28	96.28	5	2.17	
	113	121.76	8.76	5.03	
TOTAL GRAPHITE INTERVAL			61.73		
PB-12-16	19.08	22.69	3.61	1.6	A
	89.61	102.69	13.08	2.84	
	107.28	131	23.72	2.78	
	140.19	208.14	67.95	2.18	
PB-12-17	2.66	47	44.34	2.56	A
	64.67	65.87	1.2	3.58	
PB-12-18	6.1	15.7	9.6	1.76	A
	29.24	40.41	11.17	4.24	
	43.57	52.93	9.36	4.72	
	59.08	103.18	44.1	3.18	
	107.89	122.16	14.27	2.63	
PB-12-19	7.39	24.36	16.97	1.42	A
	54.82	73.5	18.68	4.44	
	124.25	129	4.75	3.55	
	143.79	145.94	2.15	2.85	
	180.35	181.05	0.7	10.31	
	203.55	319.26	115.71	1.95	
TOTAL GRAPHITE INTERVAL			134.96		
PB-12-20	21	28	7	2.06	C

Drill Hole ID	Length From (m)	Length To (m)	*Width (m)	Graphite %	Geophysical Conductor
PB-12-20A	18.5	56.77	38.27	1.41	C
	132	259.52	127.52	2.21	
PB-12-21	17.5	21.63	4.13	5.79	C
	124	128	4	1.69	
	191.05	197.05	6	1.68	
PB-12-22	57	71.36	14.36	1.11	C
	106.1	115.7	9.6	4.42	
	133.1	188	54.9	2.94	
	220.3	226	5.7	1.26	
PB-12-23	2.2	7	4.8	1.32	C
	26.15	41	14.85	1.33	
	54.09	62.96	8.87	1.3	
	88.49	93.86	5.37	3.63	
	98.86	141.94	43.08	2.28	
	156.98	198	41.02	2.45	
PB-12-24	1.78	8.7	6.92	1.19	B
	97.04	108.9	11.86	2.71	
PB-12-25	26	36.48	10.48	1.32	C
	46.5	50.84	4.34	1.85	
	65.3	148	82.7	2.53	
	160.62	207	46.38	1.72	
PB-12-26	8	18.7	10.7	1.16	Plumbago Mine (Devil Pit on Magnetic Anomaly M2)
	60.5	72.1	11.6	1.59	
	103	127	24	2.03	
PB-12-27A	6.2	11.25	5.05	2.07	A
	32.5	41.85	9.35	4.84	
	53.3	62.64	9.34	3.37	
	106.92	112.29	5.37	2.33	
PB-12-32	59.5	76.2	16.7	2.62	C
PB-12-33	145	176	31	1.34	A
PB-12-34	19.93	78.48	58.55	1.16	A
including	69.5	78.48	8.98	4.02	
	154.5	244	89.5	2.96	
including	158.5	161.58	3.08	10.92	
and including	196.8	210	13.2	6.7	

Note: The indicated width of the intersection of graphitic mineralization does not necessarily represent the true width of that mineralization down-the-hole and that true width may be less than the reported width.

Trenching and Channel Sampling

Ground geophysical survey interpretation reflected that Conductor “A” and “C” are very shallow and surface trenching was recommended for further exploration. A total of seven trenches were completed and channels were cut for sampling graphite mineralization exposed. Another purpose of this work was to establish surface continuity of graphite mineralization intercepted during the drill program. Four channels were cut on electromagnetic conductor “A” and three were cut on conductor “C”. Location of these channels is shown on Figure 8.

Trench PB12-TR-A2 intersected a wide graphite zone of 106 metres grading 2.84% graphite including smaller intersections of 31 metres at 4.02% graphite and 15 metres at 4.17% graphite, suggests that the surface footprint of the graphite discovery is the widest on conductor “A”.

Quality Assurance/Quality Control

All channel samples are logged and split by diamond saw and are typically eight to ten centimeters wide by three to five centimeters deep. The average length of each sample is one metre but can vary depending on geological boundaries. Additional QA/QC procedures include inserting blanks and standards into the channel sample stream at industry standard intervals with duplicate samples taken at intervals of twenty. The samples are prepped and analyzed by Global Mineral Research Limited in Burnaby, British Columbia using double LOI method. During analysis, the samples are dried, pulverized, leached and roasted at 450° Celsius and 1200° Celsius with measured weights taken between double ignitions. The laboratories also conduct duplicate and internal standard samples at intervals of ten as part of their QA/QC program.

Assay results are summarized in Table 8.

Table 8: Trench samples graphite mineralization intercepts

Trench ID	Length From	Length To	Width	Graphite	Geophysical Conductor
	Metres	Metres	Meters	%	
PB12-TR-A1	0	7	7	4.33	A
	8.7	14.7	6	6.75	
	31.5	48.5	17	3.17	
	57.8	76.8	19	2.3	
	76.8	86.8	10	2.14	
PB12-TR-A2	0	7	7	2.54	A
	9	11	2	6.29	
	30	45	15	2.95	
	74	**180**	**106**	**2.84**	
including	*79*	*94*	*15*	*4.17*	
including	*114*	*145*	*31*	*4.02*	
PB12-TR-A3	0	6	6	2.31	A
	8.5	14.5	6	2.75	
	17	18.5	1.5	12.91	
	23	30	7	1.69	
	46.5	50.5	4	5.59	
PB12-TR-A4	0	4	4	2.33	A
	5	10	5	3.09	
	29	33	4	3.76	
Trench C1	0	16	16	1.36	C
	23	47	24	1.5	
Trench C2	2	32.5	30.5	2.49	C
	39.5	44.5	5	1.98	
Trench C3	0	15	15	2.32	C
	23	47	24	1.5	

Note: The indicated width of the intersection of graphitic mineralization does not necessarily represent the true width of that mineralization down-the-hole and that true width may be less than the reported width.

7.0 GEOLOGICAL SETTING AND MINERALIZATION

7.1 Regional Geology

Regionally, the Property area is covered by Central Metasedimentary Belt ("CMB") of the Mesoproterozoic age (1.6 Ga -1.0 Ga) Grenville Structural Province of the Canadian Shield. The CMB comprises north-northeast trending marble and quartzite domains or terrains that also include quartzo-feldspathic gneisses and (meta) tonalite intrusions. Regional metamorphism is of upper amphibolite grade (high P-T) and granulite facies is locally present. Suites of north-trending monzonitic, dioritic and gabbroic intrusives are present along the boundaries of the CMB.

The CMB represents terrains that collided with (1.22 Ga – 1.21 Ga) and were sealed against the Laurentian continent to form the Rodinia supercontinent. Protoliths to the quartzite and marble domains of the CMB were shallow-marine and platform sediments, respectively, laid down within a retroarc foreland fold basin developed on the continental (Laurentian) margin during the collision (Siriunas 2012). The following rock units represent "Grenville" age lithologies.

7.1.1 Paragneiss

The fine to medium grained aluminous paragneisses has a variety of compositions which include: quartzo-feldspathic gneiss, biotite gneiss, biotite-garnet gneiss, biotite-garnet-sillimanite gneiss and biotite-hornblende gneiss. All compositional varieties can contain some graphite. The paragneisses have been migmatized to varying degrees and also contain narrow beds (30 cm thick) of quartzite.

7.1.2 Quartzite

Though commonly found as thin beds in paragneiss or in marbles, quartzite can for continuous beds up to 100 metres in width. Quartzite is rarely pure and generally contains about 15% impurities (feldspar / microcline, biotite, hornblende, garnet, graphite), which also is reflected in its colour.

7.1.3 Marble

Medium-grained marble (crystalline limestone), like quartzite is generally found as thin beds in paragneiss but can also occur as bands up to 150 meter in width. Calcite is main carbonate mineral, but like quartzite this unit is rarely pure and can contain up to 15% phlogopite, diopside (with some graphite), scapolite or serpentine. Accessary minerals can occur as grano or porphyroblasts. Boudins of other rocks are common within the marbles.

7.1.4 Calc-silicate Rocks

Regional and contact metamorphism and / or metasomatism of the marbles have locally resulted in rocks characterized by the presence of tremolite, diopside, wollastonite, phlogopite and apatite ("skarn"). Other minerals that can be present include calcite,

quartz and sphene. The rocks are generally well banded and less than a meter in width. There may be gradation from marble rocks mapped or described as calc-silicate rock.

7.1.5 Amphibolite

Gneissic bands of amphibolite composed of black or green hornblende, biotite and plagioclase (± magnetite, ± almandine) occur within the paragneiss. It can also be intercalated with quartzite and locally bands up to 100 meter wide can be found. The amphibolites are typically medium grained and exhibit a “salt and pepper” texture.

“Granville” age intrusions at regional geological scale are summarized below.

7.1.6 Syenite

Pink or red, medium to coarse-grained porphyritic syenite is composed of feldspar crystals (up to 15 mm) in a matrix of feldspar, hornblende or pyroxene and minor quartz. Accessory magnetite is typically present. Syenite and all other intrusive rocks in the area possess a weak foliation parallel to regional tectonic grain. Partially assimilated xenoliths of sedimentary rocks can be present at places.

7.1.7 Diorite

Diorite is medium grained, grey, foliated and composed of equal portions of hornblende and white feldspar.

7.1.8 Granite and Monzonite

Small stocks of medium-grained white- to pale, pink-coloured granite are locally observed. The granite has a well-developed foliation and is comprised of quartz, white and pink feldspar, and some biotite and hornblende. Monzonite is massive to foliated, and is composed of phenocrystic feldspar in a quartz-feldspathic matrix with some biotite and hornblende.

7.1.9 Pegmatite

Dykes and massive bodies of pegmatite comprised of quartz, microcline, biotite, muscovite and some tourmaline. The larger dikes can be more than 100 meter wide and up to one kilometer long.

7.1.10 Gabbro

Gabbro is observed only very locally, and is medium to coarse grained, weekly foliated, and mainly composed of feldspar and hornblende. Depending on the proportion of those two minerals components, it can be leucocratic to melanocratic.

7.1.11 Pyroxenite and Peridotite

Pyroxinite is medium-grained and dark green in colour, and mainly composed of augite. Peridotite is medium grained and olive green in colour, and is essentially composed only of olivine.

Lithologies of post “Grenville” rock units are summarized in the following sections.

7.1.12 Latite

Undeformed, amygdaloidal, aphanite, dark grey to black (brown weathering) volcanic rocks of Cambrian age is observed to fill north-east trending fissures at several locations. They are rarely up to a meter in width.

7.1.13 Diabase

Diabase intrusives that trend east-west are locally present. These rocks are undeformed; fine- to medium grained and can be up to 100 metre wide. These rocks are believed to be of Cambrian – Ordovician age and related to Ottawa – Bonnechere graben system.

Sedimentary rock units at regional scale are dolomites and sandstones of Paleozoic age lying unconformably over Precambrian lithologies (Siriunas 2012).

7.2 Property Geology

The Property area is underlain by Precambrian age rocks of Granville Series comprised of quartzofeldspathic, garnetiferous paragneiss and limestone / marble beds. Quartzites are the least abundant of rocks in this Series. The igneous rocks which have invaded the metasedimentary sequence consist of gabbros, monzonites, anorthosites and diabase.

