ANNUAL INFORMATION FORM

FOR THE YEAR-ENDED MARCH 31, 2013

JUNE 27, 2013

CENTURY IRON MINES CORPORATION
Suite 1301, 200 University Avenue
Toronto, Ontario, Canada M5H 3C6

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INTRODUCTORY NOTES

Cautionary Note Regarding Forward Looking Statements

This annual information form (the "**Annual Information Form**" or "**AIF**") contains information and statements that could be characterized as "forward-looking information" under the provisions of Canadian provincial securities laws. When used in this AIF, words such as "believe", "intend", "may", "will", "should", "plans", "anticipates", "believes", "potential", "intends", "expects", "estimates", "forecasts", "likely", "goal" and similar expressions are intended to identify such forward-looking statements. Forward-looking statements reflect the current expectations and assumptions of management of Century Iron Mines Corporation (the "**Company**"), and are subject to a number of risks, uncertainties and other factors which may cause actual results or performance to be materially different from any anticipated future results or performance expressed or implied by forward-looking statements.

Forward-looking statements in this Annual Information Form include those that relate to statements about matters that include:

- the Company's exploration and development plans for its mineral projects;
- the ability of the Company to carry out its current planned exploration programs and development plans with its current financial resources;
- the commitments of the Company's joint venture partners to fund their pro rata share of the exploration of the Company's mineral projects that are subject to joint venture;
- the funding commitments of WISCO under the Company's joint venture and shareholder agreements with WISCO;
- the estimates of operating and capital costs in connection with the Company's exploration and development plans;
- the estimates of mineral resource and the identification and analysis of mineral deposits;
- the ability to identify new mineral resources and convert existing and new resource estimates into mineral reserves;
- the costs, timing and location of future drilling and other exploration activities;
- the expected results of exploration activities;
- the expected costs, timing, location and economic performance of development of the Company's mineral projects;
- the results of the preliminary economic analysis and projections regarding net present value, internal rates of return, payback periods, mine life and estimates of operating, capital and transportation costs of certain of the Company's mineral projects;
- the ability of the Company to obtain all required licenses, permits and other governmental approvals;
- projections as to future iron ore prices;
- the supply and demand of iron ore in international and other markets, and general economic conditions in the iron ore market;
- contractual commitments of and affecting the Company;

- estimates of environmental and reclamation expenses and any required environmental approval processes;
- the continuous availability of required manpower; and
- the ability of the Company to access capital markets to raise additional capital.

Such forward-looking information is necessarily based upon a number of factors and assumptions that, while considered reasonable by the Company as of the date of such statements, are inherently subject to significant business, economic and competitive uncertainties and contingencies. The assumptions underlying the forward looking information in this AIF, which may prove to be incorrect, include, but are not limited to, assumptions relating to:

- the Company's business and exploration and development plans;
- the costs of implementation of the Company's exploration and development plans;
- the availability of sufficient capital to enable the Company to carry out its exploration and development plans;
- the completion of the financings and transactions contemplated by the Company's joint venture agreements with WISCO;
- the state of the economy and the mineral exploration industry in general and global demand for iron ore;
- the provision of goods and services by contracted parties on agreed timeframes, plant and equipment work being advanced or otherwise functioning as anticipated;
- the accuracy of the estimates of mineral resource included in the NI 43-101 compliant technical reports on the Company's material properties;
- the accuracy of the projections derived from the preliminary economic analysis of the Company's Duncan Lake and Joyce Lake Properties included in the NI 43-101 compliant technical reports on these properties;
- the results of future exploration and development programs will be consistent with results and estimates included in the Company's NI 43-101 technical reports on the Company's material properties;
- that aboriginal rights will be settled in a manner that will enable the Company to proceed with its planned exploration and development programs;
- the Company will be able to obtain the required regulatory approvals necessary to enable it to proceed with its exploration and development programs;
- the Company will not encounter any unanticipated geological or technical problems in carrying out is exploration and development programs;
- the price of iron ore remaining will remain consistent with the Company's expectations; and
- there will not be any material adverse events or changes outside of the normal course of business for the Company.

No assurance can be given that these assumptions will prove to be correct. These assumptions should be considered carefully by readers. Readers are cautioned not to place undue reliance on the forward-looking information and statements or the assumptions on which the Company's forward-looking information and statements are based.

Forward-looking information is subject to a variety of risks and uncertainties which could cause actual events or results to differ from those reflected in the forward-looking statements. Such risks include, but are not limited to:

- the market price for iron ore may not be sufficiently high to ensure that the Company's planned mining projects will be economically viable;
- the Company may not be able to commercially develop any of its mineral projects and achieve revenues or, ultimately, profitability;
- the Company may not be able to access sufficient capital to carry out its exploration and development plans;
- the Company may not be able to make its commitments under its joint venture agreements for its mineral projects, with the result that the Company's interest in these projects may be diluted;
- the Company's joint venture partners may not be able to fund their pro rata contributions for the exploration and development of the Company's mining projects;
- the Company's exploration and development costs may be higher than anticipated;
- the ability of the Company to comply with all required permits, licences and regulatory requirements in carrying out its exploration and development plans;
- the Company may realize unanticipated or adverse results from its exploration activities, including unfavourable drilling results, that may indicate development is not warranted;
- if developed, the Company's mining projects may not achieve projected rates of production, cash flows, internal rates of return, payback periods or net present values;
- changes in governmental regulation may adversely impact the Company's plans to develop its mineral projects;
- there may be lack of adequate infrastructure to support the Company's mineral projects, including adequate transportation infrastructure required to transport produced iron ore to market;
- the risk that title to the Company's material properties may be impugned;
- environmental risks, including risks associated with the completion of any required environmental impact assessments;
- economic uncertainties, including changes and volatility in global capital and commodity markets which may impact on the ability of the Company to raise capital and the demand for the Company's planned mineral projects;
- competition from other mineral exploration and mining businesses;
- the inability of the Company to reach agreements with affected aboriginal communities under terms that are acceptable for the Company;
- uncertainty of mineral resource estimates, exploration potential and mineral grades;
- any required change in mineral resource or mineral reserve estimation methodology; and
- changes in the assumptions underlying the mineral resource estimates, which may result in a different (smaller) mineral resource estimate and other related matters.

Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements.

Readers are advised to carefully review and consider the risk factors identified in this AIF under the heading "Risk Factors". Those risk factors consider the factors that could cause the Company's actual results, performance and achievements to be materially different from any anticipated future results, performance or achievements expressed or implied by the forward-looking statements. Readers are further cautioned that the foregoing list of assumptions and the risk factors are not exhaustive. The Company recommends that readers consult the more complete discussion of the Company's business, financial condition and prospects that is included in this AIF.

The forward-looking information and statements contained in this AIF are made as of the date hereof and, accordingly, are subject to change after such date. The Company does not undertake to update any forward-looking information, except as, and to the extent, required by applicable securities laws. The forward-looking statements contained herein are expressly qualified by this cautionary statement.

Cautionary Note Regarding Technical Information

This AIF contains disclosure of scientific or technical information for the Company's mineral projects that is based on technical reports for each of the Company's material properties. Those reports are identified in under "Properties" below in the discussion of each property. It also contains disclosure derived from public announcements of exploration results issued by the Company. Each of these reports and public announcements was prepared in accordance with National Instrument 43-101 – Standards for Disclosure for Mineral Projects of the Canadian Securities Administrators, by or under the supervision of "qualified persons" (as defined in that National Instrument).

Any mineral resource figures referred to in this AIF are estimates, and no assurances can be given that the indicated levels of iron will be produced. Such estimates are expressions of judgment based on knowledge, mining experience, analysis of drilling results and industry practices. Valid estimates made at a given time may significantly change when new information becomes available. While the Company believes that the resource estimate included in this AIF is well established, resource estimates are by their nature imprecise and depend, to a certain extent, upon statistical inferences which may ultimately prove unreliable. If such estimates are inaccurate or are reduced in the future, this could have a material adverse impact on the Company.

This AIF uses the terms "measured", "indicated" and "inferred" mineral resources. Mineral resources are not mineral reserves and do not have demonstrated economic viability. Furthermore, "inferred mineral resources" have a great amount of uncertainty as to their existence, are estimated on limited information not sufficient to verify geological and grade continuity or to allow technical and economic parameters to be applied, and are subject to great uncertainty as to their economic and legal feasibility. It cannot be assumed that all or any part of an inferred mineral resource will ever be upgraded to a higher category. Estimates of inferred mineral resources may not form the basis of feasibility or other economic studies. Readers are cautioned not to assume that all or any part of an inferred mineral resource exists, or is economically or legally mineable. Readers are also cautioned not to assume that all or any part of measured or indicated mineral resources will ever be converted into reserves.

GLOSSARY

In this AIF, the following capitalized terms have the meanings set out below.

"**0849873**" means 0849873 BC Ltd.

"**2012 AIF**" means the Company's Annual Information Form for its fiscal year ended March 31, 2012.

"**Acquisition Agreement**" means the acquisition agreement dated February 17, 2011 among Century Iron, Red Rock Acquisition Corp., Century Holdings and Century NL.

"**Altius**" means Altius Minerals Corporation.

"**Altius Agreement**" means the agreement effective as of September 19, 2011 between the Company and Altius Minerals Corporation.

"**Altius Properties**" means the Astray, Grenville, Menihek and Schefferville properties described in this AIF under *Properties-Altius Properties.*

"**Attikamagen Exploration Committee**" means the exploration committee under the Attikamagen Joint Venture Agreement.

"**Attikamagen Joint Venture**" means the joint venture between Labec Century and Champion for the Attikamagen Property formed pursuant to the Attikamagen Joint Venture Agreement.

"**Attikamagen Joint Venture Agreement**" means the joint venture agreement effective May 12, 2008 between Labec Century and Champion (amended July 9, 2009 and March 25, 2010).

"**Attikamagen Management Committee**" means the management committee under the Attikamagen Joint Venture Agreement.

"**Attikamagen Property**" means the property described in this AIF under *Properties – Attikamagen Property*" and in Schedule B-1 of this AIF, and includes the Joyce Lake Property (hosting DSO mineralization) and the Hayot Lake Property (hosting taconite mineralization).

"**Attikamagen Report**" means the technical report prepared in compliance with NI 43-101 entitled the "Independent Technical Report, Attikamagen Iron Project, Schefferville Area, Québec" dated January 21, 2011 prepared by SRK Consulting, Engineers and Scientists.

"**Attikamagen Shareholders Agreement**" means the shareholders agreement effective December 19, 2011 among Century Iron, WISCO, WISCO Attikamagen, Century Holdings and Labec Century.

"**Augyva**" means Augyva Mining Resources Inc.

"**BCBCA**" means the *Business Corporations Act* (British Columbia).

"**Canadian Century**" means Canadian Century Iron Ore Corporation, a holding company;

"**Century Holdings**" means Century Iron Ore Holdings Inc., a holding company;

"**Century Iron**" refers to Century Iron Mines Corporation and all its subsidiaries together, unless the context otherwise clearly requires.

"**Century NL**" means Century Iron Ore Corporation, formerly the sole shareholder of Century Holdings.

"**Champion**" means Champion Iron Mines Limited (formerly known as Champion Minerals Inc.).

"**China Minmetals**" means Minmetals Exploration & Development Co., Ltd.

"**Class A Shares**" means class A voting non-equity common shares of Labec Century.

"**Class B Shares**" means class B non-voting equity shares of Labec Century.

"**Class C Shares**" means class C non-voting equity shares of Labec Century.

"**Company**" refers to Century Iron Mines Corporation and all its subsidiaries together, unless the context otherwise clearly requires.

"**Duncan Lake Joint Venture Agreement**" means the joint venture agreement dated May 20, 2008 between Canadian Century and Augyva.

"**Duncan Lake Joint Venture**" means the contractual joint venture between Canadian Century and Augyva with respect to the Duncan Lake Property.

"**Duncan Lake JV Corp**" means a newly-incorporated joint venture company to be formed under the Duncan Lake Shareholders Agreement.

"**Duncan Lake PEA**" means the technical report on the Duncan Lake Property prepared in compliance with NI 43-101 by Met-Chem Canada Inc. entitled "NI 43-101 Preliminary Economic Assessment of the Duncan Lake Iron Property-James Bay, Québec, Canada" with an effective date of March 22, 2013 and an issue date of May 6, 2013.

"**Duncan Lake Property**" means the property described in this AIF under *Properties – James Bay: Duncan Lake Property*" and in Schedule B-6 of this AIF.

"**Duncan Lake Report**" means the technical report prepared by Met-Chem Canada Inc. in compliance with NI 43-101 entitled "NI 43-101 Technical Report on the Mineral Resources of the Duncan Lake Iron Project, James Bay Area, Québec, Canada" with an effective date of August 24, 2012 and an issue date of October 11, 2012.

"**Duncan Lake Shareholders Agreement**" means the shareholders agreement to be entered into between the Company and WISCO regarding the Duncan Lake Property.

"**Full Moon Deposit**" means the property described in Schedule B-5 of this AIF. This property is sometimes also referred to as the Rainy Lake Property.

"**Full Moon/Rainy Lake Report**" means the technical report prepared by SRK Consulting (Canada) Inc. in compliance with NI 43-101 entitled the "Mineral Resource Evaluation, Full Moon Taconite Iron Deposit, Rainy Lake Property, Schefferville, Québec", which report is effective October 22, 2012 and dated December 6, 2012.

"**Grand Century**" means Grand Century Iron Ore Inc., a holding company.

"**Hayot Lake Property**" means the property described in Schedule B-3 of this AIF.

"**Hayot Lake Report**" means the report on the Hayot Lake Property which was prepared by SRK Consulting (Canada) Inc. in compliance with NI 43-101 and is entitled "Mineral Resource Evaluation, Hayot Lake Taconite Iron Project, Schefferville, Québec". That report has an effective date of September 25, 2012.

"**Interim Joint Venture Agreement**" means the agreement of August 30, 2011 between the Company and WISCO.

"**Joyce Lake PEA**" means the report entitled "Preliminary Economic Assessment (PEA) Study Report for the Joyce Lake DSO Project" dated May 8, 2013 and prepared by CIMA+.

"**Joyce Lake Property**" means the property described in Schedule B-2 of this AIF.

"**Joyce Lake Report**" means the report entitled "NI 43-101 Technical Report, Joyce Lake DSO Iron Project, Newfoundland & Labrador" with an effective date of April 18, 2013 prepared by SGS Canada Inc. (SGS Geostat).

"**Labec Century**" means Labec Century Iron Ore Inc., a joint venture company owned by Century Holdings and WISCO Attikamagen.

"**Mineral Projects**" means the Attikamagen Property, the Sunny Lake Property and the Duncan Lake Property.

"**Minmetals**" means Minmetals Exploration & Development (Luxembourg) Limited S.à.r.l.

"**Minmetals Framework Agreement**" means the framework agreement dated February 21, 2011 between the Company and China Minmetals.

"**Minmetals Off-take Agreement**" means the off-take agreement to be entered into by the Company in favour of Minmetals in respect of iron ore produced from the Duncan Lake Property.

"**NI 43-101**" means National Instrument 43-101 – *Standards of Disclosure for Mineral Projects*.

"**Northern Star**" means Northern Star Minerals Ltd.

"**PIHL**" means Prosperity International Holdings (H.K) Limited.

"**PIHL Off-take Agreement**" means the off-take agreement entered into by Century Holdings with Prosperity Macao.

"**Prosperity Macao**" means Prosperity Materials Macao Commercial Offshore Limited.

"**Prosperity Minerals**" means Prosperity Minerals Holdings Limited.

"**Rainy Lake Property**" means the property described in Schedule B-6 of this AIF. This property is sometimes also referred to as the Full Moon Deposit.

"**Share Transfer Agreement**" means the agreement dated October 21, 2010 whereby Century Holdings acquired direct ownership of Grand Century, Canadian Century and Labec Century and indirect ownership of 0849873 from Century NL.

"**Sunny Lake Closing Agreement**" means the closing agreement dated November 28, 2011 among the Company, WISCO Sunny Lake, 0849873 and WISCO executed on formation of the Sunny Lake Joint Venture that modified and supplemented the original terms of the Sunny Lake JV Agreement.

"**Sunny Lake Joint Venture**" means the contractual joint venture between 0849873 and WISCO Sunny Lake for the exploration and development of the Sunny Lake Property formed pursuant to the Sunny Lake JV Agreement.

"**Sunny Lake JV Agreement**" means the joint venture agreement dated December 19, 2012 between the Company, WISCO Sunny Lake, 0849873 and WISCO.

"**Sunny Lake Management Committee**" means the management committee established with respect to the Sunny Lake Joint Venture.

"**Sunny Lake Operator**" means WISCO Century Sunny Lake Iron Mines Limited.

"**Sunny Lake Property**" means the property described in this AIF under *Properties – James Bay: Duncan Lake Property*" and in Schedule B-4 of this AIF, and includes the Full Moon/Rainy Lake Property and the Hayot Lake Property.

"**Sunny Lake Report**" means the technical report prepared by SRK Consulting, Engineers and Scientists in compliance with NI 43-101 entitled the "Independent Technical Report, Sunny Lake Iron Project, Schefferville Area, Québec" dated November 1, 2010.

"**TSX**" means the Toronto Stock Exchange.

"**TSXV**" means the TSX Venture Exchange.

"**WISCO**" means WISCO International Resources Development and Investment Limited.

"**WISCO Attikamagen**" means WISCO Attikamagen Resources Development & Investment Limited.

"**WISCO Framework Agreement**" means the framework agreement dated January 13, 2011 between the Company and WISCO.

"**WISCO Investment Agreement"** means the investment agreement dated as of May 18, 2011 between the Company and WISCO.

"**WISCO JV Framework Agreement**" means the joint venture framework agreement dated February 18, 2011 between the Company and WISCO.

"**WISCO Private Placement"** means an equity investment in the Company by WISCO that led to WISCO's acquisition of approximately 25% of the outstanding common shares of the Company.

"**WISCO Shareholders Agreement"** means the shareholders' agreement effective as of May 18, 2011 among WISCO, Century NL and the principals of Century Iron.

"**WISCO Subscription Agreement**" means the subscription agreement entered into among the Company, Century Holdings and WISCO originally dated February 17, 2011, as amended February 21, 2011.

"**WISCO Sunny Lake**" means WISCO Canada Sunny Lake Resources Development & Investment Limited.

"**X-Star**" means X-Star Mining (Luxembourg) Limited.

"**X-Star Agreement**" means the shareholders agreement dated November 30, 2012 between X-Star Mining (Luxembourg) Limited and Northern Star.

Other capitalized terms used in this AIF but not defined in this Glossary have the respective meanings set forth in the balance of this AIF.

CORPORATE STRUCTURE

Century Iron is incorporated under the *Canada Business Corporations Act*.

Century Iron was originally incorporated under the name "Red Rock Capital Corp." and organized as a "Capital Pool Company" under the policies of the TSXV. Century Iron changed its name to "Century Iron Mines Corporation" on May 16, 2011, upon the completion of its Qualifying Transaction through which it became an active company listed on the TSXV. Century Iron graduated to the TSX in September 2011.

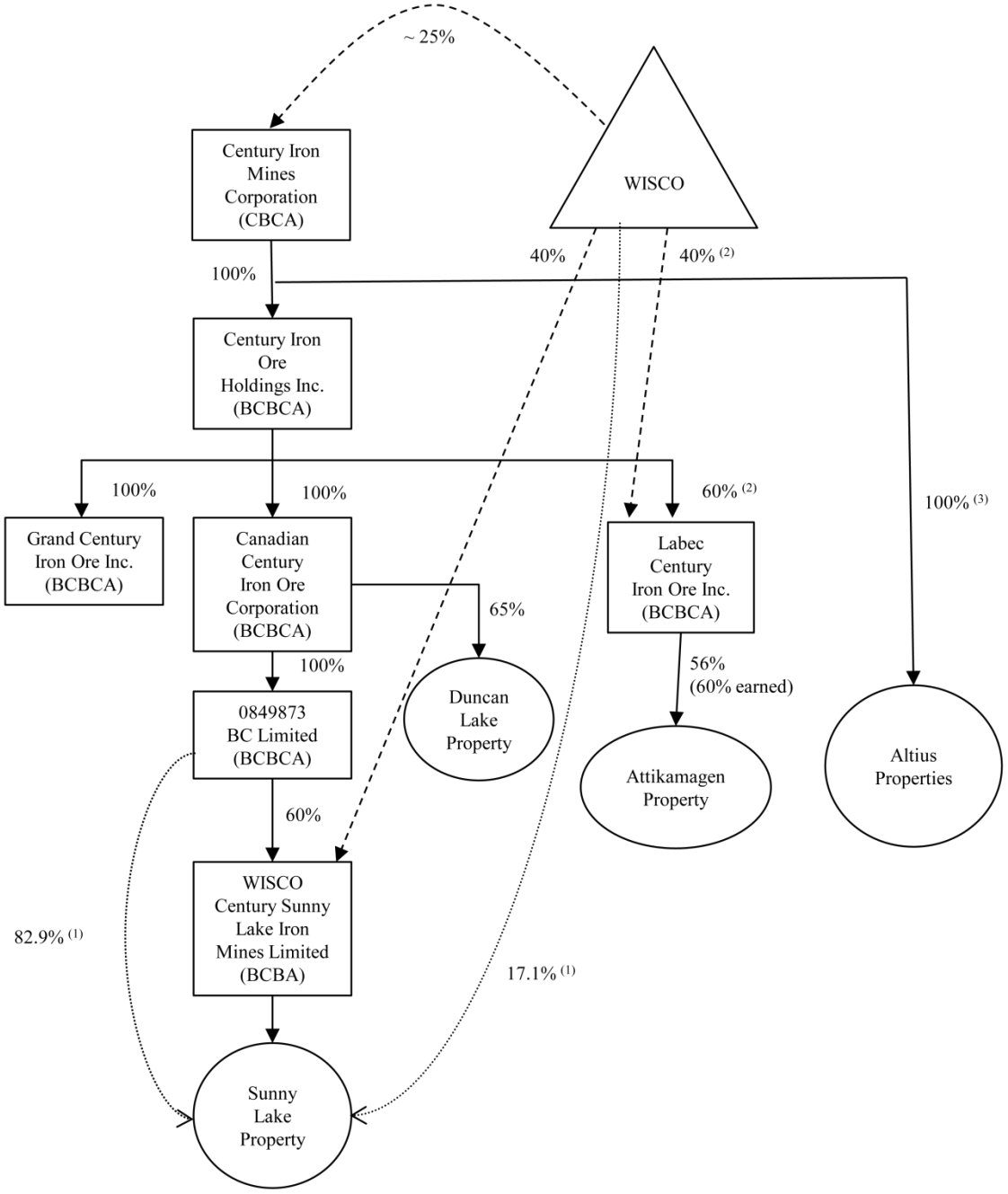
Century Iron owns its mineral properties and conducts mineral exploration activities on its Altius Properties itself, and otherwise through its direct and indirect wholly-owned subsidiaries.

- Century Holdings, a holding company
- Grand Century, a holding company
- Canadian Century, a holding company and the owner of the Company's 65% interest in its Duncan Lake Property
- 0849873, the owner of the Company's interest in the Sunny Lake Joint Venture and a 60% interest in the Sunny Lake Operator which is the registered owner of a 100% interest in Sunny Lake Property.

Century Holdings is also the majority shareholder of Labec Century, a joint venture company owned by Century Holdings and WISCO Attikamagen which holds a 56% registered interest in the Attikamagen Property and has funded sufficient expenditures to increase its interest in the Attikamagen Property to 60%.

Each of Century Holdings, Grand Century, Canadian Century, Labec Century, 0849873 and the Sunny Lake Operator are incorporated under the BCBCA. The chart below describes the inter-corporate relationships among the Company, its subsidiaries and the Company's principal properties.

The head and registered office of the Company is located at Suite 1301, 200 University Avenue, Toronto, Ontario, Canada M5H 3C6, telephone (416) 977-3188, facsimile (416) 977-8002. The Company's website address is www.centuryiron.com.



(1) *Title to the Sunny Lake Property is held by WISCO Century Sunny Lake Iron Mines Limited as trustee for 0849873 and WISCO Sunny Lake in accordance with their interests in the Sunny Lake Joint Venture, which as of the date of this AIF are held by 0849873 as to an 82.9% interest and WISCO Sunny Lake as to a 17.1% interest. For further information, please see the discussion in this AIF under "Properties – Sunny Lake Property - The Sunny Lake JV Agreement".*

(2) *WISCO Attikamagen has agreed to acquire a 40% interest in Labec Century. As of the date of this AIF, WISCO Attikamagen owns 40% of the voting non-equity shares and 25% of the non-voting equity shares of Labec Century. For further information, please see the discussion in this AIF under "Properties – Attikamagen Property - The WISCO Attikamagen Shareholders Agreement".*

(3) *Century Iron retains a 20% interest in a substantial portion of the Astray property that is included in the Altius Properties.*

GENERAL DEVELOPMENT OF CENTURY IRON'S BUSINESS

Century Iron is an iron exploration and development company based in Toronto, Canada. Century Iron has iron properties in the Labrador Trough, a region that spans northeastern Québec and western Labrador (in Newfoundland and Labrador), as well as in the James Bay region of northwestern Québec.

Current Properties and Property Developments

Century Iron's corporate vision is to become one of the major iron producing companies in Canada, and Century Iron is pursuing this goal through the exploration and planned development of its mineral properties. Through the Company's strategic partners, WISCO and China Minmetals, both of which are major Chinese state-owned enterprises, the Company believes it is well-positioned to achieve this goal.

Century Iron has interests in the following properties in Québec and in Newfoundland and Labrador:

(1) the Attikamagen Property, in which Labec Century has a 56% registered interest and has funded exploration expenditures sufficient to hold a 60% interest pursuant to the Attikamagen Joint Venture Agreement;

(2) the Sunny Lake Property, which is subject to the Sunny Lake Joint Venture under the Sunny Lake JV Agreement;

(3) the Duncan Lake Property, in which Canadian Century has a 65% interest under the Duncan Lake Joint Venture Agreement; and

(4) the Altius Properties, in which the Company has a 100% interest, except that Century Iron has sold an 80% interest in a substantial portion of the Astray property, which is included in the Altius Properties, and has retained a 20% interest in that same portion of that property.

The Duncan Lake Property, Attikamagen Property and Sunny Lake Property are all subject to joint venture agreements with WISCO, and the Duncan Lake Property is subject to an off-take arrangement with China Minmetals. See the discussion under "*Properties*" below for a discussion of the terms of these arrangements.

During the fiscal year ended March 31, 2013, Century Iron's most significant achievements were the completion of preliminary economic assessment reports on the Joyce Lake Property (dated May 8, 2013) and Duncan Lake Property (dated May 6, 2013). In addition, during the same period mineral resource evaluation reports were prepared on the Joyce Lake Property and Hayot Lake Property, located on Century Iron's Attikamagen Property, and Full Moon Deposit, located on the Company's Sunny Lake Property. These reports and the exploration work and results underlying them have helped to solidify the Company's position as one of the largest holders of mineral resource claims over identified and potential iron deposits in Canada.

Considered from the perspective of the types of iron mineralization found, Century Iron's properties host iron mineralization that can be characterized as follows.

- **Direct Shipping Ore:** The Joyce Lake Property, which is included within the larger Attikamagen Property and the Lac Le Fer Property, which is included in its Sunny Lake property, hosts mineralization that is favourable to the production of Direct Shipping Ore. The Joyce Lake Property is the most advanced of Century Iron's Direct Shipping Ore

projects, as the Company received a preliminary economic assessment report dated May 8, 2013 on this property. For further information, see "*Properties*", as well as Schedules B-1 and B-2.

- **Magnetite:** The Duncan Lake Property in the James Bay region hosts a deposit of magnetite. A preliminary economic assessment with an issue date of May 6, 2013 (and an effective date of March 22, 2013) was completed on this property. For further information, see "*Properties*", as well as Schedule B-6.
- **Taconite:** Century Iron holds two properties that host taconite deposits. The first, most often referred to as the Full Moon Deposit but sometimes as the Rainy Lake deposit or property, is included as part of the Sunny Lake Property. (For further information, see "*Properties*", as well as Schedules B-4 and B-5.) The second is located near Hayot Lake and is included within the larger Attikamagen Property. (For further information, see "*Properties*", as well as Schedules B-1 and B-3.)

In addition, Century Iron also holds four properties that it acquired in 2012 and refers to as the Altius Properties, namely the Astray, Grenville, Menihek & Schefferville properties. Currently, these properties are not material to the Company. The Company sold an 80% interest in a substantial portion of the Astray property to Northern Star Minerals Ltd., and has retained a 20% interest in that property.

Initial Organization

The Company was incorporated on July 10, 2007 under the name "Red Rock Capital Corp." On May 18, 2011, it completed a "Qualifying Transaction" in accordance with the policies of the TSXV and ceased being a capital pool company. The Qualifying Transaction involved:

- the acquisition (the "**Acquisition**") of Century Holdings, a private company incorporated under the provisions of the BCBCA with an indirect interest in the Duncan Lake Property, Sunny Lake Property and Attikamagen Property, by way of an amalgamation (the "**Amalgamation**") between Century Iron Holdings and Red Rock Acquisition Corp. (the "**Red Rock AcquisitionCo**"), a wholly-owned subsidiary of the Company incorporated under the provisions of the BCBCA for the purpose of completing the Acquisition, such Acquisition having been completed pursuant to the terms of an acquisition agreement (the "**Acquisition** Agreement") among Century Iron, Century Holdings, Red Rock AcquisitionCo and Century Iron Ore Corporation ("**Century NL**"), formerly the sole shareholder of Century Holdings;
- a 1:10 common share consolidation;
- the change of the Company's name to "Century Iron Mines Corporation";
- a $60.9 million investment by WISCO for 24.99% of the common shares of the Company. See "*General Development of Century Iron's Business – The WISCO Investment*";
- a $12.2 million investment by Minmetals, an affiliate of China Minmetals, for 5% of the common shares of the Company. See "*General Development of Century Iron's Business – The Minmetals Investment*"; and
- concurrent private placements raising gross proceeds of approximately $43 million.

Upon completion of the Amalgamation, the amalgamated company, named "Century Iron Ore Holdings Inc.", became a wholly-owned subsidiary of the Company and the primary assets of Century Holdings became the primary assets of the Company.

Following completion of the Qualifying Transaction, the Company commenced trading on the TSXV as a Tier 1 Mining Issuer under the symbol "FER" and in September 2011, the Company delisted from the TSXV and graduated to the TSX under the same symbol. The Company is a reporting issuer in the provinces of British Columbia, Alberta and Ontario.

Corporate Organization of Century Holdings

Century Holdings was incorporated on September 22, 2010 as a wholly-owned subsidiary of Century NL. Prior to the completion of the corporate organization of Century Holdings, each of Canadian Century, Grand Century and Labec Century were wholly-owned subsidiaries of Century NL.

Century Holdings acquired direct ownership of Grand Century, Canadian Century and Labec Century and indirect ownership of 0849873 from Century NL pursuant to the Share Transfer Agreement.

On February 17, 2011 the Company entered into the Acquisition Agreement pursuant to which it agreed to complete the Acquisition as its Qualifying Transaction. On May 16, 2011, pursuant to the terms of the Acquisition Agreement, Century Holdings and Red Rock AcquisitionCo entered into an amalgamation agreement (the "**Amalgamation Agreement**"). Pursuant to that the Acquisition Agreement, all of the outstanding common shares of Century Holdings were cancelled and exchanged for shares of the Company on the basis of 0.857375 shares of the Company (the "**Exchange Ratio**") for each common share of Century Holdings issued and outstanding immediately prior to the exchange. Outstanding warrants to purchase common shares of Century Holdings were similarly cancelled and exchanged. The Amalgamation was completed on May 18, 2012, with Century Holdings becoming a wholly owned subsidiary of the Company.

The WISCO Investment

WISCO Framework Agreement

On January 13, 2011, Century Holdings entered into the WISCO Framework Agreement with WISCO. This agreement sets out a strategic relationship between Century Holdings and WISCO involving:

- the WISCO Private Placement, being the equity investment in the Company by WISCO that led to WISCO's acquisition of 23,197,768 common shares of the Company, which currently amounts to approximately 25% of the outstanding common shares of the Company;

- the execution of joint venture agreements with WISCO for each of the Duncan Lake Property, Attikamagen Property and Sunny Lake Property; and

- the execution of iron ore off-take agreements in favour of WISCO for the above three properties.

Century Holdings entered into the WISCO JV Framework Agreement on February 18, 2011. This agreement sets forth certain principal agreements of Century Holdings and WISCO regarding the joint

venture for the Duncan Lake Property, Attikamagen Property and Sunny Lake Property, as originally contemplated under the WISCO Framework Agreement.

WISCO Private Placement

The WISCO Private Placement was completed pursuant to the WISCO Subscription Agreement. The WISCO Private Placement was completed immediately following the Amalgamation and as part of the Qualifying Transaction. WISCO subscribed for and purchased from the Company an aggregate of 23,197,768 common shares of the Company for an aggregate gross purchase price of $60,877,653 that resulted in WISCO owning 24.99% of the common shares of the Company on a non-diluted basis upon completion of the Qualifying Transaction.

WISCO Investment Agreement

Pursuant to the WISCO Subscription Agreement, the Company and WISCO entered into the WISCO Investment Agreement, the terms of which include the following provisions:

- Provided that WISCO owns 10% or more of the common shares of the Company on a non-diluted basis, WISCO has the right to designate, after consultation with the Company, individuals to be nominated to the board of directors at each meeting of shareholders of the Company at which directors are to be elected (the "**WISCO Nominees**"). The number of WISCO Nominees will be determined from time to time based on (a) the percentage of the common shares of the Company held by WISCO, and (b) the number of directors comprising the board of directors of the Company from time to time, with the product rounded down to the nearest whole number of directors. If the number of common shares of the Company owned by WISCO falls below 10% for a period of ten continuous calendar days, then the right of WISCO to designate WISCO Nominees under the WISCO Investment Agreement will terminate and be of no further force and effect. WISCO currently has the right to appoint two WISCO Nominees to the board of directors of the Company pursuant to the terms of the WISCO Investment Agreement.
- Provided that WISCO owns 10% of more of the common shares of the Company on a non-diluted basis, WISCO has the right to maintain its percentage of common shares of the Company in the event that the Company completes a cash offering of equity securities. The pre-emptive right does not apply in respect of certain issuances including any equity securities issued on the exercise of a conversion, exchange or purchase right attached to a security issued prior to the date of the WISCO Investment Agreement and convertible into common shares, or in respect of shares issued by the Company under any of its share incentive plans or equity securities issued as commission or finders' fees.
- The common shares of the Company issued to WISCO were subject to an 18 month lock-up that has now expired.
- Century Iron's activities on its material properties are subject to certain operational covenants in favour of WISCO.

WISCO Shareholders Agreement

As a condition to the closing of WISCO's investment under the WISCO Subscription Agreement, WISCO entered into the WISCO Shareholders Agreement with Century NL and the principals of Century Iron (the "**Century Principals**") effective as of May 18, 2011. The WISCO Shareholders Agreement includes the following material provisions:

- Century NL and the Century Principals (subject to their fiduciary duties) agreed to vote their common shares of the Company to give effect to the rights granted to WISCO under the WISCO Shareholders Agreement and under the WISCO Investment Agreement, including the election of nominees to the board of directors of the Company selected by WISCO as previously described;
- Century NL and WISCO agreed to consult each other on various fundamental issues pertaining to the Company, including but not limited to those matters requiring or involving approval of the shareholders of the Company;
- Century NL and the Century Principals agreed to restrictions on transfer with respect to their common shares of the Company and, with respect to the Century Principals, their ownership of Century NL, those restrictions applying for an initial three-year lock-up period (the "**Initial Lock-Up Period**"). After expiry of the Initial Lock-Up Period, there will be a staggered release from the lock-up agreements based on achievement of certain milestones, including completion of a bankable feasibility study on any of the projects and commencement of construction on any of the projects, with all shares to be released from the lock-up agreements upon the completion of construction of a mine on any of the Properties. The lock-up agreements are subject to certain limited exceptions, including transfers among Century NL and the Century Principals and certain of their respective affiliates;
- WISCO, Century NL and the Century Principals agreed to mutual rights of first refusal that will apply until the ownership interest in the Company of the Century Principals is less than 20% and will apply with respect to WISCO until its ownership interest in the Company is less than 15%; and
- the covenant between Century NL, the Century Principals and WISCO not to perform any act or enter into any transaction or negotiation which might materially adversely interfere or be materially inconsistent with the consummation of the transactions contemplated in the WISCO Shareholders Agreement, the WISCO Subscription Agreement, the WISCO Investment Agreement, or the WISCO Framework Agreement, or which might materially adversely interfere with or impact upon the negotiation and/or execution of the Company's joint venture agreements with WISCO for each of the Duncan Lake Property, Attikamagen Property and Sunny Lake Property.

WISCO Joint Venture Agreements

On August 30, 2011, the Company entered into the Interim Joint Venture Agreement with WISCO to govern the joint ventures between the Company and WISCO for the exploration and development of the Duncan Lake Property, Attikamagen Property and Sunny Lake Property. The Interim Joint Venture Agreement contemplates the formation of separate joint ventures for each of the Duncan Lake, Attikamagen and Sunny Lake properties.

On December 19, 2011, the Company and WISCO executed the definitive joint venture agreements and shareholders agreements that govern the joint ventures to be formed between the Company and WISCO for the exploration and development of the Attikamagen Property and Sunny Lake Property. See "*Properties – Attikamagen Property*" and "*Properties – Sunny Lake Property*" below for a summary of the material terms of these joint venture agreements.

On September 26, 2012, the Company and WISCO completed the formation of their joint venture for the Attikamagen Property, which includes the Joyce Lake Property, pursuant to the Attikamagen Shareholders Agreement. See the discussion below under "*Properties – Attikamagen Property – The Attikamagen Shareholders Agreement*".

On November 29, 2012, the Company and WISCO completed the formation of the Sunny Lake Joint Venture pursuant to the Sunny Lake JV Agreement. See the discussion below under "*Properties – Sunny Lake Property – The Sunny Lake JV Agreement*".

The Minmetals Investment

Minmetals Framework Agreement

On February 21, 2011, Century Holdings entered into the Minmetals Framework Agreement. This agreement sets out a strategic relationship between Century Holdings and China Minmetals involving:

- a 5% (non-diluted) equity investment in the Company by Minmetals, an affiliate of China Minmetals (the "**Minmetals Private Placement**"), and

- the execution of iron ore off-take agreements in favour of Minmetals in respect of iron ore production from the Duncan Lake Property.

The Minmetals Private Placement was completed immediately following the Amalgamation and as part of the Qualifying Transaction. Minmetals subscribed for and purchased from the Company an aggregate of 4,641,410 common shares of the Company for an aggregate gross purchase price of $12,180,403 that resulted in Minmetals owning 5.0% of the common shares of the Company on a non-diluted basis upon completion of the Qualifying Transaction.

Minmetals Off-take Agreement

Pursuant to the terms of the Minmetals Private Placement, the Company, Century Holdings and Minmetals agreed to, upon completion of the Minmetals Private Placement and at least 180 days prior to the anticipated date of commencement of commercial production, negotiate in good faith and use commercially reasonable efforts to enter into the Minmetals Off-take Agreement in favour of Minmetals in respect of iron ore produced from the Duncan Lake Property. The Minmetals Off-take Agreement is described further under "*Properties – Duncan Lake Property*."

