



THE STATE OF NEVADA

PERMIT TO CHANGE THE PUBLIC WATERS OF THE STATE OF NEVADA HERETOFORE APPROPRIATED

Name of Permittee: WESTERN LITHIUM CORPORATION
Source: UNDERGROUND
Basin: QUINN RIVER VALLEY-OROVADA SUBAREA
Manner of Use: MINING AND MILLING
Period of Use: JANUARY 1ST THROUGH DECEMBER 31ST
Priority Date: 09/04/1958

APPROVAL OF STATE ENGINEER

This is to certify that I have examined the foregoing application, and do hereby grant the same, subject to the following limitations and conditions:

This permit to change the point of diversion, place and manner of use of a portion of the waters of an underground source as heretofore granted under Permit 68634 is issued subject to the terms and conditions imposed in said Permit 68634 and with the understanding that no other rights on the source will be affected by the change proposed herein. This well shall be equipped with a two (2) inch opening for measuring depth to water and a totalizing meter must be installed and maintained in the discharge pipeline near the point of diversion and accurate measurements must be kept of water placed to beneficial use. The totalizing meter must be installed before any use of the water begins or before the proof of completion of work is filed. If the well is flowing, a valve must be installed and maintained to prevent waste. This source is located within an area designated by the State Engineer pursuant to NRS 534.030. The State retains the right to regulate the use of the water herein granted at any and all times.

The Permittee shall keep monthly records of the amount of water pumped from this well and the records must be submitted to the State Engineer on an annual basis within 30 days after the end of each calendar year.

This permit does not extend the permittee the right of ingress and egress on public, private or corporate lands.

The issuance of this permit does not waive the requirements that the permit holder obtain other permits from State, Federal and local agencies.

The point of diversion and place of use are as described on the submitted application to support this permit.

(Continued on Page 2)

A total of 15.56 acre-feet annually is abrogated from the base right. However, pursuant to NRS 533.3703 **only 12.06 acre-feet (the net consumptive use amount) at 0.0462 cubic feet per second can be diverted annually.** Additional duty up to the total may be granted if it can be shown that this additional duty will not cause the consumptive use amount to be exceeded.

Work must be prosecuted with reasonable diligence and proof of completion of work shall be filed on or before:

August 28 2015

Water must be placed to beneficial use and proof of the application of water to beneficial use shall be filed on or before:

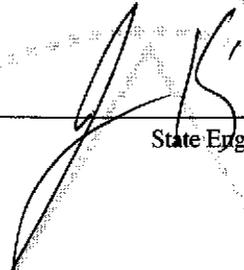
August 28 2018

Map in support of proof of beneficial use shall be filed on or before:

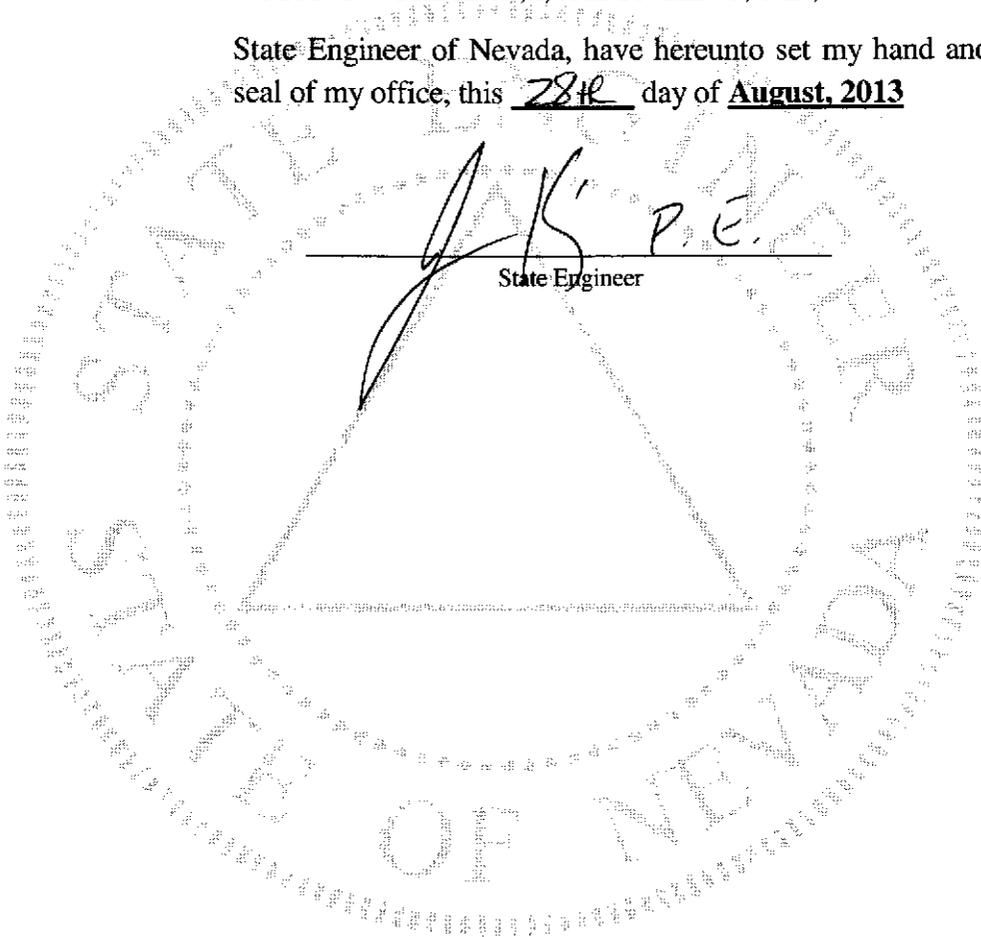
N/A

IN TESTIMONY WHEREOF, I, JASON KING, P.E.,

State Engineer of Nevada, have hereunto set my hand and the seal of my office, this 28~~th~~ day of August, 2013