Paragneiss is generally fine to medium grained with a variety of compositions such as, quartzo-feldspathic gneiss, biotite gneiss, biotite-garnet gneiss, biotite-garnet-sillimnite gneiss and biotite-hornblende gneiss. All compositional varieties contain some graphite. Narrow (30 cm) beds of quartzite are found interbedded with biotite-garnet gneiss at places.

Quartzite found as thin beds contains impurities such as feldspar/ microcline, biotite, hornblende, garnet, graphite), which define its color which can be white, grey, blue-grey, or pink-grey.

Marble is also found at the Plumbago mine area, Kelly and Burke claims and several other locations on the Property as thin beds up to 1.5 metre thick and is generally medium grained crystalline limestone. Like quartzite, it also contains impurities such as phologopite, graphite or serpentine.

Gneissic bands of amphibolite are also found in paragneiss which are mainly composed of black or green hornblende, biotite and plagioclase. These are mostly medium grained rocks and exhibit a “salt and pepper” texture.

Gabbroic rocks are found in the southern parts of the Property and are mainly comprised of feldspar and hornblende.

Post Granville lithologies on the Property are mainly east-west trending diabase dykes which are dark grey to dark greenish grey intruding into paragneiss rocks mainly observed at the Plumbago Mine area.

7.3 Mineralization

Graphite mineralization is associated with gneissic rocks in contact with limestone / marble in a shear zone. Regional strike of the rocks is north-south while the shear zone at Plumbago mine pit has a strike $N45^0E$ and dip 70^0 NW. Other controls of mineralization apparent in the trenches are the presence of diabase dykes and pegmatitic texture of marble and paragneiss. Graphite occurs as crystalline large flaky texture with a shiny metallic luster; flake size ranging from 1 to 3 millimeter (mm) and sometime up to 5 mm. Distribution of graphite is irregular and mostly occurs as fracture filling or pockets and along gneissic banding. The other pits on the Property are smaller in size than the main pit.

Mineralization in the graphite showings is described below:

Kelly Showing – consists of two parallel zones about 90 metres along strike, the first one is approximately 8 metres wide and the second zone located 3 metres to the east is about 1.6 meters wide. These zones contain 15 to 20 % coarse flake graphite.

Burke Showing – located approximately 500 metres to the north of Kelly showing, explored in an area of 1.3 to 3 m wide and 120 m long with 10 to 15 % graphite. Some 450 m to the west of this showing is another trench where graphite bearing muck was found which indicates that the Burke prospect may potentially continue further to the west along strike.

McLaren Showing – located to the south of Kelly showing, its mineralization is mostly associated with marble unit and quartzofeldspathic gneiss as interpreted from drill hole logs. The surface showing was followed by ground geophysical survey (electromagnetic) and was defined as one of the richest graphite bearing zone in drill holes in 1986.

Plumbago Mine Showing – is located about 5 kilometers to the south of Kelly Showing. The graphite mineralization is in the form of coarse flakes within sheared paragneiss rocks. Flake graphite and slabs of graphite are widely disseminated in this zone with visual estimation of 10 to 15 % graphite over an average width of 9 metres.

The Mayo Mine Showing - is located approximately 6 km to the north of the village of Mayo in Buckingham. It was discovered in 1864 and stop producing graphite in 1864 with no record of production. The graphite showing is 9 m long and 3 m wide with 20 % graphite disseminated in crystalline marble rocks (Source: GM 45932, DP 184 MRNF Quebec).

Photo 5: Flake graphite mineralization from Plumbago Mine area (Photo from Rock Tech Assessment report June 2012).

Photo 6: Core Library Buckingham, Quebec (Photo from M.Ethier June, 2014)

Figure 9: Regional Geology

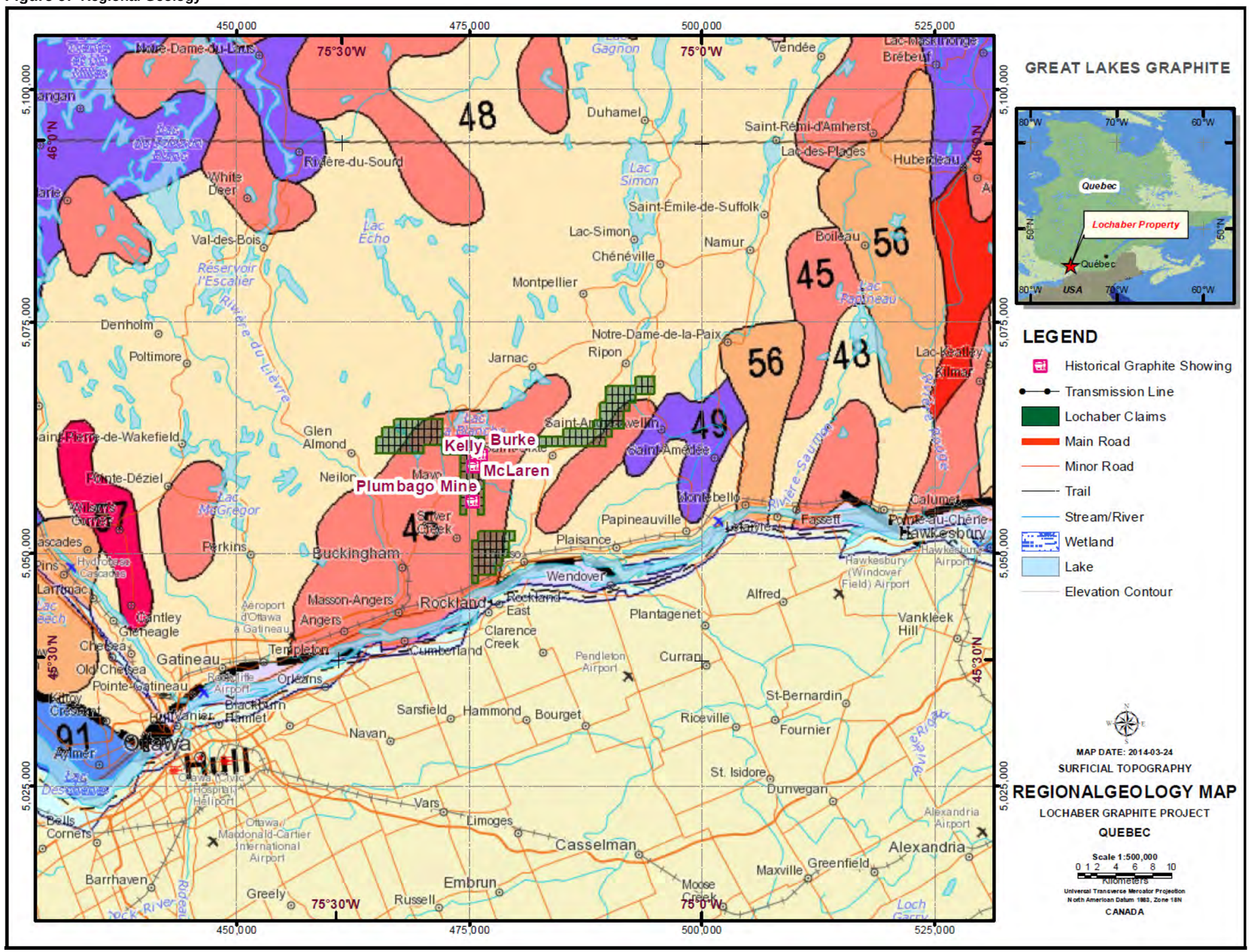


Figure 10: Property Geology

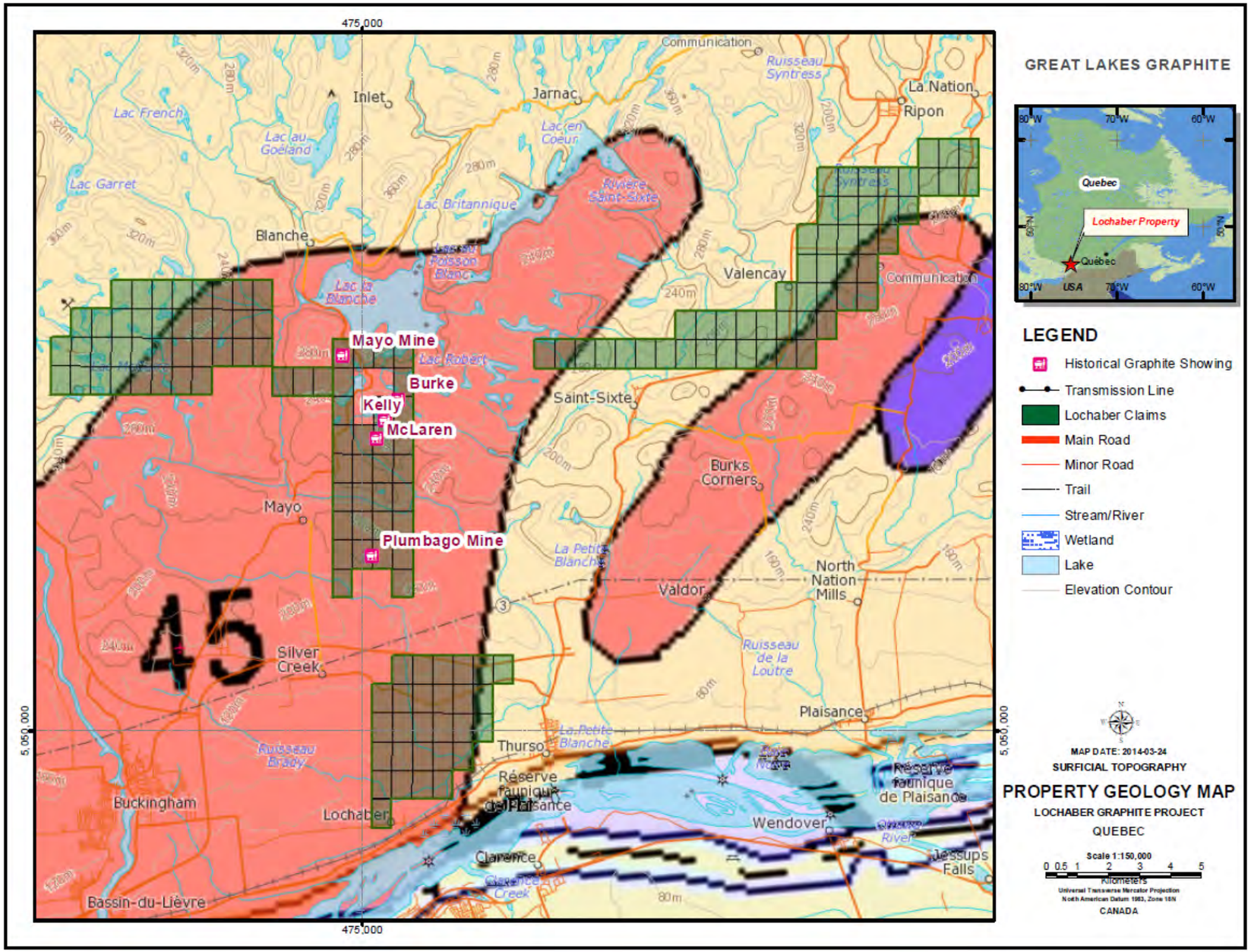


Figure 11: Geology Legend (Figure 9 and 10)

8.0 DEPOSIT TYPES

Graphite is a soft, crystalline form of carbon under standard conditions and can be considered the highest grade of coal, though it is not normally used as fuel because it is difficult to ignite. It is gray to black, opaque, and has a metallic lustre. Graphite occurs naturally in metamorphic rocks such as marble, schist, and gneiss. It can also be found in veins and pegmatites.