Acquisition of the Altius Properties

On September 19, 2011, the Company and Altius entered into the Altius Agreement pursuant to which the Company agreed to acquire from Altius the right, title and 100% interest in the Altius Properties, which are four early-stage iron ore properties located in the Labrador Trough region of western Labrador (the Astray, Grenville, Menihek and Schefferville properties). As part of the transaction, the Company and Altius entered into a royalty agreement pursuant to which the Company granted and will pay to Altius a 1% to 4% sliding scale gross sales royalty in respect of iron ore produced from the Altius Properties. The Company obtained full title to these properties on November 22, 2011.

X-Star Agreement

On November 30, 2012, the Company entered into the X-Star Agreement with X-Star and Northern Star, whereby the Company agreed to transfer its rights to acquire 85.25% of the Astray property (which is part of the Altius Properties) and the property's associated obligations to Northern Star, in exchange for a 20% equity interest in, and 1,500,000 non-voting redeemable preference shares of, Northern Star, plus $5 million of funding from X-Star on the Astray property. On the same date, Century Iron signed a "First Amendment – Assignment Agreement" with Northern Star amending the provisions

of the Altius Agreement to provide for an option to replace the remaining 750,000 common shares of the Company issuable to Altius for the acquisition of the Astray property, and up to a maximum of 8 million "bonus" shares for the property, with common shares issuable by Northern Star as adjusted by certain equivalence formulae stipulated in an assignment agreement.

On December 17, 2012, Northern Star redeemed 500,000 of the non-voting redeemable preference shares from the Company at a price of $500,000 pursuant to the X-Star Agreement. The remaining 1,000,000 preference shares are redeemable by Northern Star upon satisfaction of certain conditions specified in the X-Star Agreement. The redemption value of the remaining preference shares will be calculated as the sum of 85.25% of the fair market value of the Company's shares issued to Altius for the acquisition of the Astray property and the actual exploration expenditure incurred before November 30, 2012 by the Company on the portion of the Astray project transferred to Northern Star, less the $500,000 deposit already received.

The title to the affected portion of the Astray property was transferred by Century Iron in February 2013.

PIHL Off-take Agreement

Century Holdings has entered into the PIHL Off-take Agreement with Prosperity Macao, a subsidiary of Prosperity Minerals. Prosperity Minerals is listed on the London AIM Exchange and is itself controlled by PIHL, a company listed on the Hong Kong Stock Exchange. Prosperity Minerals and Century Holdings share common significant shareholders. As such, the PIHL Off-take Agreement constitutes a connected party transaction under the listing rules of the London AIM Exchange and Hong Kong Stock Exchange, and is subject to compliance with such rules.

The PIHL Off-take Agreement relates to the Duncan Lake, Attikamagen and Sunny Lake Properties. Subject to certain conditions, the PIHL Off-take Agreement provides for the potential supply of one million metric tonnes of iron ore over a three year period commencing 2011. There can be no assurance that commercial production of iron ore from the properties will be achieved within this off-take period. Under the PIHL Off-take Agreement, the consignment of iron ore is anticipated to be purchased at the prevailing market price in the region, and the Prosperity Macao agreed to make a prepayment of US$10 million to Century Holdings to secure such potential supply of iron ore. The potential annual off-take to be allocated to the purchaser, at the regional market price, will be capped at 50% of the remaining annual iron ore produced after Century Holdings has satisfied its supply obligations to WISCO and Minmetals. Century Holdings is entitled to drawdown the US$10 million prepayment at any time on or after two business days following the date of the PIHL Off-take Agreement. Century Holdings drew down an initial amount of US$8 million account of the US$10 million prepayment in 2011 and repaid this amount to Prosperity Macao in 2012. Concurrent with the repayment, Prosperity Macao confirmed that Century Holdings remains entitled to draw-down against the Prepayment as originally contemplated in the PIHL Off-take Agreement.

PROPERTIES

General Overview

The Company has direct or indirect interests in four properties on which it conducts exploration activities. Three of these properties are currently material to the Company, namely the Attikamagen Property and the Sunny Lake Property, both of which are located in the area of North-eastern Québec and Western Labrador known as the "Labrador Trough", and the Duncan Lake Property, which is located in North-western Québec in the area of James Bay. The fourth property, which the Company refers to as the

Altius Properties is also located in the Labrador Trough and is described below under Altius Properties. It is presently not considered material to the Company.

As previously discussed in this AIF, during the fiscal year ended March 31, 2013, Century Iron's received preliminary economic assessment reports on the Joyce Lake Property (dated May 8, 2013), which is located within the Attikamagen Property, and Duncan Lake Property (dated May 6, 2013). In addition, during the same period mineral resource evaluation reports were prepared on the Full Moon Deposit, located on the Company's Sunny Lake Property, and the Hayot Lake Property, located on Century Iron's Attikamagen Property. The summaries of these reports (including the principal findings of the reports) are reproduced in Schedule B-2, B-3, B-5 and B-6 of this AIF.

LABRADOR TROUGH: Attikamagen & Sunny Lake

Attikamagen Property

The Attikamagen Property is an exploration property located approximately 20 kilometres northeast of Schefferville, Québec. The property is comprised of approximately 1,022 mineral exploration claims covering approximately 34,348 hectares in the Labrador Trough region of Québec and Newfoundland and Labrador. It contains two areas on which the Company has recently focused its exploration activities, one DSO project near Joyce Lake (this project includes areas near Jennie Lake and Lac Sans Chef) and a second taconite project at Hayot Lake.

Joyce Lake Property

As previously noted, one of Century Iron's significant achievements in the fiscal year ended March 31, 2013 was the completion of the Joyce Lake PEA and the Joyce Lake Report.

The Joyce Lake PEA is based on production of 1 Mtpy for the first year and 2 Mtpy of product for the remaining years (35% of lump and 65% sinter fines). The mining activities will be year-round, but mineralized rock will be hauled across Iron Arm Bay of Lake Attikamagen by an ice bridge during winter. The mineralized rock will be sized using crushing and screening equipment (dry process). The lump and sinter fines will be hauled by truck 28 kilometres to a new rail loop. The two products will be loaded by wheeled loader into rail cars. The project envisaged is a mix of local and fly-in/fly-out operations, with camps near the crushing and screening plant.

For further details regarding the results and recommendations of the Joyce Lake PEA and the Joyce Lake Report, please consider the Summary of the Joyce Lake PEA as reproduced in Schedule B-2 of this AIF, or the full Joyce Lake PEA and Joyce Lake Report which are both filed under the Company's profile at www.sedar.com.

Hayot Lake Property

In the fall of 2010, the Company retained SRK Consulting (Canada) Inc. to prepare the Attikamagen Report, which was completed and filed on SEDAR on May 11, 2011. This report is also available on our website at www.centuryiron.com. As previously discussed, on November 12, 2012, Century Iron received the Hayot Lake Report. The report was prepared by SRK Consulting (Canada) Inc.

The Hayot Lake iron deposit is a large taconite iron deposit hosted in folded banded iron formations of the Proterozoic Sokoman Formation.

Since 2008, geological mapping, sampling and exploratory drilling were carried out on the property, which proved that the property has potential to host a large open pit taconite type deposit and local high grade DSO deposits in several targets. In 2010, 14 core boreholes (1,182 m) were drilled on four targets. Three potential DSO targets were tested at the Jennie Lake, Joyce Lake and Lac Sans Chef areas and one taconite target was tested in the Hayot Lake area. All targets were selected based on geological and geophysical data. During the 2011 drilling program, 41 diamond drill holes were completed at the Hayot Lake Property, for a total of approximately 5,700 metres. 1,200 samples were sent to Activation Laboratories Ltd. for analysis. These drillings corroborated results of 2010 drilling and proved that the presence of a large taconite iron target.

For further details regarding the results and recommendations of the Hayot Lake Report, please consider the Executive Summary of that report as reproduced in Schedule B-3 of this AIF, or the full Hayot Lake PEA as filed under the Company's profile at www.sedar.com.

Agreements Relating to Century Iron's Ownership of the Attikamagen Property

The Attikamagen Property is the subject of the Attikamagen Joint Venture formed pursuant to the Attikamagen Joint Venture Agreement. Further to the Attikamagen Joint Venture Agreement, Labec Century currently is the owner of a 56% interest in the Attikamagen Property and has undertaken the exploration expenditures required to increase its ownership interest to 60% of the Attikamagen Property, as discussed further below.

Labec Century is a joint venture company that is indirectly majority owned by Century Iron. The outstanding shares of Labec Century are currently owned by Century Holdings and WISCO Attikamagen. WISCO Attikamagen is a wholly owned subsidiary of WISCO. The ownership and management of Labec Century is governed by the Attikamagen Shareholders Agreement. The Attikamagen Shareholders Agreement contemplates an aggregate investment of $40 million by WISCO into Labec Century in consideration for a 40% equity interest in Labec Century. WISCO Attikamagen completed its initial $20 million investment into Labec Century on September 26, 2012 and is the owner of 40% of the outstanding voting non-equity shares of Labec Century and 25% of the equity common share of Labec Century as of the date of this AIF. Representatives of WISCO have been appointed to the board of directors and the management team of Labec Century.

The following is a summary of the material terms of:

- the Attikamagen Joint Venture Agreement, and
- the Attikamagen Shareholders Agreement

Schedules B-1 provides a description of the Attikamagen Property from a geological perspective, as well as a description of the exploration activities which Labec Century intends to carry out on that property.

The Attikamagen Joint Venture Agreement

The following is a summary of the material terms of the Attikamagen Joint Venture Agreement.

Interests

Pursuant to the terms of the Attikamagen Joint Venture Agreement, Labec Century may earn up to a 60% interest in the Attikamagen Property by expending up to $13 million in exploration and development work expenditures on the property over a six year period as follows:

- by funding $7.5 million in aggregate exploration and development expenditures on or before March 26, 2012 to earn an initial undivided 51% beneficial interest in the property, Labec Century has satisfied the funding commitment of $7.5 million on the Attikamagen Property and has earned a 51% interest in the Attikamagen Property;
- upon Labec Century earning an initial 51% interest in the property, by funding a further $2.5 million in exploration and development expenditures on or before March 26, 2013 to earn an additional undivided 5% beneficial interest in the property for total undivided 56% beneficial interest in the property. Labec Century has completed its additional expenditure of $2.5 million on the Attikamagen Property and has earned the additional 5% interest in order to increase its interest to 56%; and
- upon Labec Century earning a 56% interest in the property, by funding an additional $3.0 million in exploration and development costs on or before March 26, 2014 to earn an additional undivided 4% beneficial interest in the property for a total undivided beneficial interest of 60% in the Attikamagen Property.

In February and June 2012, Champion delivered to Labec Century transfers conveying legal title to a 51% interest and an additional 5% interest, respectively, for a total 56% interest, in the Attikamagen Property. These transfers have been registered and reflected Labec Century as the legal owner of the 56% interest in the Attikamagen Property.

In 2012, Labec Century completed the exploration expenditures required to increase its ownership in this property to 60%, Labec Century has notified Champion of its entitlement under Attikamagen Joint Venture Agreement to increase its ownership interest to 60% of the Attikamagen Property.

Attikamagen Joint Venture

Upon acquiring a 51% interest in the property in accordance with the terms of the Attikamagen Joint Venture Agreement, Labec Century and Champion formed the Attikamagen Joint Venture for the purposes of conducting exploration on the Attikamagen Property and if warranted, engaging in development and mining on the property.

Manager

Pursuant to the Attikamagen Joint Venture Agreement, Labec Century will be the manager of the Attikamagen Joint Venture with overall management responsibility for operations so long as its interest in the Attikamagen Property is greater than 50%. Labec Century, in its capacity as manager of the Attikamagen Joint Venture, is at all times subject to the direction of the management committee. The duties of the manager include managing, directing and controlling operations, preparing and presenting to the management committee proposed programs and budgets, and implementing the decisions of the management committee.

Management Committee

Under the terms of the Attikamagen Joint Venture Agreement, the parties agreed to form a management committee comprised of:

- if Labec Century has an interest of less than 51% interest, four representatives, two of whom will be appointed by Labec Century and two by Champion, provided that in the

event of a tie on any vote put to the committee, the appointees of Champion will be entitled to the deciding vote.

- if Labec Century has an interest of at least 51% but does not have at least 60%, four representatives, two of whom will be appointed by Labec Century and two of whom will be appointed by Champion, provided that in the event of a tie on any vote put to the committee, the appointees of Labec Century will be entitled to the deciding vote; and
- if Labec Century has at least a 60% interest in the property, five representatives, three of whom will be appointed by Labec Century and two of whom will be appointed by Champion.

Currently, the management committee of the Attikamagen Venture is comprised of representatives of Labec Century and of Champion.

Exploration Committee

Pursuant to the terms of the Attikamagen Joint Venture Agreement, the parties have formed an exploration committee comprised of four members, two of whom are representatives of Labec Century and two of whom are representatives of Champion. Decisions of the exploration committee require majority approval of the votes of the committee. In the event of a tie on any vote of the exploration committee, the representatives of Labec Century have a deciding vote. The exploration committee is responsible for the design of the exploration program to be carried out by Labec Century as the manager of the program.

Programs and Budgets

Under the terms of the Attikamagen Joint Venture Agreement, proposed programs and budgets for the Attikamagen Property are prepared by the manager of the joint venture and are considered and voted on by the management committee at the annual meeting of the management committee. Once the initial $13.0 million exploration funding provided by Labec Century has been spent in its entirety on exploration expenditures, funding for approved programs and budgets will be contributed by the parties in accordance with each party's respective interest in the joint venture by way of advances to the manager on a pro rata basis. To the extent that a party determines not to advance funds required for the funding on an approved program and budget, the other party will have the right to advance funds and dilute the non-participating party accordingly.

Voluntary Reduction in Participation – Dilution

Pursuant to the Attikamagen Joint Venture Agreement, a party may elect to limit contributions to an adopted program and budget and, in such case, the other party may elect to proceed with, and assume the costs of, such adopted program and budget. In such case, the interest of the party electing to limit its contributions will be diluted in accordance with the dilution formula set forth in the Attikamagen Joint Venture Agreement. Recalculation of the parties' interest will be made in accordance with the formula to reflect actual contributions made by the parties in respect of an adopted program or budget.

Budget Overruns

In accordance with the terms of the Attikamagen Joint Venture Agreement, the manager will immediately notify the management committee of material departure from an adopted program and budget and the manager will be solely responsible for budget overruns of 20% unless the overrun was directly caused by an emergency or authorized or ratified by the management committee.

Default in Making Contributions

Under the terms of the Attikamagen Joint Venture Agreement, if a party elects to contribute to an approved program and budget and subsequently defaults in making a contribution to such program, the non-defaulting party may advance the defaulted portion of the contribution of the defaulting party and treat the advance, together with an accrued interest thereon, as a demand loan, failure of which to repay will be a default of the loan. In addition, if a party defaults in making a contribution to an approved program or a cash call under the terms of the Attikamagen Joint Venture Agreement, the interest of the parties shall be recalculated in accordance with the terms of the Attikamagen Joint Venture Agreement.

Elimination of Minority Interest

Pursuant to the terms of the Attikamagen Joint Venture Agreement, if at any time after having earned an initial 51% interest in the Attikamagen Property, a party's interest is reduced to less than 10%, that party will be deemed to have withdrawn from the joint venture, its interest will be converted into an iron ore royalty calculated in accordance with the terms of the Attikamagen Joint Venture Agreement, and the relinquished interest will be deemed to have accrued automatically to the other party.

Disposition of Production

Labec Century and Champion are each entitled to take in kind or separately dispose of production from the property directly in accordance with their respective interests in the joint venture. If a party fails to take its share of such product in kind, the manager may sell such share on behalf of the party at a price no less than the prevailing market price for up to one year.

Off-take Agreements

Having earned an initial 51% interest, Labec Century is entitled to enter into off-take agreements in respect of any product extracted from the Attikamagen Property, on commercially reasonable terms with Champion so long as Labec Century has an interest in excess of 50% in the property. If the selling price of any such products negotiated by Labec Century is less than the fair market price at the time of sale by more than 2%, Champion will have the option to enter into a contract to sell its proportionate share of such product in whole or in part for a duration of up to one year.

Return of Investment

Upon the commencement of commercial production on the Attikamagen Property, 50% of the net cash flow available for distribution will be paid to Labec Century on a priority repayment basis and the remaining 50% of the net cash flow available for distribution shall be paid to the parties in accordance with their respective participating interests in the Attikamagen Property. After payment of the priority repayments, all net cash flow available for distribution shall be paid to the parties in accordance with their respective participating interests in the Attikamagen Property.

Upon any bona fide sale of the Attikamagen Property or any significant part thereof to an arm's length third party, 50% of the proceeds of sale shall paid to Labec Century on a priority repayment basis and the remaining 50% of the net cash flow available for distribution shall be paid to the parties in accordance with their respective participating interests in the Attikamagen Property. After payment of the priority repayments, all net cash flow available for distribution shall be paid to the parties in accordance with their respective participating interests in the Attikamagen Property.

Royalties

Three of the mineral licenses pertaining to the Attikamagen Property are subject to a production royalty agreement dated July 20, 2007 and amended February 15, 2008 between Champion and 3099869 Nova Scotia Ltd. pursuant to which 3099369 Nova Scotia Ltd. is entitled to a royalty in the amount of $1.50 per tonne of iron content in any iron ore mined and processed from the applicable properties. Under the terms of the agreement, Champion has the right and option to purchase this royalty at any time during the term of the agreement for a cost of $2.5 million. The agreement will continue as long as iron ore of economic value exists on the applicable properties.

Abandonment and Surrender of Property

The Attikamagen Management Committee may authorize the manager to surrender or abandon some or all of the properties held in the joint venture. If either Labec Century or Champion objects to the abandonment, the party that desires to abandon the properties shall assign to the objecting party all of the surrendering party's interest in the property.

Withdrawal and Termination

Labec Century and Champion remain liable for any outstanding obligations relating to budgets approved by the Attikamagen Management Committee and other continuing obligations after termination of the joint venture in accordance with each party's respective interest in the Attikamagen Joint Venture if the obligation arose out of operations during the term of the Attikamagen Joint Venture Agreement.

Right of First Refusal

If either party receives a bona fide offer from an arm's length third party to acquire that party's interest in the Attikamagen Property that it is willing to accept, such party must first offer to sell such interest to the other party according to the Attikamagen Joint Venture Agreement on the same terms and conditions set out in the offer. The other party will have a period of 45 days to accept such offer and a further 30 days to close the transaction contemplated by the offer, failing which the party that originally received the offer will have the right for a period of 60 days to accept and close on the transaction contemplated by the offer provided, however, that such party (if it owns 50% or more of the property) shall have a "drag along" right and the other party (if it owns 50% or less of the property) shall have a "tag along" right.

The WISCO Attikamagen Shareholders Agreement

On September 26, 2012, Century Iron and WISCO completed the formation of their joint venture for the Attikamagen Property pursuant to the Attikamagen Shareholders Agreement. The formation of the joint venture was completed as a reorganization of Labec Century in accordance with the Attikamagen Shareholders Agreement and involved the following transactions:

- prior to and as part of the recapitalization, Century Holdings converted a portion of the outstanding shareholders loan advanced by Century Holdings to Labec Century into addition common shares of Labec Century, with Century Iron, Century Holdings and Labec Century agreeing on closing that the balance of the outstanding shareholders loan would be subject to audit, as originally contemplated in the Attikamagen Shareholders Agreement;
- the share capital of Labec Century was then restructured to include (i) Class A Shares, (ii) Class B Shares, and (iii) Class C Shares, with each class of shares having the rights and restrictions set forth in the Attikamagen Shareholders Agreement;

- Century Holdings then converted all of its common shares of Labec Century into 60 million Class C non-voting common shares of Labec Century and concurrently subscribed for 60 million Class A Shares for a subscription price of $6,000;
- WISCO Attikamagen purchased 40 million Class A Shares for a subscription price of $4,000;
- WISCO Attikamagen entered into an investment agreement with Labec Century whereby it:
    - purchased 20 million Class B Shares upon completion of the reorganization for a subscription price of $20 million, and
    - agreed to purchase an additional 20 million Class B Shares for an additional subscription price of $20 million to be advanced by September 26, 2013;
- the board of directors was reconstituted to comprise of five directors, three of whom are representatives of the Company and two of whom are representatives of WISCO; and
- the management team of Labec Century was restructured such that the CEO and CFO of Labec Century are nominees of WISCO and the Chairman of Labec Century is a representative of the Company.

As contemplated in the Attikamagen Shareholders Agreement, the amount of the shareholders loan owed to Labec Century to remain outstanding and to be repaid by Labec Century to Century Holdings was subject to audit. Century Iron and WISCO arranged for the completion of the audit following closing and, based on completion of the audit, Century Holdings has agreed with Labec Century that the amount of the shareholders loan to remain outstanding and repaid by Labec Century is $11,429,435. This represents the amount of the agreed upon exploration expenditures directly incurred on the Attikamagen Property, as supported by the audit. The shareholders loan has been repaid by Labec Century using funds contributed by WISCO Attikamagen through its investment into Labec Century.

If WISCO Attikamagen fails to advance the remaining $20 million by September 26, 2013, Labec Century will have the right to buy-back such number of Class A shares and Class B shares at a price of $0.0001 per share that will result in WISCO Attikamagen owning: (i) 25% of the Class A Shares outstanding upon completion of the repurchase, and (ii) 25% of the aggregate of Class B Shares and Class C Shares outstanding upon completion of the repurchase.

Provided that WISCO Attikamagen is not in default of its investment obligations under the Attikamagen Shareholders Agreement, then prior to the completion of its $40 million investment, WISCO Attikamagen will be treated as if it had subscribed for the full 40 million Class B Shares for all purposes under the Attikamagen Shareholders Agreement other than with respect to any entitlement to receive distributions.

Upon completion of the $40 million earn-in by WISCO Attikamagen, Century Holdings will hold 60 million Class A Shares and 40 million Class C Shares and WISCO Attikamagen will hold 40 million Class A Shares and 40 million Class B Shares, which will convert into to Class C shares upon repayment to WISCO Attikamagen of a 50% priority distribution (as set out immediately below).

Additional material terms of the Attikamagen Shareholders Agreement are summarized below. A copy of the Attikamagen Shareholders Agreement is available under the Company's profile at www.sedar.com.

Cash Available for Distribution

Subject to the completion of its $40 million investment, WISCO Attikamagen will be entitled to 50% of the cash available for distribution as payment to WISCO Attikamagen, which will represent repayment of capital equal to 50% of its total investment. Once WISCO Attikamagen has been repaid such priority distribution amount, the shareholders will each be entitled to 50% of the remaining cash available for distribution through the declaration of dividends allocated in accordance with their pro rata interest. Upon liquidation, dissolution or winding-up of Labec Century, WISCO will be entitled to a priority distribution as repayment of its capital in an amount up to 50% of its investment, less any amounts paid as priority distribution from any cash available for distribution, and that the Class B and C shares will share pro rata after payment of any priority distribution to WISCO.

Labec Century Management and Board Composition

The board of directors of Labec Century will be comprised of five members, with the shareholder holding the majority of Class A shares entitled to appoint three members of the board, and the other shareholder entitled to appoint two members. If either shareholder's aggregate holding of Class B shares or Class C shares falls below 25% of such shares then outstanding, then that shareholder will be entitled to appoint one member, and the shareholder holding 75% or more of such shares will be entitled to appoint four members unless the shareholders otherwise agree. If a shareholder holds shares that in the aggregate represent less than 15% of the total issued and outstanding Class B shares and Class C shares, then that shareholder will not be entitled to appoint any directors to the board of Labec Century. The chairman of the board will be nominated by whichever shareholder holds more than 50% of the Class A shares of Labec Century. If neither Labec Century nor WISCO Attikamagen hold more than 50% of the Class A shares then the chairman of the board will be elected by simple majority of the board.

If WISCO Attikamagen owns an aggregate of Class B shares and Class C shares comprising 40% or more of the total issued and outstanding Class B shares and Class C shares, the CEO and the CFO will be a nominee of WISCO Attikamagen. If WISCO Attikamagen owns a number of shares equal to more than 15% but less than 40% of the aggregate outstanding Class B shares and Class C shares, then the CEO will be a nominee of Century Holdings and the CFO or the COO will be a nominee of WISCO Canada.

Matters Requiring Shareholder Approval

Under the terms of the Attikamagen Shareholders Agreement, certain fundamental matters require the affirmative vote of shareholders holding not less than 80% of the Class A common shares of Labec Century. These fundamental matters include, among other things, the following:

- the sale or other disposal or modification or alteration of the Attikamagen Property or other assets of Labec Century, in excess of certain thresholds set out in the Attikamagen Shareholders Agreement;
- any reorganization of Labec Century or winding-up or dissolution of Labec Century;
- the creation of any security interests over any direct or indirect interest of Labec Century;
- the incurrence of indebtedness of Labec Century other than as contemplated in the Attikamagen Shareholders Agreement or under an approved budget;
- amendments to the constating documents of Labec Century;
- the issuance of any shares or other securities of Labec Century;

- any alterations to the capital stock of Labec Century;
- any payment of dividends other than in accordance with the Attikamagen Shareholders Agreement;
- any decision in relation to retention of profits as reserves or for working capital and determination of cash available for distribution, other than as provided in the Attikamagen Shareholders Agreement;
- the redemption, repurchase, repayment or retirement of any outstanding securities of Labec Century, other than as provided in the Attikamagen Shareholders Agreement;
- the pursuit of any business by Labec Century other than in connection with the Attikamagen Property;
- the establishment of any major business policies of Labec Century and material modifications thereto;
- the settlement of any claims against Labec Century involving a payment in excess of $500,000;
- the waiver of any material claims or rights of Labec Century;
- any amendments, waivers, consents, termination or other actions with respect to the Duncan Lake Joint Venture;
- the entering into any amendment, waiver, consent, termination or other action with respect to any material agreement between Labec Century and any other person relating to the assets of Labec Century;
- any agreement between Labec Century and either shareholder or any of their affiliates;
- the approval of any budget or any material amendments thereto in relation to the Attikamagen Joint Venture and the Attikamagen Property, other than as provided in the Attikamagen Shareholders Agreement;
- the annual approval of exploration, development programs or plans (including construction design plans) and any amendments thereto in relation to the Attikamagen Joint Venture or the Attikamagen Property (except non-material amendments thereto);
- any deviation from an approved budget or program where there is a deviation from forecasted expenditures in more than the amount prescribed in the Attikamagen Shareholders Agreement;
- the decision to commission a feasibility report as well as acceptance and approval thereof;
- the acceptance of the audited financing statements of Labec Century and the appointment of auditor;
- the decision to proceed with a program to achieve commercial production on the basis of a feasibility report;
- the decision to start production on a commercial basis with a view to achieving commercial production;
- a decision to conduct mining by a method not substantially in accordance with an approved feasibility report, budget or program;
- the approval of a production plan or any amendments thereto;

- any temporary or permanent suspension or material reduction of operations in a manner not contemplated in an approved budget or program;
- any proposal relation to the tax filings or tax planning structure of Labec Century;
- all matters relating to the expansion or the reduction to the Attikamagen Property in excess of the thresholds set out in the Attikamagen Shareholders Agreement, except in accordance with an approved budget; and
- all matters relating to how the rights or interests of Labec Century under the Attikamagen Joint Venture Agreement in and to the Attikamagen Property and the assets of Labec Century are to be voted or exercised, other than in respect of approved programs and budgets.

Management Committee

The board of directors of Labec Century may appoint Labec Century's representatives to the management committee under the Attikamagen Joint Venture Agreement. If Labec Century is entitled to appoint two representatives to the Attikamagen Management Committee, then one representative will be appointed by the shareholder holding the majority of Class A shares and the other will be appointed by the other shareholder. If Labec Century is entitled to appoint three representatives to the Attikamagen Management Committee, then two representatives will be appointed by the shareholder holding the majority of Class A shares and one will be appointed by the other shareholder. If a shareholder holds less than 15% of the aggregate Class B shares and Class C shares outstanding, then such shareholder will not be entitled to appoint a representative to the Attikamagen Management Committee and the other shareholder will be entitled to appoint all of Labec Century's representatives to the committee.

Exploration Committee

The board of directors of Labec Century will appoint Labec Century's representatives to the Attikamagen Exploration Committee. One of the representatives will be appointed by the shareholder holding the majority of Class A shares and the other will be appointed by the other shareholder. If a shareholder holds less than 15% of the aggregate Class B shares and Class C shares outstanding, then such shareholder will not be entitled to appoint a representative to the Attikamagen Exploration Committee and the other shareholder will be entitled to appoint all of Labec Century's representatives to the committee.

Funding for Approved Programs and Budgets

The shareholders will fund approved programs and budgets in excess of the initial $40 million advanced by WISCO in accordance with their proportionate equity interest in Labec Century by way of further equity investments in Labec Century on a pro rata basis. In the event that a shareholder elects not to advance additional funds for the funding of an approved program and budget, the other shareholder may advance such additional funds and dilute the non-participating shareholder.

The provisions relating to dilution under the Attikamagen Shareholders Agreement for any time after the completion of a bankable feasibility study will apply only when no shareholder holds less than 20% of the total issued and outstanding equity shares of Labec Century. If after completion of the bankable feasibility study and any shareholder's ownership of equity shares is diluted below 20%, the shareholders will discuss and agree on an alternative dilution mechanism. The shareholders will agree that such discussion process will not affect the advancement of any programs or the Attikamagen Property.

Financing of Construction Program

Under the terms of the Attikamagen Shareholders Agreement, WISCO Attikamagen will use commercially reasonable efforts to secure bank or other institutional funding financing commitment in order to provide debt financing of up to 70% of the Labec Century's share of total costs of a proposed construction program. The construction program will only proceed if Labec Century obtains (i) a fully-funded bank financing commitment for 70% of its share of total program costs, or (ii) a partially-funded bank financing commitment together with participant loan commitment of not less than 70% of its share of total construction program costs. If a construction program is approved, the shareholders will form a limited partnership to construct, develop and own the infrastructure required for the operation of the mine, with each shareholder owning a proportionate interest in the limited partnership. The limited partnership will enter into a lease arrangement to enable Labec Century to use the mine infrastructure.

Production

In the event that the parties are able to bring the Attikamagen Property into commercial production, WISCO Attikamagen will have the right to purchase from Labec Century a percentage of product equal to its equity share interest at market value and otherwise on standard commercial terms and, at a fair market value to be agreed between Century Holdings and WISCO, an additional 20% of the production from the Attikamagen Property.

Indemnity

The Attikamagen Shareholders Agreement contains the following mutual indemnities in favour of WISCO and WISCO Attikamagen and the Company and Labec Century:

- the Company and Century Holdings agree to indemnify WISCO and WISCO Attikamagen for any loss suffered by WISCO, WISCO Attikamagen, any of their affiliates or Labec Century arising from the breach of any representations and warranties of the Company and Century Holdings or the failure of the Company or Century Holdings to perform any of their obligations under the Attikamagen Shareholders Agreement. In addition, the Company and Century Holdings agree to indemnify WISCO, WISCO Attikamagen and Labec Century for any loss, damages, costs or expenses suffered by WISCO, WISCO Attikamagen or Labec Century resulting from or relating to any breach or non-performance by the Company, Century Holdings or Champion of any of their obligations under the Attikamagen Joint Venture Agreement; and
- WISCO and WISCO Attikamagen agree to indemnify the Company and Century Holdings for any loss suffered by the Company, Century Holdings any of their affiliates or Labec Century arising from the breach of any representations and warranties of WISCO and WISCO Attikamagen or the failure of WISCO or WISCO Attikamagen to perform any of their obligations under the Attikamagen Shareholders Agreement.

Default

Under the terms of the Attikamagen Shareholders Agreement, if WISCO Attikamagen fails to advance the full $40 million owing under the terms of the agreement, then:

- Century Holdings will hold 60 million Class A shares and WISCO Attikamagen will hold 20 million Class A shares;
- Century Holdings will hold 60 million Class C shares and WISCO Attikamagen will hold 20 million Class B shares; and

- Century Holdings will be entitled to nominate four directors to the board of Labec Century. and WISCO will be entitled to appoint one director.

The Attikamagen Shareholders Agreement contains provisions regarding the default by any party of its obligations to pay any committed shareholder funding under the agreement.

Sunny Lake Property

The Sunny Lake Property is an advanced stage exploration property comprised of approximately 530 mining claims covering approximately 25,692 hectares located at Schefferville in the Labrador Trough region of North-eastern Québec. The mineral claims comprising the Sunny Lake Property are held by Sunny Lake Operator in trust for 0849873 and WISCO Sunny Lake in accordance with their interests under the Sunny Lake Joint Venture.

The Sunny Lake Property includes two areas on which Century Iron has conducted significant exploration, namely the Full Moon Deposit, which bears taconite mineralization, and the Lac Le Fer prospect, which bears DSO mineralization. The Company plans to conduct the exploration activities on the Sunny Lake Property as set out in Schedules B-4 and B-5 hereto. The Sunny Lake Property is subject to a joint venture agreement between the Company and WISCO, which is described below.

Schedules B-4 and B-5 provide a description of the Sunny Lake Property from a geological perspective, as well as a description of the exploration activities which Century Iron intends to carry out on that property.

On October 22, 2012, the Company announced its first mineral resource statement for the Full Moon Deposit (part of the Company's Sunny Lake Property). On December 14, 2012, the Full Moon/Rainy Lake Report was filed on SEDAR. As discussed in that report, from 2010 to 2012, the Company drilled 148 core boreholes (30,941m) at Rainy Lake, of which 116 core boreholes (24,555m) were drilled in 2012. The Mineral Resource model presented in the report based on 124 core boreholes (22,900m) distributed on section lines spaced at 500 metres and borehole spacing on each section line of 400 metres.

The Sunny Lake Property includes two separate groups of claims in Lac Le Fer and Rainy Lake, with a total of 567 titles covering an aggregate area of approximately 27,468 hectares. The Sunny Lake Property was acquired in 2009 by staking for its potential to host iron mineralization. The Lac Le Fer and Rainy Lake properties are located respectively 65 kilometres and 85 kilometres northwest of the town of Schefferville, Quebec and are accessible by air.

In 2009, reconnaissance work on the property indicated that the properties are underlain by geology favourable for both low-grade high volume taconite and high-grade low volume DSO iron deposit types, while the geological mapping and sampling program in 2010 delineated the taconite and DSO targets in the property, warranting the drilling program in 2011.

In the fall of 2010, the Company retained SRK Consulting (Canada) Inc. to prepare a technical report, compliant with NI 43-101 – Standards of Disclosure for Mineral Projects, of the Sunny Lake Property. The report was completed and filed on SEDAR in May 2011. This report is available on our website at www.centuryiron.com. In the technical report, SRK Consulting (Canada) Inc. concludes that the Lac Le Fer and Rainy Lake properties have merit and offer good exploration potential for taconite and DSO iron mineralization similar to the iron mineralization of the world class iron ore district of the Schefferville area.

The Full Moon/Rainy Lake Report on the mineral resources of the Full Moon iron deposit (which forms part of the Sunny Lake property) was filed on SEDAR on December 14, 2012. The report was prepared by SRK Consulting (Canada) Inc. This report is available on our website at www.centuryiron.com as well as under the Company's profile at www.sedar.com. In addition, the Executive Summary of that report is reproduced in Schedule B-5 of this AIF.

2011-2012 Drilling Program

During the 2011 drilling program, the Company completed 31 diamond drill holes in 5 sections, totalling 6,387 metres, covering an area of taconite iron mineralization that is approximately 6.5 kilometres long and between 1.5 kilometres and 3.2 kilometres wide, located on the Full Moon iron deposit in the eastern part of Rainy Lake area. The thickness of the iron bed varies from 120 metres to 340 metres, grading at 27.9%-31.2% FeT. Preliminary drilling indicated that the iron formation at the Full Moon iron deposit is generally flat bedded, 5 degrees-10 degrees, with iron beds that are frequently stacked due to trust faulting increasing the overall thickness up to 340 metres.

During the 2012 drilling program, the Company completed 116 holes with a total of 24,555 metres, covering whole taconite iron mineralization area, about 10.5 kilometres long along the strike and 2.0 – 3.5 kilometres wide at eastern part of Rainy Lake area. At the same time, a bulk sample for metallurgical testworks was collected from 4 HQ sized drill holes. The metallurgical testworks on the bulk sample are now being processed by COREM for grinding, liberation and recovery tests.

Lac Le Fer – Prospect 3 DSO Target

Following reconnaissance mapping, magnetic and gravity surveys, a 826 metre drill program was carried out. Hole LLF-P3-11-004 returned 45 metres at 62.7% FeT. The hole ended in mineralization at 54 metres. Follow up drilling is planned for 2013.

The Sunny Lake JV Agreement

On December 19, 2011, the Company entered into the Sunny Lake JV Agreement with 0849873, WISCO and WISCO Sunny Lake, a wholly-owned subsidiary of WISCO, in respect of the Sunny Lake Joint Venture to be formed between 0849873 and WISCO Sunny Lake for the exploration and development of the Sunny Lake Property. Under the terms of the Sunny Lake JV Agreement, the Company agreed to contribute its interest in the Sunny Lake Property for a 60% voting and participating interest in the Sunny Lake Joint Venture. WISCO, in turn, agreed to invest $40 million in exchange for a 40% voting and participating interest.

Further to the Sunny Lake JV Agreement, the parties incorporated the Sunny Lake Operator as the operator of the Sunny Lake Joint Venture in advance of the formation of the Sunny Lake Joint Venture. The Sunny Lake Operator is owned 60% as to 0849873 and 40% as to WISCO Sunny Lake.

The mineral claims comprising the Sunny Lake Property were transferred to the Sunny Lake Operator in advance of the formation of the Sunny Lake Joint Venture. Effective upon formation of the Sunny Lake Joint Venture, the Sunny Lake Operator executed a trust deed confirming that it holds the mineral claims comprising the Sunny Lake Property in trust for 0849873 and WISCO Sunny Lake in accordance with their respective interests in the Sunny Lake Joint Venture.

The Sunny Lake Joint Venture was formed on November 29, 2012. The parties entered into a the Sunny Lake Closing Agreement on formation of the Sunny Lake Joint Venture that modified and supplemented the original terms of the Sunny Lake JV Agreement. The Sunny Lake Closing Agreement

was entered into as a result of the approximate eleven month period between the execution of the Sunny Lake JV Agreement and the formation of the Sunny Lake Joint Venture and the considerable exploration expense that Century Iron had undertaken on the Sunny Lake Property during this period. The material terms of the Sunny Lake Closing Agreement are summarized below:

- the parties agreed that the direct exploration expenses incurred by 0849873 on the Sunny Lake Property from January 13, 2011 to the date of formation of the Sunny Lake Joint Venture (the "**Sunny Lake Initial Exploration Expenses**"), less all refundable and non-refundable tax credits received or enjoyed by Century Iron (the "**Century Tax Credits**") relating to such exploration expenses (after deduction of the Century Tax Credits, the "**Net Initial Exploration Expenses**"), would be paid directly by WISCO Sunny Lake to 0849873 in exchange for a transfer by 0849873 of an interest in the Sunny Lake Joint Venture to WISCO Sunny Lake;

- the amount of the Net Initial Exploration Expenses to be reimbursed to 0849873 by WISCO Sunny Lake would be subject to audit,

- upon reimbursement of 0849873 by WISCO Sunny Lake of the Net Initial Exploration Expenses:

    - the aggregate amount of the investment commitment into the Sunny Lake Joint Venture to be completed by WISCO Sunny Lake would be reduced by the amount of the Sunny Lake Initial Exploration Expenses, and

    - WISCO would be deemed to have purchased from 0849873 a percentage interest in the Sunny Lake Joint Venture determined as 100% multiplied by the Sunny Lake Initial Exploration Expenses divided by $100,000,000.

