



7th Floor, 4910 50th Ave
 P.O. Box 2130
 Yellowknife, NT X1A 2P6
 Phone: (867) 669-0506
 Fax: (867) 873-6610

Application to Assign a Land Use Permit

Declaration of Assignor

I, Wendy Kei, representing Dominion Diamond Holdings Ltd. (formerly Harry Winston Diamond Mines Ltd.), hereby request the Mackenzie Valley Land and Water Board to approve the assignment of Permit No. MV2012C0009 dated March 7, 2013 ("the Permit"), to Dominion Diamond Holdings Ltd. (the "Assignee") of Suite 802, 5201-50th Avenue, Yellowknife, NT X1A 3S9 (Address of Assignee).

Signature of Assignor

May 7, 2013

Date

Undertaking of Assignee

I, Wendy Kei, Vice-President and Controller of Dominion Diamond Holdings Ltd., a corporate entity incorporated pursuant to the laws of the Northwest Territories (the Proposed Assignee) request that the MVLWB approve the Assignment of the above named Permit from the Assignor to the Proposed Assignee pursuant to Section 38 of the Mackenzie Valley Land Use Regulations.

Acceptance of PERMIT TERMS AND CONDITIONS, LIABILITIES INCURRED AND SECURITY DUE

I further declare that effective on the date the MVLWB approves the assignment of the Permit, I undertake and hereby accept responsibility for the performance of all of the terms and conditions of the Permit and any and all requirements found in the Regulations and the *Mackenzie Valley Resource Management Act* that were imposed on the Assignor **AND** agree to accept and be responsible for all liabilities incurred as a result of the Assignor's actions to date under the Permit **AND** undertake to pay any security required of the Assignor when the Permit was granted, before initiating any activity under the Permit.

I have read this application and fully understand the responsibilities I am undertaking through the assignment of this Land Use Permit.

DATED the 7th day of May, 2013.
W

DOMINION DIAMOND HOLDINGS LTD.

Mackenzie Valley Land & Water Board

File _____

MAY 09 2013

Per:
 Wendy Kei
 Vice-President & Controller

Application # MV2012C0009
 Copied To IP / Reg

I have authority to bind the Corporation.



Aboriginal Affairs & Northern Development Canada
 Mining Recorder's Office/Land Administration
 P.O. Box 1500
 Yellowknife, NT X1A 2R3

Affaires autochtones et Développement du Nord Canada
 Bureau du conservateur des registres miniers/Administration
 des terres
 C.P. 1500
 Yellowknife, NT X1A 2R3

Receipt #: **M030109**

GENERAL RECEIPT / RÉCÉPISSÉ GÉNÉRAL

| | | | |
|---|-------------------|----------------------------------|---------------------------|
| From/De: Harry Winston Diamond Corporation P.O. Box 4569 Station A Toronto, Ontario Canada M5W 4T9 | | Receipt/Reçu: M030109 | |
| | | Date: 2013/03/14 | |
| | | Type/Forme: Other | |
| | | Number/Numéro: 3000103 | |
| For/Pour: Land Use Permit Security Deposit 1905006206851000003126733 | Docs. 0 | Qty. 0 | Units 0.00 |
| | Licence # | Lease # | Rental Period |
| | | | Fee/Frais |
| | | | Total 75,000.00 |

Comments:

Land Use Permit No. MV2012C0009. In addition to this total a \$15 transfer fee was provided.

| | |
|--------------------------|------------------|
| Subtotal/Soustrait | 75,000.00 |
| GST (# R121491807) | 0.00 |
| Territorial Sales Tax () | 0.00 |
| Total | 75,000.00 |
| Paid/Payé | 75,000.00 |
| Balance/Solde: | 0.00 |