State Engineer



APPLICATION FOR PERMISSION TO CHANGE POINT OF DIVERSION, MANNER OF USE AND PLACE OF USE OF THE PUBLIC WATERS OF THE STATE OF NEVADA HERETOFORE APPROPRIATED

THIS SPACE FOR OFFICE USE ONLY

Date of filing in State Engineer's Office DEC 28 2012

Returned to applicant for correction _____

Corrected application filed _____ Map filed DEC 28 2012

The applicant Western Lithium Corporation, a Nevada Corporation
3685 Lakeside Drive of Reno
Street Address or PO Box City or Town
Nevada, 89509 hereby make(s) application for permission to change the
State and ZIP Code

- Point of diversion Place of use Manner of use of a portion

of water heretofore appropriated under (Identify existing rights by Permit, Certificate, Proof or Claim Nos. If Decreed, give title of Decree and identify right in Decree.)

Permit 68634

1. The source of water is underground
Name of stream, lake, underground, spring or other sources.
2. The amount of water to be changed 0.0462 cfs, 20.0 acre feet
Second feet, acre-feet. One second foot equals 448.83 gallons per minute.
3. The water to be used for mining milling and domestic
Irrigation, power, mining, commercial, etc. If for stock, state number and kind of animals. Must limit to one major use
4. The water heretofore used for irrigation and domestic
If for stock, state number and kind of animals.
5. The water is to be diverted at the following point (Describe as being within a 40-acre subdivision of public survey and by course and distance to a found section corner. If on unsurveyed land, it should be stated.)
within the NW1/4NE1/4 of Section 8, T.44N.,R.35E., M.D.B.&M., or at a point from which the NE corner of said Section 8 bears N57°37'E 1657.00 feet
6. The existing point of diversion is located within (If point of diversion is not changed, do not answer.)
the SW1/4NE1/4 of Section 10, T.43N.,R.37E., M.B.D.&M., or at a point from which the N1/4 corner of said Section 10 bears N01°23'W a distance of 2096.00 feet.

33A-44

7. Proposed place of use (Describe by legal subdivisions. If for irrigation, state number of acres to be irrigated.)
20 acre feet to be used within the E1/2 and portion of the SE1/4SW1/4 of Section 8, the W1/2 and the W1/2E1/2 of Section 9, and portions of the NE1/4NW1/4 & NW1/4NE1/4 of Section 17, all in T.44N.,R.35E., M.D.B.&M.

8. Existing place of use (Describe by legal subdivisions. If changing place of use and/or manner of use of irrigation permit, describe acreage to be removed from irrigation.)

36.9 acres SE1/4SE1/4, 38.2 acres NW1/4NE1/4, 32.7 acres NE1/4NE1/4, 39.8 acres SW1/4NE1/4, 38.6 acres SE1/4NE1/4, 36.9 acres NW1/4SE1/4, 38.2 acres NE1/4SE1/4, 33.3 acres SW1/4SE1/4, for a total of 294.6 acres all in the E1/2 of Section 10, T.43N.,R.37E., M.D.B.&M. 5.0 acres to be removed (20 acre feet). 44.64 acres were removed by Permit 80183, 245 acres (980 acre feet) to remain.

9. Proposed use will be from January 1st to December 31st of each year.
Month and Day Month and Day

10. Existing use permitted from January 1st to December 31st of each year.
Month and Day Month and Day

11. Description of proposed works. (Under the provision of NRS 535.010 you may be required to submit plans and specifications of your diversion or storage works.) (State manner in which water is to be diverted, i.e., diversion structure, ditches, pipes and flumes or drilled well, pump and motor, etc.)

Applicants proposed to drill a new well and install a water distribution system.

12. Estimated cost of works \$100,000.00±

13. Estimated time required to construct works 3 years

If well completed, describe well.

14. Estimated time required to complete the application of water to beneficial use 5 years

15. Provide a detailed description of the proposed project and its water usage (use attachments if necessary): (Failure to provide a detailed description may cause a delay in processing.)

Applicant intends to change the manner of use of 20 acre feet of water from Permits 68633 and 68634 to Mining Milling and Domestic and transfer the water to their proposed Kings Valley project. The project annual usage will not exceed 20 acre feet.

16. Miscellaneous remarks:

Please use the map that supports Permit 68634 to show the existing point of diversion and place of use. It is the intention of the applicant that 245 acres (980 acre feet) of water rights to remain at the existing place of use.

dms@winnemucca.net

E-mail Address

775-623-4414

Phone No.

Ext.

APPLICATION MUST BE SIGNED
BY THE APPLICANT OR AGENT

John H. Milton III (agent)

Type or print name clearly

John H. Milton III
Signature, applicant or agent

Desert Mountain Surveying

Company Name

146 West Second Street

Street Address or PO Box

Winnemucca, Nevada, 89445

City, State, ZIP Code

STATE ENGINEERS OFFICE
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RECEIVED