The Company and WISCO have completed the audit contemplated by the Sunny Lake Closing Agreement and, based on this audit:

- WISCO Sunny Lake has paid to 0849873 the Net Initial Exploration Expenses,

- WISCO Sunny Lake's obligation to advance under the Sunny Lake Joint Venture Agreement has been reduced by $17.1 million, being the amount of the Sunny Lake Initial Exploration Expenses, and

- WISCO Sunny Lake has been deemed to have purchased a 17.1% interest in the Sunny Lake Joint Venture from 0849873, with the result that the interest of 0849873 in the Sunny Lake Joint Venture has been reduced to 82.9%.

The following is a summary of the material terms of the Sunny Lake JV Agreement, as modified by the Sunny Lake Closing Agreement. A copy of the Sunny Lake JV Agreement is available under the Company's profile at www.sedar.com.

Joint Venture Interests

Pursuant to the terms of the Sunny Lake JV Agreement, WISCO originally agreed to invest up to an aggregate of $40 million in the Sunny Lake Property in exchange for up to a 40% interest in the project. As a result of the payment by WISCO to 0849873 of the Net Initial Exploration Expense pursuant to the Sunny Lake Closing Agreement, WISCO is deemed to have made a contribution to the

Sunny Lake Joint Venture of an amount equal to the Sunny Lake Initial Exploration Expenses. The Sunny Lake JV Agreement, as modified by the Sunny Lake Closing Agreement, contemplates that WISCO Sunny Lake will invest the balance of its contribution to the Sunny Lake Joint Venture by way of payments made to the Sunny Lake Operator. Until WISCO Sunny Lake earns a 40% interest in the Sunny Lake Joint Venture, WISCO Sunny Lake will have an undivided percentage interest in the Sunny Lake Joint Venture equal to 17.1% plus 100% multiplied by (i) the amount WISCO Sunny Lake has paid to the Sunny Lake Operator, divided by (ii) $100,000,000, and 0849873 will have a percentage interest determined as 100% minus WISCO Sunny Lake's percentage interest determined at the time of calculation. After WISCO Sunny Lake has earned a 40% interest, each party's interest in the Sunny Lake Joint Venture will be determined by reference to the aggregate contribution of that party divided by the total aggregate contribution by that party, with Century Iron deemed to have contributed $60 million in respect of its contribution of the Sunny Lake Property.

Management Committee

The Sunny Lake Joint Venture is directed and controlled by the Sunny Lake Management Committee which comprised of five members of whom two have been designated by WISCO Sunny Lake, two by 0849873, and one through consultation between WISCO Sunny Lake and 0849873. If at any time after WISCO has earned a 40% interest in the Sunny Lake Joint Venture, there is a dilution or change in interest in the joint venture held by WISCO Sunny Lake and 0849873 such that either party's interest is diluted to 25% or less, then that party will be entitled to designate one member of the Sunny Lake Management Committee and the participant with an interest of 75% or greater shall be entitled to designate four members of the committee, unless the parties otherwise agree. If a party holds less than a 15% interest in the Sunny Lake Joint Venture, then that party will cease to have any right to designate any member of the Sunny Lake Management Committee. The chairman of the committee will be a representative of the party holding the majority interest from time to time, and if no party holds a majority interest then the chairman will be elected by simple majority.

Under the terms of the Sunny Lake JV Agreement, certain fundamental matters must be approved by an affirmative vote of at least 80% of the members of the Sunny Lake Management Committee. These fundamental matters include, among other things, the following:

- the establishment of any major business policies of Sunny Lake Joint Venture or the Sunny Lake Operator and material modifications thereto;
- the approval of any budget or any material amendments thereto in relation to the Sunny Lake Joint Venture and the Sunny Lake Property, other than as provided in the Sunny Lake JV Agreement;
- the annual approval of exploration, development programs or plans (including construction design plans) and any amendments thereto in relation to the Sunny Lake Joint Venture or the Sunny Lake Property (except non-material amendments thereto);
- any deviation from an approved budget or program where there is a deviation from forecasted expenditures in more than the amount prescribed in the Sunny Lake JV Agreement;
- the decision to commission a feasibility report as well as acceptance and approval thereof;
- the acceptance of the audited financing statements of the Sunny Lake Operator and the appointment of auditor;
- the decision to approach lenders to obtain commitments for debt financing in relation to a construction program;

- a decision to conduct mining by a method not substantially in accordance with an approved feasibility report, budget or program;
- the approval of a product plan or any amendments thereto;
- the decision to start construction on the basis of a feasibility report;
- the decision to start commercial production;
- all matters relating to the expansion or the reduction to the Sunny Lake Property in excess of the thresholds set out in the Sunny Lake JV Agreement, except in accordance with an approved budget
- all matters relating to how the rights or interests of the Sunny Lake Property are to be voted or exercised, other than in respect of approved programs and budgets;
- the sale or other disposal or modification or alteration of the Sunny Lake Property or other assets of the Sunny Lake Joint Venture, in excess of certain thresholds set out in the Sunny Lake JV Agreement;
- any reorganization of the Sunny Lake Operator or winding-up or dissolution of the Sunny Lake Operator;
- the creation of any security interests over any direct or indirect interest of the Sunny Lake Operator in the assets of the Sunny Lake Joint Venture;
- the incurrence of indebtedness of the Sunny Lake Operator other than as contemplated in the Sunny Lake JV Agreement or under an approved budget;
- amendments to the constating documents of the Sunny Lake Operator;
- the issuance of any shares or other securities of the Sunny Lake Operator;
- any alterations to the capital stock of Sunny Lake Operator;
- the redemption, repurchase, repayment or retirement of any outstanding securities of the Sunny Lake Operator, other than as provided in the Sunny Lake JV Agreement;
- the pursuit of any business by the Sunny Lake Operator other than in connection with the Sunny Lake project;
- the settlement of any claims against the Sunny Lake Operator involving a payment in excess of $500,000;
- the waiver of any material claims or rights of the Sunny Lake Operator or the Sunny Lake Joint Venture;
- the entering into any amendment, waiver, consent, termination or other action with respect to any material agreement between Sunny Lake Operator and any other person relating to the Sunny Lake Property;
- any agreement between the Sunny Lake Operator and either joint venture participant or any of their affiliates;
- any proposal relation to the tax filings or tax planning structure of the Sunny Lake Operator.

The Sunny Lake Operator is responsible for preparing programs and budgets for review and approval by the Sunny Lake Management Committee. The board of directors of the Sunny Lake Operator will be comprised of the members of the Sunny Lake Management Committee. Provided WISCO Sunny

Lake holds an interest of 40% or more, WISCO Sunny Lake will be entitled to nominate the CEO and the CFO of the Sunny Lake Operator. If WISCO Sunny Lake has an interest equal to less than 40% and more than 15%, then the CEO will be a nominee of 0849873 and WISCO Sunny Lake will have the right to nominate the CFO or the COO. If either party has less than a 15% interest, it will not be entitled to nominate any senior officers of the Sunny Lake Operator.

Certain fundamental matters must be approved by an affirmative vote of 80% of the board of directors of the Sunny Lake Operator including, among other things, the following:

- the pursuit of any business by the Sunny Lake Operator (or any direct or indirect subsidiary thereof) other than in connection with the Sunny Lake Property;
- the waiver of any material claims or rights of the Sunny Lake Operator (or any direct or indirect subsidiary thereof) or the Sunny Lake Joint Venture; and
- the entering into any amendment, waiver, consent, termination or other action with respect any material agreement between the Sunny Lake Operator (or any direct or indirect subsidiary thereof) and any other person relating to the Sunny Lake Property.

Funding for Approved Programs and Budgets

Under the terms of the Sunny Lake JV Agreement, the initial $40 million (after adjustment for the Sunny Lake Initial Exploration Expenses) of approved programs and budgets will be funded by WISCO Sunny Lake. Funding for approved programs and budgets beyond the initial $40 million advanced by WISCO Sunny Lake (after adjustment for the Sunny Lake Initial Exploration Expenses) will be in accordance with each party's respective interest in the joint venture by way of additional advances to the Sunny Lake Operator on a pro rata basis. To the extent that a party determines not to advance funds required for the funding of an approved program and budget, the other party shall have the right to advance funds and dilute the non-participant.

Financing of Construction Program

Upon receipt of approvals required in respect of a proposed construction program, WISCO Sunny Lake will use commercially reasonable efforts to secure bank or other institutional funding financing commitment to provide debt financing of up to 70% of the total costs of such construction program. Under the terms of the Sunny Lake JV Agreement, a construction program may only proceed if there is (i) fully-funded bank financing commitment for 70% of the total program costs, or (ii) partially-funded bank financing commitment together with a participant loan commitment for no less than 70% of the total construction program costs.

Production

WISCO Sunny Lake and 0849873 are each entitled to share production from the Sunny Lake Property directly (in kind) in accordance with their respective interests in the joint venture subject to WISCO Sunny Lake's priority allocation which enables WISCO Sunny Lake to receive an additional product allocation in an amount equal to up to 50% of its $40 million investment (subject to the completion of its investment in full) determined in accordance with a deemed profit calculation based on 50% of the net proceeds received from production in respect of a particular quarter, with the balance of production to be allocated to WISCO Sunny Lake and 0849873 in accordance with their respective interests in the joint venture. In addition, subject to WISCO Sunny Lake completing its $40 million investment, WISCO Sunny Lake will have a right of first refusal to purchase from 0849873 an additional 20% of production.

Indemnity

The Sunny Lake JV Agreement contains the following mutual indemnities in favour of WISCO and WISCO Sunny Lake and the Company and 0849873:

- the Company and 0849873 agree to indemnify WISCO and WISCO Sunny Lake for any loss, damages, costs or expenses suffered by WISCO, WISCO Sunny Lake, their affiliates or the operator arising from the breach of any representation and warranty of the Company or 0849873 under the Sunny Lake JV Agreement or the contribution agreement to be entered into between the parties, or the failure of Company or 0849873 to perform any of their obligations under the Sunny Lake JV Agreement or the contribution agreement; and
- WISCO and WISCO Sunny Lake agree to indemnify the Company and 0849873 for any loss, damages, costs or expenses suffered by Company, 0849873, their affiliates or the operator arising from the breach of any representation and warranty of WISCO or WISCO Sunny Lake under the Sunny Lake JV Agreement or the contribution agreement to be entered into between the parties, or the failure of WISCO or WISCO Sunny Lake to perform any of their obligations under the Sunny Lake JV Agreement or the contribution agreement.

The parties also agree to indemnify, in proportion to their respective interests, the Sunny Lake Operator for any loss resulting from acts or omissions of the Sunny Lake Operator or its officers, employees or agents.

Default

The Sunny Lake JV Agreement contains provisions regarding the default by any party of its obligations to pay exploration expenditures, construction program costs or operating costs.

JAMES BAY: Duncan Lake Property

The Duncan Lake Property is an advanced exploration stage property hosting magnetite mineralization. It is comprised of approximately 534 mining claims covering approximately 25,605 hectares in the western part of the La Grande Greenstone Belt in the James Bay region of Québec. The property is located approximately 130 kilometres from the East coast of James Bay.

As previously discussed, one of Century Iron's significant achievements during the fiscal year ended March 31, 2013 was the completion of the Duncan Lake Report (issued on October 22, 2012) and Duncan Lake PEA (issued on May 6, 2013). The Duncan Lake PEA is based on the production of 12 Mtpy of acid pellets (66.3% Fe, 5.1% SiO2) year-round from the Duncan Lake deposits 3 and 4 as more fully described in the news release dated August 27, 2012. Mined resources will be transported to the concentrator located near deposit 3. Concentrate will be pumped from the concentrator 135 km by pipeline to the pellet plant close to the town of Chisasibi on the shore of James Bay, near Stromness Island. Pellets will be stored close to the pellet plant and the Duncan Lake dedicated port, and then shipped to ports in Europe and China, during the 4 month ice-free period. The project is planned as a mixed local and fly-in/fly-out operation, with camps in Radisson and at the proposed pellet and port facilities near Chisasibi.

For further details regarding the results and recommendations of the Duncan Lake Report and Duncan Lake PEA, please consider the Summary of each of those reports as reproduced in Schedule B-6 of this AIF, or the full reports as filed under the Company's profile at www.sedar.com. Century Iron intends to conduct the exploration of the Duncan Lake Property as described in Schedule B-6 of this AIF.

Agreements Regarding the Ownership of the Duncan Lake Property

The Duncan Lake Property is the subject of the Duncan Lake Joint Venture Agreement.

In addition, pursuant to the Interim Joint Venture Agreement previously discussed in this Annual Information Form under *General Development of the Business: WISCO Joint Venture Agreements*, it is contemplated that WISCO will complete an investment of $40 million in consideration for a 40% joint venture interest in Century Iron's interest in the Duncan Lake Property. Following the execution of the Interim Joint Venture Agreement, WISCO and the Company concluded negotiations in November 2011 for the Duncan Lake Shareholders Agreement pursuant to which it was contemplated that WISCO would make its investment into a newly formed company to be owned by Canadian Century and WISCO that would own Canadian Century's current interest in the Duncan Lake Property under the Duncan Lake Joint Venture Agreement. This agreement has not been entered into as of the date of this report.

The Company's interest in the iron ore produced from the Duncan Lake Property is subject to an off-take arrangement with Minmetals.

The following is a summary of:

- the material provisions of the Duncan Lake Joint Venture Agreement,
- the status of the shareholders agreement to be entered into between the Company and WISCO in respect of the Duncan Lake Property, and
- the material terms of the off-take arrangement between the Company and Minmetals.

The Duncan Lake Joint Venture Agreement

The following is a summary of the material terms of the Duncan Lake Joint Venture Agreement.

Interests

Pursuant to the Duncan Lake Joint Venture Agreement, Canadian Century has earned a cumulative 65% interest in the Duncan Lake Property.

Duncan Lake Joint Venture

Canadian Century and Augyva formed the Duncan Lake Joint Venture for the exploration, and if warranted, development and exploitation of the Duncan Lake Property and the operation of any mine or mines to be constructed on the property.

Management Committee

The Duncan Lake Joint Venture Agreement provides that the Duncan Lake Joint Venture is to be directed and controlled by a management committee comprised of five members, three of whom are appointed by Canadian Century and two by Augyva. The management committee is responsible for, among other things, reviewing and approving exploration programs, preparing exploration programs (in the event the operator does not prepare an exploration program) and reviewing, amending and approving operating plans.

Joint Venture Operator

Canadian Century is the operator of the Duncan Lake Joint Venture. Under the terms of the Duncan Lake Joint Venture Agreement, the operator has such duties and obligations determined by the management committee from time to time including, proposing and, subject to the approval of the management committee, implementing exploration programs and any construction program and operating plans, managing, directing and controlling all exploration, development, construction and production operations in and under the Duncan Lake Property, and preparing and delivering to Canadian Century and Augyva periodic progress and current reports and information on any material results obtained from active field work.

Costs of the Program

In accordance with the terms of the Duncan Lake Joint Venture Agreement, as Canadian Century has earned an additional 14% interest in the property, any additional exploration, construction program, and operating costs will be borne by each of Canadian Century and Augyva in accordance with their respective interest in the property determined in accordance with the terms of the Duncan Lake Joint Venture Agreement.

Exploration Program Expenditures

The Duncan Lake Joint Venture Agreement provides that once the initial $6.0 million investment advanced by Canadian Century has been expended on exploration expenditures, construction program or operating costs in respect of the Duncan Lake Property, if a participant elects not to contribute its cost share of an exploration program and the other participant elects to contribute such cost share in addition to its own, the interests of the parties will be adjusted in accordance with the applicable dilution formula set forth in the Duncan Lake Joint Venture Agreement and the interest of the non-contributing party will be diluted accordingly.

If the parties elect to contribute to an exploration program, they will be responsible for cost overruns up to 20% of the anticipated exploration program costs. If exploration expenditures are anticipated to exceed those estimated under an approved exploration program, the operator will provide written notice of same and, if cost overruns are estimated to exceed 20% of those approved under the exploration program, the management committee will convene a meeting for the purpose of determining whether to approve the exploration program overruns. If the management committee approves the cost overruns, the parties will be responsible for providing their cost share of exploration program overruns. If the overruns are not approved, the operator will curtail or abandon the exploration program.

Default in Paying Committed Exploration Expenditures

Under the terms of the Duncan Lake Joint Venture Agreement, a default in payment by either party of its committed exploration expenditures renders that party liable to pay interest on any such outstanding payments, and, if the defaulting party does not remit payment within fifteen days from the date on which notice of default is given by the operator, the interest of the defaulting party will be deemed to be converted into a net smelter return royalty calculated in accordance with the terms of the Duncan Lake Joint Venture Agreement and thereafter that party will have no further rights or interest in respect of the Duncan Lake Property or any assets acquired or held by the parties with respect to the property except for the net smelter return royalty. Notwithstanding conversion of any outstanding amounts into a net smelter return royalty in accordance with the terms of the Duncan Lake Joint Venture Agreement, the operator remains entitled to take action to recover any amount owing by the defaulting party.

Construction Program Expenditures

Following delivery of a feasibility report in accordance with the terms of the Duncan Lake Joint Venture Agreement, the operator will prepare a construction program based on the feasibility report. The parties may then elect to contribute their cost share of the construction program. The operator will proceed with a construction program if participants holding interests of at least 51% elect to contribute their respective cost share of a construction program, together with the cost share of the participant who has elected (or is deemed to have elected) not to participate in the construction program. Under the terms of the Duncan Lake Joint Venture Agreement, the election to contribute to a construction program renders the participants liable to pay their respective cost share of all construction program costs incurred including overruns up to 15% of anticipated construction program costs.

Under the terms of the Duncan Lake Joint Venture Agreement, if it appears that construction program costs will exceed those estimated under the construction program by 15% or more, the operator will provide notice of same to the participants and the management committee will convene a meeting for the purpose of considering the construction program overruns. If the management committee approves such overruns, each participant contributing to the construction program will be liable for the payment of the overruns. If the management committee does not approve the cost overruns, the operator will curtail or abandon the construction program. Alternately, the Duncan Lake Joint Venture Agreement provides that any participant that has approved the construction program overruns may advance the amount of the overrun which was not accepted, and on doing so, such participant will be entitled to recover the amount of the advance from the sale of mineral products derived from the Duncan Lake Iron Project together with interest thereon calculated from the date the funds were advanced, and such party will have the prior and first right to receive the share of any mineral products mined from the Duncan Lake Property (or share the proceeds of such mineral products) until the participant has received mineral products in kind (or the proceeds of such mineral products) of a value equal to the amount advanced, together with interest thereon.

Default in Paying Committed Construction Program Costs

Under the terms of the Duncan Lake Joint Venture Agreement, a default in payment by either party of its committed construction program costs renders that party liable to pay interest on any such outstanding payments, and, if the defaulting party does not remit payment within fifteen days from the date on which notice of default is given by the operator, the defaulting participant will be deemed to be in default under the terms of the agreement and the management committee (excluding representatives of the defaulting party) may determine either (i) to convert the interest of the defaulting party into a net smelter return royalty calculated in accordance with the terms of the agreement (in which case the defaulting party will have no further rights or interest in respect of the Duncan Lake Property or any assets acquired or held by the parties with respect to the property except for the net smelter return royalty), or (ii) that the defaulting party will remain liable for its cost share of construction program costs, and in addition, will be liable for damages occasioned to the other participant caused by the default.

Operating Plan Cost Overruns

The Duncan Lake Joint Venture Agreement provides that once Canadian Century has contributed (as it now has) an additional $14.0 million entitling it to an additional 14% interest in the Duncan Lake Property (or contributed such other lesser additional amount entitling it to an additional pro rata interest in the property), each participant will be liable to pay its cost share of all operating costs incurred under operating plans, including operating cost overruns up to 20% of an approved operating plan. If operating cost overruns are estimated to exceed those estimated under an approved operating plan, the operator will provide the participants with written notice of same, and the management committee will convene a

meeting for the purpose of reviewing, amending (if considered appropriate) and voting on whether to approve the amendment to the operating plan.

Default in Paying Operating Costs

If a participant fails to pay any part of its cost share of operating costs, the Duncan Lake Joint Venture Agreement provides that the other participant or the operator may pay all or a portion of the unpaid cost share of the defaulting participant and in such case, the other participant or the operator will be entitled to recover the amount so paid, together with interest thereon, in accordance with the terms of the Duncan Lake Joint Venture Agreement, and the paying party will be entitled to a prior and first right to receive a share of any mineral products derived from the Duncan Lake Property (or share the proceeds of such mineral products) of the defaulting participant until the participant has received mineral products of a value equal to the amount advanced (or the proceeds of such mineral products), together with interest thereon.

Disposition of Production

Under the terms of the Duncan Lake Joint Venture Agreement, Canadian Century may negotiate and enter into off-take agreements on behalf of all participants on commercially reasonable terms to purchase all mineral products, if any, extracted from the Duncan Lake Property. If the selling price of any mineral products under the terms of such off-take agreement is less than 95% of the fair market price then-prevailing of such mineral products, then each participant will have the option in its sole discretion to take in kind and separately dispose of its share of mineral products anywhere in the world except to customers of Canadian Century located in China.

Cash Available for Distribution

The Duncan Lake Joint Venture Agreement provides that all net revenue received by the joint venture from the sale of mineral products or other revenues received by the joint venture from operations or otherwise will be distributed as follows:

- until Canadian Century has been paid an amount equal to $6.0 million plus $14.0 million (or such other lesser additional investment paid by Canadian Century to enable it to earn an additional pro rata interest in the Duncan Lake Property), 100% of any such cash flow will be distributed to Augyva and to Canadian Century in priority to which such payments were made; and
- thereafter, any such cash flow will be distributed to Canadian Century and Augyva in accordance with their respective interests.

Conversion of Interest upon Dilution

Pursuant to the terms of the Duncan Lake Joint Venture Agreement, if at any time after Canadian Century has earned an additional 14% in the Duncan Lake Property (as is now the case) a participant elects or is deemed to have elected not to contribute to an exploration program or construction program, its respective interest shall be reduced, and the other participant's interest proportionately increased, in accordance with the formula set forth in the Duncan Lake Joint Venture Agreement. If the calculation results in a reduction of a participant's interest to less than 10%, its interest will be deemed to be converted into a royalty calculated in accordance with the terms of the Duncan Lake Joint Venture Agreement and thereafter such party will have no further rights or interest under the Duncan Lake Joint Venture Agreement except for the right to receive the net smelter return royalty.

Right of First Refusal

Under the terms of the Duncan Lake Joint Venture Agreement, if either participant receives a bona fide offer from an arm's-length third party to purchase its interest or rights under the Duncan Lake Joint Venture Agreement, the participant may not accept such offer until it has first offered to sell such interest or rights to the other participant on the same terms and conditions as the offer received and the same is not accepted by the other participant.

Operator's Lien

The Duncan Lake Joint Venture Agreement provides that the operator is entitled to a lien in respect of any net smelter return royalty of a party defaulting in the payment of its cost share of exploration expenditures. In addition, under the terms of the Duncan Lake Joint Venture Agreement, each party grants a security interest to and in favour of the operator in respect of the following: (i) the undivided share of mineral products in respect of the Duncan Lake Property owned or to be owned by each participant, (ii) the interest of each participant in the Duncan Lake Property, and (iii) all personal property derived directly or indirectly from any dealing with the foregoing, as security for: (i) the parties' respective obligations from time to time to make contributions to exploration expenditures, construction program costs, operating costs, (ii) any amount paid or advanced by the operator to cover any unpaid portion of the operating costs of the other parties, and (iii) the parties' respective share of the costs of termination and liquidation of the joint venture and its assets.

The security interest granted by each participant to the operator will not prevent a participant, at any time until the security interest becomes enforceable, from:

- selling, assigning, transferring, conveying or otherwise disposing of all or any part of its mineral products free from such security interest;
- selling, assigning, conveying, transferring or otherwise disposing of all or an undivided part of its interest in accordance with the terms of the Duncan Lake Joint Venture Agreement; or
- entering into a security agreement in accordance with the terms of the Duncan Lake Joint Venture Agreement.

Indemnity

Subject to certain exceptions, the Duncan Lake Joint Venture Agreement provides that each of Canadian Century and Augyva will indemnify the operator, in proportion to each party's interest at the date of the event that gives rise to a claim, against any loss, liability, claim, demand, damage, expense, injury and death resulting from any acts or omissions of the operator or its officers, employees or agents. The parties will not indemnify the operator in the case of negligence or wilful misconduct of the operator or its officers, employees or agents.

Termination

The Duncan Lake Joint Venture Agreement will terminate in any of the following circumstances:

- upon liquidation of the assets held by the joint venture following written agreement by the parties to terminate and distribute any joint venture funds held by the operator;
- if the operator resigns or is removed and no other party consents to act as operator;

- in the event of delay or failure of a party to perform any of its obligations under the agreement due to an event of force majeure if such delay or failure continues or is anticipated to continue for a period of at least 120 days;

- except with respect to its net smelter return royalty, the conversion of a party's interest to a net smelter return royalty in accordance with the terms of the agreement; or

- the sale, abandonment or liquidation of all of the assets of the joint venture and the distribution of any proceeds there from, net of liabilities, to the participants in accordance with the terms of the agreement.

The Duncan Lake Shareholders Agreement

The Company announced on November 29, 2011 the completion of negotiations with WISCO in respect of the Duncan Lake Shareholders Agreement to be entered into between the Company and WISCO regarding the Duncan Lake Property, as originally contemplated in the Interim Joint Venture Agreement. Based on those negotiations, it was anticipated that pursuant to the terms of the Duncan Lake Shareholders Agreement the parties would capitalize the Duncan Lake JV Corp., which would be owned 60% by Canadian Century and 40% by an affiliate of WISCO. This affiliate of WISCO would contribute a total of $40 million in exchange for a 40% equity interest in Duncan Lake JV Corp. and Canadian Century would, in turn, contribute its interest in the Duncan Lake Property in exchange for a 60% interest in Duncan Lake JV Corp. The anticipated terms of the Duncan Lake Shareholders Agreement based on these negotiations were disclosed in the Company's 2012 AIF.

Since the filing of the 2012 AIF, the Company has been engaged in discussions with WISCO regarding revisions to the originally negotiated Duncan Lake Shareholders Agreement. Based on these discussions, the Company presently anticipates that the ultimate Duncan Lake Shareholders Agreement will include certain material terms that are different from the proposed material terms originally disclosed in the 2012 AIF. The Company cautions that these discussions are still in progress and subject to finalization. Accordingly, there is no assurance that the ultimate Duncan Lake Shareholders Agreement will reflect the terms disclosed above. Further, the ultimate Duncan Lake Shareholders Agreement may reflect new terms not presently being discussed. Any final Duncan Lake Shareholders Agreement for the Duncan Lake Project will be subject to the receipt of all required regulatory approvals and, if required by law or the TSX, approval by the Company's disinterested shareholders. There is no assurance that the parties will finalize and execute the Duncan Lake Shareholders Agreement in the original settled form or at all.

Minmetals Off-take Agreement

Pursuant to the terms of the previously described private placement by Minmetals, the Company and Minmetals have agreed, at least 180 days prior to the anticipated date of commencement of commercial production from the Duncan Lake Property, negotiate in good faith and use commercially reasonable efforts to enter into a definitive off-take agreement in favour of Minmetals in respect of iron ore produced from the Duncan Lake Property.

It is anticipated that the Minmetals Off-take Agreement will contain the following material terms:

- Minmetals will have a right to purchase 10% of Canadian Century's interest in all iron ore produced from the Duncan Lake Property from the first shipment of such iron ore until the termination of production; and

- the purchase price for any such iron ore purchased by Minmetals under the Minmetals Off-take will be equal to the price at which such iron ore is sold to WISCO pursuant to the terms of the WISCO JV Framework Agreement, which price will be based on market price, provided that if such price is not applicable, then the price of such iron ore will be agreed to by the parties and based on market price of iron ore of similar quantity and quality.

Altius Properties

The Altius Properties are comprised of the Astray, Grenville, Menihek and Schefferville Properties. The Company sold an 80% interest in a substantial portion of the Astray property to Northern Star Minerals Ltd., and has retained a 20% interest in that property. The properties cover an area of 106,255 They cover an area of 164,991 hectares and a significant portion of the indicated iron formation within the Newfoundland and Labrador portion of the Labrador Trough. The Schefferville property consists of three map-staked mineral licenses in the Schefferville area comprising 475 claims (11,875 hectares). The Astray property consists of 38 map staked mineral licenses comprising 2,894 claims (72,350 hectares). The Menihek property consists of eight map staked mineral licenses comprising 1,087 claims (27,175 hectares). The Grenville property consists of 43 map staked mineral licenses comprising 2,135 claims (53,375 hectares). The property claims that comprise the Altius Properties are held by the Company.

Under the Altius Agreement, the Company agreed to acquire from Altius the right, title and 100% interest in the Altius Properties in consideration for an aggregate of up to 40,000,000 common shares of the Company as follows: (a) 2,000,000 common shares upon closing of the transaction; (b) 3,000,000 common shares on or before the second anniversary of the closing date; and (c) upon the achievement of certain milestones, up to a maximum of 35,000,000 common shares. The milestones (the "NI 43-101 Milestones") for each of the four Properties are as follows: 1 million shares (up to 3 million shares) for each 1 billion tonnes of taconite and 1 million shares (up to 5 million shares) for each 33 million tonnes of direct shipping ore (DSO), and for the Grenville property only, 1 million shares (up to 3 million shares) for each 500 million tonnes of meta-taconite (specularite). As part of the transaction, the Company and Altius entered into a Royalty Agreement pursuant to which the Company granted and will pay to Altius a 1% to 4% sliding scale gross sales royalty in respect of iron ore produced from the Altius Properties on terms and conditions as set out in a royalty agreement entered into between the Company and Altius. The Company has also agreed to incur aggregate exploration expenditures on the Altius Properties in a minimum amount of $28,000,000 and make certain share payments to Altius over a five-year period contingent on the achievement of NI 43-101 Milestones.

As previously discussed, on November 30, 2012, the Company entered into the X-Star Agreement and thereby agreed to transfer its rights to acquire 85.25% of the Astray property and the property's associated obligations to Northern Star, in exchange for a 20% equity interest in, and 1,500,000 non-voting redeemable preference shares of, Northern Star, plus $5 million of funding from X-Star on the Astray property. On the same date, Century Iron signed a "First Amendment – Assignment Agreement" with Northern Star amending the provisions of the Altius Agreement to provide for an option to replace the remaining 750,000 common shares of the Company issuable to Altius for the acquisition of the Astray property, and up to a maximum of 8 million "bonus" shares for the property, with common shares issuable by Northern Star as adjusted by certain equivalence formulae stipulated in an assignment agreement.

On December 17, 2012, Northern Star redeemed 500,000 of the non-voting redeemable preference shares from the Company at a price of $500,000 pursuant to the X-Star Agreement. The remaining 1,000,000 preference shares are redeemable by Northern Star upon satisfaction of certain conditions specified in the X-Star Agreement. The redemption value of the remaining preference shares

will be calculated as the sum of 85.25% of the fair market value of the Company's shares issued to Altius for the acquisition of the Astray property and the actual exploration expenditure incurred by the Company on the Astray project before November 30, 2012, less the $500,000 deposit already received.

The title to the affected portion of the Astray property was transferred by Century Iron in February 2013.

Preliminary results from a recently completed 22,000 line kilometre airborne horizontal gradient and magnetic total field survey and initial ground follow-up work indicate the multiple targets for each of the major recognized iron ore types (i.e. taconite, meta-taconite, and DSO) that are presently being mined or are under development in the region are present throughout this extensive land package.

Significant Acquisitions and Dispositions

As of the date of this AIF, other than as set out above, the Company has not completed any other significant acquisitions or dispositions.

BUSINESS OF CENTURY IRON

General

The Company is an iron exploration and development company based in Toronto, Canada. The Company has iron properties in the Labrador Trough that spans Northeastern Québec and Western Newfoundland and Labrador as well as properties in the James Bay region of Western Québec. The Company is focused on advancing exploration on the Mineral Projects with the objective of developing the Mineral Projects and becoming a major Canadian iron ore producer. It has two key strategic partners in WISCO and Minmetals, both state-owned Chinese companies with financial and technical resources to assist the Company with funding and technical expertise for the exploration and development of its iron ore projects.

Mineral Projects

See Schedules B-1 through B-6 for a description of each of the Mineral Projects.

Specialized Skill and Knowledge

The Company requires specialized skill and knowledge to conduct its exploration activities. Success in the mining industry requires its personnel to possess a very high level of technological sophistication and solid experience to meet the challenges of the industry. The officers and directors of the Company are industry professionals who have extensive expertise and highly technical experience specific to the mining industry. They provide a strong foundation of advanced field skills and advanced knowledge and specialized mineral exploration experience, complemented by their demonstrated ability to succeed in the management and administration of a mining exploration company.

Competitive Conditions

The Company faces intense competition and competes with other mining companies, many of which have greater resources and experience. Competition in the metals mining industry is primarily for mineral rich properties that can be developed and can produce economically; the technical expertise to find, develop and operate such properties; the labour to operate the properties; and the capital for the purpose of funding such properties. Many competitors not only explore for and mine metals, but also

conduct refining and marketing operations on a world-wide basis. Such competition may result in the Company being unable to acquire desired properties, to recruit or retain qualified employees or to acquire the capital necessary to fund its operations and develop its properties. The Company's inability to compete with other mining companies for these resources would have a material adverse effect on the Company's results of operations and business. See the discussion under "*Risk Factors*" below.

Cycles

The Company's business can be cyclical. The exploration and development of mineral resources is dependent on access to areas where production is to be conducted. Seasonal weather variations can affect access in certain circumstances. The Mineral Projects are located in Québec and in Newfoundland and Labrador. Due to the region's cold climate in the winter months, exploration activities on the Mineral Projects may be restricted during the winter as a result of various weather-related factors including inclement weather, snow, frozen ground and restricted access due to snow, ice, or other weather-related factors.

Environmental Protection

The Company's exploration activities are subject to Canadian federal and provincial laws and regulations relating to the protection of the environment all of which the Company is currently in material compliance. The financial and operational effects of environmental protection requirements on expenditures and on the Company's competitive position during the financial year ended March 31, 2013 were not material and are not expected to be material for the financial year ending on March 31, 2014**.**

Employees

As at March 31, 2013, the Company had the following employees

Location	Full-Time Salaried	Hourly	Total
Toronto Office	14	2	16
Montréal Office	7	1	8
Hong Kong Office	5	0	5
Beijing Office	5	0	5
Sept-Iles Office	1	0	1
Mineral Project Sites	9	8	17

Reorganizations

See "*Interest of Management and Others in Material Transactions – Century Holdings Corporate Organization*".

Social or Environmental Policies

The Company's operating practices are governed by the principles set out in its Code of Business Conduct and Ethics as well as by the Charters of the Environmental Sustainability Committee of the

Board of Directors and the Health and Safety Committee of the Board of Directors. The Environmental Sustainability Committee of the Board, which was established in August 2011 and reports to the Board, monitors activities of the Company as they relate to environmental matters and compliance with environmental regulations. The committee is also responsible for social policies and programs of the Company as they relate to social issues affecting communities where the Company conducts its business and activities. The Health and Safety Committee of the Board, which was also established in August 2011 and reports to the Board, is responsible for the activities of the Company as they relate to compliance with the health and safety of employees of the Company in the workplace. Century Iron is fully committed to a policy of corporate responsibility and sustainability in all aspects of its operations. Towards this end the Company plans to continue to implement, expand and promote its sustainable development and social responsibility policies and programs, to build employee and community awareness of health and safety issues and to protect the environment.

First Nations and Community Relations

Considering the location of the Company's properties, it is important for the Company's success that it foster and maintain good relations with local communities, including aboriginal communities. To that end, the Company takes steps such as having management regularly meet with representatives and other members of the local communities, engaging in activities that support these communities, and implementing measures to train and hire members of these communities to participate in Century Iron's operations. The Company is also engaged in ongoing discussions and meetings with, and providing support to initiatives of, the Innu Takuaikan Uashat Mak Mani-Utenam, La Nation Innu Matimekush-Lac John and the Naskapi Nation Kawawachikamach in the Labrador Trough Region of Québec. In the portion of the Labrador Trough located in Labrador, the Company is involved in advanced discussions with the Innu Nation of Labrador relating to the Joyce Lake Property. In the James Bay Region of Northwestern Québec where Century Iron's Duncan Lake Property is located, the Company is involved in advanced discussions with the Cree Nation of Chisasibi.

RISK FACTORS

An investment in the securities of the Company may be regarded as speculative due to the nature of the Company's business and the Company's stage of development. The following risk factors, as well as risks currently unknown to the Company, could materially affect the Company's future results and could cause them to differ materially from those described in forward-looking information relating to the Company. The Company's actual exploration and operating results may be materially different from those expected as at the date of this AIF.

Investors should give careful consideration to all of the information contained in this AIF and, in particular, to the following risk factors:

Risks Relating to the Business of the Company

The Company is still in the exploration stage and may not develop producing mines.

The exploration for and development of mineral deposits involves significant risks that even a combination of careful evaluation, experience and knowledge may not mitigate. Few properties that are explored are ultimately developed into producing mines.

The Mineral Projects are still in the exploration stage. Significant expenditures will be required to establish ore reserves and to construct mining and material handling facilities at the Mineral Projects. No assurance can be given that the Company's exploration activities will result in the discovery of minerals

in sufficient quantities and/or grades to justify commercial operations or that funds required for additional exploration or development can be obtained on a timely basis or that the exploration programs planned by the Company will result in profitable commercial mining operations.

Whether a mineral deposit will be commercially viable depends on a number of factors, some of which include:

- the particular attributes of the deposit, such as size, grade and proximity to infrastructure, and unusual or unexpected formations and formation pressures;
- metal prices as they can fluctuate quickly and they are highly cyclical; and
- government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection.

In addition, there are numerous activities that need to be completed in order to successfully commence development of a mine, including:

- optimizing the mine plan;
- recruiting and training qualified personnel;
- negotiating contracts for machinery, equipment, the supply of power, railway transportation, port loading and handling and for the sale of iron ore;
- updating, renewing and obtaining, as required, all necessary permits, including, without limitation, environmental permits; and
- handling any other infrastructure issues.

Most of these activities require significant lead times, and the Company will be required to manage and advance these activities concurrently in order to begin production. A failure or delay in the completion of any one of these activities may delay production, possibly indefinitely, at the Mineral Projects and would have a material adverse effect on the Company's business, prospects, financial position, results of operations and cash flows.

The Company will also face significant operational risks while developing the Mineral Projects such as fires, power outages, labour disruptions, flooding, explosions, cave-ins and landslides.

The exact effect of these factors cannot accurately be predicted, but the combination of these factors may result in the Company failing to develop a productive mine or failing to receive an adequate return on invested capital.