Graphite is a good electrical conductor. There are three principal types of natural graphite each occurring in different types of ore deposits. The ore deposits include crystalline flake graphite, amorphous graphite and lump graphite, also known as vein graphite.

Amorphous graphite is the lowest quality and most abundant. Amorphous refers to its very small crystal size and not to a lack of crystal structure. Amorphous is used for lower value graphite products and is the lowest priced graphite. Large amorphous graphite deposits are found in China, Europe, Mexico, and the United States.

The flake or crystalline form of graphite consists of many graphene sheets stacked together and is less common and higher quality than amorphous. Flake graphite occurs as separate flakes that crystallized in metamorphic rock and can be up to four times the price of amorphous. Good quality flakes can be processed into expandable graphite for many uses, such as flame retardants. The best known graphite flake deposits are found in Austria, Brazil, Canada, China, Germany, and Madagascar. Vein or lump graphite is the rarest, most valuable, and highest quality type of natural graphite. It occurs in veins along intrusive contacts in solid lumps, and it is only commercially mined in Sri Lanka.

The classification scheme most widely accepted for graphite deposits was introduced by Cameron (1960). It classifies known graphite deposits into five categories reflecting the different types of graphite.

The five types of deposits are:

1. Disseminated flake graphite in silica-rich meta-sediments;
2. Disseminated flake graphite in marbles;
3. Metamorphosed coal seams;
4. Vein deposits; and,
5. Contact metasomatic or hydrothermal deposits in metamorphosed calcareous sediments or marble.

The geology of each type is different. Deposits of category 1 or 2 are usually disseminated flake graphite and those of category 3 and 5 consist of micro crystalline or amorphous graphite. The mineralization at Lochaber is similar to categories 1 and 2. At the Property, graphite mineralization is associated with gneissic rocks in contact with limestone / marble in a shear zone. Other controls of mineralization apparent in the trenches are the presence of diabase dykes and pegmatitic texture of marble and paragneiss. Graphite occurs as crystalline large flaky texture with a shiny metallic luster; flake size ranging from 1 to 3 millimeter (mm) and sometime up to 5 mm.

Exploration Methodology

Due to its conductive nature, airborne and ground electromagnetic (EM) surveying is the most commonly used exploration tool to locate graphite mineralization at an early stage grass root exploration property. The presence of local foliation is another important field prospecting criterion for locating graphite mineralization. The graphite deposits are explored through a systematic exploration methodology including geophysical surveys, geological mapping, trenching, diamond drilling and sampling as listed below:

1. A suitable area for finding potential graphite mineralization is selected based on studying regional geological maps and data available.
2. An airborne electromagnetic survey is conducted for larger property size and properties with limited rock exposures.
3. Ground electromagnetic survey is carried out on smaller size properties and properties with exposed bedrock and surface graphite mineralization to interpolate continuity of potential mineralized zones.
4. Detailed sampling, prospecting and geological mapping is carried out on identified targets of geophysical surveys to verify the extent of graphite potential mineralization, its grades and quality.
5. Sampling of mineralized areas to do preliminary metallurgical tests to ascertain flake size and purity of graphite mineralization.
6. Drilling, trenching and cross section measurements are carried out to get enough data to delineate a graphite mineralized body and to carry out resource estimation if feasible.
7. A market study to find potential buyers, prices and competitors in terms of upcoming deposits in the future market.

Graphite is mined by both open pit and underground methods. Graphite usually needs beneficiation. This may be carried out by hand-picking the pieces of gangue (rock) and hand-screening the product or by crushing the rock and floating out the graphite. Beneficiation by flotation encounters the difficulty that graphite is very soft and "marks" (coats) the particles of gangue. This makes the "marked" gangue particles float off with the graphite, yielding impure concentrate. There are two ways of obtaining a commercial concentrate or product: repeated regrinding and floating (up to seven times) to purify the concentrate, or by acid leaching (dissolving) the gangue with hydrofluoric acid (for a silicate gangue) or hydrochloric acid (for a carbonate gangue).

In milling, the incoming graphite products and concentrates can be ground before being classified (sized or screened), with the coarser flake size fractions (below 8 mesh, 8–20 mesh, 20–50 mesh) carefully preserved, and then the carbon contents are determined. Some standard blends can be prepared from the different fractions, each with a certain flake size distribution and carbon content. Custom blends can also be made for individual customers who want a certain flake size distribution and carbon content. If flake size is unimportant, the concentrate can be ground more freely. Typical end products include a fine powder for use as a slurry in oil drilling and coatings for foundry molds, carbon raiser in the steel industry (Synthetic graphite powder and powdered petroleum coke can also be used as carbon raiser). Environmental impacts from graphite mills consist of air pollution including fine particulate exposure of workers and also soil contamination from powder spillages leading to heavy metals contaminations of soil.

9.0 EXPLORATION

Great Lakes has not carried out any exploration on the Property to date.

10.0 DRILIING

There has been no drilling carried out on the Property by Great Lakes to date.

11.0 SAMPLE PREPARATION, ANALYSIS AND SECURITY

Samples from May 2012 ground prospecting by Roc Tech Lithium Inc. were submitted to TECHNI-LAB Abitibi Inc., in Val d'Or, a branch of Activation Laboratories Ltd. and were assayed by using the following packages:

- Package 5 D: C-Graphite (infrared) detection limit 0.05%; plus total carbon (infrared) detection limit 0.01%. For C-graphite, the sample is subjected to a multistage furnace treatment to remove all forms of carbon with the exception of graphitic carbon; and for C-Total (infrared), a procedure that determines the most volatile organic carbon species; and,
- Package 4E: Lithogeochemistry for exploration and research using XRF and ICP/MS.

During the 2012 drill program, all samples were put in wooden core trays at the drill site, labelled with the hole ID and box number, sealed with a lid and strapped with sturdy packing tape. The core was transported daily from the drill site by the drill contractor and Rock Tech personnel to Rock Tech's core facility located at, 210 Avenue de L'Ange gardien, Buckingham, QC, where all logging and sampling occurred. Drill core samples were collected from all graphite bearing gneisses and metasediments intersected. The graphite bearing zones were typically sampled at 1m intervals, including 1m samples from the immediate hanging wall and footwall. When a final 1m interval within the mineralized zone could not be made then the remaining interval was combined with the previous 1m interval. The core was split in half using an electric rock saw with a 14 in (=35.6 cm) diamond blade. All core was photographed and logged prior to sampling. Relevant geological and geotechnical information including drill hole number, sample interval and a description of mineralization was recorded directly into drill hole logging software. At this early stage of exploration the geometry of the graphite mineralized zone is not well defined and sample lengths do not reflect the true lengths or widths of the mineralized zones. At the core logging facility, the core boxes were labelled with aluminium tag indicating the hole number and the core interval stored in each box. The core is stored in core racks outside of the core logging facility. The core storage racks are inside a locked gate with fence.

Due to the lack of commercially available graphite standards in the ore grade % graphite range, Rock Tech created their own graphite standards. The material for the customized standard came from graphite mineralized zone at Plumbago area. A total of 20 kg of grab samples were sent to CDN Resources Inc., of Langley, BC to produce the

standards. Two standards were produced: one high grade standard with the original composition of the graphite mineralization (STDH) and one that was diluted with pure quartz by 50% to produce a low grade standard (STDL).

The sampling QA/QC measures included, inserting standards and blanks into the sample stream at industry standard intervals with duplicate core samples taken every 20 samples. The samples were placed with a lab supplied waterproof sample tag in a plastic sample bag and then sealed with a cable tie. Up to 10 sealed sample bags were placed in labelled rice bags along with the request for analysis and then these bags were sealed with a cable tie. Prior to shipping the sealed rice bags were stored in a locked location at Rock Tech's core facility.

Samples from drill hole PB-12-01 and PB-12-02 were submitted to Actlabs, Ancaster, Ontario for the following analysis.

- Package 5 D: C-Graphite (infrared) detection limit 0.05%; plus total carbon (infrared) detection limit 0.01%. For C-graphite, the sample is subjected to a multistage furnace treatment to remove all forms of carbon with the exception of graphitic carbon; and for C-Total (infrared), a procedure that determines the most volatile organic carbon species.

The core samples from the remaining drill holes were sent to ACME Metallurgical Laboratories (PB-12-03 to PB-12-13) and Global Minerals Research Laboratories in Vancouver (PB-12-14 to PB-12-35) using double LOI method summarized as follows.

- Samples are dried, pulverized, leached using hydrochloric acid to leach carbonate, and roasted at 450° Celsius to evaporate organic carbon which is referred as first ignition. The sample is weighed and roasted at 1200° Celsius when graphite carbon is burnt off. The sample is weighed again; this is second loss on ignition.

Channel Sampling Protocols

All channel samples were logged and split by diamond saw and were typically eight to ten centimeters wide by three to five centimeters deep. The average length of each sample is one metre but can vary depending on geological boundaries. Additional QA/QC procedures include inserting blanks and standards into the channel sample stream at industry standard intervals with duplicate samples taken at intervals of twenty. The samples are prepped and analyzed by Global Mineral Research Limited in Burnaby, British Columbia. During analysis, the samples are dried, pulverized, leached and roasted at 450° Celsius and 1200° Celsius with measured weights taken between double ignitions. The laboratories also conduct duplicate and internal standard samples at intervals of ten as part of their QA/QC program.

Activation Laboratories is an ISO 17025 and 9001: 2008 accredited laboratory with multiple locations across Canada and internationally.

ACME Metallurgical Laboratories are also ISO accredited. Global Minerals Research Laboratories are recently established and were used to keep consistency in sample preparation and assaying as the lab staff working on graphite analysis at ACME Metallurgical opted to stay with Global Mineral Research laboratories. The author was told that Global Research is in the process of getting ISO certification. All these laboratories are independent of Rock Tech Lithium Inc. and Great Lakes Graphite.

12.0 DATA VERIFICATION

The author visited the property several times during 2012 to develop the exploration plan 2012 and to monitor its execution. Alongside regular property visits during exploration program, regular field reports, telephone conversations and other updates field reports were communicated to the author by contracting prospecting and geophysical survey contractor (ST- PIERRE EXPLORATION of Amos, QC) and geological consultants (Pleson Geoscience of Thunder Bay, ON). Following are the details of author's visits to the Property.

- May 8-12, 2012: to conduct geological reconnaissance, confirm historical graphite occurrences and collect surface samples to develop exploration work program and budget.
- August 22-30, 2012: to follow up on ground geophysical survey, plan drill program, and mark drill hole and trench locations.
- September 17-25, 2012: to monitor exploratory drilling progress, core logging and QA/QC protocols implementation.
- October 10-13: to monitor exploratory drilling and trenching progress, core logging and QA/QC protocols implementation.
- November 26-30, 2012: to monitor exploratory drilling and trenching progress, core logging and QA/QC protocols implementation.

