



January 8, 2013

Mike Atkinson
Canadian Environmental Assessment Agency
1801 Hollis Street, Suite 200
Halifax, NS B3J 3N4

Dear Mike:

Re: Northcliff Resources Ltd. and Sisson Mines Ltd.

Please be advised that in late September 2013, Northcliff Resources Ltd. (“Northcliff”) completed a transaction (the “Transaction”) that involved, among other things, an internal reorganization that saw the mineral claims that comprise the Sisson Project be transferred to an affiliated subsidiary of Northcliff, Sisson Mines Ltd.

As part of the Transaction, Northcliff Resources Ltd. and Todd Minerals Ltd. (“Todd”) entered into, through respective wholly owned subsidiaries, an amended and restated limited partnership agreement in October 2013 to advance the development of the Sisson Project. Sisson Mines Ltd., jointly held indirectly by Northcliff (88.5%) and Todd (11.5%), is the general partner of the limited partnership. The name of the limited partnership is the Sisson Project Limited Partnership.

Accordingly, we confirm that the Sisson Project is now being developed and advanced by Sisson Mines Ltd., on behalf, and as general partner of the Sisson Project Limited Partnership.

Moving forward, all references to the owner/operator of the Sisson Project should be updated to reflect Sisson Mines Ltd., and all correspondence should be addressed to “Sisson Mines Ltd., on behalf of the Sisson Project Limited Partnership”.

Please let either myself or Trevor Thomas, Secretary and General Counsel, who is copied on this letter, know if you require anything further from us or if you have any further questions or concerns.

Yours truly,

NORTHCLIFF RESOURCES LTD.

<original signed by>

Chris Zahovskis
President & CEO

cc: Trevor Thomas, Secretary and General Counsel