The mineral resources described by the Company are only estimates and no assurance can be given that the indicated levels of metals will be produced.

The mineral resources described in this AIF and used in the Company's technical reports and other public documents are only estimates.

The Company estimates its mineral resources in accordance with the requirements of applicable Canadian securities regulatory authorities and established mining standards. Mineral resources are concentrations or occurrences of minerals that are judged to have reasonable prospects for economic extraction, but for which the economics of extraction cannot be assessed, whether because of insufficiency of geological information or lack of feasibility analysis, or for which economic extraction cannot be justified at the time of reporting. Consequently, "mineral resources" are of a higher risk and are

less likely to be accurately estimated or recovered than "mineral reserves". No assurance can be given that the anticipated tonnages and grades will be achieved or that mineral resources will be converted to mineral reserves. Disclosed resource estimates should not be interpreted as assurances of mine life or of the profitability of future operations.

There are numerous uncertainties inherent in estimating mineral reserves and mineral resources, including many factors beyond the Company's control. Such estimation is a subjective process, and the accuracy of any mineral reserve or mineral resource estimate is a function of the quantity and quality of available data and of the assumptions made and judgments used in engineering and geological interpretation. The volume and grade of mineral resources mined and processed (if at all) and recovery rates may not be the same as estimated. Any material reductions in estimates of mineral resources could have a material adverse effect on the Company's financial condition and prospects.

Any economic analysis provided by the Company to date is preliminary in nature and incorporates inferred mineral resources that are considered too geologically speculative to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. Projections as to net present value of projects, cash flow forecasts, life of mine, internal rates or return and payback periods included in the preliminary economic assessments prepared for the Company are preliminary only and are subject to considerable risk and uncertainty. Mineral resources that are not mineral reserves do not have demonstrated economic viability.

There is no assurance that additional expenditures on exploration activities will yield additional mineral resources.

There can be no certainty that further exploration and development will result in the definition of any mineral resources other than those estimated in this AIF. Substantial expenditures will be required to establish mineral resources and mineral reserves through drilling, to develop metallurgical processes to extract the metal from mineral resources and to develop the mining and processing facilities and infrastructure at any site chosen for mining.

Mineral resources that are not mineral reserves do not have demonstrated economic viability. Due to the uncertainty which may attach to inferred mineral resources, there is no assurance that inferred mineral resources will be upgraded to indicated or measured mineral resources as a result of continued exploration. The disclosure of exploration potential is conceptual in nature by definition and there is no assurance that exploration of the mineral potential identified will result in any category of mineral resources being identified.

The Company may be delayed or unable to proceed with its plans as a result of its joint ventures.

The Company has joint venture agreements relating to its interests in the Duncan Lake Property, the Attikamagen Property and the Sunny Lake Property and may, in the future, enter into one or more additional joint ventures.

There is no assurance that the Company or its joint venture partners will successfully perform as contemplated in the applicable joint venture or shareholder agreements. Even if the Company and those other parties are able to perform as contemplated by the applicable agreements, the Company will be exposed to all risks to which participants in mining joint ventures are typically exposed including as set out below.

For those of its properties that are subject to joint ventures (including joint venture shareholder agreements), the Company's interests are subject to the risks normally associated with the conduct of joint

ventures and the operation of complex agreements among joint venture parties. The existence or occurrence of one or more of the following circumstances and events could have a material adverse impact on the Company:

- disagreement with joint venture partners on how to explore and develop the properties;
- inability to exert sufficient influence over strategic decisions made in respect of the Company's properties;
- inability of joint venture partners to satisfy or perform their obligations to the joint venture or to third parties;
- the determination of joint venture partners not to fund their pro rata portion of exploration, development or construction expenses; and
- litigation between joint venture partners regarding joint venture or Company matters.

In addition, under the Attikamagen Shareholders Agreement and the Sunny Lake JV Agreement, WISCO has significant approval rights over a number of fundamental matters. WISCO's determination to withhold its approval for fundamental matters could impede the ability of the Company to proceed with further exploration and development of the Attikamagen and Sunny Lake projects. Accordingly, any exercise of those rights by WISCO may have a material adverse impact on the Company.

To the extent that the Company does not have sole control of the operators on some of its joint venture properties, the success of the operations on those properties will be dependent on such operators for the timing of activities related to the properties and the Company will be unable to independently direct or control the activities of the operators. The Company is subject to the decisions made by the operators of the properties, and will rely on the operators for accurate information about the properties. Although the Company expects that those operators that it does not solely control will operate such properties with the highest standards and in accordance with the respective joint venture agreements, there can be no assurance that all decisions of the operators will achieve expected goals.

Currently, the Duncan Lake Property is not held under a joint venture with WISCO. Although the Company and WISCO have entered into the Interim Joint Venture Agreement to, among other things, govern the joint venture between the Company and WISCO for the development and exploration of the Duncan Lake Property, the Duncan Lake Shareholders Agreement has not been signed. The terms of the Duncan Lake Shareholders Agreement in respect of the Duncan Lake Property were agreed to with WISCO in November 2011. However, the Company and WISCO have since entered into discussions as to the material amendments to the material terms of the Duncan Lake Shareholders Agreement. Accordingly, there is a risk that if and when the Duncan Lake Shareholders Agreement is signed, it will apply terms and conditions to Century Iron's operations on the Duncan Lake Property that are materially different from those originally agreed to with WISCO, or that the Company may not conclude an agreement with WISCO at all.

The Company has no revenue from operations, may never be profitable and may suffer significant losses.

The Company has no history of mining operations and to date has generated no revenue from operations. The Company has not conducted a prefeasibility or feasibility study on any of the Mineral Projects. The Company expects to incur losses unless and until such time as the Mineral Projects, and any other properties the Company may acquire, enter into commercial production and generate sufficient revenues to fund its continuing operations. There can be no assurance that the Company will be profitable in the future. As a result, the Company is subject to many risks common to other exploration

stage companies, including under-capitalization, cash shortages, limitations with respect to personnel, financial and other resources and a lack of revenues.

The future development of the Mineral Projects will require the construction and operation of mines and related infrastructure. The costs, timing and complexities of mine construction and development are increased by the remote northern location of the Mineral Projects. It is common in new mining operations to experience unexpected problems and delays during construction, development, and mine start-up. In addition, delays in the commencement of mineral production often occur. Accordingly, there are no assurances that the Company's activities will result in profitable mining operations, that the Company will successfully establish mining operations or profitably produce iron ore, or that the Company will meet any of its current timelines or schedules.

In addition, the Company's operating expenses and capital expenditures may increase in subsequent years as needed consultants, personnel and equipment associated with advancing exploration, development and commercial production, if any, of the Mineral Projects and any other properties the Company may acquire are added. The amounts and timing of expenditures will depend on the progress of ongoing exploration and development, the results of consultants' analyses and recommendations, the rate at which operating losses are incurred, the execution of any joint venture agreements with strategic partners, and the Company's acquisition of additional properties and other factors, many of which are beyond the Company's control.

Changes in the market price of iron ore, which in the past has fluctuated widely, will affect the projected results of the Company's operations, financial position and cash flows.

The development and success of the Mineral Projects will be dependent, in part, on the future price of iron ore. Iron ore prices are subject to fluctuation and are affected by a number of factors which are beyond the control of the Company. Such factors include global and regional supply and demand and the political and economic conditions of major steel producing countries throughout the world. Any future significant price declines could cause continued exploration and development of the Mineral Projects to be impracticable. The market price of iron ore affects the economics of any potential development project, the Mineral Projects, and the ability of the Company to raise capital. A decrease in the market price of iron ore could affect the Company's ability to finance the continued exploration and the development of the Mineral Projects. There can be no assurance that the market price of iron ore will remain at current levels or that such prices will improve or that market prices will not fall.

Adverse market conditions could have negative implications for the Company in terms of the ability to continue as a going concern and to continue the development of the Mineral Projects.

Current global financial conditions may impact the ability of the Company to obtain financing in the future on terms favourable to it.

The turmoil in global financial markets in the past several years has had an impact on many industries, including mineral exploration companies. Some of the key impacts include: contraction in credit markets, devaluations, high volatility in global equity, commodity, foreign exchange and precious metal markets, and a lack of market liquidity. These factors may impact the ability of the Company to obtain equity or debt financing in the future on terms favourable to it, and may impact the price of Century Iron's common shares.

The Company may be unable to obtain the financing necessary for its exploration and development activities.

If the Company's exploration programs contemplated for the Duncan Lake Property, Attikamagen Property and Sunny Lake Property are successful, additional funds will be required for further exploration and development to determine if any deposits are economic and, if economic, to bring such deposits to production. Additional funds will also be required for the Company to acquire and explore other mineral interests. The Company's historical capital needs have been met by the issuance of common shares, shareholder loans and investments by joint venture partners.

The Company has limited financial resources and there is no assurance that sufficient additional funding will be available to enable it to fulfill its obligations or for further exploration and development on acceptable terms or at all. Accordingly, development of the Mineral Projects may depend upon the Company's ability to obtain financing through debt financing, equity financing, borrowing sufficient funds from third party lenders, entering into joint venture agreements for projects, or other means. Failure to obtain such additional financing could result in a further delay or indefinite postponement of the development of the Mineral Projects.

Failure to obtain additional funding on a timely basis could result in delay or indefinite postponement of further exploration and development and could cause the Company to forfeit its interests in some or all of its properties or to reduce or terminate its operations. Sources of funds now available to the Company may include the sale of equity capital, properties, royalty interests, the entering into of future joint ventures, the exercise of warrants that may be issued in the future, the exercise of outstanding options, and the conclusion of off-take agreements relating to future production from Century Iron's properties. Additional financing may not be available when needed or, if available, the terms of such financing might not be favourable to the Company and might involve substantial dilution to existing shareholders. Failure to raise capital when needed would have a material adverse effect on the Company's business, financial condition, results of operations and prospects.

Title and other rights to the Mineral Projects cannot be guaranteed and may be subject to prior unregistered agreements, transfers or claims and other defects.

The acquisition of title to mineral resource properties is a detailed and time-consuming process. Title to, and the area of, mineral resource claims may be disputed. Although the Company believes it has taken reasonable measures to ensure that its title to the Mineral Projects is held as described in this AIF, there is no guarantee that title to any of the claims comprising the Mineral Projects will not be challenged or impaired or become the subject of title claims by First Nation groups or other parties. No assurances can be given that title defects to the Mineral Projects do not exist. The Mineral Projects may be subject to prior unregistered agreements, interests or native land claims and title may be affected by undetected defects. There may be valid challenges to the title of any of the concessions and licence agreements comprising the Mineral Projects that, if successful, could impair development and/or operations. A defect could result in the Company losing all or a portion of its right, title, estate and interest in and to the properties to which the title defect relates.

The Mineral Projects are in areas that are subject to claims by various First Nations peoples, and the progress and results of consultation processes may adversely impact the Company's operations.

The Company conducts its operations in western Labrador in the Province of Newfoundland and Labrador and in northeastern Québec, as well as in the James Bay region of northwestern Québec. As a result of the Company's planned exploration activities and any development activities in these areas, the Company must consult with First Nations peoples. Consultations can vary depending on the nature of the

aboriginal right affected and the degree of impact. Consultation must be meaningful with a view to accommodating the interests of the aboriginal group affected, and can result in obligations which can range from information sharing to provisions for the participation of the aboriginal group in the development and compensation for impacts, however there is no assurance regarding the outcome of any consultations. The Company is committed to effectively managing any impacts to such rights, title and claims and any resulting consultation requirements that may arise. However, there is no assurance that the Company will not face material adverse consequences because of the legal and factual uncertainties associated with these issues. There can be no assurance that the Company will be successful in reaching any agreement with any First Nations groups who may assert aboriginal rights or may have a claim which affects the Company's properties or may be impacted by the Company's projects.

In the area of the Labrador Trough, there are a number of different First Nations peoples living in the area who have overlapping claims to asserted aboriginal land rights. Aboriginal claims to lands, and the claims to traditional rights between aboriginal groups may not be clearly delineated in existing treaties, where treaties have been concluded, and the recognition of these rights may have an impact on the Company's ability to develop its projects. The boundaries of the traditional territorial claims by these groups, if established, may impact on the areas which constitute the Company's mineral projects. Mining licenses and their renewals may be affected by land and resource rights negotiated as part of any settlement agreements entered into by governments with First Nations. The Company has developed and initiated a comprehensive consultation and engagement process designed to meet or exceed the requirements of the delegated procedural aspects of the Crown's duty to consult with aboriginal groups in proximity to the Mineral Projects. Coordination with the Federal and Provincial governments is ongoing throughout the process to ensure the Crown is kept aware of progress with each group and to ensure that the Company is confident that the Crown is fulfilling their consultative duties.

The Company is subject to significant government regulation and the failure to obtain approvals and permits could restrict or prohibit the Company from developing the Mineral Projects.

Mining operations, development and exploration activities are subject to extensive laws and regulations governing prospecting, development, production, exports, taxes, labour standards, occupational health, waste disposal, environmental protection and remediation, protection of endangered and protected species, mine safety, toxic substances and other matters. Changes in these regulations or in their application are beyond the control of the Company and could adversely affect its operations, business and results of operations.

Obtaining or renewing governmental permits is a complex and time-consuming process. The duration and success of efforts to obtain and renew permits are contingent upon many variables, certain of which are not within the Company's control. A shortage of qualified and experienced personnel in the various levels of government could result in delays or inefficiencies. Backlog within the permitting agencies could affect the permitting timeline of the Mineral Projects. Other factors that could affect the permitting timeline include (i) the number of other large-scale projects currently in a more advanced stage of development which could slow down the review process for the Mineral Projects and (ii) significant public response regarding the Mineral Projects. There can be no assurance that all permits which the Company requires for its development activities and construction of mining facilities and the conduct of mining operations will be obtainable or renewable on reasonable terms, or at all. Delays or a failure to obtain such permits, or the expiry, revocation or a failure to comply with the terms of any such permits that the Company has obtained, could have a material adverse impact on the Company.

To the extent government approvals and permits are required but not obtained, the Company may be restricted or prohibited from proceeding with planned exploration or development activities. Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions

thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations may be required to compensate those suffering loss or damage by reason of the mining activities and may be liable for civil or criminal fines or penalties imposed for violations of applicable laws or regulations. Amendments to current laws, regulations and permitting requirements, or more stringent application of existing laws, could have a material adverse impact on the Company and cause increases in capital expenditures or production costs or reductions in levels of production at producing properties or require abandonment or delays in development of properties.

Compliance with environmental regulations and health standards can make operations expensive or prohibit them altogether.

All of the Company's operations will be subject to environmental regulations and health standards, which can make operations expensive or prohibit them altogether.

To the extent the Company is subject to environmental liabilities, the payment of such liabilities or the costs that it may incur to remedy environmental pollution would reduce funds otherwise available to it and could have a material adverse effect on the Company. If the Company is unable to fully remedy an environmental problem, it might be required to suspend operations or enter into interim compliance measures pending completion of the required remedy. The potential exposure may be significant and could have a material adverse effect on the Company.

All of the Company's exploration, development and production activities will be subject to regulation under one or more of the various provincial, federal and other environmental laws and regulations and health standards. Many of the regulations require the Company to obtain permits for its activities. The Company must update and review its permits from time to time, and is subject to environmental impact analyses and public review processes prior to approval of the additional activities. It is possible that future changes in applicable laws, regulations and permits or changes in their enforcement or regulatory interpretation could have a significant impact on some portion of the Company's business, causing those activities to be economically re-evaluated at that time.

There is no assurance that future changes in environmental regulation or health standards, if any, will not adversely affect the Company's operations.

Increased competition could adversely affect the Company's ability to attract necessary capital, technical expertise, labour, equipment and other necessary resources.

The Company's business is intensely competitive and the Company will compete with other mining companies, many of which have greater resources and experience. Competition in the metals mining industry is primarily for: mineral rich properties which can be developed and can produce economically; the technical expertise to find, develop, and operate such properties; the labour to operate the properties; and the capital for the purpose of funding such properties. Many competitors not only explore for and mine metals, but also conduct refining and marketing operations on a world-wide basis. Such competition may result in the Company being unable to acquire desired properties, to obtain equipment and logistics such as drill rigs and helicopters, to recruit or retain qualified employees or to acquire the capital necessary to fund its operations and develop its properties. The Company's inability to compete with other mining companies for these resources would have a material adverse effect on the Company's results of operation and business.

The Company is dependent on a number of key employees and will need to attract and retain qualified management and technical personnel to meet its anticipated growth.

The Company is dependent on a number of key employees, the loss of any one of whom could have an adverse effect on the Company. The Company does not have and is not expected to purchase key person insurance on such individuals, which insurance would provide the Company with insurance proceeds in the event of their death. Without key person insurance, the Company may not have the financial resources to develop or maintain its business until it replaces the individual.

The development of the business of the Company will be dependent on its ability to attract and retain highly qualified management and mining personnel, particularly if it brings the Mineral Projects into production as this will create new positions and responsibilities. The Company will face competition for personnel from other employers. If the Company is unable to attract or retain qualified personnel as required, it may not be able to adequately manage and implement its business plan.

The Company needs to enter into contracts with external service and utility providers for its infrastructure needs.

Mining, processing, development and exploration activities depend, to one degree or another, on adequate infrastructure. In order to develop a mine at any of the Mineral Projects, the Company will need to negotiate and conclude various agreements with external service and utility providers for rail transportation, power and port loading and handling. The terms the Company can negotiate for its infrastructure needs will significantly affect the Company's capital, operating costs and potential profitability.

The Company faces additional risks as a result of its remote northern location.

The Mineral Properties, because of their remote northern location and limited accessibility, are subject to special climate and transportation risks. These risks include the inability to operate efficiently or at all during periods of extreme cold, the unavailability of materials and equipment, and unanticipated transportation costs. Adverse weather conditions may also prevent the operation of equipment on land, in the air or on water. Such factors can add to the cost of mine exploration, development, production and operation, thereby affecting the Company's financial condition. Access to transportation infrastructure to ship mineral products economically within Northern Québec and Labrador, and to export mineral products internationally is currently limited. Lack of access to transportation may hinder the expansion of production at the Mineral Projects and the Company may be required to use more expensive transportation alternatives.

The Company may become subject to legal proceedings.

Due to the nature of its business, the Company may become subject to regulatory investigations, claims, lawsuits and other proceedings in the ordinary course of its business. The results of these legal proceedings cannot be predicted with certainty due to the uncertainty inherent in litigation, including the effects of discovery of new evidence or advancement of new legal theories, the difficulty of predicting decisions of judges and juries and the possibility that decisions may be reversed on appeal. There can be no assurances that these matters will not have a material adverse effect on the Company's business.

The Company may not be able to obtain adequate insurance to protect against certain risks.

Where considered practical to do so, the Company will maintain insurance against risks in the operation of its business and in amounts that it believes to be reasonable. Such insurance, however, will

contain exclusions and limitations on coverage. There can be no assurance that such insurance will continue to be available, will be available at economically acceptable premiums or will be adequate to cover any resulting liability. The Company may become subject to liability for pollution or hazards against which it cannot insure. In some cases, such as with respect to environmental risks, coverage is not available or considered too expensive relative to the perceived risk. The payment of such liabilities could result in an increase in the Company's operating expenses which could, in turn, materially affect the Company's financial position and results of operations.

Land reclamation requirements for the Mineral Projects may be burdensome.

Land reclamation requirements are generally imposed on mineral exploration companies (as well as companies with mining operations) in order to minimize long term effects of land disturbance.

Reclamation may include requirements to:

- treat ground and surface water to drinking water standards;
- control dispersion of potentially deleterious effluents; and
- reasonably re-establish pre-disturbance land forms and vegetation.

In order to carry out reclamation obligations imposed on the Company in connection with exploration, potential development and production activities, the Company must allocate financial resources that might otherwise be spent on further exploration and development programs. In addition, regulatory changes could increase the Company's obligations to perform reclamation and mine closing activities. If the Company is required to carry out unanticipated reclamation work, its financial position could be adversely affected.

Risks Relating to the Company's Common Shares

The Company's common shares are subject to price volatility

In recent years, the securities markets have experienced a high level of price and volume volatility, and the market price of securities of many companies, particularly those considered exploration-stage companies (such as the Company), have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continued fluctuations in price will not occur.

Future sales or issuances of equity securities could decrease the value of any existing common shares, dilute investors' voting power and reduce the Company's earnings per share.

The Company may sell additional equity securities in subsequent offerings and may issue additional equity securities to finance its operations, exploration, development, acquisitions or other projects. The Company cannot predict the size of future sales and issuances of equity securities or the effect, if any, that future sales and issuances of equity securities will have on the market price of the common shares. Sales or issuances of a substantial number of equity securities, or the perception that such sales could occur, may adversely affect prevailing market prices for the common shares. With any additional sale or issuance of equity securities, investors will suffer dilution of their voting power and may experience dilution in the Company's earnings per share.

Future sales by existing shareholders could cause the Company's share price to fall.

Future sales of a significant amount of common shares could decrease the value of the common shares. The Company cannot predict the size of future sales of its common shares by WISCO or other shareholders, or the effect, if any, that such sales will have on the market price of the common shares. Sales of a substantial number of common shares, or the perception that such sales could occur, may adversely affect prevailing market prices for the common shares.

DIVIDENDS AND DISTRIBUTIONS

The Company has not declared any cash dividends or distributions since its incorporation and currently has no plans to do so in the foreseeable future.

DESCRIPTION OF CAPITAL STRUCTURE

Century Iron's authorized share capital consists of an unlimited number of common shares without par value and an unlimited number of preferred shares without par value. As of March 31, 2013, there were 94,474,158 common shares issued and outstanding as fully paid and non-assessable and no preferred shares issued and outstanding. As of the date of the AIF, 94,307,571 common shares of the Company are issued and outstanding, and no preferred shares are issued and outstanding.

Common Shares

Subject to the rights of the holders of the preferred shares of the Company, holders of common shares of the Company are entitled to dividends if, as and when declared by the board of directors. Holders of common shares of the Company are entitled to one vote per common share at meetings of shareholders except at meetings at which only holders of a specified class of shares are entitled to vote. Upon liquidation, dissolution or winding-up of the Company, subject to the rights of holders of preferred shares, holders of common shares of the Company are to share rateably in the remaining assets of the Company as are distributable to holders of common shares. The common shares are not subject to call or assessment rights, redemption rights, rights regarding purchase for cancellation or surrender, or any pre-emptive or conversion rights.

Preferred Shares

Preferred shares may be issued from time to time in one or more series, ranking equally on winding-up, to repayment of the amount paid up on such shares, and to carry and be subject to, as a class, the following special rights and restrictions pertaining to (but not limited to) dividends, redemption or purchase rights, rights of retraction, rights of conversion, terms and conditions of any share purchase plan or sinking fund, rights upon dissolution of the Company, and voting, as the directors of the Company may, from time to time, determine by resolution. Currently the preferred shares rank in priority over common shares as to dividends and return of paid up capital upon dissolution or winding up of the Company. Holders of preferred shares are not entitled to notice or to vote at meetings of shareholders (except where holders of a specified class or series are entitled to a separate vote in accordance with the *Canada Business Corporations Act*). The Company may at any time purchase for cancellation or redeem the preferred shares that may be issued and holders of preferred shares may require the Company to retract such shares in accordance with the terms upon which such have been issued.

Options

As of the date of this AIF, the Company also has outstanding options to purchase an aggregate of 9,870,000 common shares at a price ranging from $2.92 to $4.00, expiring between May 17, 2016 and November 11, 2017, all of which are governed by the Company's stock option plan, which was reapproved by shareholders on September 26, 2012.

MARKET FOR SECURITIES

Common Shares

The Company's common shares are traded on the TSX under the symbol "FER". The following table shows the high and low trading prices and monthly trading volume of the common shares of Century Iron on the TSX for the periods listed:

Period	High $	Low $	Volume # of Shares
2012			
April	2.00	1.85	196,226
May	1.95	1.65	1,139,919
June	1.65	1.26	306,009
July	1.29	1.00	76,320
August	1.21	1.00	125,992
September	1.25	1.05	358,724
October	1.07	0.95	148,412
November	1.10	0.96	183,256
December	0.99	0.92	110,259
2013			
January	0.95	0.58	875,871
February	0.57	0.40	1,074,803
March	0.42	0.33	5,595,250

Prior Sales

During the financial year ended March 31, 2013, Century Iron did not issue or grant any common shares or securities exercisable into common shares.

ESCROWED SECURITIES AND SECURITIES SUBJECT TO CONTRACTUAL RESTRICTIONS ON TRANSFER

Escrowed Securities

As of March 31, 2013, no securities of the Company were held in escrow.

Contractual Restrictions on Transfer

Pursuant to the WISCO Shareholders Agreement, Century NL and the Century Principals have agreed to restrictions on transfer with respect to their ownership of common shares of the Company and, with respect to the Century Principals, their ownership of Century NL. These restrictions apply for a three-year lock-up period. After expiry of that lock-up period, there will be a staggered release from the lock-up agreements based on achievement of certain milestones, including completion of a bankable feasibility study on any of the projects and commencement of construction on any of the projects, with all shares to be released from the lock-up agreements upon the completion of construction of a mine on any of the Properties. The lock-up agreements are subject to certain limited exceptions, including transfers among Century NL and the Century Principals and certain of their respective affiliates.

Century NL transferred 49,781,316 and 100,762 common shares of the Company to Century Netherlands and Century Resources Capital Corporation. Two assumption agreements were signed on April 10, 2013 (1) between WISCO, Century Netherlands and the Century Principals and (2) between WISCO, Century Resources Capital Corporation and the Century Principals in order to assume the obligations of Century NL under the Shareholders' Agreement.

Under an offering of common shares prior to the Qualifying Transaction described under "*General Development of Century Iron's Business – Corporate Organization of Century Holdings*", subscribers had the option to purchase common shares of Century Holdings either (i) at a price equal to 90% of the offering price, in which case the shares so subscribed for were subject to an 18-month contractual lock-up between Century Holdings and the subscriber, or (ii) at a price equal to 80% of the offering price, in which case the shares so subscribed for were subject to a 36-month lock-up.

DIRECTORS AND OFFICERS

The following table is as at the date of the AIF and sets out the name, province/state of residence, positions and/or offices held with the Company, and principal occupations of each person who is a director and/or an executive officer of the Company, as well as the period during which each person, if applicable, has been a director of the Company. Mr. Zhong Xiang Kuang, the President and a director of WISCO International Resources Development & Investment Limited, and Mr. Wei Ke Peng, the Deputy General Manager in the Overseas Mineral Resources Division of Wuhan Iron & Steel (Group) Corporation, the parent company of WISCO, were nominated as directors by WISCO, pursuant to WISCO's rights under the WISCO Investment Agreement.

The term of office of each director of the Company ends immediately before the election of directions at the annual meeting of shareholders each year.

Name and Residence	Position(s) with the Company	Principal Occupation	Director Since
SANDY CHIM[(1)(2)(10)] ..... Hong Kong	Director and Chief Executive Officer	Chief Executive Officer of the Company	May 18, 2011
M. MARCEL AUBUT ..... Québec, Canada	Director and Chairman	Partner of Heenan Blaikie LLP	September 28, 2011

Name and Residence	Position(s) with the Company	Principal Occupation	Director Since
PAUL MURPHY [3][4][5][6] ..... Ontario, Canada	Lead Director	Chief Financial Officer of Guyana Goldfields Inc. and of Guyana Precious Metals Inc.; Director of Alamos Gold Inc. and Continental Gold Inc.; Retired Partner of PricewaterhouseCoopers LLP	May 18, 2011
HUA BAI[7] ..... British Columbia, Canada	Director	Chairman of Northern Star Minerals Ltd., CEO of Deep Sea Capital Inc.	May 18, 2011
MAURICE STRONG[6][8] ..... Ontario, Canada	Director and Vice-Chairman	Chairman of Strovest Holdings Inc.	May 18, 2011
ZHONG XIANG KUANG..... Wuhan, China	Director	General Technical Consultant, WISCO Group	May 18, 2011
WEI KE PENG ..... Wuhan, China	Director	Chief Executive Officer of WISCO Brazil Metallurgy Investment Ltd.; Deputy Director of Overseas Mineral Resources Department, WISCO Group	May 18, 2011
JACQUES GAUTHIER [3][4][5][8].... Montréal, Canada	Director	Member, National Energy Board of Canada, Senior Vice President, Dessau Inc. (2010-2012), and President and Chief Executive Officer, LVM, a subsidiary of Dessau Inc. (2010-2012).	September 26, 2012
HOWARD BERNIER[3][4][5][6][8][10] ..... Québec, Canada	Director	Consultant	May 18, 2011
JIONGHUI WANG[10] ..... Beijing, PRC	Director	Assistant President, China Minmetals Corporation, General Manager, Minmetals Exploration & Development Co., Ltd.	September 28, 2011
BEN KOON (DAVID) WONG[9].. Hong Kong	Director	Director of Prosperity Minerals Holdings Limited since May, 2004	May 18, 2011
CHUN WA (IVAN) WONG[2] ..... Hong Kong	Chief Financial Officer	Chief Financial Officer of the Company	N/A
CLAUDE BRITT ..... Québec, Canada	Chief Geologist	Consultant	N/A

Name and Residence	Position(s) with the Company	Principal Occupation	Director Since
HUBERT VALLÉE..... Québec, Canada	Senior Vice President, Logistics, Mine Development and Operations	Senior Vice President, Logistics, Mine Development and Operations of the Company; Senior Vice President, Operations and Logistics at Consolidated Thompson Iron Mines since 2010; Vice President, Development at Consolidated Thompson since 2006	N/A
RICKY CHAN ..... Ontario, Canada	Vice-President, Planning and Operations	Vice-President, Planning and Operations of the Company	N/A
MICHAEL SKUTEZKY(2)..... Ontario, Canada	General Counsel and Corporate Secretary	General Counsel and Corporate Secretary of the Company	N/A

Notes:

(1) Thriving Century Limited, a privately-held BVI company of which Mr. Chim is a controlling shareholder, indirectly owns approximately 30.6% of the shares of Century Netherlands which owns 49,781,316 common shares of the Company representing approximately 52.69% of the issued and outstanding common shares of the Company. Mr. Chim also owns Century Resources Capital Corporation, a private BVI company, which owns 100,762 common shares of the Company representing approximately 0.11% of the issued and outstanding common shares of the Company.

(2) Member of the Disclosure Committee. Mr. Skutezky is the Chair of the Disclosure Committee.

(3) Member of the Audit Committee. Mr. Murphy is the Chair of the Audit Committee.

(4) Member of the Compensation Committee. Mr. Gauthier is the Chair of the Compensation Committee.

(5) Member of the Governance and Nominating Committee. Mr. Gauthier is the Chair of the Governance and Nominating Committee.

(6) Member of the Health and Safety Committee. Mr. Bernier is the Chair of the Health and Safety Committee.

(7) Earnlead Investments Ltd., a privately-held BVI company of which Mr. Bai is a controlling shareholder, indirectly owns approximately 10% of the shares of Century Netherlands which owns 49,781,316 common shares of the Company representing approximately 52.69% of the issued and outstanding common shares of the Company.

(8) Member of the Environmental Sustainability Committee. Mr. Strong is the Chair of the Environmental Sustainability Committee.

(9) Purple Star Holdings Limited, a privately-held BVI company of which Mr. Wong is a controlling shareholder, indirectly owns approximately 49.5% of the shares of Century Netherlands which owns 49,781,316 common shares of the Company representing approximately 52.69% of the issued and outstanding common shares of the Company.

(10) Member of the Technical Committee. Mr. Wang is the Chair of the Technical Committee.

As of March 31, 2013, the directors and executive officers of the Company, as a group, beneficially own, directly or indirectly, or exercise control or direction over , 51,555,314 common shares, being 54.57% of the issued common shares on a non-diluted basis The statement as to the number of common shares beneficially owned, directly or indirectly, or over which control or direction is exercised by the directors and executive officers of the Company, as a group, is based upon information furnished by the directors and executive officers.

Principal Occupations and Other Information about Century Iron's Directors and Executive Officers

The principal occupations of each of the Company's directors and executive officers within the past five years are disclosed in the biographies set forth below.

Sandy Chim – Director, President and Chief Executive Officer

Sandy Chim, CPA, CA, is the founder, a director and the President and Chief Executive Officer of the Company. His principal focus, since 2007, has been the development of the Company (and its predecessor companies)**.** He is also currently a director of Prosperity Minerals Holdings Limited (listed on AIM in London), an iron ore trader and real estate developer based primarily in China, and a director of Augyva Mining Resources Inc. and Sage Gold Inc., both of which are publicly traded mineral resource exploration companies listed on the TSXV. Mr. Chim is also a member of the Supervisory Board of Anhui Chaodong Cement Co. Limited, a public company listed on the Shanghai Stock Exchange. His investments and involvement in developing iron ore assets in Canada started in 2005 as a substantial shareholder in Consolidated Thompson Iron Mines Limited and a joint venture partner, through an affiliated company, of the Bloom Lake mine. Over the course of his career, Mr. Chim has raised substantial capital from, and taken companies of various industries public on, various international capital markets, including in Australia, London and Hong Kong as well as Canada. This capital was raised for businesses involved in industries ranging from resource exploration, mining, building materials, manufacturing, and the financial markets. Mr. Chim received a Bachelor of Commerce degree from the University of New South Wales, Australia and an M.B.A. from York University, Canada. Mr. Chim is a Member of the Institute of Chartered Accountants of Ontario and the Institute of Chartered Secretaries and Administrators in Canada, and a Fellow Member of the Hong Kong Institute of Certified Public Accountants.

M. Marcel Aubut – Director and Chairman of the Board

Mr. Aubut, O.C., O.Q., Q.C., Ad. E. is a senior partner with Heenan Blaikie LLP and has been a corporate lawyer for more than 30 years. Renowned for his involvement in professional hockey, Mr. Aubut was president, CEO and co-owner of the Québec Nordiques. Mr. Aubut was re-elected president of the Canadian Olympic Committee for a second four-year term in April 2013. He is the founding President of Québec Metro High Tech Park. Mr. Aubut has been involved with numerous companies and boards including, among others, Atomic Energy of Canada, Olymel L.P. (Olybro), Æterna Zentaris Inc., Boralex Power Income Fund, Whole Foods Market Canada, Hydro-Québec (Executive Committee), Purolator Courier Ltd., Tremblant Resort, Cinar Inc., Investors Group Inc., Transforce Inc., Intra Continental Insurers Ltd., Boréal Assurances Agricoles Inc., Entreprises Premier CDN Ltée, Les Industries Amisco Ltée, Donohue Matane Inc., Innovatech Québec, Textile Dionne. Mr. Aubut is also Chairman of the Board and a director of Century Iron Mines Corporation. He has also presided over the establishment of numerous industrial projects in the greater region of Québec City. Mr. Aubut received the Medal of the National Assembly of Québec in 1981 and was appointed Queen's Counsel in 1986. In the same year, he became a Member of the Order of Canada and was elevated to the rank of Officer in 1993. In 2012, he was awarded the Queen Elizabeth II Diamond Jubilee Medal.

Paul Murphy – Lead Director

Paul Murphy has significant industry experience gained as a former Audit and Assurance Group Partner and former national leader for the Canadian mining industry group of PricewaterhouseCoopers LLP. After working for over thirty years with the firm, Mr. Murphy retired from PricewaterhouseCoopers LLP in May 2010. Mr. Murphy is the former Leader for the Western

Hemisphere Mining Centre of Excellence and has worked almost exclusively in the resource industries for the past thirty years. His professional experience includes financial reporting controls, operational effectiveness, International Financial Reporting Standards and SEC reporting issues, financing, valuation and taxation as they pertain to the mining sector. For several years, Mr. Murphy oversaw a technical mining practice which certified financial completion tests and reviewed ore reserves for mines financed by Canadian and foreign banking syndicates. Mr. Murphy currently holds the position of Chief Financial Officer of Guyana Goldfields Inc. and of Guyana Precious Metals Inc. He is also a director of Alamos Gold Inc. and of Continental Gold Inc. Mr. Murphy has been qualified as a Chartered Accountant since 1975 and has a Bachelor of Commerce degree from Queen's University.

Jionghui Wang – Director

Jionghui Wang is Assistant President of China Minmetals Corporation, a state-owned diversified metals and mining company based in Beijing, and General Manager of Minmetals Exploration & Development Co., Ltd. Mr. Wang is also the President of the Presidium of China Mining Association, an executive director of the China Association of Mining Right Appraisers, and an executive director of the China Association of Mining Economy. Previously, Mr. Wang was the Deputy General Manager of the China National Geological Mining Corporation and worked for the Changchun Institute of Geology and a number of companies. Mr. Wang graduated from the Changchun Institute of Geology and holds a master's degree and title of Research Fellow.

Ben Koon (David) Wong – Director

Ben Koon (David) Wong is Chairman and Chief Executive Officer of Prosperity Minerals Holdings Limited ("Prosperity Minerals"), an iron ore operator, real estate developer, and cement investment holding company operating in China and listed on the AIM market of the London Stock Exchange. Mr. Wong is also Chairman of Prosperity International Holdings (H.K.) Limited, the parent company of Prosperity Minerals, which is listed on the Hong Kong Stock Exchange. He is also a legal representative of Anhui Chaodong Cement Co. Limited, listed on the Shanghai Stock Exchange, in which Prosperity Minerals is the single largest shareholder with a holding of 33.06% interest. Mr. Wong's professional career spans over thirty years and includes more than twenty years of experience in cement and iron ore trading specifically.

Hon. Maurice Strong, P.C. – Director

The Honourable Maurice Strong, P.C. has over thirty years of experience at higher levels in business, and with government and international organizations. Mr. Strong has held numerous positions with international organizations. His past appointments include Under Secretary General and Special Advisor to the Secretary General of the United Nations; Senior Advisor to the President, World Bank; President, Power Corporation of Canada; Chairman and Chief Executive Officer, Ontario Hydro and Member, International Advisory Board, Toyota Motor Corporation. Mr. Strong is a Member of the Queen's Privy Council of Canada, has received Honorary Doctorates from 53 universities in Canada, the United States, Europe and Asia, and has held numerous academic appointments, including visiting professorship at the University of Ottawa (2004) and honorary professorship at the University of Peking (Beijing) 2006.

Jacques Gauthier – Director

Mr. Gauthier has been a member of the National Energy Board of Canada since December 2012. From 2010 to November 2012, Mr. Gauthier was Senior Vice President of Dessau Inc. and President and Chief Executive Officer at LVM, a soil and materials engineering subsidiary of Dessau Inc. that employs

1,500 people. From 2004 to 2009, Mr. Gauthier was Senior Vice President and Chief Operating Officer of Kruger Energy Inc., where he led the establishment of a new division dedicated to the development of renewable energy. Previously, Mr. Gauthier held positions as President, Chief Executive Officer, Chief Operating Officer and Executive Vice President at various times during his career at Boralex Inc., a producer of renewable and green energy and a pioneer in natural gas cogeneration and Cascades, a pulp and paper company with locations in Canada, the US and Europe. Mr. Gauthier holds a Bachelor of Laws from the University of Sherbrooke and is a member of the Bar of the Province of Québec.