The author is of the opinion that the quality assurance and quality control measures taken during 2012 exploration program were satisfactory and the exploration data produced is representative.

The data collected during 2012 exploration is considered reliable because the program was completed under direct supervision of the author. The data quoted from other sources is also deemed reliable because it was taken from various geological and engineering reports and technical papers published on the area and the work was done by professional engineers or geologists. The author is unaware of any environmental liabilities associated on the Lochaber Graphite Property.

At the request of the TSX regulators, independent Qualifed Person Mr. Martin Ethier M.Sc., P.Geo, was hired to conduct a site visit and sign-off on this Amended and Restated Report. Mr. Ethier visited the property on (June 17th & 18th, 2014) and confirmed a series of drill hole collar locations in the field using differential GPS, as well as locating several graphite intersections from the core shack.

Photo 7: Core logging facility for 2012 exploration work (Source: Rock Tech's 2012 exploration photos).

In March-April, 2014, Great Lakes carried out re-assaying of 20 selected samples from drill cores of 2012 exploration work as part of their due diligence. The samples were tested at SGS Laboratories Lakefield, Ontario and Activation Laboratories, Ancaster, Ontario. Both laboratories used infrared red method for assaying, whereas samples assayed by GMR were assayed using double LOI method. The results are provided in the following tables.

Table 9: Comparison of SGS and GMR Sample Graphite Assays

Sample ID SGS	Cg %	Sample ID GMR	Cg%	Difference
Method	Infrared		Double LOI	%
14-0365	1.4	1380285	1.75	20.00
14-0366	1.34	1380294	2.92	54.11
14-0367	1.32	1380296	2.03	34.98
14-0368	1.15	1380392	1.98	41.92
14-0369	4.63	1380395	5.81	20.31
14-0370	0.83	1380428	1.66	50.00
14-0371	1.34	1380431	3.2	58.13
14-0372	0.93	1380433	2.41	61.41
14-0373	0.54	1380436	2.26	76.11
14-0374	1.16	1380441	1.83	36.61

Table 10: Comparison of ActLabs and GMR Sample Graphite Assays

Sample ID SGS	Cg %	Sample ID GMR	Cg%	Difference
Method	Infrared		Double LOI	%
1380287	2.26	1380287	3.06	26.14
1380289	1.82	1380289	3.13	41.85
1380293	5.32	1380293	6.79	21.65
1380393	0.67	1380393	3.16	78.80
1380399	< 0.05	1380399	0.44	
1380404	0.43	1380404	0.91	52.75
1380429	2.05	1380429	3.10	33.87
1380434	3.43	1380434	6.31	45.64
1380438	1.87	1380438	3.81	50.92
1380442	0.66	1380442	0.93	29.03

As shown in the above tables, there is a significant difference in graphite percentage between IR method and double LOI method of graphite analysis. The difference in results can be due to various reasons such as method's limitations to differentiate exact percentage of organic carbon and graphitic carbon, or interference from presence of other minerals or elements like sulphar. Further studies will be required to ascertain the reasons for this difference before start of resource estimation work recommended for the property. During 2012 exploration work, Rock Tech used both methods (IR and double LOI) for graphite analysis. A comparison of results from two drill holes drill hole PH12-02 and PB-12-13 is provided in table 11. Both holes were placed adjacent to each other (one meter apart) where PB-12-02 was an exploratory hole and PB-12-13 was drilled for detailed metallurgical testing.

Table 11: Comparison of PH-12-02 and PB-12-13 Assay Results

Drill Hole ID	Length From (m)	Length To (m)	*Width (m)	Graphite (%)	Geophysical Conductor
PB-12-02 (IR Method)	4.5	9.44	4.94	1.1	A
	44.3	47	2.7	2	
	53	61.58	8.58	3.45	
	64.82	71.42	6.6	2.77	
	85.9	91	5.1	1.64	
	94.26	95.23	0.97	3.37	
	103	111.46	8.46	7.46	
	115.04	135.64	20.6	1.88	
	139.94	140.62	0.68	5.48	
TOTAL GRAPHITE INTERVAL			58.63		

PB-12-13 (Double LOI Method)	5.3	6.28	0.98	1.92	A
	15.6	17.44	1.84	1.4	(Drill hole PB-12-13 was drilled for metallurgical testing and located adjacent to PB-12-02)
	21.67	22.67	1	1.08	
	27.79	33.84	6.05	1.77	
	42.31	43.35	1.04	1.16	
	43.35	53.48	10.13	3.66	
	54.08	54.57	0.49	1.29	
	55.15	58.11	2.96	3.91	
	61.4	62.53	1.13	6.19	
	62.53	64.55	2.02	1.18	
	64.55	65.45	0.9	7.52	
	65.45	66.45	1	3.57	
	66.45	67.48	1.03	6.24	
	67.48	68.71	1.23	3.49	
	79.98	83.15	3.17	1.44	
	84.2	87.18	2.98	1.15	
	88.24	88.98	0.74	1.24	
	90.6	92.46	1.86	2.19	
	97.4	99.45	2.05	1.46	
	103.54	105.16	1.62	8.25	
	106.12	109.05	2.93	7.61	
	109.05	113.04	3.99	2.24	
	114.63	119.73	5.1	2.96	
	120.38	126	5.62	3.4	
	127	129.63	2.63	2.78	
	131.02	133	1.98	3.16	
	134.02	135	0.98	2.21	
	171.19	174.15	2.96	1.31	
	176.94	177.84	0.9	2.84	
	198.72	199.76	1.04	1.08	
	199.76	203.83	4.07	8.77	
	203.83	209.65	5.82	4.8	
TOTAL GRAPHITE INTERVAL			199.5		

****Note: The indicated width of the intersection of graphitic mineralization does not necessarily represent the true width of that mineralization down-the-hole and that true width may be less than the reported width.***

13.0 MINERAL PROCESSING AND METALLURGICAL TESTING

Great Lakes Graphite has not carried out mineral processing and metallurgical testing on the Property, however Rock Tech Lithium Inc., carried out a preliminary metallurgical testing on a composite from drill cores of 2012 exploratory drilling. The mineral processing and metallurgical testing was carried out on core samples by Global Mineral Research Limited in Burnaby, British Columbia.

Test Procedure

750 grams of the sample was first ground to 95% passing 3.35 mm and then subjected to gravity separation to recover coarse graphite flakes. The gravity middling and tails were combined and reground to a smaller particle size to further liberate the graphite; this was followed by another gravity separation stage. The process of grinding followed by gravity separation was carried out a total of four times sequentially.

Test Results

The test results are summarized in the following table.

Table 12: Gravity test summary

Products	**Weight**		**Grades % Graphite**	**Distribution, % Graphite**
	Grams	**%**		
Stage 1 Conc.	127.5	16.8	21.90	44.80
Stage 2 Conc.	107.4	14.2	10.53	18.15
Stage 1 + 2 Conc.	**234.9**	**31.0**	**16.70**	**62.95**
Stage 3 Conc.	33.8	4.5	22.99	12.48
Stage 1+2+3 Conc.	**268.7**	**35.5**	**17.49**	**75.43**
Stage 4 Conc.	8.9	1.2	18.06	2.57
Total Conc.	**277.5**	**36.7**	**17.51**	**77.99**
Middling + Tailing	479.5	63.3	2.86	22.01
Calculated Head	**757.0**	**100.0**	**8.23**	**100.00**
Assayed Head			8.68	

Each concentrate was fused to remove the gangues in order to measure the size distribution of the graphite flakes. The fused graphite concentrates were screened at different sieves and assayed separately. Summary results are given in Table 10.

Table 13: Flake size distribution on combined concentrates 1, 2, 3

Sieve Size		Weight		Grade, % Graphite	Distribution, % Graphite
Tyler Mesh	Microns	Grams	%		
+30	+600	3.61	7.69	97.35	5.80
30 x 50	600 x 300	9.32	19.84	98.78	14.96
50 x 80	300 x 180	9.68	20.59	98.69	15.53
80 x 100	300 x 180	3.63	7.72	98.48	5.83
100 x 200	150 x 75	10.72	22.80	98.59	17.20

-200	-75	10.03	21.35	97.20	16.11
CALCULATED TOTAL		**46.99**	**100.00**	**98.25**	**75.43**

At a grind of 95% passing 3.35 mm, the graphite flakes distribution is 5.8% >600µm, 15.0% -600+300 µm, 15.5% -300+180 µm, 5.8% -180+150 µm. It can be interpreted that more than 42.1% of the graphite size occurrences are >150 µm. However, some flakes may be associated with gangue minerals as middling and may require further size reduction to be liberated. Consequently, during beneficiation, the graphite flakes sizes may be reduced. Careful control of milling in the process will reduce the breakdown of the flakes.

14.0 MINERAL RESOURCE ESTIMATES

No mineral resource estimates have been carried out on the Lochaber Graphite Property by Great Lakes.

Items 15 to 18 are not applicable at this time.

19.0 MARKET STUDIES AND CONTRACTS

No market studies have been carried out by Great Lakes for the Property. A preliminary assessment of market for demand and supply of graphite is provided in the following sections which can provide a basis for detailed market study as recommended in the work program in Section 26.

19.1 General Market Considerations

Graphite being an industrial mineral needs careful market study before making any large investments after a potential graphite resource has been delineated. A few market considerations are listed below:

Customer specifications for industrial mineral products are frequently based solely on physical properties rather than, or in addition to, chemical characteristics. Sample testing should include those tests that will provide the physical characteristics and chemical analyses that relate to the specifications of the end product. The initial testing carried out in the present study indicates that the quality of flake graphite is comparable to generally acceptable market standards.

Markets for industrial mineral resources are significantly affected by location and transportation factors. Having graphite resource is just not enough to see the viability of a project until there is a demand in a market where the product can be sold for profit. Volume of the local and global demand is also an important factor to determine the scale of production. Local competing factors should also be evaluated for this project which includes a study of existing graphite deposits in the region, their production timeframe, current stage of development. Usually the prices and specifications are negotiated between producer and consumer.

Published specifications and standards for industrial minerals should be used primarily as a screening mechanism to establish the marketability of an industrial mineral. The suitability of an industrial mineral for use in specific applications can only be determined through detailed market investigations and discussions with potential consumers (Source: CIM 2003).

19.2 Graphite Market Demand and Supply

Graphite is flexible but not elastic, and exhibits the properties of a metal and a non-metal, making it suitable for many industrial applications. The metallic properties include thermal and electrical conductivity. The non-metallic properties include inertness, high thermal resistance, and lubricity. Some of the major end-uses of graphite are in high-temperature lubricants, brushes for electrical motors, friction materials, batteries and fuel cells.

According to the USGS, global inferred resources of graphite are estimated to be 800 million tons. The current global annual flake graphite production is approximately 400,000 tons (Knox, 2012) with output split into 55% flake and 45% amorphous (Roskill, 2012). China is the world's largest producer of natural graphite, both amorphous and flake, representing 70% of supply in 2011 (Roskill, 2012). In 2013 China kept its share of 70% of the world's graphite production but it has recently restricted exports by instituting an export tax. Approximately 70% of Chinese production is amorphous graphite with only 30% flake graphite. China does produce some large flake graphite but the majority of its flake graphite production is very small (in the +200 mesh range).

