

RECEIPT

Namibia Rare Earths Inc.

This is the receipt of the Nova Scotia Securities Commission for the **Preliminary Prospectus** of the above Issuer dated **March 3, 2011** (the preliminary prospectus).

This receipt also evidences that the **Ontario Securities Commission** has issued a receipt for the preliminary prospectus.

The preliminary prospectus has been filed under Multilateral Instrument 11-102 *Passport System* in British Columbia, Alberta, Saskatchewan, Manitoba, New Brunswick, Prince Edward Island and Newfoundland Labrador. A receipt for the preliminary prospectus is deemed to be issued by the regulator in each of those jurisdictions, if the conditions of the Instrument have been satisfied.

March 4, 2011

“Kevin Redden”

Kevin Redden
Director, Corporate Finance

SEDAR Project # 1706652