Howard Bernier – Director

Howard Bernier is a former professional Metallurgical Engineer and a consultant to entities involved in the iron ore industry focused on developing iron ore properties in the Province of Québec and Brazil. He has served as a consultant and officer to various public companies, as the resident manager of Wabush Mines in Sept-Îles, Québec, and most recently as Chief Operating Officer of Consolidated Thompson Iron Mines Limited. Mr. Bernier's professional career, spanning some thirty-five years, has included all aspects of copper smelting and refining and iron pellet production, shipping and international metal sales. Mr. Bernier is a past member of the American Institute of Mining and Metallurgical and Petroleum Engineers and the Canadian Institute of Mining and Metallurgy. Mr. Bernier holds a B.Sc. (Engineering) from the École Polytechnique de Montréal, Québec. Mr. Bernier is a former member of the Order of Engineers of Québec.

Hua Bai – Director

Hua Bai is a businessman in China who has over twenty years of investment and commercial experience gained through his worked with various enterprises in China. Mr. Bai is currently a director of Sage Gold Inc. (TSXV: SGX), the Chairman of Northern Star Minerals Ltd., and also the President and Chief Executive Officer of Deep Sea Capital Inc. Mr. Bai has a degree in architecture.

Zhong Xiang Kuang – Director

Zhong Xiang Kuang currently serves as General Technical Consultant of Overseas Mineral Resources Department of Wuhan Iron & Steel (Group) Corporation. He has extensive experience in iron ore resources development and investment in both domestic and foreign markets. In the past five years, Professor Kuang also served as President and Director of Wuhan Iron & Steel Group Minerals Co. Ltd. and as President of WISCO Group Resource Development Department. Professor Kuang holds a Bachelor and a Master degree in Mining Engineering from Wuhan University of Science and Technology. He is a senior mining engineer at the professor level and has also been awarded a special government allowance for experts from the State Council of the People's Republic of China.

Wei Ke Peng – Director

Wei Ke Peng currently serves as Deputy Director of the Overseas Mineral Resources Department of Wuhan Iron & Steel (Group) Corporation, and the Chief Executive Officer of WISCO Brazil Metallurgy Investment Ltd. He is a senior engineer and has over 20 years of experience in the iron and steel industry. From 1987 to 1990, Mr. Peng attended at the Chongqing University of Science and Technology majoring in steelmaking and from 2002 to 2006, he attended at the Huazhong University of Science and Technology majoring in computer and application. Mr. Peng also holds a Master of Business Administration degree from Wright State University.

Management

Hubert Vallée – Senior Vice President, Logistics, Mine Development and Operations

Mr. Vallée has been a leader in the mining industry for 28 years. He joined Québec Cartier Mining as a Project Engineer and was promoted to Operations Manager at its pellet plant by 2001. He managed the Iron Ore Company of Canada's pellet plant in Sept- Îles before joining Domtar Inc. as General Manager of its Lebel-sur-Quévillon Pulp Mill. Mr. Vallée joined Consolidated Thompson Iron Mine Ltd. In 2006 as Vice President, Development, and became Senior Vice President in 2010. Mr. Vallée is a graduate of Laval University in Electrical Engineering.

Chun Wa (Ivan) Wong – Chief Financial Officer

Mr. Wong is a Fellow Member of the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants. His other current appointments are: Member of the Supervisory Board of Maanshan Iron & Steel Co. Ltd., a company listed in Hong Kong and Shanghai, the PRC; and Independent Non-executive Director and Chairman of the Audit Committee of China Zhongwang Holdings Ltd., a company listed in Hong Kong, the PRC.

Claude Britt – Chief Geologist

Mr. Britt has over 40 years of experience in exploration and mining. He has previously worked at Iron Ore Company of Canada as a Development Geologist where he held key positions of responsibility in various major iron ore mining projects for a number of years. His involvement in the practical operations of a company that was once one of largest iron ore companies in the world brings great value to Century Iron Ore Group. In addition to iron ore, Mr. Britt also has a wide range of experience in mining and exploration, property evaluation, and due diligence in relation to other natural resources. During his term as Vice President of Exploration for Pangea Goldfields Inc., prior to the company being acquired by Barrick Gold Corporation in 2000, he contributed to the discovery of the Silidor gold deposit in Noranda, which produced over 700,000 ounces of gold, and to the gold and copper discoveries in Tanzania and Peru. He is currently a Director of Dios Exploration Inc., Hana Mining Ltd. and X-Ore Resources Inc., mineral exploration companies listed on the TSXV. Mr. Britt is a professional geologist and holds a Bachelor's degree in Geology from the University of Western Ontario in Canada.

Ricky Chan – Vice-President, Planning and Operations

Mr. Chan is a business consultant with 27 years of corporate finance and investment advisory experience in both public and private transactions. Mr. Chan advises on cross-border investment with China, and from 1986 to 2011 held various management and sales positions with major brokerage firms in Canada and in Hong Kong. Mr. Chan is a frequent guest with the Chinese media and speaks on community and political issues. Mr. Chan obtained his Bachelor of Commerce degree from McGill University in 1984.

Michael Skutezky – General Counsel and Corporate Secretary

Mr. Skutezky is a lawyer practicing in Toronto, Ontario. He is Chairman of Rhodes Capital Corporation, a private merchant bank providing services to the resource and technology industry. He is also General Counsel of Sage Gold Inc. (SGX-TSXV) and a director of Augyva Mineral Resources Inc. (AUV-TSXV). He is a graduate of Bishop's University (B.A.) and Dalhousie Law School (LL.B.) and a member of the Nova Scotia Bar and Law Society of Upper Canada.

Cease Trade Orders, Bankruptcies, Penalties or Sanctions

Cease Trade Order

Except as set out below, no director or executive officer of Century Iron is, as at the date of this AIF, or was, within the last ten years before the date of this AIF, a director, chief executive officer, or chief financial officer of any company (including Century Iron) that was:

(a) subject to an order that was issued while the director or executive officer was acting in the capacity as director, chief executive officer or chief financial officer; or

(b) subject to an order that was issued after the director or executive officer ceased to be a director, chief executive officer or chief financial officer and which resulted from an event that occurred while that person was acting in the capacity as director, chief executive officer or chief financial officer.

For the purpose of the above paragraph, "order" means (a) a cease trade order, (b) an order similar to a cease trade order, or (c) an order that denied the relevant company access to any exemption under securities legislation, that was in effect for a period of more than 30 days.

Mr. Strong was a director of Kinetex Resources Corporation when it was subjected to a cease trade orders on July 22, 2010 and November 3, 2010 for failure to file continuous disclosure documents prescribed by securities laws.

On August 8, 2005, Prosperity International Holdings (H.K.) Limited, a company of which Ben Koon (David) Wong is a director and Chairman, was found by The Stock Exchange of Hong Kong Limited to have breached its rules by failing to despatch and publish its annual accounts for the year ended March 31, 2003 in time, for failing to announce and publish a circular on time and failing to obtain prior independent shareholder approval for certain transactions conducted during the period from September 12, 2002 to November 26, 2002.

Bankruptcy

Except as set out below, no director or executive officer of Century Iron, or a shareholder holding a sufficient number of securities of Century Iron to affect materially the control of Century Iron is, as at the date of this AIF, or has been, within ten years before the date of this AIF, a director or executive officer of any company (including Century Iron) that:

(a) while that person was acting in that capacity, or within a year of ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or was subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold its assets; or

(b) became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager, or trustee appointed to hold the assets of the director, executive officer or shareholder.

Jacques Gauthier was Chairman and a director of AAER inc. in April 2010, when the Company applied for and obtained an order from the Superior Court of Québec (Commercial Division) for

protection under the *Companies' Creditors Arrangement Act*. The tribunal approved the arrangement with creditors on August 11, 2010.

Sanctions

Except as set out below, no director or executive officer of Century Iron, or a shareholder holding a sufficient number of securities of Century Iron to affect materially the control of Century Iron has been subject to:

(a) any penalties or sanctions imposed by a court relating to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or

(b) any other penalties or sanctions imposed by a court or regulatory body that would likely be considered important to a reasonable investor in making an investment decision.

Ricky Chan was subject to disciplinary penalties imposed by the Investment Dealers Association of Canada in June 1999 for conduct unbecoming a registered representative by misleading his compliance officer and firm, for failing to have sales literature approved by his firm before publication and for failing to have appropriate documentation in place when conducting an options trade on behalf of a client.

Maurice Strong was one of seven named defendants in a class action lawsuit filed in the United States District Court of Massachusetts in 1997 involving alleged violations of Sections 10(b), 20(b), and 20A of *the Securities Exchange Act of 1934* by the named officers and directors of Molten Metal Technology Inc. The action was ultimately settled pursuant to a settlement agreement among the parties which did not provide for any payment nor any admission of liability by Mr. Strong.

Conflicts of Interest

The directors and officers of Century Iron may serve as directors or officers of other natural resource companies or companies providing services to Century Iron, or they may have significant shareholdings in other resource companies. Specifically, Mr. Chim is a director and a control person of Century Netherlands, a director and shareholder of Augyva and of Prosperity Minerals. Mr. Michael Skutezky, General Counsel and Corporate Secretary of the Company is also a director of Augyva. An immediate family member of Mr. Chim is a shareholder of Chim & Seto Consulting Services Inc. Century Iron has previously engaged this firm, and may engage this firm in the future, to provide services to the Company.

Situations may arise where the directors and/or officers of Century Iron may be in competition with Century Iron. In the event that a conflict of interest arises at a meeting of Century Iron's directors, a director who has such a conflict will abstain from voting for or against the approval of such participation or such terms. From time to time, several companies may participate in the acquisition, exploration and development of natural resource properties thereby allowing for their participation in larger programs, permitting involvement in a greater number of programs and reducing financial exposure in respect of any one program. It may also occur that a particular company will assign all or a portion of its interest in a particular program to another of these companies due to the financial position of the company making the assignment. In accordance with applicable laws, the directors of Century Iron are required to act honestly, in good faith and in the best interests of Century Iron. In determining whether or not Century Iron will participate in a particular program and the interest therein to be acquired by it, the directors will

primarily consider the degree of risk to which Century Iron may be exposed and its financial position at that time. See "*Interest of Management and Others in Material Transactions*".

LEGAL PROCEEDINGS AND REGULATORY ACTIONS

As of the date hereof, Century Iron's management is not aware of any current or contemplated legal proceedings material to Century Iron to which Century Iron is a party or of which any of its property is the subject matter. As of the date hereof, no penalties or sanctions have been imposed against Century Iron by a court or regulatory body and Century Iron did not enter into any settlement agreements before a court relating to securities legislation or with a securities regulatory authority during its last financial year.

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Except as set out below and elsewhere in this AIF, no director, executive officer or any holder of 10% or more of the Company's common shares, or any associate or affiliate of any such person or company, has or had any material interest, direct or indirect, in any transaction that has materially affected or will materially affect the Company or any of its subsidiaries.

Director's Loan

Mr. Ben Koon (David) Wong, a controlling shareholder of Century Netherlands and a director of the Company, advanced funds to Century NL which were in turn advanced by Century NL to Century Holdings as a loan. A portion of these loan funds were then advanced by Century Holdings to Augyva to enable Canadian Century to exercise its option to acquire a 51% interest in the Duncan Lake Property and for general corporate purposes. Century NL subsequently assigned the promissory note evidencing the advance to Century Holdings to Mr. Wong as repayment by Century NL of its obligation to Mr. Wong. As a result, Century Holdings was obligated to pay Mr. Wong for funds originally advanced by Century NL to Century Holdings. On May 25, 2011, following completion of the Qualifying Transaction, the Company repaid the balance of the funds originally advanced by Mr. Wong to Century NL.

Century NL Shareholder Loan and Debt Conversion

For the three and nine months ended December 31, 2010, Century Holdings received shareholder advances in the form of non-interest-bearing demand notes from Century NL in the amounts of $43,685 and $1,760,280. During the periods ended March 31, 2010 and 2009, Century Holdings received advances from Century NL in the amounts of $1,167,561 and $4,212,261, respectively, in the form of non-interest bearing demand notes. The amount payable under loans outstanding was $6.7 million as at October 21, 2010. On October 21, 2010, an aggregate of $4.0 million of this debt was settled by the issuance of 29,144,279 common shares of Century Holdings (following completion of a stock split by Century Holdings as disclosed above) pursuant to a note transfer agreement and a subsequent repayment of capital transaction. On May 25, 2011, following completion of the Qualifying Transaction, the Company repaid the outstanding balance of $2.7 million.

Century Holdings Corporate Organization

On October 21, 2010, Century Holdings completed the acquisition all of the issued and outstanding shares of Grand Century, Labec Century, and Canadian Century and certain shareholders loans from Century NL pursuant to the Share Transfer Agreement and a note transfer agreement. Subsequently, pursuant to the Amalgamation Agreement, the Company acquired all of the shares of Grand Century, Labec Century and Canadian Century, as well as certain shareholders loans from Century

NL. For further information, see "*General Development of Century Iron's Business – Corporate Organization of Century Holdings*".

Augyva Mining Resources Inc.

On May 20, 2008, Canadian Century entered into Duncan Lake Joint Venture Agreement with Augyva. Mr. Sandy Chim, an officer of Century Holdings and a director and the Chief Executive Officer of the Company, is also a director and shareholder of Augyva. Mr. Michael Skutezky, General Counsel and Corporate Secretary of the Company is also a director of Augyva. For an overview of the Duncan Lake Joint Venture Agreement, see "*Properties – James Bay: Duncan Lake Property*". During the years ended March 31, 2013, 2012 and 2011, the Company received a management fee of $Nil, $Nil, and $77,500, respectively, from Augyva. As at March 31, 2013, 2012 and 2011, the Company had accounts receivable of $16,950, $16,950, and $16,950, respectively, from Augyva. Considering the positions with and interest in Augyva that are held by Mr. Chim and Mr. Skutezky, they will be deemed to have interest in any action taken or agreement entered into by Augyva with respect to the Company.

Champion Iron Mines Limited

On May 12, 2008, Labec Century entered into the Attikamagen Joint Venture Agreement with Champion. Mr. Sandy Chim, a director and officer of the Company and a director and Chairman of Labec Century, holds 1,400,000 common shares of Champion through his private holding company, Max Lucky Holdings Limited. For an overview of the Attikamagen Joint Venture Agreement, see "*Properties – Attikamagen Property*".

PIHL Off-take Agreement

The PIHL Off-take Agreement is a related party transaction as each of Mr. Ben Koon (David) Wong, a director of the Company, and Sandy Chim, a director and the Chief Executive Officer of the Company, are also directors of Prosperity Minerals. A refundable off-take deposit of US$8,000,000 was provided under this agreement. The deposit was non-interest bearing and repayable on demand, and was fully refunded in December 2012.

Chim & Seto Consulting Services Inc.

During the year ended March 31, 2013, the Company incurred accounting expenses in the amounts of $11,150 from Chim & Seto Consulting Services Inc., of which an immediate family member of the President and CEO of the Company is a shareholder. During the years ended March 31, 2013, 2012 and 2011, the Company incurred accounting expenses of $11,150, $45,457 and $31,680, respectively, from Chim & Seto Consulting Services Inc.

TRANSFER AGENT AND REGISTRAR

The transfer agent and registrar for the common shares is Equity Financial Trust Company at its principal office in Toronto, Ontario.

MATERIAL CONTRACTS

The material contracts entered into by the Company within the financial year ended March 31, 2013 or before such time that is still in effect, other than in the ordinary course of business, are the following:

1. the Duncan Lake Joint Venture Agreement (see "*Properties – James Bay: Duncan Lake Property*");
2. the Attikamagen Lake Option and Joint Venture Agreement, as amended (see "*Properties – Attikamagen Property*");
3. the Amalgamation Agreement (see "*General Development of Century Iron's Business – Corporate Organization of Century Holdings*");
4. the WISCO Framework Agreement (see "*General Development of Century Iron's Business – The WISCO Investment*");
5. the WISCO Subscription Agreement (see "*General Development of Century Iron's Business – The WISCO Investment*");
6. the WISCO Investment Agreement (see "*General Development of Century Iron's Business – The WISCO Investment*");
7. the WISCO JV Framework Agreement (see "*General Development of Century Iron's Business – The WISCO Investment*");
8. the Interim Joint Venture Agreement (see "*General Development of Century Iron's Business –WISCO Joint Venture Agreements*");
9. the Altius Agreement (see "*General Development of Century Iron's Business – Acquisition of the Altius Properties* " and "*Properties - Altius Properties*");
10. the Attikamagen Shareholders Agreement (see "*Properties – Attikamagen Property");*
11. the Sunny Lake JV Agreement (see "*Properties – Sunny Lake Property*");
12. the PIHL Off-take Agreement (see "*General Development of Century Iron's Business – PIHL Off-take Agreement*");
13. the Sunny Lake Closing Agreement (see "*Properties – Sunny Lake Property*").

INTERESTS OF EXPERTS

The following is a list of the persons or companies named as having prepared or certified a report, valuation, statement or opinion described or included in a filing, or referred to in a filing, made under National Instrument 51-102 *Continuous Disclosure Obligations* by Century Iron during, or relating to, Century Iron's most recently completed financial year, and whose profession or business gives authority to the report, valuation, statement or opinion made by the person or company:

- Alain Vachon, Ing., Etienne Forbes, P.Geo., and Dr. Jean-Francois Couture, Ph.D., P.Geo., authors of the Attikamagen Report (Schedule B-1);

- Jean-Sébastien Tremblay, Eng., author of the Joyce Lake PEA (Schedule B-2);
- Claude Duplessis P.Eng., author of the Joyce Lake Report;
- Filipe Schmitz Berretta, Howard Baker, MAusIMM and Dominic Chartier, P.Geo., authors of the Hayot Lake Report (Schedule B-3);
- Alain Vachon, Ing. Etienne Forbes, P.Geo and Jean-Francois Couture, Ph.D. P.Geo, authors of the Sunny Lake Report (as defined in Schedule B-4);
- Filipe Schmitz Berretta, Mark Campodonic, MAusIMM and Dominic Chartier, P.Geo., authors of the Full Moon/Rainy Lake Report (Schdule B-5);
- Yves A. Buro, Eng., Schadrac Ibrango, P. Geo. Ph. D. and Stéphane Rivard, Eng., authors of the Duncan Lake Report (Schedule B-6); and
- Michel L. Bilodeau, Eng., M.SC. (App.), Ph.D., Mary Jean Buchanan, Eng., M. Env., Yves A. Buro, Eng., Charles H. Cauchon, Eng., Daniel M. Gagnon, Eng., Raymond Gaudreault, P.Eng., Daniel Houde, Eng., Schadrac Ibrango, P.Geo. Ph.D., and Stéphane Rivard, Eng., authors of the Duncan Lake PEA (Schedule B-6).

To the Company's knowledge, each of the aforementioned firms or persons held less than 1% of the outstanding securities of the Company or of any associate or affiliate of the Company when they prepared the reports referred to above or following the preparation of such reports. None of the aforementioned firms or persons received any direct or indirect interest in any securities of the Company or of any associate or affiliate of the Company in connection with the preparation of such reports.

Based on information provided by the relevant persons, none of the aforementioned firms or persons, nor any directors, officers or employees of such firms, are currently expected to be elected, appointed or employed as a director, officer or employee of the Company or of any associate or affiliate of the Company.

The Company's auditors, PricewaterhouseCoopers LLP, are independent within the meaning of the Rules of Professional Conduct of the Institute of Chartered Accountants of British Columbia.

ADDITIONAL INFORMATION

Additional Information

Additional information regarding Century Iron may be found under Century Iron's profile at www.sedar.com, as well as at the Company's website at www.centuryiron.com.

Additional information, including directors' and officers' remuneration and indebtedness, principal holders of the Company's securities, and securities authorized for issuance under equity compensation plans is contained in the management information circular for Century Iron's annual and special meeting of shareholders held on September 26, 2012, which is available under the Company's profile at www.sedar.com.

Additional financial information is also provided in Century Iron's audited consolidated financial statements and Management's Discussion and Analysis for the year ended March 31, 2013, which may be found under the Company's profile at www.sedar.com.

Audit Committee

Audit Committee Charter

The Audit Committee is ultimately responsible for the policies and practices relating to integrity of financial and regulatory reporting, as well as internal controls to achieve the objectives of safeguarding of corporate assets; reliability of information; and compliance with policies and laws.

The Audit Committee's charter sets out its mandate and responsibilities. Attached to this AIF as Schedule A is a copy of the Audit Committee's charter as in effect on the date of this AIF.

Composition of Audit Committee

Paul Murphy (Chair), Jacques Gauthier and Howard Bernier are the members of Century Iron's Audit Committee. Each of them is independent and financially literate within the meaning of National Instrument 52-110 *Audit Committees*.

Relevant Education and Experience

For a description of the education and experience of each audit committee member that is relevant to the performance of his responsibilities as an audit committee member, see "*Directors and Officers – Principal Occupations and Other Information about Century Iron's Directors and Executive Officers*". Such education and experience provides each member with:

- an understanding of the accounting principles used by the Company to prepare its financial statements;
- the ability to assess the general application of such accounting principles in connection with the accounting for estimates, accruals and reserves;
- experience preparing, auditing, analyzing or evaluating financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of issues that can reasonably be expected to be raised by the Company's financial statements, and
- an understanding of internal controls and procedures for financial reporting.

Pre-Approval Policies and Procedures

The Audit Committee's charter sets out responsibilities regarding the provision of non-audit services by the Company's external auditor. This policy encourages consideration of whether the provision of services other than audit services is compatible with maintaining the auditor's independence and requires Audit Committee pre-approval of permitted audit and audit-related services.

External Auditor Service Fees

For the financial years ended March 31, 2013 and 2012, the Company paid the external auditor, PricewaterhouseCoopers LLP, $290,101 and $367,699, respectively, as detailed below**:**

Nature of Services	Fees Incurred to Auditor in Year Ended March 31, 2013	Fees Incurred to Auditor in Year Ended March 31, 2012
Audit Fees[(1)]	$147,000	$175,088
Audit-Related Fees[(2)]	$6,000	$63,718

Nature of Services	Fees Incurred to Auditor in Year Ended March 31, 2013	Fees Incurred to Auditor in Year Ended March 31, 2012
Tax Fees[3]	$107,050	$128,893
All Other Fees[4]	$30,051	$Nil
Total	**$290,101**	**$**367,699

Notes:

(1) "Audit Fees" include fees necessary to perform the annual audit and quarterly reviews of the Company's consolidated financial statements and include fees for review of tax provisions and for accounting consultations on matters reflected in the financial statements. Audit Fees also include audit or other attest services required by legislation or regulation, such as comfort letters, consents, reviews of securities filings and statutory audits.

(2) "Audit-Related Fees" include services that are traditionally performed by the auditor. These audit-related services include employee benefit audits, due diligence assistance, accounting consultations on proposed transactions, internal control reviews and audit or attest services not required by legislation or regulation.

(3) "Tax Fees" include fees for all tax services other than those included in "Audit Fees" and "Audit-Related Fees". This category includes fees for tax compliance, tax planning and tax advice. Tax planning and tax advice includes assistance with tax audits and appeals, tax advice related to mergers and acquisitions, and requests for rulings or technical advice from tax authorities.

(4) "All Other Fees" include all other non-audit services.

SCHEDULE A
AUDIT COMMITTEE CHARTER

1. PURPOSE AND PRIMARY RESPONSIBILITY

1.1 This charter sets out the Audit Committee's purpose, composition, member qualification, member appointment and removal, responsibilities, operations, manner of reporting to the Board of Directors (the "**Board**") of Century Iron Mines Corporation (the "**Company**"), annual evaluation and compliance with this charter.

1.2 The primary responsibility of the Audit Committee is that of oversight of the financial reporting process on behalf of the Board. This includes oversight responsibility for financial reporting and continuous disclosure, oversight of external audit activities, oversight of financial risk and financial management control, and oversight responsibility for compliance with tax and securities laws and regulations as well as whistle blowing procedures. The Audit Committee is also responsible for other matters as set out in this charter and/or as may be directed by the Board from time to time. The Audit Committee should exercise continuous oversight of developments in these areas.

2. MEMBERSHIP

2.1 Each member of the Audit Committee must be an independent director of the Company as defined in sections 1.4 and 1.5 of National Instrument 52 110 – Audit Committees.

2.2 The Audit Committee will consist of at least three members, all of whom shall be financially literate. An Audit Committee member who is not financially literate may be appointed to the Audit Committee provided that the member becomes financially literate within a reasonable period of time following his or her appointment.

2.3 The members of the Audit Committee will be appointed annually (and from time to time thereafter to fill vacancies on the Audit Committee) by the Board. An Audit Committee member may be removed or replaced at any time at the discretion of the Board and will cease to be a member of the Audit Committee on ceasing to be an independent director.

3. AUTHORITY

3.1 In addition to all authority required to carry out the duties and responsibilities included in this charter, the Audit Committee has specific authority to:

(a) engage, and set and pay the compensation for, independent counsel and other advisors as it determines necessary to carry out its duties and responsibilities and any such consultants or professional advisors retained by the Audit Committee will report directly to the Audit Committee;

(b) communicate directly with management and any internal auditor, and with the external auditor without management involvement; and

(c) incur ordinary administrative expenses that are necessary or appropriate in carrying out its duties, such expenses to be paid for by the Company.

4. DUTIES AND RESPONSIBILITIES

4.1 The duties and responsibilities of the Audit Committee include:

(a) recommending to the Board the external auditor to be nominated by the Board;

(b) recommending to the Board the compensation of the external auditor, to be paid by the Company, in connection with (i) preparing and issuing the audit report on the Company's financial statements, and (ii) performing other audit, review or attestation services;

(c) reviewing the external auditor's annual audit plan, fee schedule and any related services proposals (including meeting with the external auditor to discuss any deviations from or changes to the original audit plan, as well as to ensure that no management restrictions have been placed on the scope and extent of the audit examinations by the external auditor or the reporting of their findings to the Audit Committee);

(d) overseeing the work of the external auditor;

(e) ensuring that the external auditor is independent by receiving a report annually from the external auditors with respect to their independence, such report to include a disclosure of all engagements (and fees related thereto) for non-audit services provided to Company;

(f) ensuring that the external auditor is in good standing with the Canadian Public Accountability Board by receiving, at least annually, a report by the external auditor on the audit firm's internal quality control processes and procedures, such report to include any material issues raised by the most recent internal quality control review, or peer review, of the firm, or any governmental or professional authorities of the firm within the preceding five years, and any steps taken to deal with such issues;

(g) ensuring that the external auditor meets the rotation requirements for partners and staff assigned to the Company's annual audit by receiving a report annually from the external auditors setting out the status of each professional with respect to the appropriate regulatory rotation requirements and plans to transition new partners and staff onto the audit engagement as various audit team members' rotation periods expire;

(h) reviewing and discussing with management and the external auditor the annual audited and quarterly unaudited financial statements and related Management Discussion and Analysis ("**MD&A**"), including the appropriateness of the Company's accounting policies, disclosures (including material transactions with related parties), reserves, key estimates and judgements (including changes or variations thereto) and obtaining reasonable assurance that the financial statements are presented fairly in accordance with GAAP and the MD&A is in compliance with appropriate regulatory requirements;

(i) reviewing and discussing with management and the external auditor major issues regarding accounting principles and financial statement presentation including any significant changes in the selection or application of accounting principles to be observed in the preparation of the financial statements of the Company and its subsidiaries;

(j) reviewing and discussing with management and the external auditor the external auditor's written communications to the Audit Committee in accordance with generally accepted auditing standards and other applicable regulatory requirements arising from the annual audit and quarterly review engagements;

(k) reviewing and discussing with management and the external auditor all earnings press releases, as well as financial information and earnings guidance provided to analysts and rating agencies prior to such information being disclosed;

(l) reviewing the external auditor's report to the shareholders on the Company's annual financial statements;

(m) reporting on and recommending to the Board the approval of the annual financial statements and the external auditor's report on those financial statements, the quarterly unaudited financial statements, and the related MD&A and press releases for such financial statements, prior to the dissemination of these documents to shareholders, regulators, analysts and the public;

(n) satisfying itself on a regular basis through reports from management and related reports, if any, from the external auditors, that adequate procedures are in place for the review of the Company's disclosure of financial information extracted or derived from the Company's financial statements that such information is fairly presented;

(o) overseeing the adequacy of the Company's system of internal accounting controls and obtaining from management and the external auditor summaries and recommendations for improvement of such internal controls and processes, together with reviewing management's remediation of identified weaknesses;

(p) reviewing with management and the external auditors the integrity of disclosure controls and internal controls over financial reporting;

(q) reviewing and monitoring the processes in place to identify and manage the principal risks that could impact the financial reporting of the Company and assessing, as part of its internal controls responsibility, the effectiveness of the over-all process for identifying principal business risks and report thereon to the Board;

(r) satisfying itself that management has developed and implemented a system to ensure that the Company meets its continuous disclosure obligations through the receipt of regular reports from management and the Company's legal advisors on the functioning of the disclosure compliance system, (including any significant instances of non-compliance with such system) in order to satisfy itself that such system may be reasonably relied upon.;

(s) resolving disputes between management and the external auditor regarding financial reporting;

(t) establishing procedures for:

(i) the receipt, retention and treatment of complaints received by the Company from employees and others regarding accounting, internal accounting controls or auditing matters and questionable practises relating thereto; and

(ii) the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters.

(u) reviewing and approving the Company's hiring policies with respect to partners or employees (or former partners or employees) of either a former or the present external auditor;

(v) pre-approving all non-audit services to be provided to the Company or any subsidiaries by the Company's external auditor (The Chair of the Audit Committee has the authority to pre-approve in between regularly scheduled Audit Committee meetings any non-audit service of less than $25,000, however such approval will be presented to the Audit Committee at the next scheduled meeting for formal approval);

(w) overseeing compliance with regulatory authority requirements for disclosure of external auditor services and Audit Committee activities; and

(x) establishing procedures for:

(i) reviewing the expenses of the Chair of the Board, and the Chief Executive Officer (the "**CEO**") on a quarterly basis

(ii) reviewing the adequacy of the Company's insurance coverage, including the Directors' and Officers' insurance coverage

(iii) reviewing activities, organizational structure, and qualifications of the Chief Financial Officer ("**CFO**") and the staff in the financial reporting area and ensuring that matters related to succession planning within the Company are raised for consideration at the Board

(iv) obtaining reasonable assurance as to the integrity of the CEO and other senior management and that the CEO and other senior management strive to create a culture of integrity throughout the Company

(v) reviewing fraud prevention policies and programs, and monitoring their implementation

(vi) reviewing regular reports from management and others (e.g., external auditors, legal counsel) with respect to the Company's compliance with laws and regulations having a material impact on the financial statements including:

(A) Tax and financial reporting laws and regulations;

(B) Legal withholding requirements;

(C) Environmental protection laws and regulations;

(D) Other laws and regulations which expose directors to liability.

(y) A regular part of Audit Committee meetings involves the appropriate orientation of new members as well as the continuous education of all members. Items to be discussed include specific business issues as well as new accounting and securities legislation that may impact the organization. The Chair of the Audit Committee will regularly canvass the Audit Committee members for continuous education needs and in conjunction with the Board education program, arrange for such education to be provided to the Audit Committee on a timely basis.

(z) On an annual basis the Audit Committee shall review and assess the adequacy of this charter taking into account all applicable legislative and regulatory requirements as well as any best practice guidelines recommended by regulators or stock exchanges with whom the Company has a reporting relationship and, if appropriate, recommend changes to the Audit Committee charter to the Board for its approval.

5. MEETINGS

5.1 The quorum for a meeting of the Audit Committee is a majority of the members of the Audit Committee.

5.2 The Board of Directors will appoint the Chair of the Audit Committee. The Chair of the Audit Committee shall be responsible for leadership of the Audit Committee, including scheduling and presiding over meetings, preparing agendas, overseeing the preparation of briefing documents to circulate during the meetings as well as pre-meeting materials, and making regular reports to the Board. The Chair of the Audit Committee will also maintain regular liaison with the CEO, CFO, and the lead external audit partner.

(a) The Audit Committee's schedule of meetings and agendas are to be developed and agreed to by the Audit Committee from time to time. Dates and locations will be provided to the Board, the Audit Committee members, the external auditors and management in advance.

(b) The Audit Committee will meet in camera separately with each of the CEO and the CFO of the Company at least annually to review the financial affairs of the Company.

(c) The Audit Committee will meet with the external auditor of the Company in camera at least once each year, at such time(s) as it deems appropriate, to review the external auditor's examination and report.

(d) The external auditor must be given reasonable notice of, and has the right to appear before and to be heard at, each meeting of the Audit Committee.

(e) Each of the Chair of the Audit Committee, members of the Audit Committee, Chair of the Board, external auditor, CEO, CFO or secretary shall be entitled to request that the Chair of the Audit Committee call a meeting which shall be held within 48 hours of receipt of such request to consider any matter that such individual believes should be brought to the attention of the Board or the shareholders.

6. REPORTS

6.1 The Audit Committee will report, at least annually, to the Board regarding the Audit Committee's examinations and recommendations.

6.2 The Audit Committee will report its activities to the Board to be incorporated as a part of the minutes of the Board meeting at which those activities are reported.

7. MINUTES

7.1 The Audit Committee will maintain written minutes of its meetings, which minutes will be filed with the minutes of the meetings of the Board.

8. ANNUAL PERFORMANCE EVALUATION

8.1 The Board will conduct an annual performance evaluation of the Audit Committee, taking into account the Charter, to determine the effectiveness of the Committee.

SCHEDULE B-1

ATTIKAMAGEN PROPERTY

The Attikamagen Property is located in the Labrador Trough and contains two areas on which the Company has recently focused its exploration activities, one near Joyce Lake (this project includes areas near Jennie Lake and Lac Sans Chef) and another at Hayot Lake.

The following disclosure on the Attikamagen Property relates to the property in its entirety (*i.e.* both the Joyce Lake and Hayot Lake projects) and is based on (a) the Attikamagen Report, particularly the Executive Summary of that Attikamagen Report prepared by SRK Consulting, Engineers and Scientists, and (b) the Company's disclosure of exploration results issued after the date of the Attikamagen Report and presented in compliance with NI 43-101. The Attikamagen Report is incorporated into this AIF by reference, and a copy of that report can be found under the Company's profile at www.sedar.com.

This disclosure has been reviewed and approved by the Company's Exploration Manager, Allan Wenlong Gan, P.Geo., a Qualified Person, and presented in compliance with NI 43-101.

This part presents information on the Attikamagen Property as a whole. To the extent that it contains information on the Joyce Lake and Hayot Lake projects that is inconsistent with the summaries specific to those sub-properties, the information in the sub-property specific sections takes precedence.

Property Description, Location, Access and Physiography

The Attikamagen Property includes one group of claims straddling the boundary between the Provinces of Québec and Newfoundland and Labrador. The property includes 405 designated cells located in Québec and 617 claims located in Labrador, covering an aggregated area of approximately 345 square kilometres. The boundaries of the claims have not been legally surveyed. The Attikamagen Property is jointly owned by Labec Century and Champion and is subject to the Attikamagen Joint Venture Agreement between Labec Century and Champion, the details of which are set out in this AIF under "*Properties – Attikamagen Property*".

The property is located approximately twenty kilometres northeast of Schefferville, Québec and is accessible by air. It is also accessible by road from Schefferville up to the Iron Arm Lake which straddles the east side of the property. From the end of the road, only a limited part of the property in the Labrador and Québec provinces is accessible overland by boat or snowmobile.

The town of Schefferville is the nearest town with established infrastructure. It is serviced with regular commercial flights from a number of cities, as well as rail links connecting to the Sept-Îles port.

The economy of Schefferville is based on mining, hunting and fishing, tourism and public service administration. Several fishing and hunting camp operators are based in Schefferville and thousands of hunters and fishermen visit the area annually, chiefly for trout fishing and caribou and black bear hunting.

The iron ore resources in the vicinity of Schefferville are being re-evaluated by several exploration and mining companies. In the last six years a number of new buildings, including medical clinics, a recreation centre, churches, and houses have been constructed, both in the town and on the contiguous Matimekosh Indian Reserve, largely to serve an expanding First Nations presence.

While there is a potential labour force in the vicinity, a training program will be required before it can be effectively utilized. It is assumed that government resources would be available for these programs.

Prior to the involvement of Century Iron and Champion, the Attikamagen Property received limited exploration including surface sampling, shallow surface drilling and trenching. There is no infrastructure within the Attikamagen Property.

The Schefferville area is characterized by a sub-arctic continental climate with mild summers and very cold winters. In January and February, daily mean temperatures average negative twenty-three degrees Celsius with an average of fifty centimetres of snow fall. Mean daily average temperature in July and August is twelve degrees Celsius and the wettest summer month is July with an average rainfall of 106.8 millimetres. Because of its relatively high latitude, extended day-light enhances the summer work-day period. Early and late winter conditions are acceptable for ground geophysical surveys and drilling operations.

This area is in the boreal forest with low rolling hills rising 600 to 700 metres above mean sea level, with a base elevation standing at approximately 400 metres above mean sea level.

Vegetation is classified as boreal forest. The upper ridges areas have excellent bedrock exposure while the flanks and the flat lying areas are typically covered by sparse to thick boreal forest, stunted trees, brushes and reindeer/caribou moss. Glacial deposits are present throughout the Attikamagen Property except along the ridge lines and, are typically thickest in depressions.

Generally, the exploration claims for the property confer the right to conduct typical mineral exploration activities. However, certain aspects of those activities can require that additional permits or authorizations be obtained, including for cutting trees, installing waste water disposal facilities, constructing facilities within waterways and in certain cases for withdrawing water from waterways. In addition, for exploration activities within Newfoundland and Labrador, an exploration program must be approved and filed prior to the commencement of the program. All necessary permits have been obtained for work that has been conducted, and permits required for future activities will be obtained as and when needed.

History (Reported in the Attikamagen Report)

The Attikamagen Property has received limited exploration work, primarily during between the 1940s, 1950s and 1970s. Since about 2005, the Schefferville area has seen a resurgence of exploration and development activities related to the development of iron ore projects.

In 2007, Champion staked the Labrador side of the property and conducted airborne geophysical surveys followed by ground reconnaissance mapping. In 2008, the airborne survey was extended on the Québec side followed by ground mapping and trenching. Four core boreholes (433 metres) were drilled in the Lac Sans Chef area to investigate taconite iron mineralization targets. In May 2008, the property was optioned to Labec Century.

Regional Geology, Deposit Types and Mineralization (Reported in the Attikamagen Report)

The Attikamagen Property is located on the western margin of the Labrador Trough, a Proterozoic volcano-sedimentary sequence wedged between Archean basement gneisses. The Labrador Trough, otherwise known as the Labrador-Québec Fold Belt, extends for more than 1,000 kilometres

along the eastern margin of the Superior craton from the Ungava Bay to Lake Pletipi, Québec. The belt is about 100 kilometres wide in its central part and narrows considerably to the north and south.

The Labrador Trough is a sequence of Proterozoic sedimentary rocks including iron formation, volcanic rocks and mafic intrusions forming the Kaniapiskau Supergroup. The Kaniapiskau Supergroup is comprised of the Knob Lake Group in the western part and the Doublet Group which is primarily volcanic in the eastern part. The Knob Lake Group rocks underlie the Lac Le Fer and Rainy Lake properties. To the west of Schefferville, rocks of the Knob Lake Group lie unconformably on Archean gneisses and, to the east, they pass into the eugeosynclinal facies of the Labrador Trough. The Kaniapiskau Supergroup has been intruded by numerous diabase dikes known as the Montagnais Intrusive Suite. These dikes along with the Nimish volcanic rocks are the only rock types representing.