Today, there are over 70 flake graphite projects under development outside China which have the potential to add as much as 200,000 tons per year to capacity by 2016 (Roskill, 2012).

An important area of demand growth for graphite to 2016 is expected to be that of lithium-ion battery anodes. Lithium-ion batteries are already the battery of choice in portable consumer electronics. They are also used to power fully-electric vehicles (EVs), but global uptake has been lower than anticipated in recent years. In hybrid-electric vehicles (HEVs), lithium-ion batteries are starting to make inroads, replacing nickel-metal hydride (NiMH) batteries as they offer higher energy density per unit weight. This substitution would potentially mean new demand for both synthetic and flake graphite. Consumption of graphite in batteries is expected to grow at 10% to 12% per year through 2016. With the emerging use of large flake graphite in lithium-ion batteries and fuel cells, along with its many other technology-driven applications such as the use of carbon fibre in the auto and aviation sectors, demand is shifting from amorphous graphite to flake graphite. By weight, graphite is the second largest component of lithium-ion batteries with over 20 times more graphite than lithium in a lithium-ion battery. There are over 10 kilograms of graphite in the average hybrid electric vehicle and over 70 kilograms of graphite in an electric vehicle.

In March 2014 electric car maker Tesla Motors (TSLA-NASDAQ) announced plans to construct the biggest lithium-ion battery factory in the world - likely in Arizona, Nevada, New Mexico or Texas. By the end of the first year of volume production the Gigafactory is expected to have driven down the per kWh cost of battery pack by more than 30

percent. By 2020 it is forecasted to produce enough lithium-ion batteries to service 500,000 electric cars.

Primary aluminum represents a major end-use industry for carbon and graphite products. Markets such as electrodes, recarburisers and shapes are all forecast to grow through to 2016. Carbon fibre, a high-value market, is also expanding, as producers target the replacement of steel in aerospace and automotive applications (Roskill, 2012). Aluminum demand has been increasing at a healthy pace with per capita steel consumption in China and India the primary catalysts for this. Graphite consumption is growing in North America and in developing Asian countries on account of modernization and technological improvements in iron, steel and automotive industries with the Asian markets expected to emerge as key growth drivers of graphite compensating for slower growth in developed markets (Roskill, 2012). Advances in thermal technology and acid-leaching techniques that enable the production of higher purity graphite powders are likely to lead to the development of new applications for graphite in high-technology fields (USGS). According to the USGS, flexible graphite product lines, such as graphoil, a thin graphite cloth, are likely to be the fastest growing market while large scale fuel cell applications are being developed that could consume as much graphite as all other uses combined.

The crystalline or flake form of graphite consists of many two-dimensional graphene sheets stacked together. Discovered in 2004, these one-atom thick sheets make graphene an ideal candidate for use as a transparent conductor (Wassei & Kaner, 2010). Currently, transparent conductors are made with indium tin oxide which is unlikely to satisfy future needs due to losses in conductivity on bending and the escalating cost of indium which is in limited supply (Wassei & Kaner, 2010). Graphene offers several advantages over indium tin oxide including weight, robustness, flexibility, chemical stability and cost which make it a potential candidate for the rapidly growing markets for flexible transparent conductors being driven by touch screens, flexible displays, printable electronics, solid-state lighting (especially light emitting diodes) and thin film photovoltaics for renewable energy applications (Wassei & Kaner, 2010). Additional potential applications for graphene include radio frequency identification devices (RFID), smart packaging, super capacitors, composites, sensors, logic and memory with the capacitor segment forecast by some to represent the largest segment experiencing a 67.6% compound annual growth rate (CAGR) through 2022. Carbon based systems that utilize graphene and its cost effectiveness and flexibility are likely to result in a paradigm shift in transparent conductor technology (Wassei & Kaner, 2010).

The two most important parameters of graphite pricing are chemical and physical: Carbon content (measured in percentage) and mesh size (the physical size of the powder or grains). The natural forms of graphite – amorphous, flake and vein – dictate these parameters. Both carbon content and mesh size can affect the price of graphite. They can move either independently or together, but the principal is simple: if either the mesh size or carbon content rises, the price will rise. If both parameters are high, then the bargaining power of the seller increases. Transport, specifically sea freight, as a major cost factor also impacts the end price. The two most common sea freight contracts are FOB (Free on Board) and CIF (Contract, Insurance and Freight). While FOB was historically favoured by the industry, CIF has risen to prominence in recent years as the most favoured agreement between buyer and seller. Transport can account for up to 30% of the total price.

Outside of China, the price is controlled by the larger mining companies and their negotiations with the major refractory manufacturers. Inside of China, the flake graphite price is set by producers in Shandong and Heilongjiang while amorphous graphite is controlled by one government-run company in Hunan province that produces 92% of the world's supply. Since 2009 consumers have moved from long term contracts to a spot market deals which has caused price volatility.

Graphite prices range from US$1,300 per tonne to as high as $3,000 per tonne for premium graphite for the period 2010 to 2013 (Figure 12). In 2013, +100 mesh and +80 mesh material ranging from 90 to 94% Cg has settled at, on average, 46% lower than prices in 2011, the highest the industry has ever seen.

Simon Moores, manager of Industrial Minerals Data, projected that in 2014 the graphite prices can improve to $1,400-1,500/ton. Should that momentum carry into 2015, prices could improve further, to $1,600-1,800/ton. He does not expect to see the huge increases like back in 2010-2011.

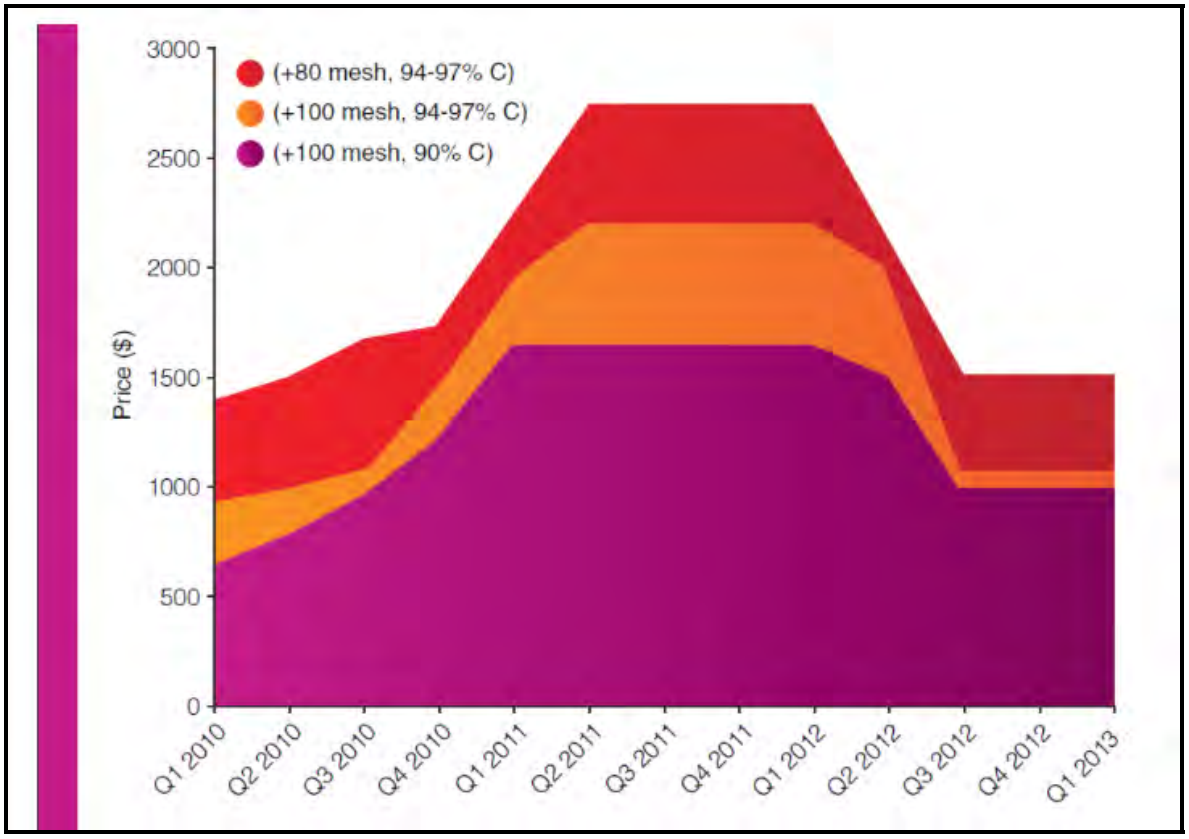


Figure 12: Graphite prices 2010 – 2013 (Source: Industrial Minerals)

Items 20 to 22 are not applicable at this time.

23.0 ADJACENT PROPERTIES

The property area is heavily staked to cover majority of the historical graphite occurrences by individuals and mining companies. Great Lakes Graphite and Galaxy Graphite are two mining companies holding mineral claims in the vicinity of the Lochaber Graphite property (Figure 13).

Cautionary statement: Investors are cautioned that the following information is taken from these companies' websites. The author is unable to verify the information and the information is not necessarily indicative of the mineralization on the Lochaber Graphite property. The potential quantity indicated in the following paragraphs is not NI43-101 complaint and has not been verified by the author and may not be indicative of the property that is the subject of this report. It has been provided for illustration purposes only. At this time, there is insufficient public information to verify the information.

23.1 Galaxy Graphite

The Buckingham Graphite property of Galaxy Graphite (TSX-V: GXY) comprises two former producing mines, located just east of Buckingham, QC. They are located in the highly prospective Central Metasedimentary Belt of the Grenville geological province, host to many active graphite projects. The host rocks for both properties are graphitic crystalline marbles, similar to the host stratigraphy at Timcal's Lac des Iles graphite mine, currently Canada's only producing graphite mine. The two properties cover a total of 1,324 Ha on 22 mining claims.

The Ste-Marie deposit had small scale production in 1865, with a total reported production of 50 tons of graphite. The mineralization is hosted in lenticular masses and mineralized veins, within a crystalline limestone marble. The mineralization results from carbonitization of organic matter in calcareous sedimentary formations during the Grenvillian metamorphic event. The graphite mineralization is typically massive.

The Dominion mine produced a reported 916 tons of graphite, between 1910 and 1919. The geological setting is very similar to the Ste-Marie deposit. Flake graphite is reported to be the common form of graphite in the deposit.

The Company cautions that it has not verified the quality and accuracy of the historic data reported, which predate the introduction of National Instrument 43-101 and cautions readers not to rely upon them. The historic information was generated from property data on the website of the Quebec Ministère des Resources Naturelle et de la Faune. This source believed to be reliable; however, it has not been confirmed by the Qualified Person.

A field program of ground geophysics (mag/VLF), mapping, prospecting and sampling completed in summer 2012 identified drill targets.