The Knob Lake Group includes the Sokoman Formation which is the main exploration target of the Attikamagen Property. The Sokoman Formation forms a continuous stratigraphic unit varying in thickness as a result of folding and fault repetition. Metamorphic grade increases from sub-greenschists assemblages in the west to upper amphibolite to granulite assemblages in the eastern part of the Labrador Trough. Thrusting and metamorphism occurred between 1,840 and 1,829 million years.

In the vicinity of the Attikamagen Property, the Knob Lake Group is subdivided into eight formal geological units. The lowermost unit rests unconformably over Archean gneisses of the Ashuanipi Complex. From oldest to youngest the rock units are the Seward, Lac Le Fer, Denault, Fleming, Dolly, Wishart, Sokoman and Menihek Formations. The Knob Lake Group records two sedimentary cycles: Cycle 1 (the Attikamagen Subgroup) is a shallow marine shelf comprising the Lac Le Fer, Denault, Dolly, and Fleming Formations; Cycle 2 (the Ferriman Subgroup) is a deeper water slope-rise environment beginning with a transgressive quartz arenite (Wishart Formation) followed by shale and iron-formation of the Sokoman Formation and conformably overlain by clastic shale, slate and silstsone of the Menihek Formation.

The iron formations of the Sokoman Formation mapped on both properties are classified as Lake Superior type. They consist of a banded sedimentary unit composed principally of bands of magnetite and hematite within chert-rich rock and variable amounts of silicate-carbonate-sulphide. Such iron formations have been the principal sources of iron throughout the world.

Superior-type iron formations with low iron tenor can be locally brought to “oregrade” through the process of enrichment (“enriched ore”) by leaching and deep weathering processes (direct shipping ore (DSO) type) via circulation of meteoric and syn-orogenic fluids. Hydrothermal and meteoritic fluids circulating through the banded iron formation during the Hudsonian orogenesis recrystallized iron minerals to hematite, and leached silica and carbonate gangue. The result is a residually enriched iron formation that may be further enriched, whereby iron oxides (goethite. limonite), hematite and manganese are redistributed into the openings left by the primary leaching phase, and/or deposited along fracture/cleavage surfaces and in veinlets.

Almost all the iron deposits near surface in the Labrador Trough are enriched to some degree by these processes.

The minimum iron content required to be considered as economic at a given market price is generally greater than thirty percent iron. Iron oxides must also be amenable to concentration (beneficiation) and the concentrates produced must be low in manganese, aluminum, phosphorus, sulphur and alkalis. Beneficiation involves segregating the silicate and carbonate gangue and other rock types interbedded within the iron formation from the iron-rich oxides.

The iron formation occurring on the Attikamagen Property consists mostly of subunits of the Sokoman Formation characterized by recrystallized chert and jasper with bands and disseminations of magnetite, hematite and martite; a type of hematite pseudomorph after magnetite and specularite. Other gangue minerals are a series of iron silicates comprised of minnesotaite, pyrolusite and stilpnomelane and, iron carbonate, mainly siderite.

Exploration (Reported in the Attikamagen Report)

During the third quarter of 2009, Century Holdings completed reconnaissance field work to evaluate the broad magnetic anomalies occurring to the northwest of the Lac Sans Chef Area and possibly related to the Sokoman Formation. Three areas were investigated: Hayot Lake, Hayot East, and Lac Sans Chef. During this program, 175 outcrop samples were collected on outcrop. In addition archived Champion core was also re-examined and re-sampled.

During 2009, thirty samples were submitted to the COREM laboratory ("**COREM**") in Québec City for characterization studies including Davis tube and Satmagan testing. In 2010 Century Holdings completed a ground gravity survey in an attempt to discriminate between hematite and magnetite bearing mineralization based on their density contrast in five areas. Results show that hematite beds located in the fold hinges are characterized by gravity lows as compared to the gravity signature of the fold limbs. That signature could be lithological and the structural complexities of those targets hinder interpretation. Mode data is required to ascertain the potential of some gravity
anomalies to highlight DSO targets.

Drilling (Reported in the Attikamagen Report)

In the fall of 2010, Century Holdings drilled fourteen core boreholes (1,182 metres) on four targets. Three potential DSO targets were tested at the Jennie Lake, Joyce Lake and Lac Sans Chef Areas and one taconite target at the Hayot Lake Area. All targets were selected based on geological and geophysical data. The taconite target is a shallow dipping magnetite-rich iron formation with an expected minimum thickness of sixty to 100 metres. 349 samples collected during this program were submitted to the ALS Chemex laboratory ("**ALS Chemex**") and COREM for assaying and testing (Davis tube and Satmagan).

Sampling Approach and Methodology; Sample Preparation, Analyses and Security and Data Verifications (Reported in the Attikamagen Report, except where noted.)

Rock and core samples collected in 2009 were submitted to the ISO accredited ALS Chemex in Val-d'Or, Québec for preparation and the ALS Chemex in North Vancouver for assaying for a suite of thirty-one elements including iron using an aqua regia digestion and inductively coupled plasma optical emission spectroscopy ("ICPAES"; method code ME-ICP61). The management system of the ALS Chemex group of laboratories is accredited ISO 9001 by QMI and the North Vancouver ALS Chemex is accredited ISO 17025 by the Standards Council of Canada for a number of specific test procedures, including the method used to assay samples submitted by Century Holdings. Century Holdings has relied on the analytical quality control measures implemented by the accredited ALS Chemex laboratories. Considering that the 2009 sampling program was an initial reconnaissance of the properties, SRK considers that this is appropriate.

Selected samples were also submitted to COREM in Québec City, an ISO 9001 accredited laboratory for certain testing procedures including mineralogical, chemical and metallurgical testing of iron mineralization.

Core samples collected in 2010 were collected by appropriately qualified personnel from half core split lengthwise with a mechanical splitter. Samples were submitted to the accredited COREM laboratory for assaying and testing. At COREM, core samples are subjected to chemical assaying, Davis tube and Satmagan testing. Results are pending. The analytical quality control measures introduced by Century Holdings for the drilling program includes the use of control samples (blank, replicate, certified reference materials) inserted in all batches of samples submitted to COREM.

The historical information presented in the Attikamagen Report, and summarized herein, was obtained from public assessment records maintained by the Minsitère des resources naturelles du Québec. By nature such historical information cannot be verified. Century Holdings has no reason to believe that the historical information presented in the Attikamagen Report is not accurate. The information about the exploration work completed by Champion is extracted from a technical report prepared by MRB and Associates and dated April 8, 2009. The reader is cautioned that the historical analytical results presented in the Attikamagen Report may not be reliable. Century Holdings and their consultants have taken reasonable efforts to ensure that the factual historical information presented in the Attikamagen Report reflect correctly historical sources. Century Holdings has also taken reasonable efforts to ensure that the results of its reconnaissance exploration work are accurate.

SRK independently verified the tenure status of the mineral claims forming the Attikamagen Property. SRK consulted the GESTIM and the MIRIAD claim registries. [As of the effective date of the Attikamagen Report, all mineral claims were registered to Champion and were in good standing. As of the date of this AIF, the mineral claims comprising this property are as registered to Labec Century (56%) and Champion (44%).]

SRK has relied on the verifications conducted by Century Holdings and its consultants with regard to the compilation and interpretation of public historical data. SRK independently reviewed the results of the reconnaissance exploration work completed by Century Holdings and its consultants. In the opinion of SRK, the reconnaissance field work carried out by Century Holdings was conducted using procedures consistent with industry best practices. SRK has no reason to doubt the reliability of the reconnaissance exploration data collected by Century Holdings and its consultants on the Attikamagen Property.

Mineral Processing and Metallurgical Testing (Reported in the Attikamagen Report, except where noted)

Two metallurgical tests were commissioned by Century Holdings to characterize the iron mineralization of the Attikamagen Property.

The first tests were completed at COREM (project #1061) on four composite core samples from Champion 2008 boreholes and representative of four main geological units of the Sokoman Formation: the JUIF, URC, PGC and LRC. The objective of the testing was to characterize the nature of the iron mineralization and establish if acceptable iron grade can be achieved by beneficiation. The Satmagan tests revealed a very low quantity of magnetite in all the samples tested.

Mineral Resources and Mineral Reserves Estimates (Reported in the Attikamagen Report, except where noted)

Late in 2010, Century Iron initiated a comprehensive metallurgical test at SGS Lakefield Laboratory in Lakefield, Ontario. [At the effective date of the Attikamagen Report, the results of these tests were pending.]

Conclusion and Recommendation of the Attikamagen Report

The 2009 surface exploration program completed by Century Holdings confirms the presence of significant iron mineralization associated with different members of the Sokoman Formation. However, preliminary mineralogical testwork completed by COREM shows that the iron mineralization is complex with intimate association of magnetic and non-magnetic minerals, suggesting challenging beneficiation processes.

The 2009 field program also confirms that the property is attractive for a large taconite type deposit with local DSO targets. Work completed by Century Holdings highlights three areas of the Sokoman Formation characterized by kilometric, weakly plunging, open to locally tight, whale-back-shaped anticlinal and synclinal structures, with thickened hinges zones.

The 2009 exploration program met its objectives. Surface geological mapping and sampling were successfully completed on the selected target areas. The main iron mineralization targets on the Attikamagen Property include three units of the Sokoman Formation (LRGC, PGC and URC). Assay results from selective samples collected from the Hayot Lake, Hayot East and Sans Chef North Areas yielded iron grade varying between twenty-eight to thirty percent, consistent with average grades of the taconite iron mineralization known throughout the Schefferville district. Reconnaissance field sampling and ground gravity data also suggest that segments of the Sokoman Formation, particularly those located in hinge zones in recessive topographic lows are attractive for DSO targets.

The taconite unit offers an excellent potential at the Attikamagen Property to host a large open pit deposit based on its dimension, assay results and combined magnetic interpretation.

In the opinion of SRK, the character of the early stage Attikamagen Property is of sufficient merit to recommend an exploration program designed to identify, prioritize and test taconite and DSO targets on the Attikamagen Property.

The proposed exploration work program from the Attikamagen Report includes approximately eighty core boreholes (12,000 metres) and approximately seventy reverse circulation boreholes (10,500 metres) to investigate and delineate taconite and DSO targets identified to date in the Lac Sand Chef, Joyce Lake, Hayot and Jenny Lake areas as well as parametric drilling at other targets. The proposed program also includes provisions for geological modelling and mineral resource evaluation and for additional metallurgical testing. The total costs for the proposed exploration program are estimated at CN$5,500,000.

Exploration and Development in 2011 and Beyond

Since January 21, 2011 (the date of the Attikamagen Report), the Company completed a drilling program that focused on several potential taconite and direct shipping ore (DSO) [1] targets near Hayot Lake and Joyce Lake. Over 10,884 metres of combined diamond and reverse circulation drilling was completed. The Company is preparing the next phase of drilling, which is expected to focus on the Joyce Lake area. Iron values were determined by X-ray fluorescence (XRF) major element analysis at an ISO 17025 accredited laboratory.

[1] The DSO term was used by previous operators in the Schefferville mining district to designate "oxidized iron ore" with iron grades in excess of 55%, and is only used here for historical reference and is not intended to imply that a positive economic study has been completed on the Attikamagen Property.

The results obtained to date from the drilling program are disclosed in the Company's press releases of July 6, 2011 and December 8, 2011 (available under the Company's profile at www.sedar.com), and can be summarized as follows:

- 2011 reverse circulation (RC) drilling at Joyce Lake encountered a potential DSO target. Drill hole JOY-11-23 intersected 127 m grading 50.65% Total Iron (FeT), including 33 metres grading 61.15% FeT. Drill hole JOY-11-06 intersected 139 m grading 52.8% FeT. Drill hole JOY-11-07 intersected 91.0 m grading 52.5% FeT, including 42.0 m grading 65.3% FeT.
- 2011 diamond-drilling at Hayot Lake corroborates results of 2010 drilling, with drill holes spaced 500 metres to 1,000 metres by 200 metres having tested approximately an 8 kilometre strike length of favourable magnetic anomalies. Drill hole HAY-11-18 intersected 149.3 metres grading 33.15% FeT. Drill hole HAY-11-10 intersected 108.2 m grading 33.2% FeT. Drill hole HAY-10-06 had intersected 92.6 m grading 31.6% FeT.

Please refer to those press releases for the full results of the drilling program, as well as for the review by a Qualified Person. The QA/QC measures followed for this drilling program consisted of adding at least 10 control to samples, including 4 standards, 4 blanks and 2 duplicates as the quality control and quality assurance samples to every batch of 100 samples submitted for analysis. The results from these QA/QC samples were then verified when the test results for the batch were returned. In addition, the testing laboratory added their own control samples (standards and duplicates) to the sample batches analysed.

A mineralogical and metallurgical study is in progress for the iron ore samples obtained for both the Joyce Lake area and the Hayot Lake area. The data compilation is under way, and will be followed by an infill reverse circulation drilling program at Joyce Lake using two reverse circulation drills. The objective of the drilling program is to determine cross sectional shape and a preliminary indication of the lateral continuity of the iron mineralization, to evaluate general size and grade potential, as well as to support a resources calculation and preliminary economic assessment to be completed by SRK Consulting (Canada) Inc. in 2012.

SCHEDULE B-2

JOYCE LAKE PROPERTY

The following disclosure relates to the area of the Attikamagen Property that is located in the province of Newfoundland and Labrador near Jennie Lake and Lac Sans Chef. That area is referred to as the "**Joyce Lake DSO Iron Project**" in the Joyce Lake PEA, whereas it is referred to as the "Joyce Lake Property" in the rest of this AIF. The following disclosure reproduces the Summary section of the Joyce Lake PEA. The Joyce Lake PEA is incorporated into this AIF by reference. A copy of that report can be found under the Company's profile at www.sedar.com. The Joyce Lake PEA also incorporates information and results from the Joyce Lake Report, which can be found under the Company's profile at www.sedar.com.

This disclosure has been reviewed and approved by the Company's Exploration Manager, Allan Wenlong Gan, P.Geo., a Qualified Person, and presented in compliance with NI 43-101.

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SUMMARY

Property Description and Ownership

The Joyce Lake DSO Project is part of the Attikamagen Iron Project. The Attikamagen Iron Project includes one group of claims straddling the boundary between the Provinces of Québec and Newfoundland and Labrador. The Attikamagen Iron Project includes 405 designated claims located in Québec (the Hayot Lake taconite target) and 617 claims located in Labrador (which include the Joyce Lake DSO Project). The Attikamagen Iron Project covers a total area of around 34,350 hectares.

The Joyce Lake Property is comprised of four mineral licenses located in Newfoundland and Labrador that are presently owned as to 56% by Labec Century Iron Ore Inc. ("**Labec Century**") and as to 44% by Champion Iron Mines Limited ("**Champion**"). The four mineral licenses include a total of 564 mineral claims and cover a total area of around 14,100 hectares.

The Joyce Lake Property is presently subject to a joint venture agreement between Labec Century and Champion for the Attikamagen Iron Project (the "**Joint Venture Agreement**"). Labec Century is the operator under the Joint Venture Agreement. Labec Century has earned a 56% interest in the Attikamagen Iron Project to date and has applied for an additional 4% interest on the basis of additional exploration expenditures incurred by Labec Century to date under the Joint Venture Agreement.

On September 26, 2012, Century and WISCO International Resources Development & Investment Limited ("**WISCO International**") completed the formation of their joint venture for the Attikamagen Iron Project which includes the Joyce Lake Property. The formation of the joint venture was completed further to the shareholders agreement dated December 19, 2011 (the "**Attikamagen Shareholders Agreement**") between Century, Century Iron Ore Holdings Inc., WISCO International, WISCO Canada Attikamagen Resources Development & Investment Limited ("**WISCO Attikamagen**") and Labec Century. The joint venture is structured as a shareholders' agreement whereby WISCO Attikamagen has agreed to invest an aggregate of $40 million in consideration for the acquisition of a 40% interest in Labec Century. WISCO International completed its initial $20 million investment through WISCO Attikamagen concurrent with the formation of the joint venture further to the acquisition of shares of Labec Century. The balance of the $20 million investment is to be advanced by WISCO International to Labec Century by September 26, 2013.

The property is located approximately twenty kilometres northeast of Schefferville, Québec and is only accessible by air. The Schefferville area is characterized by a sub-arctic continental climate with mild summers and very cold winters. This area is in the boreal forest with low rolling hills rising from 600 to 700 metres above main sea level.

History

The Quebéc-Labrador Iron Range has a tradition of iron ore mining since the early 1950s and is one of the largest iron producing regions in the world. The former direct shipping iron ore ("**DSO**") operations at Schefferville operated by The Iron Ore Compagny of Canada ("**IOC**") produced in excess of 150 million tons of lump and sinter fines over the period 1954-1982.

The first serious exploration in the Labrador Trough occurred in the late 1930s and early 1940s when Hollinger North Shore Exploration Company Limited ("**Hollinger**") and Labrador Mining and Exploration Mining Company Limited ("**LM&E**") acquired large mineral concessions in the Quebéc and Labrador portions of the Trough. Mining and shipping from the Hollinger lands began in 1954 under the management of the IOC, a company specifically formed to exploit the Schefferville area iron deposits.

As the technology of the steel industry changed over the ensuing years more emphasis was placed on the concentrating ores of the Wabush area and interest in and markets for the direct shipping Schefferville ores declined. In 1982, IOC closed its operations in the Schefferville area.

In 2007, Nova Scotia Ltd. examined the correlation between aeromagnetic response and iron content in the iron formation in the area. It was postulated that regions of lower magnetic susceptibility may be enriched in hematite relative to the surrounding, more magnetic rocks.

Most recently in 2007, Champion conducted an airborne magnetic, gamma-ray and VLF-EM (very-lowfrequency-electromagnetic) geophysical survey on the Property, as well as a preliminary surface-mapping and a reconnaissance sampling program to provide ground reference samples for correlation with the geophysical data.

Champion extended their airborne geophysical study in 2008 to gain coverage on the Quebéc portion of their property. Detailed mapping, sampling and trenching done on the Lac Sans Chef, Jennie and Joyce Lakes areas confirm that the airborne high resolution vertical gradient magnetic anomalies coincide with Middle and Upper Iron Formation. The sampling program focused on the magnetite-(hematite)-chert iron formation outcrops found at the Lac Sans Chef and Jennie Lake areas where these iron host units are repeated by folding adding significant width potential. These folded areas offer the best potential for significant iron mineral resources and are outlined by strong airborne magnetic anomalies within the sixty kilometre strike length of the property.

Geology and Mineralization

The Joyce Lake DSO Project is located on the western margin of the Labrador Trough, a Proterozoic volcano-sedimentary sequence wedged between Archean basement gneisses. The Labrador Trough, otherwise known as the Labrador-Québec Fold Belt, extends for more than 1,000 kilometres along the eastern margin of the Superior craton from the Ungava Bay to Lake Pletipi, Québec. The belt is about 100 kilometres wide in its central part and narrows considerably to the north and south.

The Labrador Trough is a sequence of Proterozoic sedimentary rocks including iron formation, volcanic rocks and mafic intrusions forming the Kaniapiskau Supergroup. The Kaniapiskau Supergroup is

comprised of the Knob Lake Group in the western part and the Doublet Group which is primarily volcanic in the eastern part. The Knob Lake Group rocks underlie the Lac Le Fer and Rainy Lake properties.

To the west of Schefferville, rocks of the Knob Lake Group lie unconformably on Archean gneisses and, to the east; they pass into the eugeosynclinal facies of the Labrador Trough. The Kaniapiskau Supergroup has been intruded by numerous diabase dikes known as the Montagnais Intrusive Suite. These dikes along with the Nimish volcanic rocks are the only rock types representing igneous activity in the western part of the central Labrador Trough.

The Knob Lake Group includes the Sokoman Formation which is the main exploration target of the Joyce Lake Iron Project. The Sokoman Formation forms a continuous stratigraphic unit varying in thickness as a result of folding and fault repetition.

Metamorphic grade increases from sub-greenschist assemblages in the west to upper amphibolite through granulite assemblages in the eastern part of the Labrador Trough. Thrusting and metamorphism occurred between 1,840 and 1,829 million years ago. In the vicinity of the Joyce Lake Iron Project, the Knob Lake Group is subdivided into eight formal geological units. The lowermost unit rests unconformably over Archean gneisses of the Ashuanipi Complex. From oldest to youngest the rock units are the Seward, Lac Le Fer, Denault, Fleming, Dolly, Wishart, Sokoman and Menihek Formations. The Knob Lake Group records two sedimentary cycles:

- **Cycle 1** (the Attikamagen Subgroup) is a shallow marine shelf comprising the Lac Le Fer, Denault, Dolly, and Fleming Formations;
- **Cycle 2** (the Ferriman Subgroup) is a deeper water slope-rise environment beginning with a transgressive quartz arenite (Wishart Formation) followed by shale and iron-formation of the Sokoman Formation and conformably overlain by clastic shale, slate and siltstone of the Menihek Formation.

The iron formations of the Sokoman Formation mapped on both properties are classified as Lake Superior type. They consist of a banded sedimentary unit composed principally of bands of magnetite and hematite within chert-rich rocks and variable amounts of silicate-carbonate-sulphide. Such iron formations have been the principal sources of iron throughout the world.

Superior-type iron formations with low iron tenor can be locally brought to “oregrade” through the process of enrichment (“enriched ore”) by leaching and deep weathering processes (Direct Shipping Ore, “DSO” type) via circulation of meteoric and syn-orogenic fluids. Hydrothermal and meteoric fluids circulating through the banded iron formation during the Hudsonian orogenesis recrystallized iron minerals to hematite, and leached silica and carbonate gangue. The result is a residually enriched iron formation that may be further enriched, whereby iron oxides (goethite, limonite), hematite and manganese are redistributed into the openings left by the primary leaching phase, and/or deposited along fracture/cleavage surfaces and in veinlets.

Almost all the iron deposits near surface in the Labrador Trough are enriched to some degree by these processes. The minimum iron content required to be considered as economic at a given market price is generally greater than thirty percent iron. Iron oxides must also be amenable to concentration (beneficiation) and the concentrates produced must be low in manganese, aluminum, phosphorus, sulphur and alkalis. Beneficiation involves segregating the silicate and carbonate gangue and other rock types inter-bedded within the iron formation from the iron-rich oxides.

The iron formation occurring on the Joyce Lake Iron Project consists mostly of subunits of the Sokoman Formation characterized by recrystallized chert and jasper with bands and disseminations of magnetite, hematite and martite; a type of hematite pseudomorph after magnetite and specularite. Other gangue minerals are a series of iron silicates comprised of minnesotaite, pyrolusite and stilpnomelane and iron carbonate, mainly siderite.

Status of Exploration

Most historic exploration on the Schefferville area iron ore properties was carried out by IOC until the closure of its operation in the 1980s. A considerable amount of data used in the evaluation of the resource and reserve estimates is provided in the documents, sections and maps produced by IOC or their consultants.

More recent aeromagnetic exploration has been carried out by Nova Scotia Ltd. in 2007. The same year Champion conducted an airborne magnetic, gamma-ray and VLF-EM (very-low-frequency electromagnetic) geophysical survey on the Property, as well as a preliminary surface-mapping and a reconnaissance sampling program to provide ground reference samples for correlation with the geophysical data.

In the fall of 2010, Labec Century drilled boreholes in the area and found three potential DSO targets. All targets were selected based on geological and geophysical data. The taconite target is a shallow dipping magnetite-rich iron formation with an expected minimum thickness of 60m to 100m.

In 2012, at the end of November 2012, 74 (RC Drill) holes were completed in Joyce Lake. In addition to drilling a 30 tonnes of bulk sample were collected for metallurgical testing and sent to Actlabs and SGS Lakefield.

From 2011 to 2012, Labec Century completed 120 holes where 118 are usable on its Joyce Lake DSO prospect, and collected samples to evaluate the iron ore deposit.

Mineral Processing and Metallurgical Testing

Metallurgical testwork was conducted to evaluate the Joyce Lake deposit. Early testwork commenced in 2011. COREM was mandated to perform mineralogical characterization and beneficiation studies on composite samples from selected drill holes.

Each sample consisted of 1 to 3 kg of 3-meter interval fine chips (2-5 mm) from selected drill holes.

Hematite was identified as the main iron-bearing mineral and the liberation size was estimated to be finer than 150 μm. Hematite grains were found to be intimately associated with quartz. Manganese-bearing minerals were also identified in some samples. The highest manganese grade observed was 1.38% (MnO).

Following these results, COREM undertook the evaluation of the beneficiation processes. The composite samples were combined to have three (3) composites representing high grade and low grade ore. The following testwork was performed:

- Dense Media Separation;
- Wilfley Table Tests;
- Flotation;
- Wet High Magnetic Separation; and

- Scrubbing Tests.

Only the high grade sample could be upgraded by a gravimetric process and scrubbing proved to be necessary. A satisfying grade could not be achieved for the low grade composites neither by gravity, magnetic concentration or flotation.

In the Summer of 2012, Soutex was mandated to design and supervise bulk sampling and metallurgical testwork to satisfy the requirements for a preliminary economic assessment and design a process to produce lump and sinter fines with the Joyce Lake mineralized material. Three (3) bulk samples were collected at the Joyce Lake deposit to represent high (>64%), mid (≈60%) and low (≈55%) grade iron mineralization. The following testwork is part of the test plan realized by SGS:

- Tests planned on the unaltered Bulk Samples:
    - Size Distribution;
    - Angle of Repose; and
    - Crushing Work Index.

- Tests planned on the crushed Bulk Samples (100% passing 31.5 mm):
    - Bond Abrasion Index;
    - Head Assays
    - Size Distribution;
    - Size-by-Size Assays;
    - Davis Tube Tests;
    - Specific Gravity Tests;
    - Heavy Liquid;
    - Mineralogical Characterization (QEMSCAN); and
    - Scrubbing Tests.

The general observations drawn from the testwork were as follows:

- Quantitative Evaluation of Minerals by Scanning Electron Microscopy (QEMSCAN) showed that the major contaminants of Bulk Samples #1 and #2 are siderite and quartz respectively. For Bulk Sample #2, quartz contamination increased with the decrease of particle size, the -75 μm size fraction being the most contaminated. Fine sinter feed is composed of liberated Fe and SiO2.

- Chemical assays were conducted on all three (3) bulk samples. The head assays were the following:
    - Bulk Sample #1: 68.5% Fe;
    - Bulk Sample #2: 63.6% Fe; and
    - Bulk Sample #3: 41.0% Fe.

- The samples were analyzed by product category; lump, and sinter fines:
    - Bulk Sample #1 iron grade was over 64% for all products;
    - Bulk Sample #2 lump and coarse sinter fines is also already saleable, but the fine fraction needs upgrading (60.5% Fe); and
    - Bulk Sample #3 did not meet its target and has low iron grades for each product category. Processing of Bulk Sample #3 will not produce to saleable products.

- Heavy liquid separation tests were conducted to verify the amenability to upgrade the finer products. Tests were performed on Bulk Sample #2 and #3. Only Bulk Sample #2 fine fraction of the sinter fines can be upgraded to over 64%;

- Size-by-size analysis of the bulk samples showed that a wide variability of the proportion between lump and sinter fines should be expected.

Different options were considered for the flowsheet development. Testwork was addressed to confirm the metallurgical performances for these options. Based on the results obtained, the process flowsheet developed aimed at the production of lump and sinter fines from the Joyce Lake DSO with minimum treatment.

Mineral Resource Estimates

The resource block model for Joyce Lake uses drill hole data, which comprises the basis for the definition of 3D mineralized envelopes with resources limited to the material inside those envelopes. Drill hole data within the mineralized envelopes are then transformed into fixed length composites followed by interpolation of the grade of blocks on a regular grid and filling the mineralized envelopes from the grade of composites in the same envelopes. All the interpolated blocks below the topography make the mineral inventory at that date and they are classified according to proximity to composites and corresponding precision/confidence level. Technical and economic factors are then applied to the blocks in the form of a pit-optimization and cut off grades to constrain the resources to those that present a reasonable prospect of economic extraction.

The current resource estimate for the Joyce Lake deposit is 13.35 million tonnes in the Measured and Indicated categories at a grade of 56.05% Fe and 11.1 million tonnes in the Inferred category at a grade of 50.36% Fe.

Mineral resource reporting was completed in GENESIS using the conceptual iron envelope. Mineral resources were estimated in conformity with generally accepted CIM Estimation of Mineral Resource and Mineral Reserve Best Practices Guidelines. The Mineral Resource Statement for the Joyce Lake iron DSO deposit is presented in Table 1.1.

In the opinion of SGS, the geological interpretation, sample location, assay intervals, drill holes spacing, QA/QC and grade continuity of the Joyce Lake DSO deposit are adequate for this resource estimation and classification.

Table 1.1 – Mineral Resource Statement of the Joyce Lake DSO Iron Deposit

Cut-Off 55% Fe	Tons	%Fe	%SiO2	%Al2O3	%Mn
Measured	4,050,000	62.31	7.42	0.58	0.93
Indicated	3,500,000	60.82	9.28	0.60	1.06
M+I	7,550,000	61.62	8.29	0.59	0.99
Inferred	2,700,000	59.62	11.82	0.49	0.48

Cut-Off 50% Fe	Tons	%Fe	%SiO2	%Al2O3	%Mn
Measured	5,050,000	60.44	10.21	0.58	0.88
Indicated	4,950,000	58.44	12.77	0.62	0.98
M+I	10,000,000	59.45	11.48	0.60	0.93
Inferred	5,600,000	55.78	17.50	0.47	0.46

No Cut-Off	Tons	%Fe	%SiO2	%Al2O3	%Mn
Measured	6,600,000	57.07	15.40	0.56	0.70

Indicated	6,750,000	55.06	18.02	0.59	0.80
M+I	13,350,000	56.05	16.73	0.58	0.75
Inferred	11,100,000	50.36	25.42	0.46	0.42

Mineralized envelope and I ron Cut-off, SG 3.2 , rounded numbers

Mineral Reserve Estimates

Since this report is a Preliminary Economic Assessment (PEA) report, the resources have to be classified
as in-pit measured and indicated resources.

Mining Methods

Met-Chem evaluated the potential for an open pit mine at the Joyce Lake site to produce 2.0 million tonnes of iron DSO production per year. A 3-Dimensional Geological Block Model for the Joyce Lake Project was supplied to Met-Chem by Labec Century. This file contained the coordinates of each block in the model, its resource classification as well as the grade values for Fe, SiO2, Al2O3, MnO and LOI. The block model is composed of blocks that are 5 m x 5 m x 3 m high. An in-situ dry density of 3.2 t/m3 was used for the mineralized material. A density of 3.0 t/m3 was used for the waste rock.The mining method selected for the Project is a conventional open pit drill and blast operation with rigid frame haul trucks and hydraulic excavators. It is assumed that the mine will be operated by a mining contractor. Vegetation, topsoil and overburden will be stripped and stockpiled for future reclamation use. A cut-off grade of 56% Fe has been applied to the Mineral Resources in order to achieve the minimum plant feed grade of 62% Fe. The mine will operate 365 days per year, 24 hours per day.

Open pit optimization was conducted on the deposit to determine the pit shell that results in the highest Net Present Value (NPV) for the Project. The pit shell with the highest NPV contains 7 Mt of mineralization with an associated strip ratio of 4.1:1. This optimized pit shell does not account for dilution and mining recovery. The economic pit limits derived from the pit optimization were used as a guideline for the detailed pit design.

Met-Chem used an overall pit slope of 50° for the final pit walls. The ramps and haul roads were designed with an overall width of 20 m. The pit that has been designed for the Joyce Lake deposit is approximately 650 m long and 400 m wide at surface with a maximum pit depth of 150 m. The total surface area of the pit is roughly 21 ha. Accounting for the mining recovery, the pit includes 7 Mt of Mineral Resources (3.8 Mt are Measured Resources, 2.5 Mt are Indicated Resources and 0.7 Mt are Inferred Resources), 30.4 Mt of waste rock and 3.3 Mt of low grade material ($\geq$ 50% Fe and $\geq$56% Fe) are included in the pit and this results in a strip ratio of 4.8:1. The strip ratio that results from the pit design is higher than the pit optimization since it accounts for the pit ramp, mining recovery and the fact there are small pockets of mineralized material in the optimized shell that were deemed to be non-mineable when completing the final pit design.

A production schedule (mine plan) was developed for the Joyce Lake DSO Project which produces 1 Mt of iron DSO products in the first year (2015), followed by 2 Mt in each of the following 3 years. Each year of the mine plan has been divided into two (2) periods. A pre-production phase of two (2) months has been planned during the summer of year 1 (2014). The “winter” period runs for three (3) months and the “summer” period runs for nine (9) months. During the winter period, the mine plan focuses on excavating the mineralization since the ice bridge is available and this material can be hauled directly to the stockpile next to the crushing and screening operation. During the summer period, the mine plan focuses on stripping the waste rock to expose the mineralization. Any mineralization that is

excavated during this period is hauled to the ROM stockpile on the Joyce Lake side of Iron Arm. This material is rehandled and hauled across the ice bridge during the winter period.

The mine will be operated by a contractor but the equipment requirements and manpower were estimated by Met-Chem to develop the mine operating costs. The mine equipment fleet for the peak production period was estimated to consist of sixteen (16) 64t haul trucks, four (4) 12t (5m3) excavators, two (2) production drills, two (2) track dozers, six (6) various support vehicles and eight (8) pick-up trucks. It is estimated that the mine contractor's workforce will include 145 employees during the peak production period. This workforce is comprised of 17 employees that will work on day shift only and 128 employees that will work both day and night shift.

Recovery Methods

The desired annual DSO production is 2 Mtpy. The crushing and screening process for the first phase ("Phase I") is a dry process consisting of crushing and screening. The material produced is lump and sinter fines with an iron and weight recovery of 100 %. No tailings are generated. A second phase ("Phase II") of the project is considered in order to remove fine silica from the mineralized material. Phase II introduces water in the process in order to remove fine silica attached to the coarse particles and to discard the fine fraction. The rejected fine particles in Phase II can be upgraded. Phase III of the project introduces a hydrosizer in order to upgrade the fine particles.

The design criteria selected for a 2 Mtpy dry plant which consists of line of mobile equipment.

Mass balances were produced at nominal and design tonnage. These serve as the basis for developing the preliminary selection and sizing of major process equipment. A major equipment list has been developed and is used for the crushing and screening plant capital cost estimate.

Project Infrastructures

The project has three main areas namely the mine site, the crushing and screening plant site including accommodation camp and the railway loop, all connected with road systems.

The mine site roads are the haulage road to the two ice bridges (to be built each winter), haulage roads to the waste and overburden dumps and an access road to the explosives storage. There will be two (2) office trailers and one (1) will have offices and restrooms, the other will be used as a lunchroom. These trailers can also be used for safety refuge in case of bad weather or when there is a problem with the ice bridge. There will be an insulated fabric dome for a workshop for mining equipment, and a marine container to store all spare parts and dewatering equipment. The mine infrastructures will have their own diesel generators. The fuel for the generators and mobile equipment will be stored in a bladder of 125,000 liters installed in a secondary safe containment to minimize the risk of leakage.

The crushing and screening plant site will have the haulroad from the ice bridges to the plant as well as the 15m wide access road from the Schefferville road to the Iron Arm chalets passing by the accommodation camp. The crushing and screening plant consists of three mobile units (primary jaw crusher unit, screening unit and secondary cone crusher unit) each with their own power generator. This crushing and screening plant will produce the DSO products lump and sinter fines for transport to the railway loop. There will be three (3) office trailers and one (1) will be used as a lunchroom and restroom. There will be an insulated fabric dome for a workshop to be used as the main maintenance shop for the site, and a marine container to store all spare parts and dewatering equipment. The main fuel depot will be located at the crushing and screening site in an assembly of three bladders of 125,000 liters each in a secondary safe containment to minimize the risk of leakage.

The accommodation camp will have lodging capacity for 120 workers. The camps will need to be erected at the beginning of the construction period, to accommodate the construction labor. The accommodation camps will include housing for the 120 workers, a large enough cafeteria, a meal preparation section with all required cooking and preservation equipment, a laundry section with washing and drying equipment, entertainment/recreation facility and all other required facilities.

The haulage road to transport the DSO products to the rail loop will be 15m wide and have a maximum grade of 7% and is 28km long. The rail loop will be tied into the existing Tshiuetin railroad and located approximately 20 km south of Schefferville. The rail loop was designed to serve a train of 240 ore gondolas. The required track length is 6,375m. One (1) office trailer is planned for the rail loop site, this trailer will have offices, restrooms and a lunchroom. The trailer can also be used for safety refuge in case of bad weather. A marine container will be used to store all spare parts for the equipment. The rail yard infrastructures will have their own generator of 60kW.

The sites will be served by a satellite system for voice, internet and television communication. A portable tower trailer will be installed in the remote area to expand the network and make an IP system available in the project. In addition, a radio system will facilitate the site communications.

Market Studies and Pricing

The price forecast for the PEA study is based on the October 2012 market study prepared by CRU International Limited in which they explained the recent price decrease. The product sales prices for the Joyce Lake DSO Project (first sales in 2015) are the projected prices for 2016. The Joyce Lake DSO Project will produce lump and sinter fines. The price of the lump is based on the average price of China (spot) and Australia and has been estimated at US$108.43/tonne, FOB Sept-Îles. The projected price for sinter fines is based on the average price for fines from Australia and Brazil and has been estimated at US$92.79/tonne, FOB Sept-Îles.

Environment Studies, Permitting and Social or Community Impact

The DSO Project will be subject to environmental assessment (EA) in accordance with provincial and federal requirements. Following release from the provincial and federal EA processes, the project will require a number of approvals, permits and authorizations prior to initiation and throughout all stages in the life of the project. In addition, the proponent will be required to comply with any other terms and conditions associated with the EA release issued by the provincial and federal regulators. Additional details are provided in Section 20.

Capital and Operating Costs

The capital cost of the Joyce Lake DSO Project is the cost for the developments for the Phase I scenario. Additional capital expenditures planned for future expansions of the Phase I would be charged as sustaining capital expenditures. Table 1.2 shows the summary of the estimated capital cost.

Table 1.2 – Summary of Capital Cost Estimate

Description	**Total (M$)**
Direct Cost	
Joyce Lake Mine	10.8
Crushing and Screening Plant	10.5
Railroad and Yard	10.3

Rail Cars	20.4
DSO Haulage Road and Infrastructure	24.3
Trucks	6.7
Total Direct Cost	**83.0**
Indirect Costs	
EPCM at 10% of Direct Cost (excl. mobile equipment)	5.6
Contingency 10% of Direct Cost	8.0
Total Project Cost	**96.6**

The operating costs for the project are estimated quarterly and are shown in Table 1.3 for the life of mine (LOM).

Table 1.3 – Summary of Unit Operating Cost per Area

Area	**LOM**	**LOM**
	$'000	**$/tonne product**
Mine	148,943.9	21.40
Crushing and Screening Plant	30,296.4	4.35
General and Administration	47,702.9	6.85
Product Hauling	19,630.8	2.82
Rail Yard Operation	5,964.4	0.86
Rail Transportation	155,624.7	22.36
Port Handling	28,953.4	4.16
TOTAL	**437,116.5**	**62.80**

Economic Analysis

A preliminary economic analysis has been carried out for the Joyce Lake DSO Project using a cash flow model. The model is constructed using annual cash flows in constant fourth quarter 2012 Canadian dollars. The production of the DSO products is 35% lump (sales price at $108.43/t, FOB Sept-Îles) and 65% sinter fines (sales price at $92.79/t, FOB Sept-Îles). The summary of the financial results is shown in Table 1.4. The payback is achieved in the third year of production.