23.2 Great Lakes Graphite Existing Properties

Alongside with the Lochaber property acquisition, Great Lakes Graphite holds mineral properties called Buckingham graphite properties in this area. Great Lakes' land position includes more than 70 mining claims representing some 3,500 hectares in four separate blocks (Figure 13).

Great Lakes Graphite is conducting a series of comprehensive metallurgical studies on bulk-sample material from its Buckingham property to properly assess the size and purity levels of natural flake graphite present on the property. An Ontario-based mineral services laboratory has been contracted to carry out the test program.

The primary objective will be to develop a flow sheet based on a concentrate grading greater than 92% carbon while understanding flake size, grade and purity of the graphite within the concentrate. The metallurgical studies will also include chemical characterization, mineralogy, flake grindability and flotation testing on the bulk sample.

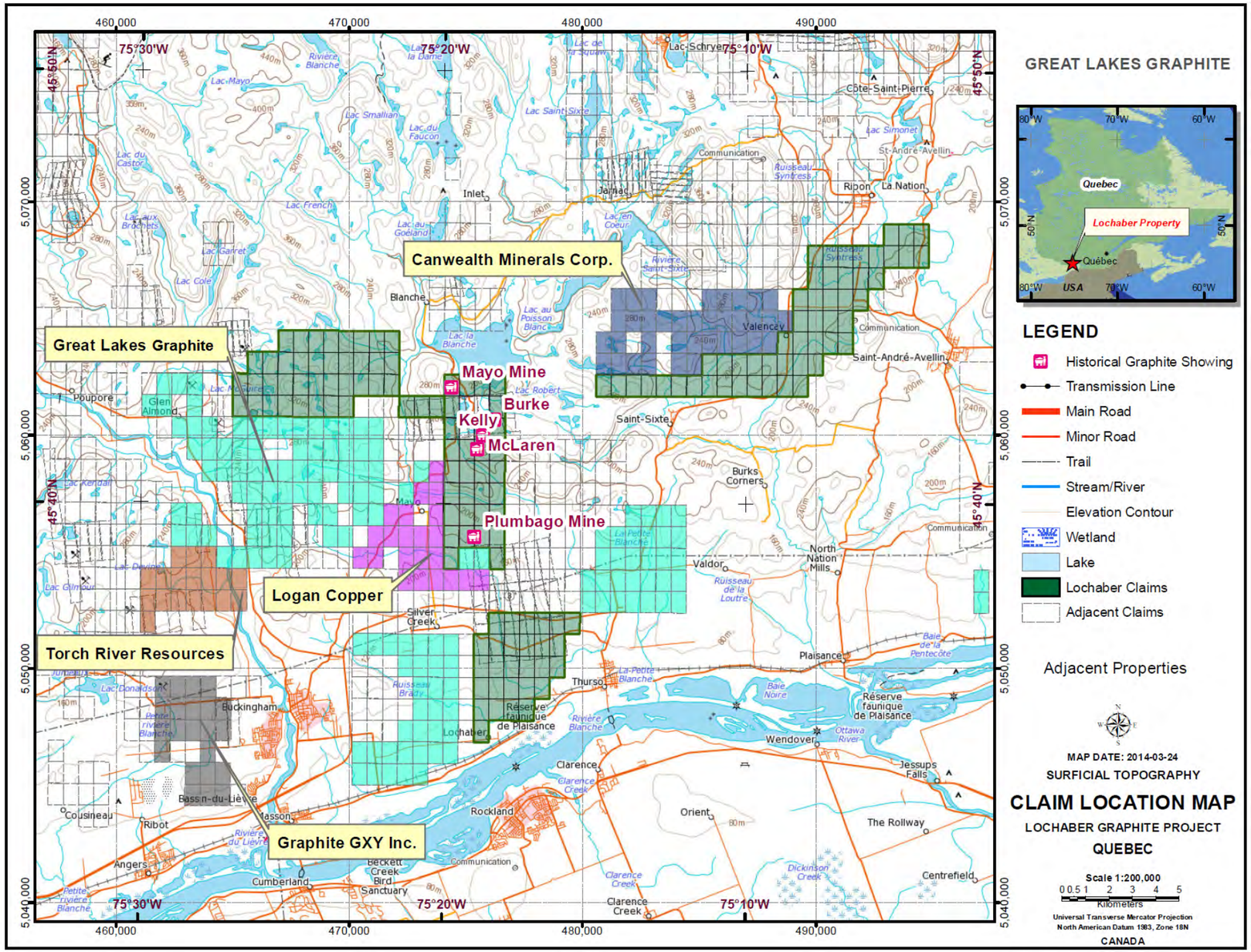
Additionally, the Company conducted an exploration program at its Lochaber Township properties. To this end, Prospectair Geosurveys Inc. of Gatineau, Québec, has completed a helicopter-borne geophysical survey. The survey includes Magnetic, Spectrometric and Time-Domain Electromagnetic (TDEM) components; the survey specifications are identical to those that had been carried out previously over Great Lake's Buckingham properties. The current work includes more than 400 line-kilometers of flight lines at a nominal spacing of 75 m. The airborne work is being followed up with geological mapping and prospecting.

23.3 Torch River Resources

Torch River Resources which is currently operating under the name of Saint Jean Carbon Inc. is a publicly traded junior mining exploration company (TSX-V: SJL) who owns the Walker graphite property consists of 4 claims covering the past mine and 11 claims covering interesting geological context for more graphite mineralization in the region around the deposit, which is located 40 km north-east of Ottawa.

In October 2013, Torch announced metallurgical test work results from the Walker graphite property which was carried out at Process Research Ortech in Mississauga, Ontario and lab analysis was done at Activation Laboratories Inc. (Actlabs) in Ancaster, Ontario. The goal of the tests was to assess the potential of the Walker lump graphite to be upgraded to 95-99%C, which is considered to be commercially marketable levels. The first program consisted of a series of grinding and flotation stages, as well as a caustic leaching process. Material used in the testing was assembled during the Company's sampling program announced in July, 2013 which outlined naturally occurring in situ grades of 89.5%C. The upgrade process was successful in increasing this to a preliminary upgrade of 97.3%C. This is generally considered to be suitable for a wide range of product applications in the graphite sector.

Figure 13: Adjacent Properties Map (Source: MRNF GESTIM)



24.0 OTHER RELAVENT DATA AND INFORMATION

As stated earlier, ten Property claims are affected by Restriction 16862 which is a natural habitat restriction to protect wildlife where exploration activity is not allowed during certain periods of the year such as caribou migration season. A list of claims affected by these restrictions is provided in Table 1.

25.0 INTERPRETATION AND CONCLUSIONS

The Lochaber Graphite property is underlain by Precambrian age rocks of Granville Series comprised of quartzofeldspathic, garnetiferous paragneiss and limestone / marble beds. Quartzites are the least abundant of rocks in this Series. The igneous rocks which have invaded the metasedimentary sequence consist of gabbros, monzonites, anorthosites and diabase. Graphite mineralization is associated with gneissic rocks in contact with limestone / marble in a shear zone. Regional strike of the rocks is north-south while the shear zone at Plumbago mine pit has a strike $N45^0E$ and dip 70^0 NW. Other controls of mineralization apparent in the trenches are the presence of diabase dykes and pegmatitic texture of marble and paragneiss. Graphite occurs as crystalline large flaky texture with a shiny metallic luster; flake size ranging from 1 to 3 millimeter (mm) and sometime up to 5 mm. Distribution of graphite is irregular and mostly occurs as fracture filling or pockets and along gneissic banding.

Historical exploration and mining work on the Property is categorized into two stages as follows:

Exploration Work Prior to 2012

The Property, considered prospective for large flake, crystalline graphite, has an historic record of exploration and production. Numerous flake graphite occurrences on the property are some of the oldest graphite showings in Canada, having been discovered in the late 1800's and early 1900's when there was a considerable interest in graphite due to its properties as a lubricant in the automobile industry. There are three historical graphite occurrences (the "McLaren", "Kelly" and "Burke" Showings) and two past producing graphite mines (the "Mayo" and "Plumbago" mines) distributed over an area covering 16 km^2. A summary of the exploration history prior to 2012 is provided below:

- In 1867 a graphite mill was erected by the Lochia Plumbago Company on the Blanche River which processed the graphite material hauled from various mining properties in the area. During that time the mill was operated by the Kelly family.
- In 1941, a metallurgical test was carried out on a sample from the Kelly occurrence with a head grade of 21.17% carbon. The graphite material was concentrated by floatation, dried and screened on 65 mesh (0.212 mm), 120 mesh (0.125 mm) and 150 mesh (0.106 mm). 34.37% material was coarser than 0.212 millimetre (mm) size and assayed 87% carbon (GM14486: Canada Department of Mines and Resources, Ore Dressing and Metallurgical Laboratories Report on Investigation No. 1085, dated September 2nd, 1941). Similarly, a second sample with head grade of 23.53% carbon, concentrated by floatation, indicated 31.27% material coarser than 0.212 millimetre (mm) size and assayed 84.5% carbon (GM14485: Canada Department of Mines and Resources, Ore Dressing and Metallurgical Laboratories Report on Investigation No. 1084, dated August 30th, 1941).

- In 1985 and 1986, Bay Ressources and Services Inc. carried out an exploration program comprising 39 drill holes over 10,203 feet (3,110 metres) on the Kelly, McLaren and Burke occurrences, and modeled an historical resource estimate of 90,654 tons (or 82,263 tonnes) at 8% graphite or 59,609 tons (or 54,091 tonnes) at 10% graphite (source: GM 43058: Geological Report on the Bay Ressources & Services Inc., Graphite Deposit, Lochaber Township, Quebec; dated April 1986). The author of the report (Daniele Heon, Geologist) estimated the tonnage for a volume grading 8% Cg (graphite carbon) or 10% Cg using graphite intersections in the drill core. Each drill hole intersection was extrapolated to 25 feet (7.62 metres) on each side and the calculated volume was divided by a factor of 13 feet per ton used as specific gravity of marble, the graphite host rock. **A qualified person has not done sufficient work to classify the historical estimates as current mineral resources and the Company is not treating the historical estimate as current mineral resources. The Company believes that the historic estimate is relevant to an appraisal of the merits of the property and forms a reliable basis upon which to develop future exploration programs.**
- Flake size reported in the 1986 drilling report indicated 0.1 to 0.5 cm (source: GM 43058: Geological Report on the Bay Ressources & Services Inc., Graphite Deposit, Lochaber Township, Quebec; dated April 1986).
- During 1986-87 periods, Stratmin Inc. carried out an exploratory drill program on its properties located in Buckingham Township, which also covered the Lochaber Property. A total of 45 drill holes were completed on interpreted geophysical survey anomalies, out of which 17 holes were located on the Lochaber Property. 13 holes were drilled on geophysical anomalies 7A/8A located on Rock Tech's geophysical conductor "C" identified during 2012 exploration program, and four holes were located on anomaly 9A located to the north of 2012 conductor "A". Nine drill holes intersected graphite mineralization out of which nine drill holes were on anomaly 7A/8A and two on 9A.

Exploration Work 2012

Immediately after its acquisition in May 2012, Rock Tech Lithium Inc. started exploration program on the Property which included surface sampling, ground geophysical survey, trenching and diamond drilling.

Results of surface samples collected in May 2012 indicate up to 22 % carbon graphite (Cg), with average grade of over 10 % Cg. Rock Tech carried out a 35.17 line-kilometre magnetic survey in addition to 33.7 line-kilometres of Horizontal Loop Electromagnetic ("HLEM") surveying using a Max-Min instrument in the Plumbago area of the property. The interpretation of the magnetic survey data outlined several wide and intense magnetic anomalies named **M1** to **M6** all of which follow a north-northeast orientation. Additionally, the HLEM survey mapped five north-south oriented conductors, named **A**, **B**, **C**, **D** and **E**. Conductors **A** and **C** are strongly correlated with magnetic highs. The ground geophysical survey interpretation recommended further exploration of interpreted conductors through drilling and surface trenching at recommended locations.

From September 17 to December 31, 2012, a total of 7,034 metres of drilling in 35 NQ sized drill holes was completed by Rock Tech Lithium Inc., out which 17 holes were drilled on electromagnetic conductor "A", 15 on conductor "C", one each on conductors "B" and "E", and one on magnetic anomaly "M1". Purpose of this drill program was to test electromagnetic and magnetic interpreted anomalies.

Highlights of drill hole assay results are provided below.

Note: The indicated width of the intersection of graphitic mineralization does not necessarily represent the true width of that mineralization down-the-hole and that true width may be less than the reported width.

- Drill Hole PB-12-01 intersected 42.07 metres of graphitic carbon ("Cg") with grades ranging from 1.19% Cg to 5.56% Cg;
- Drill Hole PB-12-02 intersected 58.63 metres with grades ranging from 1.10% Cg to 10.52% Cg;
- Drill hole PB-12-03 intersected 76.76 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.02% Cg to 5.35% Cg, including 38.19 metres of 2.34% Cg;
- Drill hole PB-12-04 intersected 32.77 metres of 8.33% Cg in addition to narrower intersections;
- Drill hole PB-12-05 intersected 17.00 metres of Cg at various depths with grades ranging from 1.06% Cg to 2.11% Cg;
- Drill hole PB-12-06 intersected 134.97 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.66% Cg to 3.22% Cg, including 11 metres at 3.22% Cg;
- Drill Hole PB-12-07 intersected 57.58 metres of Cg in four intersections with grades ranging from 1.92% Cg to 5.13% Cg, including 25.66 metres at 3.16% Cg, 9.32 metres at 2.30% Cg; 8 metres at 5.13% Cg, and 14.60 metres at 1.92% Cg;
- Drill hole PB-12-08 intersected 120.60 metres of graphite at various depths, ranging from 1.18% to 3.01% graphitic carbon ("Cg"), including 22.98 metres at 2.33% Cg, 56.58 metres at 2.48% Cg, 14.04 metres at 3.01% Cg, 9.80 metres at 1.18% Cg, and 17.20 metres at 1.97%Cg;
- Drill Hole PB-12-09 intersected 112.27 metres of graphite at various depths, ranging from 2.09% to 6.00% Cg, including one metre at 6.00% Cg, 44.25 metres at 2.84% Cg, 7.10 metres at 3.42% Cg, and 59.92 metres at 2.09% Cg;
- Drill hole PB-12-10 intersected 88 metres of graphitic carbon ("Cg") at 2.37% Cg,
- Drill Hole PB-12-11 intersected 56.62 metres at 2.01% Cg;
- Drill Hole PB-12-12 intersected 19.22 metres of Cg at 1.18% Cg;
- Drill Hole PB-12-13 intersected 82.24 metres of Cg at various depths with grades ranging from 1.08% Cg to 8.25% Cg, including 10.13 metres at 3.66% Cg, 2.96 metres at 3.91% Cg, 7.31 metres at 4.16% Cg, 1.62 metres at 8.25% Cg, 2.93 metres at 7.61% Cg, 5.62 metres at 3.4% Cg and 10.93 metres at 5.92% Cg;
- Drill hole PB-12-14 intersected 59.48 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.52% Cg to 14.61% Cg, including 13.59 metres at 2.08% Cg, 9.18 metres at 4.78% Cg, 3.59 metres at 9.54% Cg and 2.91 metres at 3.71% Cg;
- Drill Hole PB-12-15 intersected 61.73 metres of Cg at various depths with grades ranging from 1.65% Cg to 5.03% Cg, including 23.03 metres at 3.95% Cg, 8.76 metres at 5.03% Cg, 5.00 metres at 2.17% Cg and 2.26 metres at 3.92% Cg;
- Drill hole PB-12-16 intersected 108.36 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.60% Cg to 12.78% Cg, including 67.95 metres at 2.18% Cg, 13.08 metres at 2.84% Cg, 23.72 metres at 2.78% Cg and 3.61 metres at 1.60% Cg;
- Drill Hole PB-12-17 intersected 45.54 metres of Cg in two intersections with grades ranging from 2.56% Cg to 3.58% Cg, including 44.34 metres at 2.56% Cg and 1.20 metres at 3.58% Cg;

- Drill hole PB-12-18 intersected 88.50 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.76% Cg to 4.72% Cg, including 44.10 metres at 3.18% Cg, 14.27 metres at 2.63% Cg, 11.17 metres at 4.24% Cg and 9.36 metres at 4.72% Cg;
- Drill Hole PB-12-19 intersected 134.96 metres of Cg at various depths with grades ranging from 2.56% Cg to 3.58% Cg, including 91.71 metres at 2.36% Cg, 18.68 metres at 4.44% Cg and 4.75 metres at 3.55% Cg;
- Drill hole PB-12-20 intersected 7 metres at 2.06% graphitic carbon ("Cg");
- Drill hole PB-12-20A intersected 165.79 metres of graphitic carbon ("Cg") at two levels with grades ranging from 1.41% Cg to 2.21% Cg, including 127.52 metres at 2.21% Cg;
- Drill Hole PB-12-21 intersected 14.13 metres of Cg at various depths with grades ranging from 1.68% Cg to 5.79% Cg, including 4.13 metres at 5.79% Cg;
- Drill hole PB-12-22 intersected 84.56 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.11% Cg to 4.42% Cg, including 50 metres at 3.08% Cg;
- Drill hole PB-12-23 intersected 117.99 metres of graphitic carbon ("Cg") at various depths with grades ranging from 1.30% Cg to 3.63% Cg, including 5.37 metres at 3.63% Cg, 43.08 metres at 2.28% Cg, and 41.02 metres at 2.45% Cg;
- Drill hole PB-12-24 intersected 18.78 metres graphite carbon ("Cg") in two intersections with grades ranging from 1.19% Cg to 2.71% Cg, including 11.86 metres at 2.71% Cg;
- Drill hole PB-12-25 intersected 143.90 metres of Cg in various intersections with grades ranging from 1.32% Cg to 2.53% Cg, including 82.70 metres at 2.53% Cg;
- Drill Hole PB-12-26 intersected 46.30 metres of Cg at various depths with grades ranging from 1.16% Cg to 2.03% Cg, including 24 metres at 2.03% Cg;
- Drill hole PB-12-27A intersected 29.11 metres graphite carbon ("Cg") in four intersections with grades ranging from 2.07% Cg to 4.84% Cg, including 9.35 metres at 4.84% Cg, and 9.34 metres at 3.37% Cg;
- Drill hole PB-12-32 intersected 16.70 metres at 2.62 % Cg;
- Drill Hole PB-12-33 intersected 31 metres at 1.34% Cg; and,
- Drill hole PB-12-34 intersected 148.05 metres Cg in two intersections with grades ranging from 1.16% Cg to 10.92% Cg, including 89.50 metres at 2.96% Cg.

Ground geophysical survey interpretation reflected that Conductor "A" and "C" are shallow; therefore surface trenching was recommended for further exploration. A total of seven trenches were completed and channels were cut for sampling graphite mineralization exposed. Another purpose of this work was to establish surface continuity of graphite mineralization intercepted during the drill program. Four channels were cut on electromagnetic conductor "A" and three were cut on conductor "C". Trench PB12-TR-A2 intersected a wide graphite zone of 106 metres grading 2.84% graphite including smaller intersections of 31 metres at 4.02% graphite and 15 metres at 4.17% graphite, suggests that the surface footprint of the graphite discovery is the widest at this location on conductor "A".

2012 exploration work successfully delineated two areas of graphite mineralization: Conductor "A" is 700 m long, 27 to 148 m wide and drilled down to 150 m below surface; and Conductor "C" is 600 m long, 29 to 165 m wide, and drilled down to over 150 m below surface.

There is significant difference of % graphite between the two methods used for assaying (IR method and double LOI method) during 2012 exploration program. This difference is

also noticed in re-assaying of 20 samples by Great Lakes as part of their due diligence. Further studies would be required to ascertain the reasons for this difference in both methods.

Rock Tech Lithium Inc. also carried out preliminary metallurgical testing on core samples to determine quality of graphite, flake size, and recoverability. The preliminary metallurgical results indicated the following flake size distribution with an average grade of 98.25% Cg:

- 48% concentrate +80 mesh,
- 30.50% concentrate between 80 and 200 mesh; and,
- 21.50% below 200 mesh.

There are three principal types of natural graphite each occurring in different types of ore deposits. The ore deposits include crystalline flake graphite, amorphous graphite and lump graphite, also known as vein graphite. At the Property, graphite mineralization is associated with gneissic rocks in contact with limestone / marble in a shear zone. Regional strike of the rocks is north-south while the shear zone at Plumbago mine pit has a strike $N45^0E$ and dip 70^0 NW. The deposit type at the Property falls in the category of "disseminated flake graphite in silica-rich meta-sediments", and "disseminated flake graphite in marbles".

The author visited the property several times during 2012 to develop the exploration plan 2012 and to monitor its execution and progress. Field reports, telephone conversations and other updates field reports were regularly communicated to the author during exploration program by contracting field teams of geological consultants and prospectors.

The Property is exposed to certain risks which may potentially impact its future economic viability or continued viability. Mineral claims give access to the mineral rights only. Surface rights on the Property are either held by private land owners or the Crown. Rock Tech Lithium Inc. successfully carried out exploration work in 2012 by consulting with surface land owners. The same consultation process could form the basis to continue recommended exploration work on the Property. Ten of the Property claims are affected by restrictions to protect wildlife, and the exploration work is not permitted during caribou migration, and birds migration and nesting.

Keeping in view that the past exploration results intersected graphite mineralization in drill holes and trenches, preliminary metallurgical results indicated presence of flake graphite, favourable infrastructure support, and the results of this present study, it is concluded that the Property is a property of merit and possess a good potential for further graphite exploration. It has good road access, water and electricity are available on site; and most of the exploration and mining services are available in the vicinity. Except for geological mapping and surface sampling, the exploration and mining work can be carried out round the year.

The author is of the opinion that the present study has met its original objectives.

26.0 RECOMMENDATIONS

In the qualified person's opinion the character of the Lochaber Graphite Property is sufficient to merit a follow-up work program. This can be accomplished through a two phase exploration and development program, where each phase is contingent upon the results of the previous phase.