Table 1.4 – Summary of Financial Results

Description	**Units**	
BEFORE TAX		
Total Cash Flow	$'000	150,184.3
Payback Period	years	2.5
NPV @ 8%	$'000	90,382.2
NPV @ 6%	$'000	102,959.9
NPV @ 10%	$'000	79,083.7
IRR	%	37.0
AFTER TAX		
Total Cash Flow	$'000	94,612.5
Payback Period	years	2.6
NPV @ 8%	$'000	51,765.3

NPV @ 6%	$'000	60,778.2
NPV @ 10%	$'000	43,670.7
IRR	%	27.1

The sensitivity analysis shows that the main impact on the Project`s IRR is caused by the selling price of the DSO iron product. The second most important parameter is the operating cost and finally the capital cost has the least impact on the Project`s IRR. See Section 22.2 for a description of the key economic, operating and technical assumptions used in preparing the economic analysis.

Important Caution Regarding the Economic Analysis

The economic analysis contained in this report is preliminary in nature. It incorporates inferred mineral resources that are considered too geologically speculative to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. It should not be considered a prefeasibility or feasibility study. There can be no certainty that the estimates contained in this report will be realized. In addition, mineral resources that are not mineral reserves do not have demonstrated economic viability.

The results of the economic analysis are forward-looking information that is subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those presented here. See Section 22.

Recommendations

The following studies should be carried out early in the next project phase:

- The inferred in-pit resources should be validated in the next drilling campaign;
- A geotechnical investigation should be carried out to better define the pit slope that should be used for the open pit;
- A hydrogeological investigation around the pit area should be carried out. This will be used to better define the mine dewatering plan;
- The mining cost should be validated with local contractors;
- The determination of the lump and sinter fines product fraction for lower grade material (< 60% Fe) should be tested. Lump and sinter fines product quality should be confirmed. A bulk sample program should be developed for this purpose;
- Specific equipment, including the screens, the hindered settler and filter must be tested to confirm their performance and the dimensions required. Products must also be sent to potential clients to confirm that they meet their requirements; and
- The geotechnical investigation for the infrastructures should be performed to support the design of the haulage road and the rail loop.

SCHEDULE B-3

HAYOT LAKE PROPERTY

The following disclosure relates to the area of the Attikamagen Property that is located in the province of Newfoundland and Labrador near Hayot Lake. Century Iron refers to that area as the "**Hayot Lake Property**". The following disclosure reproduces the Executive Summary of the Hayot Lake Report, which report is incorporated into this AIF by reference. A copy of that report can be found under the Company's profile at www.sedar.com.

This disclosure has been reviewed and approved by the Company's Exploration Manager, Allan Wenlong Gan, P.Geo., a Qualified Person, and presented in compliance with NI 43-101.

EXECUTIVE SUMMARY

Introduction

The Hayot Lake iron exploration project, part of the Attikamagen iron property, is a resource delineation stage taconite exploration project located approximately 22 kilometres north of Schefferville in northeastern Québec, Canada. In May 2008, Labec Century Iron Ore Inc. (Labec Century), a subsidiary of Century Iron Mines Corp. (Century), executed an agreement with Champion Minerals Inc. (Champion), wherein Century has an option to acquire up to 60 percent interest in the project. Labec Century currently holds a 56 percent interest on the property which it shares in a joint venture with WISCO International Resources Development & Investment Ltd. (WISCO).

Century commissioned SRK Consulting (Canada) Inc. (SRK) to visit the property and prepare a geological and mineral resource model for the Hayot Lake project. This technical report documents a Mineral Resource Statement for the Hayot Lake project following the guidelines of the Canadian Securities Administrators' National Instrument 43-101 and Form 43-101F1. The Mineral Resource Statement reported herein was prepared in conformity with generally accepted CIM *Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines*.

Property Description and Ownership

The Attikamagen property consists of 1,022 claims located in both Québec and Newfoundland and Labrador. The claims cover an area of about 345.2 square kilometres (19,093 hectares in Québec and 15,425 hectares in Labrador) and are valid as of the date of this technical report. The mineral rights exclude surface rights and were acquired by staking. All claims are located on Crown lands. The Hayot Lake project, including the mineral resource reported herein, is located entirely within the province of Québec.

Geology and Mineralization

The Attikamagen property is located on the extreme western margin of the Labrador Trough adjacent to Archean basement gneisses. The Labrador Trough is a sequence of Proterozoic sedimentary rocks, which includes the Sokoman Formation within the Knob Lake Group. The Sokoman Formation is an iron formation consisting of a continuous stratigraphic unit that thickens and thins throughout the Labrador Trough.

The thickness of the Sokoman Formation varies between 120 and 240 metres and is a typical

Lake Superior-type iron-formation (taconite) consisting of banded sedimentary rock composed principally of layers of iron oxide, magnetite and hematite. Iron-rich bands are intercalated with cherty bands composed of variable amounts of silicate, carbonate, sulphide, ferruginous slaty iron formation, and carbonaceous shale. The Sokoman Formation is subdivided into eight stratigraphic subunits: Lean Chert (LC), Jasper Upper Iron Formation (JUIF), Green Chert (GC), Upper Red Chert (URC), Pink Grey Chert (PGC), Lower Red Chert (LRC), Lower Red Green Cherty (LRGC), and Lower Iron Formation (LIF).

Three folds are outlined in the Hayot Lake area, including a broad open anticline (whale-back style) fold with a shallow southeast plunge and tight parasite secondary folds on the limbs. The Sokoman Formation occurring on the Hayot Lake project consists mostly of recrystallized chert and jasper with bands and disseminations of magnetite, hematite, and martite, a pseudomorph of hematite after magnetite and specularite.

Exploration Status

Exploration activities on the Hayot Lake project between 2007 and 2012 include an airborne magnetic geophysical survey, geological mapping, composite chip sampling of outcrops, a mineralogical study, a ground gravity survey and core drilling. Between 2010 and 2011, Century drilled 46 core boreholes (6,286.4 metres) in an area approximately 7 by 2 kilometres at Hayot Lake. Century collected a total of 1,248 samples.

In the opinion of SRK, the sampling procedures used by Century conform to industry best practice and the resultant drilling pattern is sufficiently dense to interpret the geometry and the boundaries of the iron mineralization with confidence. All drilling sampling was conducted by appropriately qualified personnel under the direct supervision of appropriately qualified geologists.

Mineral Resource and Mineral Reserve Estimates

The mineral resource model presented herein represents the first resource evaluation for the Hayot Lake project. The mineral resource model prepared by SRK considers 46 core boreholes drilled by Century during the period of 2010 to 2011. The resource evaluation work was completed by Filipe Schmitz Beretta under the supervision of Howard Baker (MAusIMM, CP#224239) and Dr. Jean-Francois Couture, P.Geo. (OGQ#1106, APGO#0197). The effective date of the Mineral Resource Statement is September 25, 2012.

The Hayot Lake exploration database was audited by SRK and the mineralization boundaries were modelled by Century using a geological interpretation prepared by Century personnel. The current drilling information is sufficiently reliable to interpret with confidence the boundaries of the Sokoman Formation stratigraphy and the assaying data is sufficiently reliable to support mineral resource estimation. The exploration database includes 46 BTW or NQ-sized core boreholes (6,286 metres) distributed on section lines spaced at 200 to 800 metres and borehole spacing on each section line of 200 metres.

Five subunits of the Sokoman formation were modelled by Century: LC, JUIF, URC, PGC, and LRGC. The bottom of the overlying Menihek Formation (MSS) and the top of the underlying LIF were also modelled. Domains were created by clipping a boundary solid with contact surfaces generated from lines set on several vertical sections. The mineral resources were modelled using a geostatistical block modelling approach constrained by the five subunits of the Sokoman Formation. A block model rotated 130 degrees around the vertical axis was constructed. The parent block size was set at 50 metres by 100 metres by 10 metres (X, Y, and Z, respectively). The subcell function of CAE Studio 3 was applied. Only parent blocks were estimated.

Variables studied were iron (%), SiO2 (%), Al2O3 (%), P2O5 (%), MnO (%) and loss on ignition (LOI [%]). Sample data was composited to a 3-metre composite length and extracted for geostatistical analysis and variography. The block model was populated with the aforementioned values and specific gravity using ordinary kriging. Iron values were estimated in each subunit separately with estimation parameters derived from variography informed from a combined JUIF, URC, PGC and LRGC composited dataset. Subunit boundaries were considered hard boundaries for estimating grade and specific gravity. Three estimation runs were used considering increasing search neighbourhoods and less restrictive search criteria. The first search was based on two thirds of the iron variogram ranges, the second search is twice the first and the third search is a hundred times the first to ensure that all the blocks were estimated. All domains were estimated using dynamic anisotropy, in CAE Studio 3, to assist the interpolation in areas of folding.

Block model quantities and grade estimates for the Hayot Lake iron deposit were classified according to the CIM *Definition Standards on Mineral Resources and Mineral Reserves* (November 2010). For classification, SRK is satisfied that the location of the samples and the analytical data and the geological model are sufficiently reliable to support resource evaluation and do not present a risk for resource classification. While the confidence in the geological continuity is good, the sampling information is not sufficient to allow the mapping of the spatial continuity of the major elements in each resource domain separately. SRK considers that the level of confidence is insufficient to allow meaningful application of technical and economic parameters to support mine planning and to allow the evaluation of the economic viability of the deposit. For this reason, SRK is of the opinion that it is appropriate to classify all modelled blocks in the Inferred category.

SRK considers that the iron mineralization delineated by core drilling at Hayot Lake is amenable to open pit extraction. To assist with determining which portions of the modelled iron mineralization show "reasonable prospect for economic extraction" from an open pit, and to assist with selecting reasonable reporting assumptions, SRK used a pit optimizer to develop conceptual open pit shells using reasonable assumptions derived from similar projects. In absence of specific metallurgical data for each resource domain, SRK used average recovery information sourced from nearby similar taconite projects targeting the Sokoman Formation. After review, SRK considers that the iron mineralization located within a resulting conceptual open pit shell above a cut-off grade of 20 percent total iron satisfies the definition of a mineral resource and thus can be reported as a mineral resource.

The Mineral Resource Statement presented in Table i was prepared by Filipe Schmitz Beretta under the supervision of Howard Baker (MAusIMM, CP#224239) and Dr. Jean-Francois Couture, P.Geo. (OGQ#1106, APGO#0197). Mr. Baker and Mr. Couture are independent Qualified Persons as this term is defined by National Instrument 43-101. The effective date of the Mineral Resource Statement is September 25, 2012.

Table i: Mineral Resource Statement*, Hayot Lake Iron Project, Attikamagen Property, Québec, SRK Consulting (Canada) Inc., September 25, 2012

Domain	Volume	Mass	Grade								
			SG	Fe (%)	SiO_2 (%)	AI_2O_3 (%)	P_2O_5 (%)	P** (%)	MnO (%)	Mn** (%)	LOI (%)
	(Mn^3)	(Mt)									
Inferred Mineral Resources											
LC	60.8	178.7	2.94	23.92	0.16	42.78	0.06	0.03	0.45	0.35	15.03
JUIF	125.5	414.9	3.31	31.99	0.78	42.06	0.06	0.03	0.6	0.47	5.53
URG	162.6	536.3	3.30	32.89	1.03	41.47	0.07	0.03	0.65	0.5	5.42
PGC	100.2	328.8	3.28	32.10	1.00	41.45	0.08	0.03	0.67	0.52	6.51
LRGC	80.5	264.4	3.28	31.27	0.87	41.32	0.08	0.04	0.67	0.52	7.69
Total Indicated	**529.6**	**1,723.0**	**3.25**	**31.25**	**0.84**	**41.74**	**0.07**	**0.03**	**0.62**	**0.48**	**7.1**

* Reported at a cut-off grade of 20 percent total iron inside a conceptual pit envelope that is optimized considering reasonable open pit mining, processing and selling technical parameters, and costs benchmark against similar taconite iron projects and a selling price of US$110 per dry metric tonne of iron concentrate. All figures are rounded to reflect the relative accuracy of the estimates. Mineral resources are not mineral reserves and do not have a demonstrated economic viability.

** Converted from estimated oxide

Conclusion and Recommendations

The experienced exploration team assembled by Century for the Hayot Lake project used industry best practices to acquire, manage, and interpret exploration data. SRK reviewed the data acquired by Century and is of the opinion that the exploration data is sufficiently reliable to interpret with confidence the boundaries of the iron mineralization and that the assaying data are sufficiently reliable to support evaluation and classification of mineral resources in accordance with generally accepted CIM *Estimation of Mineral Resource and Mineral Reserve Best Practices Guidelines.*

The drilling information suggests that the iron mineralization potentially extends beyond the margins of the current geological model. After review, SRK draws the following conclusions:

- Mineral resources can be increased by investigating iron mineralization located on the periphery of the current geological model;
- Resource classification can be improve with infill drilling along the more widely spaced drilling areas; and
- To characterize the nature of the iron mineralization and establish if acceptable iron grade can be achieved by beneficiation, Satmagan and Davis Tube testing should be undertaken.

Based on the extent of data acquired by Century, the Hayot Lake block model constructed by SRK is not sufficiently reliable to support mine planning or to allow evaluation of the economic viability of a mining project. On this basis, the work program recommended by SRK includes:

- Infill drilling along the more widely spaced drilling areas to an approximate drilling spacing of 200 by 400 metres spacing with 70 to 90 core boreholes;
- Satmagan and Davis Tube testing to establish if acceptable iron grade can be achieved by beneficiation; and
- Geology and mineral resource modelling.

The total costs for the proposed exploration program are estimated at C$7.0 million and include 10 percent contingency and administrative costs.

SRK is unaware of any other significant factors and risks that may affect access, title, or the right or ability to perform the exploration work recommended for the Hayot Lake project.

SCHEDULE B-4

SUNNY LAKE PROPERTY

The Sunny Lake Property is located in the Labrador Trough, within the province of Québec, and contains two areas where Century Iron is engaging in mineral exploration: the area near Rainy Lake and the area near Lac La Fer (the "**Lac La Fer Property**"). The following disclosure on the Sunny Lake Property reproduces the Executive Summary from the Sunny Lake Report.

As Century Iron has obtained a separate technical report on the Rainy Lake Property, a discussion of that property will follow the general discussion on the Sunny Lake Property.

To the extent information in this section concerning the Rainy Lake sub-property conflicts with the subsequent section pertaining exclusively to Rainy Lake, the latter takes precedence.

This disclosure has been reviewed and approved by the Company's Exploration Manager, Allan Wenlong Gan, P.Geo., a Qualified Person, and presented in compliance with NI 43-101.

EXECUTIVE SUMMARY

Property Description, Location, Access and Physiography

The Sunny Lake Property includes two separate groups of claims (Lac Le Fer and Rainy Lake) comprising 335 and 195 designated cells registered to 0849873, an indirect wholly owned subsidiary of Century Holdings, and covering an aggregate area of approximately 25,850 hectares. It was acquired in 2009 by staking for its potential to host iron mineralization. On December 19, 2011, the Company and WISCO entered into the Sunny Lake JV Agreement. The Sunny Lake JV Agreement will govern the joint venture to be formed between Century Iron and WISCO for the exploration and development of the Sunny Lake Property. Pursuant to the terms of the Sunny Lake JV Agreement, WISCO will invest $40 million in the Sunny Lake Property in exchange for a 40% interest in the project.

The Lac Le Fer and Rainy Lake properties are located respectively sixty-five and eighty-five kilometres northwest of the town of Schefferville, Québec and are accessible by air only. Seasonally maintained gravel road ends about twenty kilometres south of Lac Le Fer property, south of Lac Leroy and at Lac du Drum. These roads can be used as drop point for a helicopter or base camp for a summer field programs.

The town of Schefferville is the nearest town with established infrastructure. It is serviced with regular commercial flights from a number of cities, as well as rail links connecting to the Sept-Îles port.

The economy of Schefferville is based on mining, hunting and fishing, tourism and public service administration. Several fishing and hunting camp operators are based in Schefferville and thousands of hunters and fishermen visit the area annually, chiefly for trout fishing and caribou and black bear hunting.

The iron ore resources in the vicinity of Schefferville are being re-evaluated by several exploration and mining companies. In the last six years a number of new buildings, including medical clinics, a recreation centre, churches, and houses have been constructed, both in the town and on the contiguous Matimekosh Indian Reserve, largely to serve an expanding First Nations presence.

While there is a potential labour force in the vicinity, a training program will be required before it can be effectively utilized. It is assumed that government resources would be available for these programs.

Prior to Century's involvement, the Sunny Lake Property received limited exploration including surface sampling, shallow surface drilling and trenching. There is no infrastructure within the Sunny Lake Property. In 2010, a temporary field camp was established on the shores of Lac le Fer.

The Schefferville area is characterized by a sub-arctic continental climate with mild summers and very cold winters. In January and February, daily mean temperatures average negative twenty-three degrees Celsius with an average of fifty centimetres of snow fall. Mean daily average temperature in July and August is twelve degrees Celsius and the wettest summer month is July with an average rainfall of 106.8 millimetres. Because of its relatively high latitude, extended day-light enhances the summer work-day period. Early and late winter conditions are acceptable for ground geophysical surveys and drilling operations.

The Schefferville area is characterized by a sub-arctic continental climate with mild summers and very cold winters. This area is in the boreal forest with low rolling hills rising 600 to 700 metres above mean sea level.

The Lac Le Fer and Rainy Lake properties have a base elevation standing respectively at 436 and 525 metres above mean sea level with peaks up to 602 and 702 metres, respectively. At Rainy Lake, there is a general decrease in elevation of close to 200 metres from the northwest corner to the southeast one, the northwest corner being closer to the higher elevation generally characterizing the surrounding Archean basement.

Vegetation is classified as a boreal forest. The upper ridges areas have excellent bedrock exposure while the flanks and the flat lying areas are typically covered by sparse to thick boreal forest, stunted trees, brushes and reindeer/caribou moss. Glacial deposits are present throughout the Sunny Lake Property except along the ridge lines and, are typically thickest in depressions.

Generally, the exploration claims for the property confer the right to conduct typical mineral exploration activities. However, certain aspects of those activities can require that additional permits or authorizations be obtained, including for cutting trees, installing waste water disposal facilities, constructing facilities within waterways and in certain cases for withdrawing water from waterways. All necessary permits have been obtained for work that has been conducted, and permits required for future activities will be obtained as and when needed.

History

The Lac Le Fer and Rainy Lake properties have received limited exploration work, primarily during between the 1940s and 1970s. Since about 2005, the Schefferville area has seen a resurgence of exploration and development activities related to the development of iron ore projects.

Hollinger North Shore Exploration Company completed reconnaissance work on both properties during the late 1940s and early 1950s. Iron Ore of Canada revisited the area during the early 1960s and 1970s, completing airborne magnetic surveys followed by reconnaissance field investigations comprising mapping, sampling, and ground geophysical surveys. In 1960, Iron Ore of Canada drilled fifteen short vertical core holes on the Lac Le Fer property. No drilling was apparently completed on the Rainy Lake property.

As far as it can be documented from public assessment files, no additional exploration work was completed on the Lac Le Fer and Rainy Lake properties.

Regional Geology, Deposit Types and Mineralization

The Sunny Lake Property is located on the extreme western margin of the Labrador Trough, a Proterozoic volcano-sedimentary sequence wedged between Archean basement gneisses. The Labrador Trough, otherwise known as the Labrador-Québec Fold Belt, extends for more than 1,000 kilometres along the eastern margin of the Superior craton from the Ungava Bay to Lake Pletipi, Québec. The belt is about 100 kilometres wide in its central part and narrows considerably to the north and south.

The Labrador Trough is a sequence of Proterozoic sedimentary rocks including iron formation, volcanic rocks and mafic intrusions forming the Kaniapiskau Supergroup. The Kaniapiskau Supergroup is comprised of the Knob Lake Group in the western part and the Doublet Group which is primarily volcanic in the eastern part.

The Knob Lake Group rocks underlie the Lac Le Fer and Rainy Lake properties. To the west of Schefferville, rocks of the Knob Lake Group lie unconformably on Archean gneisses and, to the east, they pass into the eugeosynclinal facies of the Labrador Trough. The Kaniapiskau Supergroup has been intruded by numerous diabase dikes known as the Montagnais Intrusive Suite. These dikes along with the Nimish volcanic rocks are the only rock types representing. The Knob Lake Group includes the Sokoman Iron Formation which is the main exploration target of the Sunny Lake Property. The Sokoman Formation forms a continuous stratigraphic unit varying in thickness as a result of folding and fault repetition. Metamorphic grade increases from sub-greenschists assemblages in the west to upper amphibolite to granulite assemblages in the eastern part of the Labrador Trough. Thrusting and metamorphism occurred between 1,840 and 1,829 million years.

In the vicinity of the Sunny Lake Property area the Knob Lake Group is subdivided into eight formal geological units. The lowermost unit rests unconformably over Archean gneisses of the Ashuanipi Complex. From oldest to youngest the rock unitsare the Seward, Lac Le Fer, Denault, Fleming, Dolly, Wishart, Sokoman and Menihek Formations. The Knob Lake Group records two sedimentary cycles: Cycle 1 (the Attikamagen Subgroup) is a shallow marine shelf comprising the Lac Le Fer, Denault, Dolly, and Fleming Formations; Cycle 2 (the Ferriman Subgroup) is a deeper water slope-rise environment beginning with a transgressive quartz arenite (Wishart Formation) followed by shale and iron-formation of the Sokoman Formation and conformably overlain by clastic shale, slate and silstsone of the Menihek Formation.

The iron formations of the Sokoman Formation mapped on both properties are classified as Lake Superior type. They consist of a banded sedimentary unit composed principally of bands of magnetite and hematite within chert-rich rock and variable amounts of silicate-carbonate-sulphide. Such iron formations have been the principal sources of iron throughout the world.

Superior-type iron formations with low iron tenor can be locally brought to “oregrade” through the process of enrichment (“enriched ore”) by leaching and deep weathering processes (DSO type) via circulation of meteoric and syn-orogenic fluids. Hydrothermal and meteoritic fluids circulating through the banded iron formation during the Hudsonian orogenesis recrystallized iron minerals to hematite, and leached silica and carbonate gangue. The result is a residually enriched iron formation that may be further enriched, whereby iron oxides (goethite. limonite), hematite and manganese are redistributed into the openings left by the primary leaching phase, and/or deposited along fracture/cleavage surfaces and in veinlets. Almost all the iron deposits near surface in the Labrador Trough are enriched to some degree by these processes.

The minimum iron content required to be considered as economic at a given market price is generally greater than 30 percent iron. Iron oxides must also be amenable to concentration (beneficiation) and the concentrates produced must be low in manganese, aluminum, phosphorus, sulphur and alkalis. Beneficiation involves segregating the silicate and carbonate gangue and other rock types interbedded within the iron formation from the iron-rich oxides.

The iron formation occurring on the Sunny Lake Propertyconsists mostly of subunits of the Sokoman Formation characterized by recrystallized chert and jasper with bands and disseminations of magnetite, hematite and martite; a type of hematite pseudomorph after magnetite and specularite. Other gangue minerals are a series of iron silicates comprised of minnesotaite, pyrolusite and stilpnomelane and, iron carbonate, mainly siderite.

Exploration (Reported in the Sunny Lake Report)

In early September 2009, Century Holdings completed reconnaissance field work on both properties. Forty-nine field outcrop samples, (twenty-eight from Lac Le Fer and twenty-one from Rainy Lake) were collected during this program. Twelve samples were submitted for mineralogical studies and preliminary metallurgical testing. All samples were shipped from Schefferville to ALS Chemex laboratory in Val-d'Or, Québec for preparation and to their North Vancouver laboratory for assaying. A suite of samples was also submitted to the COREM Laboratory in Québec City for mineralogical characterization.

The reconnaissance work and sampling program was successful in confirming that the Sokoman Formation is the source of the main magnetic anomalies underlying both properties. Indeed, most of the samples collected during the program were collected on relatively high topographic features associated with the Pink Grey Chert member of the Sokoman Formation. The mineralogical studies of twelve samples (six from each project) shows that the sum of all valuable iron minerals (hematite + magnetite + iron oxide) varies from 29 to 75 percent for all samples from Sokoman unit identified on the properties (Pink Grey Chert, Upper Red Chert and Lower Red Grey Chert).

Because of the limited duration of the 2009 reconnaissance program, the structural setting of the properties was not specifically evaluated. The Sokoman Formation was mapped at Lac Le Fer over twenty kilometres of strike and twelve kilometres of width. At Rainy Lake it is exposed over an area measuring fifteen by ten kilometres and is approximately 115 metres thick. Exposures of the Sokoman Formation over such large surface areas imply repetition by faulting and folding. It strikes fairly consistently towards the northwest with dips varying from flat to steep to the northeast of southwest.

The COREM Laboratory in Québec City completed mineralogical characterization work on samples from both properties focussing on identifying and quantifying ironbearing and gangue minerals and evaluating their relative size distribution.

In January 2010, Century Holdings commissioned Novatem Airborne Geophysics to conduct an airborne magnetic survey over the northwest part of the Lac Le Fer and most of the Rainy Lake properties. Survey data were reviewed by an independent geophysicist and integrated with historical data to provide a complete coverage of both properties for modelling and structural geology interpretation. Mira Geoscience of Vancouver, British Columbia completed a magnetic inversion study of the airborne magnetic data.

Drilling (Reported in the Sunny Lake Report)

As at the date of the Sunny Lake Report, Century Holdings had not completed any drilling on the Lac Le Fer and Rainy Lake properties.

Sampling Approach and Methodology; Sample Preparation, Analyses and Security and Data Verifications (Reported in the Sunny Lake Report)

In September 2009, Century Holdings completed a few days of prospecting and a total of fortynine composite samples were collected from outcrops using a rock hammer and chisel. Samples averaging two to three kilograms in weight consisted of scattered chips collected over an area measuring approximately five by five metres. The purpose of the sampling was to collect representative samples for mineralogical and analytical characterization. Hence, the samples collected during 2009 by Century Holdings are not necessarily indicative of the true grade of the respective rock units sampled. Samples averaging two to three kilograms of broken rock were collected into a numbered plastic bag containing a distinct laboratory sample tag.

Samples were submitted to the ISO accredited ALS Chemex Laboratory in Val-d'Or, Québec for preparation and the North Vancouver Laboratory for assaying for a suite of 31 elements including iron using an aqua regia digestion and inductively coupled plasma optical emission spectroscopy ("ICP-AES"; method code ME-ICP61). The management system of the ALS Chemex Group of laboratories is accredited ISO 9001 by QMI and the North Vancouver Laboratory is accredited ISO 17025 by the Standards Council of Canada for a number of specific test procedures, including the method used to assay samples submitted by Century Holdings. Century Holdings has relied on the analytical quality control measures implemented by the accredited ALS Chemex laboratories. Considering that the 2009 sampling program was an initial reconnaissance of the properties, SRK considers that this is appropriate.

The historical information presented in the Sunny Lake Report, and summarized herein, was obtained from public assessment records maintained by the Ministère des resources naturelles du Québec. By nature such historical information cannot be verified. Century Holdings has no reason to believe that the historical information presented in the Sunny Lake Report is not accurate. The reader is cautioned that the historical analytical results presented in the Sunny Lake Report may not be reliable. Century Holdings and their consultants have taken reasonable efforts to ensure that the factual historical information presented in the Sunny Lake Report reflect correctly historical sources. Century Holdings has also taken reasonable efforts to ensure that the results of its reconnaissance exploration work are accurate.

SRK independently verified the tenure status of the mineral claims forming the Sunny Lake Property. SRK consulted the GESTIM claim registry system to verify that as of the effective date of the Sunny Lake Report all mineral claims were registered to 0849873 (a subsidiary of Century Holdings) and were in good standing.

SRK has relied on the verifications conducted by Century Holdings and its consultants with regard to the compilation and interpretation of public historical data. SRK independently reviewed the results of the reconnaissance exploration work completed by Century Holdings and its consultants. In the opinion of SRK, the reconnaissance field work carried out by Century Holdings was conducted using procedures consistent with industry best practices. SRK has no reason to doubt the reliability of the reconnaissance exploration data collected by Century Holdings and its consultants on the Sunny Lake Property.

Mineral Resources and Mineral Reserves Estimates

There are no mineral resources and mineral reserves on the Lac Le Fer and Rainy Lake properties.

Conclusion and Recommendation from the Sunny Lake Report

The Sunny Lake Property is an early stage iron exploration project comprising two separate groups of claims known as the Lac Le Fer and Rainy Lake Properties. The properties are located near the town of Schefferville, Québec and are underlain by Proterozoic sedimentary rocks of the Labrador Trough known to host world class iron deposits of sedimentary origin. The properties are accessible by air.

Compilation of previous exploration work completed at the Lac Le Fer and Rainy Lake properties indicates that the properties are underlain by geology favourable for both low-grade high volume taconite and high-grade low volume DSO iron deposit types. Historical drilling data and reconnaissance field work completed by Century in 2009 indicate that both properties are predominantly underlain by a complete section of the Sokoman Iron Formation. Review of available information and new airborne geophysical data suggests that the prospective geological units cover approximately ninety square kilometres at Lac Le Fer and fifty-four square kilometres at Rainy Lake. Reconnaissance mapping suggests kilometric exposures of the Sokoman Formation outcrops on both properties associated with folded stratigraphy. As of the date of the Sunny Lake Report, the properties have not received recent exploration work and therefore their exploration potential for iron deposits has not been properly evaluated. (Recent exploration is discussed below under Exploration and Development).

SRK concludes that the Lac Le Fer and Rainy Lake properties have merit and offer good exploration potential for taconite and DSO iron mineralization similar to the iron mineralization of the world class iron ore district of the Schefferville area.

In the opinion of SRK, the character of the early stage Sunny Lake Iron Project is of sufficient merit to recommend an exploration program designed to identify, prioritize and test exploration targets on the Lac Le Fer and Rainy Lake properties.

The objectives of the recommended exploration programs are:

- Define taconite and DSO iron mineralization targets by conducting field geological investigations on areas covered by the Sokoman Formation and sub-outcropping high-low magnetic zones and test a certain number of targets by drilling; and
- Delineation drilling of best targets to support initial mineral resource evaluation.

The recommended exploration program comprises field geological mapping followed by trenching, sampling and parametric core drilling on the more promising targets. The proposed work program also includes a provision for approximately 5,000 metres of core drilling to test the lateral continuity of the iron mineralization at selected targets, delineate its potential size for supporting and initial mineral resource evaluation. The total costs for the proposed exploration program are estimated at CN$3,300,000.

Exploration and Development in 2011 and Beyond (After publication of the Sunny Lake Report)

Since the date of the Sunny Lake Report, the Company completed its 2011 drilling program, which led to a large taconite iron discovery on the Rainy Lake property that is part of the Sunny Lake Property. The 2011 drilling program comprised 6,300 metres of diamond drilling at the Rainy Lake Property. The iron values were determined by X-ray fluorescence (XRF) major element analysis at an ISO 17025 accredited laboratory.

Drill hole RL-11-0401 intersected 318.2 metres of taconite iron mineralization from 5.4 m depth grading 29.5% Total Iron (FeT), drill hole RL-11-0004 intersected 272.4 metres of taconite iron mineralization from 13.0 m depth grading 30.4% FeT, and drill hole RL-11-0402 intersected 264.8 metres of taconite iron mineralization from 10.4 m depth grading 31.0% FeT.

The new discovery zone, now named the Full Moon Prospect, has been tested by 31 diamond drill holes over a strike length of 6.5km, and a horizontal width of up to 2.8km. The iron formation dips to the east at a shallow 5° to 10° angle. The vertical thickness of the new zone increases to the east from 50 metres to 340 meters remains open along strike. Magnetite and hematite are the main iron minerals present. All iron formation stratigraphic units moderately to strongly magnetic. Preliminary metallurgical tests are in progress, and drilling at the Sunny Lake Property will resume this spring.

The results of the 2011 drilling program at the Full Moon Prospect are summarized in the Company's press releases of December 6, 2011 and January 17, 2012, copies of which are available under under the Company's profile at www.sedar.com. Please also refer to those press releases for details of the applicable review by a Qualified Person. The QA/QC measures followed for this drilling program consisted of adding at least 10 control to samples, including 4 standards, 4 blanks and 2 duplicates as the quality control and quality assurance samples to every batch of 100 samples submitted for analysis. The results from these QA/QC samples were then verified when the test results for the batch were returned. In addition, the testing laboratory added their own control samples (standards and duplicates) to the sample batches analysed.

The Company has been following up the large tonnage potential discovery of the Full Moon Prospect by commencing a definition diamond drilling program, based upon which the Company will pursue a resources calculation.

SCHEDULE B-5

FULL MOON/RAINY LAKE PROPERTY

The following disclosure on the Full Moon/Rainy Lake Property reproduces the Executive Summary from the Full Moon/Rainy Lake Report, which is incorporated into this AIF by reference.

Further details on the Rainy Lake Property can be found in the Full Moon/Rainy Lake Report, a copy of which can be found under under the Company's profile at www.sedar.com.

This disclosure has been reviewed and approved by the Company's Exploration Manager, Allan Wenlong Gan, P.Geo., a Qualified Person, and presented in compliance with NI 43-101.

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EXECUTIVE SUMMARY

Introduction

The Rainy Lake property, part of the Sunny Lake iron project (Sunny Lake project), is a resource delineation stage taconite exploration project, located approximately 80 kilometres northwest of Schefferville in northeastern Québec, Canada. In 2009, 0849873 BC Ltd., a subsidiary of Century Iron Mines Corporation (Century), acquired the property by staking. In December 2011, Century entered into a joint venture agreement with WISCO International Resources Development & Investment Limited (WISCO) where it may earn a 40 percent interest in the Sunny Lake project.

Surface mapping, ground and airborne geophysical surveying, cleaver geological interpretation and core drilling conducted between 2010, 2011 and 2012 by Century led to the discovery and subsequent delineation of a very large taconite iron deposit. SRK Consulting (Canada) Inc. (SRK) was commissioned by Century to visit the property and prepare a geological and mineral resource model for Full Moon iron deposit delineated on the Rainy Lake property. This technical report documents the initial Mineral Resource Statement prepared for the Full Moon iron deposit following the guidelines of the Canadian Securities Administrators' National Instrument 43-101 and Form 43-101F1. The Mineral Resource Statement reported herein was prepared in conformity with generally accepted CIM *Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines*.

Property Description and Ownership

The Sunny Lake project is subdivided into the Rainy Lake and Lac Le Fer properties that are located 80 kilometres and 65 kilometres northwest of the town of Schefferville, Québec, respectively. The Sunny Lake project consists of 567 claims covering an area of 276.71 square kilometers (27,671 hectares) within two non-contiguous claim blocks. The mineral rights exclude surface rights and were acquired by staking. All claims are located on Crown lands. The Rainy Lake property, including the mineral resource reported herein, is located entirely within the Province of Québec.

Geology and Mineralization

The Rainy Lake property is located on the extreme western margin of the Labrador Trough adjacent to Archean basement gneisses. The Labrador Trough is a sequence of Proterozoic sedimentary rocks, which includes the Sokoman Formation within the Knob Lake Group. The Sokoman Formation is an iron formation consisting of a continuous stratigraphic unit that thickens and thins throughout the Labrador Trough.

The thickness of the Sokoman Formation varies between 120 and 240 metres and is a typical Lake Superiortype iron-formation (taconite) consisting of banded sedimentary rock composed principally of layers of iron oxide, magnetite and hematite. Iron-rich bands are intercalated with cherty bands composed of variable amounts of silicate, carbonate, sulphide, ferruginous slaty iron formation, and carbonaceous shale. The Sokoman Formation is subdivided into eight stratigraphic subunits: Lean Chert (LC), Jasper Upper Iron Formation (JUIF), Green Chert (GC), Upper Red Chert (URC), Pink Grey Chert (PGC), Lower Red Chert (LRC), Lower Red Green Cherty (LRGC), and Lower Iron Formation (LIF).

On the Rainy Lake property the Sokoman Formation is thickened by shallow east dipping northwest-southeast thrust faults and is gently folded resulting in unusual thickness of iron mineralization reaching 400 metres locally. The area investigated by drilling was named the Full Moon iron deposit.

Exploration and Drilling

Exploration activities on the Rainy Lake property between 2009 and 2012 include an airborne magnetic geophysical survey, geological mapping, composite chip sampling of outcrops, a mineralogical study, ground gravity surveys, a LiDAR survey and core drilling. Between 2011 and 2012, Century drilled 147 core boreholes (30,932 metres) in an area approximately 10.5 by 3.5 kilometres.

In the opinion of SRK, the sampling procedures used by Century conform to industry best practice and the resultant drilling pattern is sufficiently dense to interpret the geometry and the boundaries of the iron mineralization with confidence. All drilling sampling was conducted by appropriately qualified personnel under the direct supervision of appropriately qualified geologists.

Mineral Resource and Mineral Reserve Estimates

The mineral resource model presented herein represents the first resource evaluation prepared for the Full Moon iron deposit. The mineral resource model considers 121 core boreholes drilled by Century during the period of 2011 to 2012. The resource evaluation work was completed by Filipe Schmitz Beretta under the supervision of Mr. Mark Campodonic, MAusIMM (CP#225925) and Dr. Jean-Francois Couture, P.Geo. (OGQ#1106, APGO#0197). The effective date of the Mineral Resource Statement is October 22, 2012.

The mineral resource estimation process was a collaborative effort between SRK and Century staff. Century provided to SRK an exploration database and a geological interpretation comprising a series of vertical cross sections through the areas investigated by core drilling. The geology model, geostatistical analysis, variography, selection of resource estimation parameters, construction of the block model, and the conceptual pit optimization work were completed SRK. The current drilling information is sufficiently reliable to interpret with confidence the boundaries of the Sokoman Formation stratigraphy and the assaying data is sufficiently reliable to support mineral resource estimation.

A three dimensional geological model honouring drilling data was constructed for eight members of the Sokoman Formation (LC, JUIF, GC, URC, PGC, LRC, LRGC and LIF). Each lithological unit was considered as separate domains for resource modelling and grade estimation.

The mineral resources were modelled using a geostatistical block modelling approach constrained by the subunits of the Sokoman Formation. A block model rotated 150 degrees around the vertical axis was constructed. The parent block size was set at 100 metres by 100 metres by 10 metres (X, Y, and Z, respectively). The subcell function of CAE Studio 3 was applied. Only parent blocks were estimated.

Sample data were composited to 5-metre composites and extracted for geostatistical analysis and variography. The JUIF, URC, PGC, LRC and LRGC domains are those considered as mineralized and were estimated. The LC and GC units are considered as waste. The block model was populated with common major oxides (Fe, SiO2, Al2O3, P2O5, MnO and loss on ignition) and specific gravity using ordinary kriging. Variables were estimated in each subunit separately with estimation parameters derived from variography informed from a combined JUIF, URC, PGC, LRC and LRGC dataset. Subunit boundaries were considered hard boundaries.

Three estimation runs were used considering increasing search neighbourhoods and less restrictive search criteria. The first search was based on the iron variogram full ranges. The second search considered search neighbourhoods set at twice the first. For the third search the neighbourhood was inflated to 100 times the first search ensure that all the blocks were estimated. All domains were estimated using dynamic anisotropy, in CAE Studio 3, to assist the interpolation in areas of folding.

Block model quantities and grade estimates were classified according to the CIM *Definition Standards on Mineral Resources and Mineral Reserves* (November 2010). SRK is satisfied that the geological model for the Full Moon iron deposit honours the current geological information and knowledge. The location of the samples and the assaying data are sufficiently reliable to support resource evaluation and do not present a risk that should be taken into consideration for resource classification. Blocks classification considered three main criteria: geological continuity, grade continuity, and block estimation quality.

No blocks were classified as Measured. An Indicated classification was assigned to contiguous volumes of mineralisation informed by boreholes spaced at 400 by 500 metres or less and blocks estimated during the first estimation run with a slope of regression greater than or equal to 0.6. An Inferred classification was assigned to blocks estimated using composites from at least 2 boreholes by any of the three estimation runs and are located not farther than 500 metres from the last boreholes in all directions and to a depth not exceeding 400 metres. All other model blocks were not categorized.

SRK considers that the iron mineralization delineated by core drilling is amenable to open pit extraction. To assist with determining which portions of the modelled iron mineralization show "reasonable prospect for economic extraction" from an open pit, and to assist with selecting reasonable reporting assumptions, SRK used a pit optimizer to develop conceptual open pit shells using reasonable assumptions derived from similar projects. In absence of specific metallurgical data for each resource domain, SRK used average recovery information sourced from nearby similar taconite projects targeting the Sokoman Formation. After review, SRK considers that the iron mineralization located within a resulting conceptual open pit shell above a cut-off grade of 20 percent total iron satisfies the definition of a mineral resource and thus can be reported as a mineral resource.

The Mineral Resource Statement presented in the below table was prepared by Filipe Schmitz Beretta under the supervision of Mark Campodonic (CP#225925) and Dr. Jean-Francois Couture, P.Geo. (OGQ#1106, APGO#0197). Mr. Campodonic and Mr. Couture are independent Qualified Persons as this term is defined by National Instrument 43-101. The effective date of the Mineral Resource Statement is October 22, 2012.

Table i: Mineral Resource Statement*, Full Moon Iron Deposit, Rainy Lake Property, Sunny Lake Project, Québec, SRK Consulting (Canada) Inc., October 22, 2012

Domain	Volume	Quantity	Grade								
			SG	Fe	SiO_2	Al_2O_3	P_2O_5	P**	MnO	Mn**	LOI
	(Mm^3)	(Mt)		(%)	(%)	(%)	(%)	(%)	(%)	(%)	(%)
Indicated Mineral Resources											
JUIF	1,109.4	3,562.8	3.21	29.45	45.06	0.50	0.03	0.02	0.90	0.70	5.86
URC	235.4	777.1	3.30	33.51	40.31	0.12	0.02	0.01	0.96	0.75	5.37
PGC	399.6	1,314.8	3.29	31.30	43.31	0.12	0.02	0.01	0.61	0.47	5.01
LRC	309.2	997.0	3.22	30.58	45.71	0.14	0.02	0.01	0.52	0.40	4.01
LRGC	194.7	607.9	3.12	27.40	47.13	0.17	0.02	0.01	0.67	0.52	6.52
Total Indicated	**2,248.2**	**7,259.6**	**3.23**	**30.18**	**44.52**	**0.31**	**0.03**	**0.01**	**0.78**	**0.61**	**5.46**
Inferred Mineral Resources											
JUIF	683.0	2,185.2	3.20	29.17	45.14	0.48	0.03	0.02	0.97	0.75	5.99
URC	235.1	787.1	3.35	33.35	40.69	0.18	0.02	0.01	0.93	0.72	5.12
PGC	547.3	1,773.2	3.24	31.14	43.90	0.14	0.02	0.01	0.58	0.45	4.70
LRC	690.1	2,239.4	3.25	30.43	45.71	0.14	0.02	0.01	0.52	0.40	3.98
LRGC	543.5	1,708.6	3.14	27.22	47.38	0.21	0.02	0.01	0.65	0.51	6.44
Total Inferred	**2,699.0**	**8,693.5**	**3.22**	**29.86**	**45.10**	**0.24**	**0.02**	**0.01**	**0.71**	**0.55**	**5.23**

* Reported at a cut-off grade of 20 percent total iron inside a conceptual pit envelope optimized considering reasonable open pit mining, processing and selling technical parameters and costs benchmark against similar taconite iron projects and a selling price of US$110 per dry metric tonne of iron concentrate. All figures are rounded to reflect the relative accuracy of the estimates. Mineral resources are not mineral reserves and do not have a demonstrated economic viability.

** Converted from estimated oxide

Conclusions and Recommendations

The block model constructed by SRK is sufficiently reliable to support mine planning and allow evaluation of the economic viability of a mining project. On this basis, the work program recommended by SRK includes:

- infill drilling along the to reduce spacing to 200 by 250 metres spacing with 70 to 90 core boreholes;
- preliminary rock geotechnical investigations (10 to 20 boreholes);
- geology and mineral resource modelling after reception of all Davis Tube testing results; and
- completion of a Preliminary Economic Assessment.

SRK understands that Century has initiated the pre-development studies required to prepare a Preliminary Economic Assessment. The total costs for the proposed exploration program are estimated at C$11.1 million and include 10 percent of contingency and administrative costs.

SCHEDULE B-6

DUNCAN LAKE PROPERTY

The following presentation of the Dunan Lake Property, which is referred to in this Schedule B-6 as the "**Duncan Lake Iron Property**", or "**DLIP**"), reproduces the Summary section from the Duncan Lake Report. The Summary section of the Duncan Lake PEA is reproduced following the Summary of the Duncan Lake Report.

Further details on the Duncan Lake Property can be found in the Duncan Lake Report and Duncan Lake PEA, both of which are incorporated by reference into this AIF. Copies of the Duncan Lake Report and the Duncan Lake PEA can be found under under the Company's profile at www.sedar.com.

This disclosure has been reviewed and approved by the Company's Exploration Manager, Allan Wenlong Gan, P.Geo., a Qualified Person, and presented in compliance with NI 43-101.

DUNCAN LAKE REPORT

The following additional information regarding the DLIP reproduces the Summary section of the Duncan Lake Report.

SUMMARY

Property Description and Ownership (from Duncan Lake Report)

The DLIP is located approximately 570 km north of Matagami, Québec, within the Municipality of James Bay, along Highway 109. The property is 40 km south of Radisson and 1,350 road km to the N-NW of Montréal.

The DLIP property consists of 534 contiguous claims covering 25,605 hectares. All the claims are registered under a combination of holders including Augyva and Century, and all were in good standing at the time of writing this report.

A tract of land controlled by Hydro Québec truncates the claims along the center of most of the length of the property and 44 claims carry encumbrances related to an electrode grounding system and/or a power line corridor.

Although the DLIP lies in the northern part of the Province of Québec, it is out of permafrost range and several Canadian mines are operated under harsher climatic conditions than the ones prevailing in the Radisson area.

On May 20, 2008, Century entered into an Option and Joint Venture Agreement with Augyva to obtain a 51% interest in the Duncan Lake Property. On November 10, 2010, Century exercised its option, after its funding commitment of $6.0 million, and currently holds a 51% interest in the DLIP. Century has exercised its option to acquire a further 14% interest in the DLIP by spending an additional $14.0 million and completing a Pre-Feasibility report on/before the eighth anniversary of the date of the Agreement.

Century, with Head Offices in Toronto, Ontario, is partnering with state-owned Chinese companies, WISCO International Resources Development & Investment Limited and Minmetals Exploration & Development (Luxembourg) Limited S.àr.l. Augyva's Head Offices are located in Montréal, Québec.

In 2005, Augyva acquired the DLIP from Virginia Mines Inc. ("**Virginia**"), to which a perpetual production royalty of $0.40 per ton of iron concentrate is payable, as well as a 2% net smelter return (NSR) royalty on any metal other than iron. Augyva retained a buyback right to purchase 50% ($0.20 per ton of concentrate) of the royalty for a payment of $4 million, in addition to an option of buying back a further 20% royalty ($0.08 per ton of concentrate) by paying $4 million and to purchase 50% of the NSR for $5 million.

Geology and Mineralization

The DLIP lies within the western part of the La Grande Sub-Province of the structural Superior Province. The La Grande Sub-Province is characterized by an Archean tonalitic basement (Langelier Complex) unconformably overlain by the volcano-sedimentary Guyer and Yasinski Groups composed of iron formation, wacke, paragneiss, basalt to dacite and pyroclastic units. The alluvial or fluvial sediments of the Ekomiak Formation partly lie on the Yasinski Group. The sediments of the Sakami Formation were deposited in NE-trending sedimentary basins. All these rocks are intruded by several plutons (Duncan Lake and Radisson plutons) and mafic to ultramafic intrusions and dikes.

The Banded Iron Formation ("BIF") at Duncan Lake shares features characteristics of both the Superior Lake and Algoma types of iron formations. Regional metamorphism ranges from greenschist to amphibolite facies. The supracrustal rocks have been deformed by at least two structural events, forming a subvertical, N-S and a steeply south-dipping, E-NE trending schistosity, as well as folds and shear.

The DLIP is underlain by two parallel N-NE BIF units traced across the entire property by their magnetic signature and by drilling. The mafic volcanic rocks dominate in the area of known BIF occurrence, but felsic rocks and possible basement prevail in the Deposit 6 sector.

Deposits 1 and 2 are part of one continuous N-NE trending band traceable over about 17 km and appear to join Deposits 3. They are separated by about 2 km from Deposit 5 on the southeast. The northwestern branch of Deposit 3 is connected to Deposit 4 by one NE magnetic anomaly. Deposit 6 seems to be disconnected from the other ones.

Deposit 3 is characterized by two main BIF units arranged as a large-scale, tight synform and antiform system. Stacking of BIF units by fault thrust is interpreted in most deposits.

Iron mineralization within the DLIP property consists of alternating bands of quartz and magnetite, with only minor amounts of hematite. The DLIP deposits are also associated with silicate and sulphide facies iron formations. On average, the iron mineralization at DLIP contains 15 to 35% total Fe and very low levels of deleterious elements, except for elevated average sulphur content that probably originates from widespread pyrite disseminations.

Exploration, Development, Operations

The first systematic exploration effort targeting the Duncan Lake iron mineralization since the discovery in 1949 consisted of an airborne magnetometer survey and 8 diamond drill holes completed in 1956. In 1973, 22 holes for 4,188m were drilled into deposits 3, 4 and 6, but were disregarded in the present resource estimate, owing to insufficient documentation. The present resources estimate is based on the data from the diamond drilling programs of 2008-2009 (10,460.25 m) and 2011-2012 (44,006.65 m) into all six deposits. Several ground magnetic surveys have been completed recently, since the method is an efficient tool to detect the BIF units.

Mineral Processing and Metallurgical Testing

Two holes totaling 2,349 m of HQ core were drilled in 2011 into each of the Blocks 3, 4 and 6 deposits to provide material for metallurgical testwork.

The samples were subjected to whole-rock analysis and full ICP-scan. The JK dropweight, Bond Low-energy impact and Bond abrasion tests were performed on three composite samples. Sag Mill Comminution is being conducted on seven different lithologies as well as Bond rod mill and Bond ball mill grindability tests. Coarse cobbing is being tested with a dry magnetic drum.

More than 400 samples submitted to Davis tube testing showed a weight recovery close to a quarter from the feed and indicated that most of the sulfur is recovered in the nonmagnetic tailings that might be acid-generating. Testing and data interpretation is under way.

Mineral Resource Estimates

The resources estimation completed on Deposits 3, 4 and 6 included the 2011-2012 drill data, whereas the resources for Deposits 1 and 2 were simply updated from the 2008-2009 data.

All the samples were submitted to XRF-Lithium Borate fusion for analysis of the major oxides, and selected samples had determination of sulphur and Loss on Ignition, ferrous iron titration, multi-element ICP-OES analysis and Davis Tube tests.

A thorough QA-QC system using QC samples and secondary laboratories ensured proper monitoring of the laboratories performance. Several passes of verification ensured the reliability of all the data populating the master database.

Estimation methodology was based on interpreting vertical cross-sections which weremeshed into 3D solids and used to constrain inverse distance squared estimates within 6 separate block models. Solids boundaries were defined by a combination of lithology and Fe grade. Regular 20 m x 10 m x 5 m block sizes were used for each of the block models.

Search ellipses reflecting unique dips and strikes to the various fold limbs were used to constrain the interpolation. Assay sample lengths were composited to a nominal 3-m length for grade interpolation. Total head Fe, Davis Tube Weight Recovery, Fe% and SiO2% in Davis Tube concentrates were modeled. A global density factor of 3.2 g/cc based on 3,107 determinations was assigned to the block models.

The mineral resource estimate for Duncan Lake used 9,178 assays collected from 54,467 m of drilling in 177 drill holes. The estimate also rested on a total of 843 Davis Tube samples.

Mineral resources were classified based on search ellipse ranges and minimum number of informing composites. A Measured resource classification was assigned to blocks interpolated by a minimum of 12 composites and maximum search ellipse range of 300 m along the major axis, 150 m along the semi-major axis and 20 m along the minor axis.

Indicated category was assigned to blocks interpolated by a minimum of 6 composites and maximum search ellipse range of 300 m along the major axis, 150 m along the semi-major axis and 20 m along the minor axis. Inferred resource was assigned to blocks interpolated by a minimum of 3 composites and maximum search ellipse range of 450 m along the major axis, 225 m along the semi-major axis and 30 m along the minor axis.

Mineral resources are reported to a cut-off of 16% Fe and are not constrained to a pit shell. A list of Mineral Resources is provided below.

Summary of the Mineral Resource (Cut-Off of 16% Head Fe)

Mineral Resource Category	Metric Tonnes (Million)	Fe (%)	DTWR (%)	DT Fe (%)	DT SiO2 (%)
Measured	405.6	23.92	26.78	67.26	5.25
Indicated	644.9	24.73	28.09	66.87	5.60
Measured + Indicated	**1,050.5**	**24.42**	**27.58**	**67.02**	**5.46**
Inferred	563.1	24.69	27.97	66.46	6.03

The estimate of mineral resources may be materially affected by environmental, permitting, legal, title, socio-political, marketing, or other relevant issues. However, Met-Chem is not aware of any known environmental, permitting, legal, title, taxation, sociopolitical, marketing or other issues that would materially affect the mineral resources.

The quantity and grade of reported Inferred mineral resources in this estimate are uncertain in nature and there has been insufficient exploration to define the Inferred mineral resources as Indicated or Measured mineral resources and it is uncertain if further exploration will result in upgrading them to Indicated or Measured mineral resource categories.

The mineral resources are reported in accordance with Canadian Securities Administrators NI 43-101 and have been classified in accordance with standards as defined by the Canadian Institute of Mining, Metallurgy and Petroleum ("CIM"), "CIM Definition Standards for Mineral Resources and Mineral Reserves". Mineral resources which are not mineral reserves do not have demonstrated economic viability.

No previous production has been reported for the DLIP, or on adjacent properties.

Environment

No hydrometric stations have yet been established but initial data have been collected in three gauging stations in 2011 and 2012. One limnimeter in Esprit Lake and one in Desaulnier Lake have been collecting data since 2011. Groundwater samples were collected in 2011 and 2012 in the deposit area. Studies of the ecosystem and vegetation within the DLIP were also conducted in 2011. No soil contamination by oil or fuel was observed during a site visit by Le Groupe Desfor in August 2012.

The DLIP is subject to the Québec Environmental Assessment Act and the Canadian Environmental Assessment Act. The former requires that large projects undergo an environmental assessment, including provisions for active participation of the First Nations, while the latter applies when a federal agency is required to make a decision on whether to issue authorizations that may include matters related to fish habitat or navigable waters.

Met-Chem is not aware of any agreement under which aboriginal communities may hold title or historical agreement to the mineral land for the DLIP. Met-Chem is not aware of any environmental liabilities to which the DLIP is subject, and none is mentioned in the GESTIM management system for the DLIP. Century made sure all exploration programs on the DLIP have and will be conducted in an environmentally friendly manner.

Conclusions, Recommendations from the Duncan Lake Report

Cumulatively, the drilling programs of 2008-2009 and 2011-2012 have allowed defining three quarters of the resources in Deposits 3, 4 and 6 in the Measured and Indicated categories, and updating the former estimate for Deposits 1, 2 and 5.

The reliability of the results is ensured by thorough QA-QC system and several passes of verification and corrections in the master database, eventually leaving a reliable set of data.

Met-Chem believes the number of available Davis Tube tests should be increased to 50% of the total sample population in order to generate a better estimate of the overall Davis Tube Weight Recovery of the DLIP mineralisation.

Preliminary metallurgical and Davis Tube tests show the DLIP iron mineralisation to be composed mostly of magnetite and to contain very low levels of deleterious elements, except for elevated sulphur. Sulphur seems to report to the tails in the Davis Tube tests and its acid-generating potential is under study.

Met-Chem believes the data collected on the DLIP are sufficiently reliable to support the present resources estimate and the ongoing Preliminary Economic Assessment.

Provided the Preliminary Economic Assessment being completed by Met-Chem is positive, Met-Chem recommends advancing the project to the Pre-Feasibility stage. To that end, the reliability of certain parameters, and of parts of the mineral resources base, will require upgrading, which entails:

- additional diamond drilling to:
    - increase the percentage of Measured and Indicated category relative to the Inferred resources within Deposits 1 and 3;
    - firm up the definition of the geometry of Deposit 3;
    - investigate some of the magnetic anomalies near the main deposits (N-S anomalies of Deposits 3 and 6; branch off Deposit 4).
- increase the number of Davis Tube to provide a better estimation of the Weight Recovery for the deposits;
- use certified blank and commercial standards materials to monitor the laboratory performance;
- initiate geotechnical (pit walls), hydrogeological and hydrological studies; and

- conduct additional metallurgical tests, such as: Detailed Mineralogy of Feed,Concentrate and Tailings, Grindability test to evaluate variability of the Mineralization, Bench scale testwork, Pilot Plant investigation, Tailings characterization, Static Thickening, Dynamic Thickening, Pulp Rheology, Vacuum Filtration, Pressure Filtration, Pellet Feed characterization.

The cost to complete the proposed Pre-Feasibility Study is estimated at approximately $6,900,000.

DUNCAN LAKE PEA

The following additional information regarding the DLIP reproduces the Summary section of the Duncan Lake PEA.

SUMMARY

Mining Methods

Met-Chem evaluated the potential of the DLIP, targeting a production rate of 12,000,000 tonnes of iron pellets (acid pellets) per year.

To maximize the potential economics of the PEA, Met-Chem selected Deposits 3 and 4 as the basis for the PEA. These deposits have the largest tonnage and best minerology of the 6 DLIP deposits and can supply the concentrator and pellet plant for over 20 years of full production.

The mining method selected for the Project is a conventional open pit drill and blast operation with 400 st haul trucks and 40 m hydraulic excavators. Pre-production stripping of waste and overburden material will be done by a contractor.

Open pit optimization was done on both Deposit 3 and 4 to derive the pit shell with the highest Project Net Present Value ("NPV"). A series of pit shells were generated using the Lerch Grossman algorithm in the Economic Planner optimizer of MineSight®. These shells were generated by varying the selling price.

The optimization was carried out during the initial stage of the PEA study using the cost, sales price and pit and plant operating parameters presented in Table 1.2 below. These parameters are preliminary estimates for developing the economic pit and should not be confused with the operating costs subsequently developed for the PEA and provided elsewhere in this report. A conservative pellet sales price of USD 140/t was used in the pit optimization, a value lower than the sales price used in the PEA economic evaluation.

The pit optimization was re-evaluated after a preliminary mine plan was completed and the cost, sales price and pit and plant operating parameters were better defined. The results of the second pit optimization using the updated operating costs and sales price confirmed the original optimization results. Inferred Mineral Resources were used in the optimization and mine plan of the PEA as allowed in the NI 43-101 guidelines for such a study.

Pit Optimization Parameters

Item	Value	Units
Mining Cost – Mineralization	2.20	$/t (mined)
Mining Cost – Waste Rock (mined)	2.40 $/ t	$/t (mined)
Mining Cost – Overburden (mined)	1.75 $/t	$/t (mined)
Processing and Pipeline Cost (pellet)	18.00 $/t	$/t (mined)
Pelletizing Cost	12.00	$/t (pellet)
Shipping Cost	37.00	$/t (pellet)
General, Admin & Infrastructure Cost	5.70	$/t (pellet)
Sales Price	140	USD/t (pellet)
In-Situ Dry Density – Overburden	2.00	t/m^3
In-Situ Dry Density – Mineralization	3.20	t/m^3
In-Situ Dry Density – Waste Rock	2.90	t/m^3
Overall Pit Slope	52	Deg

* The cost parameters are preliminary estimates for developing the economic pit and should not be onfused with the operating costs subsequently developed for the PEA Study and given elsewhere in this report.

The economic pit limits derived from the pit optimization were used as a guideline for the detailed pit design. The pit design process includes smoothing the pit wall, adding ramps to access the pit bottom and ensuring that the pit can be mined using the initially selected equipment. The ramps and haul roads were designed with an overall width of 36 m (3 times the overall width of a 400 st haul truck, i.e. 9.8 m plus berms and ditches).

The pit designs and mine plan of combined production from Deposits 3 and 4 identified a total of 660 Mt of Measured and Indicated Resources and 157 Mt of Inferred Resources, (fully diluted and recovered) with a combined stripping ratio of 1.8:1 for 20 years of production. During the first five years of production, overburden and waste stripping was kept at a low stripping ratio of 1.36:1 and increased gradually over the remaining years.

The total mine operation workforce for the Project ranges from 251 employees in Year 1 to a maximum of 419 from Years 11 to 20. This workforce is comprised of staff as well as hourly employees.

Recovery Methods

Test work program was held at SGS Lakefield and the summarized flow sheet is therefore presented in this report. Run of mine ("ROM") material will be crushed using gyratory crushers before being conveyed to three concentrator process lines. Met-Chem has included, for each process line, the use of standard SAG mill with screening to produce a P100 of 3.36 mm. Cobber magnetic separators are part of the SAG mill circuit to reject a portion of the liberated non-magnetic gangue. Then, standard ball

mills are used in closed-circuit with cyclones to produce a P85 of 75 microns. The magnetite will then be recovered using multiple stages of Low Intensity Magnetic Separators ("LIMS").

The iron concentrate is thickened to 65% solids and pumped through a pipeline to the pellet plant which will process the concentrate in two 6 Mtpy pellet production lines. Each pelletizing line consists of vacuum disc filters, mixing units for bentonite and concentrate, balling units to produce green pellets and induration machine to produce the final pellets grading 66.3 % Fe and 5.1% SiO_2.

The pellet storage area is designed to store up to eight months of pellet production. The project will thus be able to support shipping 12 months of pellet production during the 4 month ice-free shipping season. The storage area will be close to the pellet plant and the dedicated Duncan Lake port on James Bay.

Project Infrastructure

The major project infrastructure includes the dedicated port facilities at Stromness Island, near Chisasibi, the tailings dykes construction, the concentrate pipeline from the concentrator to the pellet plant, the site roads, maintenance facilities, permanent camps at Radisson and near the pellet plant, administration buildings, warehouses, emergency vehicle and first aid buildings, assay laboratories, the final product storage yard and the fuel storage areas.

Market Study

The QP has relied on long term iron ore pricing and market assumptions prepared by independent consulting firm Raw Materials & Ironmaking of Bethlehem Pennsylvania, who prepared an independent marketing and sales price analysis of the Duncan Lake Iron pellets. The report, titled "Century Iron Mines Ore Marketing Study", was prepared by Dr. Joseph J. Poveromo, a world renowned iron and steel marketing specialist and president of Raw Materials & Ironmaking. The report is dated February 25, 2013. The QP has reviewed this report and the results support the assumptions in this technical report.

Met-Chem has summarized the findings of Dr. Poveromo below:

The DLIP Project will start with the upgrading of a lower grade magnetite mineralization to produce a fine sized concentrate at 67.6% Fe and 5.0% SiO2. This concentrate will be conveyed by slurry pipeline to a pellet plant located at a James Bay shipping point. The concentrate will be too fine sized to effectively transport it by vessel so we will consider blast furnace pellets as the only product. In any event the Atlantic Basin pellet feed market will be in oversupply, with the demand focused in China, so this absence of a pellet feed product will not be detrimental.

The pellet plant will produce a blast furnace acid pellet with 66.3% Fe and 5.1% SiO_2 with a very low Al2O3 level and low levels of other impurities and residual elements.

Such a pellet will be well suited as a complement to high sinter burdens in steel plants in Asia (specifically China) and Europe. The very low (0.30 %) Al2O3 level will advantage DLIP for Asian ironmaking operations which have issues with high Al2O3 levels generally encountered with Australian iron ore. In Europe, the Duncan Lake acid pellet quality will be comparable to other North American produced pellets, well accepted in European blast furnaces.

The near term blast furnace pellet market globally suggests a potential oversupply, so the off take agreements by WISCO and MinMetals, along with a potential contract with one or more European customers, will be essential to guarantee the revenue stream for this project. On a longer term basis, the

reduction in lump ore supply due to quality issues in Australia and virtual elimination of lump ore exports from India and Brazil will increase the demand for pellets.

The long term pellet price will follow from the long term fines price plus a pellet premium. A long term pellet premium of USD 35/t will be assumed; it is supported both by market evidence and the required price differential to justify pellet plant investment.

The consensus opinion among iron ore experts is that the so called long term equilibrium price of iron ore fines (62 % Fe, CFR China) will be driven by the costs of the higher cost Chinese production as this production would ultimately shut down if iron ore prices stay well below this level for a sustained time period. This high cost level is in the vicinity of USD 120/t to 130/t so the choice of USD 125/t seems reasonable. However there will be periods of higher and lower prices.

The long term fines price, under a worst case scenario, could fall below USD 100.00/t with a "perfect storm" of many new merchant projects, much steel company equity iron ore investment, new steel plants in iron ore rich areas and a levelling off of global steel demand.

However, long term higher prices of USD 125/t, driven both by the costs of the higher cost producers and new iron ore projects, are also driven by:

- Grade depletion globally means that more ore is needed for the required Fe units;
- Shortages of equipment, supplies, labor and skills will not only delay new projects but impact on availability at existing operations; the tire shortage of several years ago impacted existing mines;
- Misguided government and steel industry promoted policies in restrictions of both iron ore exports and mining itself will cause India's iron ore industry to grossly underperform;
- Natural disasters, floods, typhoons, etc., could impact on both mining operations and shipping;
- Political unrest could affect some new mines being built in more unstable regions such as West Africa.

Aside from the real reasons for supply reductions, a major "contrived" reason for reduced supply could be oligopic behavior by the "Big Three" VALE, BHPB and Rio Tinto, in slowing down expansions or simply reducing production at existing less favored sites when ore prices drop too low, as a means of inducing shortages that will propel spot prices upward.

Environment

No hydrometric stations have yet been established but initial data have been collected in three gauging stations in 2011 and 2012. One limnimeter in Esprit Lake and one in Desaulnier Lake have been collecting data since 2011. Groundwater samples were collected in 2011 and 2012 in the deposit area. Studies of the ecosystem and vegetation within the DLIP were also conducted in 2011. No soil contamination by oil or fuel was observed during a site visit by Le Groupe Desfor in August 2012.

The DLIP is subject to the Québec Environmental Assessment Act and the Canadian Environmental Assessment Act. The former requires that large projects undergo an environmental assessment, including provisions for active participation of the First Nations, while the latter applies when a federal agency is required to make a decision on whether to issue authorizations that may include matters related to fish habitat or navigable waters.

Met-Chem is not aware of any agreement under which aboriginal communities may hold title or historical agreement to the mineral land for the DLIP. Met-Chem is not aware of any environmental liabilities to which the DLIP is subject, and none is mentioned in the GESTIM management system for the DLIP. Century made sure all exploration programs on the DLIP have and will be conducted in an environmentally friendly manner.

Capital and Operating Costs

All dollars are Canadian dollars unless noted differently.

The total life-of-mine capital cost for the 12 Mtpy pellet production rate is estimated at $4,546 M of which $3,881 M is initial capital and $665 M is sustaining capital as summarized in Table 1.3 below.

Total Capital Costs

Item Description	Total Rounded ($ Millions)
Initial Capital	
Pre-Production Direct Capital Cost	2,967
Pre-Production Indirect Capital Cost	363
Contingency	503
Total Pre-Production cost	3,833
Ramp-Up Capital	48
Total Initial Capital	**3,881**
LOM Sustaining Capital	**665**
LOM Total	**4,546**

Initial capital of $3,881 M includes $3,833 M for pre-production period and $48 M for mining support and service equipment as well as mining systems to be procured in the first year ramp-up period.

The pre-production indirect capital cost is estimated at $363 M while the contingency is estimated at $503 M.

The total average life-of-mine operating costs were estimated at $59.17 per tonne of pellet produced as shown on Table 1.4. The mine production cost is estimated at $24.02 per tonne of pellet. The concentration and slurry transportation cost is estimated at $16.86 per tonne of pellet. The Pellet production and handling is estimate at $11.45 per tonne of pellet. The G & A and site services cost is estimated at $4.84 per tonne of pellet. The ship loading cost is estimated at $2.00 per tonne of pellet.

Total Operating Costs (Average life-of-mine)

Operating Costs	$/tonne of pellet
Mine production	24.02
Concentration and slurry transportation	16.86
Pellet production and handling	11.45
G&A and site services	4.84
Ship loading	2.00
Total	**59.17**

Total Operating Costs (Average first 5 years)

Operating Costs	$/tonne of pellet
Mine production	18.09
Concentration and slurry transportation	17.27
Pellet production and handling	11.45
G&A and site services	4.84
Ship loading	2.00
Total	**53.65**

The table of Total Operating Costs (Average of first 5 years) presents the average operating costs for the first 5 years of operation. The operating costs for the first 5 years are lower due to lower stripping ratio and slightly lower weight recovery.

The selected shipping scenario assumes the use of Capesize (185,000 dwt) and Suezmax (240,000 dwt) ships during the 4 month ice-free simmer season of James Bay. Costs are estimated at USD 35/t pellet for shipment to Quindao for 70% of the pellet production. The other 30% of the production would be shipped to Rotterdam at an estimated cost of USD 15/t. The average shipping cost taking into consideration the 70% to China and 30% to Europe averages USD 29/t. This cost is not used in the DLIP operating costs but is used for estimating FOB James Bay selling prices in the economic evaluation.

Economic Analysis

The pre-tax economic analysis results are summarized as:

- Net Present Value ("NPV") of $4.1 billion at an 8% discount;
- Internal Rate of Return ("IRR") of 20.1 %;
- Payback period of 4.2 years;
- Mine life of 20 years at 12 Mtpy of pellet production;
- Cost estimate accuracy of ± 35%.

The post-tax economic analysis results are summarized as

- Net Present Value of $2.2 billion at an 8% discount;
- Internal Rate of Return ("IRR") of 15.9 %;
- Payback period of 4.8 years;
- Mine life of 20 years at 12 Mtpy of pellet production;
- Cost estimate accuracy of ± 35%.

The economic assumptions used are summarized as:

- USD 125 per tonne of 62% iron concentrate, CFR China (basis);
- USD 134 per tonne for 66.3% Fe grade of Duncan Lake Pellet;
- Iron Pellet Premium of USD 35 per tonne;
- Transport cost to China USD 35 per tonne;
- Transport cost to Europe USD 15 per tonne;
- Ship loading costs USD 2 per tonne;
- Market split LOM tonnage of pellets shipped to China: Europe assumed at 70:30;
- Weighted average CFR price of USD 169 per tonne of Duncan Lake pellet;
- Life of Mine for financial analysis 20 years;
- Exchange rate at par for 2013 to 2017 and 0.95 USD/CAD for 2018 and beyond;
- Fuel prices of $1.05 per liter of diesel and $0.62 per liter of bunker C (pellet plant);
- Electricity rate of $0.09 per kWh for mine and concentrator (primary transformation) and $0.045 per kWh for secondary transformation and pellet plant;
- Mine mobile production and auxiliary equipment are leased;
- Camp facilities are leased.

Important Caution Regarding the Economic Analysis

The economic analysis contained in this report is preliminary in nature. It incorporates inferred mineral resources that are considered too geologically speculative to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. It should not be considered a prefeasibility or feasibility study. There can be no certainty that the estimates contained in this report will be realized. In addition, mineral resources that are not mineral reserves do not have demonstrated economic viability.

The results of the economic analysis are forward-looking information that is subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those presented here. See Section 22.0 of the Duncan Lake PEA.

Conclusions

The DLIP is planned as a 20 year operation producing 12 Mtpy of acid pellets, with its mine and concentrator situated close to the town of Radisson in northern Québec, and its pellet plant and port located near the town of Chisasibi on the shores of James Bay, some 135 km away from the mine. The port would ship the pellets on ocean-going vessels during the 4 month ice-free shipping period. The project is also in very close proximity to Hydro Québec's La Grande hydroelectric complex.

The drilling program of 2011-2012 and the data from the 2008-2009 holes allowed defining ~75% of the Mineral Resources in Deposits 3, 4 and 6 in the Measured and Indicated categories. The two drill programs have been successful in providing sufficient data on all six DLIP Deposits to produce in 2012, new or updated Mineral Resource estimates totalling 1,051 Mt of Measured and Indicated resources grading 24.42% Fe and 563 Mt of Inferred resources grading 24.69% Fe. The DLIP deposits that were considered for the PEA (Deposits 3 and 4) contain an estimated total Measured and Indicated Resources of 797 Mt at 24.44% Fe, and 277 Mt of Inferred Resources grading 25.07% Fe.

The present mineral resource estimation is compliant with the CIM Definitions, in accordance with NI 43-101 and Met-Chem believes to be a sound foundation for the PEA.

In-Pit resources used for the mine plan and the economic evaluation were estimated by designing a pit around an optimal economic pit defined by the Lerch Grossman method. An estimated 660 Mt of Measured and Indicated resources and 157 Mt of Inferred resources would produce 12 Mtpy of pellets over 20 years with an average stripping ratio of 1.8:1.

The PEA's economic evaluations shows that, using an 8% discount rate and an initial investment of $ 3.8 billion, Century would obtain a potential positive return based on a pre-tax scenario of NPV of $ 4.1 billion, 20.1% IRR and 4.2 year payback, An after-tax scenario shows an NPV of $ 2.2 billion, 15.9% IRR and 4.8 year payback. The accuracy of the cost estimates is ± 35%.

The economic analysis contained in this report is preliminary in nature. It incorporates Inferred Mineral Resources that are considered too geologically speculative to have the economic considerations applied to them that would enable them to be categorized as Mineral Reserves. It should not be considered a Pre-Feasibility or Feasibility study. There can be no certainty that the estimates contained in this report will be realized. In addition, Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. The results of the economic analysis are forward-looking information that is subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those presented here.

Based on the results of the PEA, Met-Chem recommends that Century continues to the next phase of project development.

Recommendations

Considering the positive results of DLIP PEA and discussions with Century, Met-Chem recommends that the project continues to the next phase of DLIP development, the Feasibility Study.

To establish a good base for the feasibility study and minimize the risks, Met-Chem recommends a series of studies and tests which are listed below: The main recommendations include:

- Increase the percentage of Measured and Indicated category relative to the Inferred Resources within Deposits 1 and 3 by additional diamond drilling;

- Firm up the definition of the geometry of Deposit 3, particularly the SE limb and the contact at depth of the synform;
- Investigate by a first pass of drilling some of the magnetic anomalies near the main deposits, such as the N-S trending anomalies of Deposits 3 and 6, or the anomaly branching off the north of Deposit 4;
- Increase the number of Davis Tube tests to 50% of the samples to improve the confidence level of the regression model and provide a better overall estimation of the Davis Tube Weight Recovery for the deposits;
- Determine the magnetic Fe content from Davis Tube and Satmagan tests on the same samples in order to calculate a correlation between the two;
- Use certified blank material and commercial standards, with certified Fe values close to the cut-off grade to the mode to monitor the laboratory performance;
- Perform a geotechnical analysis to increase pit wall slope and angle of repose of waste and overburden material, as well as hydrogeological and hydrological studies;
- Revisit the sequencing of Pushbacks for the Deposit 3 to maximize the project's NPV;
- Explore the potential of stockpiling and mining within Hydro-Québec property to be able to increase in-pit resources and shorten haul distances;
- Consider in-pit dumping to reduce environmental footprint and shorten haulage distances;
- Perform geochemistry study on more samples for better characterization and to confirm process conditions;
- Acid generation tests should be performed in order to know if there is a possibility of acid-generation on tailings and waste rock. Static testing has been performed and dynamic characterisation tests have to be carried out on the tailings;
- Perform grind size determination/optimization studies for all deposits (typical standard in taconite plant is a grind size of 44 micron (325 mesh);
- Perform mineralogical study on the iron mineralization to characterize the mineral species and to know the liberation size;
- Perform for each deposit, batch bench scale test work to confirm the flow sheet for the development of an overall magnetite processing plant;
- Obtain additional crusher, ball mill and rod mill bond work indexes (Cwi , BWi, RWi), to better define rocks hardness throughout the deposits;
- Determine detailed mineralogy of feed;
- Perform grindability test to evaluate variability of the mineralization;
- Perform additional bench scale testwork;
- Perform Pilot Plant investigation;
- Complete waste & tailings characterization (including leaching test and dynamic test);
- Confirm pellet feed characterization;

- Perform a series of balling and pot grate test on representative concentrate samples to define the pellet Fe and silica content as well as the grate factor temperature profile and all the other pellet quality parameters;
- Collect samples for vendor testwork (hydroclassifier, thickeners, filters, magnetic separators);
- Additional metallurgical tests will be necessary, such as: SG, mineral characterization, size distribution, bulk density determination, static thickening, dynamic thickening, pulp rheology, vacuum filtration, and pressure filtration.
- Explore a rougher magnetic separation stage in the ball mill grinding circuit to reject further portion of the non-magnetic gangue;
- Evaluate High Pressure Grinding Roll ("HPGR");
- Evaluate a second stage of crushing with cone crushers as an alternative to SAG mills;
- Perform test work with concentrate (from pilot plant) to define the pumping characteristics of the concentrate slurry and allow sizing of pumps and pipeline complete with a site visit to confirm pipeline routing and topography;
- Perform survey and geotechnical investigation at process plant buildings and infrastructure to provide soil and bedrock bearings elevation, depths and bearing capacities and provide information for more detailed quantity estimations;
- Explore transportation study to determine optimum shipping route and ship size;
- Confirm ice-free shipping season;
- Initiate an ice measurement program;
- Initiate a geotechnical investigation to collect design parameters for dredging and wharf design;
- Initiate bathymetric investigation to confirm bottom contours.

The estimated cost for the next study phase has been estimated and is provided in the following table.

Estimated Cost for Next Study Phase

Study Phase	Cost Estimate ($ M)
Exploration Drilling Program	3.0
Feasibility Study	7.0
Metallurgical Testwork	2.0
Port	1.5
Geotech and Pit Slope	2.0
Other Site Studies	1.0
Environmental Studies	9.0
Total	**25.5**