Phase 1 – Resource Estimation and Further Exploration

The exploration work completed in 2012 has delineated two areas of graphite mineralization: Conductor "A" is 700 m long, 27 to 148 m wide and drilled down to 150 m below surface; and Conductor "C" is 600 m long, 29 to 165 m wide, and drilled down to over 150 m below surface. Majority of drill holes and trenches intersected graphite mineralization. All this data can provide the basis for graphite resource estimation on the Property. A preliminary market study should also be carried out to search potential graphite markets, competition with other upcoming graphite projects, and future graphite prices.

The estimated cost of this program is $272,654 and will take about four months' time to complete

Phase 2 – Drilling, Preliminary Economic Assessment (PEA), Detailed Metallurgy, and Permitting

This work will depend on the successful resource estimation to support further development of the project. A total of 1,000 metres exploratory drilling in eight holes is recommended if required on the areas identified as a result of Phase 1 work program.

A preliminary economic assessment (PEA) is recommended to study the economic viability of mineral resource if available during Phase 1 work. Other recommendations for Phase 2 work include a detailed metallurgical testing and initiating permitting process for future development of the project.

Environmental baseline data collection is recommended to support future mine permitting and development of the Lochaber Graphite Property. Further exploration work is also recommended to fill the data gaps in 2012 exploration work carried out by Rock Tech Lithium Inc., and define more targets for finding graphite mineralization.

The estimated cost of this program is $1,038,070 and will take about six months' time depending upon the drill and metallurgical testing progress.

Table 14: Phase 1 and 2 budget

Phase 1 Budget - Resource Estimation and Further Exploration

Item	Unit	Unit Rate ($)	Number of Units	Total
NI 43-101 Resource Estimation				
Preparation of Resource Database	days	$500	10	$5,000
Geological Mapping (2 geos x 10 days)	days	$650	20	$13,000
Add Drill and Trench Data to 3D Model	hrs	$160	30	$4,800
Resource Calculations	hrs	$195	100	$19,500
Report Writing	hrs	$160	100	$16,000
GIS Drafting	hrs	$65	80	$5,200
Site Visit by Geologist	days	$750	4	$3,000
Senior Review	days	$750	4	$3,000
Transportation (air plus ground)	Trip	$1,200	4	$4,800
Boarding and Lodging	days	$250	10	$2,500
Graphite Market Study	days	$750	15	$11,250
Project Management	days	$750	15	$11,250
Sub Total Resource Estimation				**$99,300**
Further Exploration				
Field Prospecting 2 Person Crew	days	$800	15	$12,000
Geological Mapping	days	$650	10	$6,500
Trenching and Channel Sampling	metres	$500	75	$37,500
Ground Geophysical Survey	line-km	$750	30	$22,500
Sample Assays	sample	$60	150	$9,000
Supplies - Geological	lump sum	$15,000	1	$15,000
Travel road	km	$1	5000	$5,000
Travel air	trips	$700	4	$2,800
boarding and lodging	days	$250	50	$12,500
Report Writing and Claim Management	days	$500	20	$10,000
Filing fees	claim	$55	151	$8,267
Project Management	days	$750	10	$7,500
Sub Total Further Exploration				$148,567
TOTAL PHASE 1 BUDGET				**$247,867**
Contingency	10%			$24,787
GRAND TOTAL PHASE 1				**$272,654**

Phase 2 Budget - Exploratory Drilling, PEA, Detailed Metallurgy and Permitting

Item	Unit	Unit Rate ($)	Number of Units	Total
Exploratory Drilling				
Exploratory Drilling	m	$100	1,000	$100,000
Core Logging	days	$500	20	$10,000
Surface Owners Negotiation and Compensation	ls	$10,000	1	$10,000
Core Shack Upgrade	ls	$5,000	1	$5,000
Core Cutting and Packing	m	$25	1000	$25,000
Accommodations and Meals	day	$300	50	$15,000
Supplies	ls	$15,000	1	$15,000
Sample Assays	sample	$50	1100	$55,000
Transportation Air	Flights	$5	800	$4,000
Transportation Road	km	$1	10000	$10,000
Project Management	days	$750	20	$15,000
Sub Total				**$264,000**
Preliminary Economic Assessment				
Resource Estimation Review and Audit	hrs	$215	80	$17,200
Open Pit Mine Design	hrs	$200	350	$70,000
Processing Plant Design	hrs	$200	350	$70,000
Infrastructure, logistics	hrs	$200	50	$10,000
Environmental Permitting Review	hrs	$200	50	$10,000
Tailings Design	hrs	$200	120	$24,000
Electrical and Mechanical Layouts	hrs	$200	40	$8,000
Capital Cost	hrs	$200	40	$8,000
Economic Analysis	hrs	$200	50	$10,000
Project Management	hrs	$225	80	$18,000
Senior Review	hrs	$225	60	$13,500
Sub Total PEA				**$258,700**
Permitting and Detailed Metallurgical Testing				
Compilation of EBS Data	days	$650	10	$6,500
Completion of Preliminary Permitting Application	days	$650	20	$13,000
Communication with MRNF Quebec	days	$650	10	$6,500
Detailed Metallurgical Testing	ls	$200,000	1	$200,000
Environmental Assessment Studies and Reporting	ls	$180,000	1	$180,000
Project Management	days	$750	20	$15,000
Sub Total				**$421,000**
TOTAL PHASE 2 BUDGET				**$943,700**
Contingency	10%			$94,370
Grand Total				**$1,038,070**

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SIGNATURE PAGE

"Signed and Sealed"

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Martin Ethier M.Sc., P.Geo.

Original Date: May 21st, 2014
Effective Date: May 21st, 2014
Amended and Restated Date: July 04th, 2014

Signed and Sealed

Afzaal Pirzada, P.Geo.

Original Date: May 21st, 2014
Effective Date: May 21st, 2014
Amended and Restated Date: July 04th, 2014

Certificates of Author

I, Martin Ethier, P.Geo., do hereby certify that I am co-author and jointly responsible of this report entitled, "NI 43-101 Technical Report on the Lochaber Graphite Property, Buckingham Area, NTS Maps 31G11 and 31G14, Quebec, Canada, Amended and Restated (Signing) Date: July 04th, 2014; Effective date: May 21st, 2014

1. I have been working since 2000 as a geologist/remote sensing/GIS specialist in the mining industry on a variety of exploration properties. I have been a consulting geologist since 2002 with (*Hinterland Geoscience & Geomatics -620 Brewster St. Haileybury Ontario P0J 1K0*)
2. I graduated with a Bachelor of Arts, from Mount Allison University in Sackville New Brunswick (1997), majoring in Geography, and minors in Geology as well as Environmental Studies. In addition, I completed an intensive Post Graduate Advanced Diploma in Remote Sensing and Geographic Information Systems from the Centre of Geographic Sciences (COGS) in Lawrencetown (1998), Nova Scotia. Furthermore have obtained a Masters of Science in Geology from Acadia University in Wolfville (2001), Nova Scotia.
3. I am a Professional Geologist and a member of "Ordre des Géologues du Québec" (member No. 1520).
4. I have read the definition of "Qualified Person" set out in National Instrument 43-101 ("NI 43-101") and certify that by reason of my education, affiliation with a professional association (as defined in NI 43-101) and past relevant work experience, I fulfil the requirements to be a "Qualified Person" for the purposes of NI 43-101.
5. I have worked for the last 14 years as a geologist/remote sensing/GIS specialist in the mining industry on a variety of exploration properties such as diamond-bearing kimberlites, silver-cobalt deposits, gold and Ni-Cu-PGE. I also have experience in the industrial minerals including sand/gravel deposits and rock quarries.
6. I visited the Lochaber Graphite property on June 17th and 18th, 2014.
7. I am independent of Rock Tech Lithium Inc & Great Lakes Graphite Inc. and have no other involvement other than professional fees. I have no interest in the Lochaber Graphite Property and no prior involvement with the property.
8. I have read the NI 43-101 and Form 43-101F1, and the Technical Report has been prepared in compliance with that instrument and form. I am responsible for all Items in Form 43-101F1.
9. I consent to the filing of the Technical Report with any stock exchange and other regulatory authority and any publication by them, including electronic publication in the public company files on their websites accessible by the public.
10. I am not aware of any material with fact or material change with respect to the subject matter of the report that is not reflected in the report, the omission to disclose which makes the report misleading.

Dated this 04th day of July 2014 in Temiskaming Shores, Ontario

"Signed and Sealed"

Martin Ethier M.Sc., P.Geo.

I, Afzaal Pirzada, P.Geo., do hereby certify that I am co-author of this report entitled, "NI 43-101 Technical Report on the Lochaber Graphite Property, Buckingham Area, NTS Maps 31G11 and 31G14, Quebec, Canada, Amended and Restated (Signing) Date: July 04th, 2014". Effective date: May 21st, 2014

1. I am a consulting geologist of:

   GEOMAP EXPLORATION INC. 12430 – 76 Avenue, Surrey, British Columbia, Canada, V3W 2T5.

2. I have M.Sc. degree in Geology from Punjab University, Lahore, Pakistan in 1979.

3. This certificate applies to the report entitled, "Technical Report on the Lochaber Graphite Property, Buckingham Township, NTS Maps 31G11 and 31G14, Quebec, Canada, dated May 21st, 2014".

4. That I am registered as a Professional Geologist in British Columbia (License #: 28657), Canada.

5. I have been practicing my profession continuously since 1979, and have over twenty five years of experience in mineral exploration for industrial minerals, uranium, base metals, PGE, iron ore, and gold.

6. I have read the definition of "qualified person" set out in National Instrument 43-101 ("NI43-101") and certify that by reason of my education, affiliation with professional associations and past relevant work experience, I fulfill the requirements to be a "qualified person" for the purpose of NI43-101.

7. I visited the Lochaber Graphite Property several times during 2012 to develop and supervise the exploration program on the Property. To my knowledge, no exploration work has been carried out by Great Lakes or Rock Tech Lithium Inc. on the Property since my last visit to the Property.

8. I am responsible for all items of this report.

9. I have no interest, direct or indirect in the Lochaber Graphite Property, nor do I have any interest in any other properties of Great Lakes.

10. I am independent of Great Lakes as defined in Section 1.5 of NI 43-101. I am is a director and officer of Rock Tech Lithium Inc., the Property vendor, and owns shares of Rock Tech Lithium Inc.

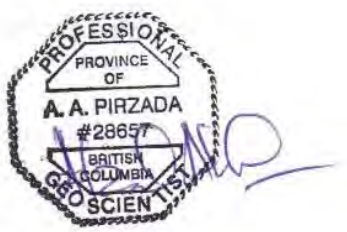
11. I have no prior involvement with the Lochaber Graphite Property other than as disclosed in item 7 of this certificate.

12. I have read National Instrument 43-101 ("NI43-101"), and the Technical Report has been prepared in compliance with NI43-101, and Form 43-101F1.

13. I am not aware of any material fact or material change with respect to the Lochaber Graphite Property the omission of which would make this report misleading.

14. As at the date of this certificate, to the best of my knowledge, information and belief the technical report contains all scientific and technical information that is required to be disclosed to make the technical report not misleading.

Dated: July 04th, 2014



Signed and Sealed

Afzaal Pirzada, P.Geo.