SECOND ANNUAL REPORT

FOR EXPLORATION LICENCE 26262

SOUTH MARY

for the period

26 February 2010 to 25 February 2011

by

C. Hardie

for

Whitvista Pty Ltd

March 2011
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1 Executive Summary

EL 26262 “South Mary” is held 100% by Whitvista Pty Ltd. Whitvista Pty Ltd believes the tenement is prospective for uranium and contracted GPX Surveys to fly detailed high resolution aeromagnetic and radiometric surveys over the entire lease.

GPX completed the survey within the second expenditure year. Follow-up ground geophysics and soil sampling were planned for this expenditure year also, but due to high rainfall this is now scheduled to take place during the third year.

2 Introduction

EL 26262 is located 100 km east of Darwin in the Northern Territory. It comprises of 103 blocks with a total area of approximately 282.6 km². The tenement was granted to Whitvista Pty Ltd on 26 February 2010.

South Mary is located in the highly uranium and gold prospective Pine Creek Geosyncline. The tenement geology consists of Cretaceous mudstones of the Money Shoal Basin. The southern part of the tenement comprises Palaeo-Proterozoic Mount Partridge Group sandstones and shales.

<table>
<thead>
<tr>
<th>Tenement Number</th>
<th>Area</th>
<th>Status</th>
<th>Start Date</th>
<th>End Date</th>
<th>Expenditure Commitment</th>
</tr>
</thead>
<tbody>
<tr>
<td>EL 26262</td>
<td>103 Blocks</td>
<td>Granted</td>
<td>26/02/2009</td>
<td>25/02/2015</td>
<td>$70,000</td>
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</table>

Figure 1: Location of EL 26262
3 Regional Geology

The lease is situated on the Pine Creek Geosyncline (PGC), which is recognized as a major uranium and gold province. While this tenure has never been explored for uranium, it’s geologically identified as suitable to host unconformity and vein-style uranium deposits. This would be a similar mineralisation type found 100km further east in the Alligator Rivers Uranium Field (ARUF).

This area is situated on the upper part of the Mary River drainage and mainly consists of Cretaceous mudstones of the Money Shoal Basin. The Proterozoic sequence is a suitable host for roll-front style uranium deposits as well as palaeochannels.

The PGC contains Early Proterozoic, dominantly clastic and volcanic rocks deposited on an Archaean basement, deformed, metamorphosed and intruded by granitic rocks between 1870 and 1800 Ma. These sediments were then intruded by mafic sills and later unconformably overlain by Late Proterozoic and Mesozoic sediments. The early Proterozoic metasediments are tightly folded along northwest trending axes and mostly steeply dipping.

A map showing the geology of EL 26262 is presented below as Figure 2.

![Figure 2: Geology of EL 26262](image-url)
4 Tenement Geology

Mineral locations in the area immediately south of the tenement include several uranium, iron, gold and lead-zinc occurrences all within the Mount Partridge Group sediments.

The southern part of the tenement comprises Palaeo-Proterozoic Mount Partridge Group sandstones and shales.

The central-north portion of the South Mary tenement contains two interpreted N-S and E-W palaeo-channel structures. One of these is subparallel to the modern drainage but is still of interest radiometrically. The southern portion of the tenement shows strong background radiation and complex structures that are also of interest for uranium exploration.

![Geological Map with Radiometric Overlay](image)

Figure 3: Geological Map with Radiometric Overlay
5 Exploration History

In September 2007 Yellow Rock Resources Ltd announced results from fieldwork in the Mary River region showing that five significant uranium anomalies were initially identified near Jimmy Creek. They are distributed along a strike-length of 10 km in a NNE trend. Also groundwork identified a separate large uranium anomaly 5 km north east of the five previously plotted.

Rum Jungle Uranium Ltd (RUM) operates their Woolner Project, which is located 20kms northwest of South Mary.

At Woolner South, RUM have conducted RAB drilling with assay results pending.

Airborne EM (TEMPEST and VTEM) has been flown over parts of the tenement.

Best result of 10m @ 4 g/t Ag, 200 ppm Cu, 0.5%Pb and 0.15% Zn from 52 - 62m.
6 Current Exploration Activities

Whitvista Pty Ltd contracted GPX Surveys to fly detailed high resolution aeromagnetic and radiometric surveys over the entire area of Exploration Licence 26262.

GPX Surveys completed the survey in the second expenditure year.

This survey has identified targets and anomalies which are to be followed up with ground geophysics using scintillometers and/or spectrometers.

Exploration program will also include rock chip and soil sampling and subsequently drilling programs.

Figure 4: Radiometric on Uranium Channel Image showing Targets
7 Tenement Expenditure

Expenditure on the tenement during the reporting period is summarized below:

<table>
<thead>
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<th>Activity</th>
<th>Expenditure</th>
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</thead>
<tbody>
<tr>
<td>Report preparation</td>
<td>$5,500.00</td>
</tr>
<tr>
<td>Site Surveys for access</td>
<td>$8,000.00</td>
</tr>
<tr>
<td>Airborne Survey</td>
<td>$70,038.32</td>
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<tr>
<td><strong>TOTAL</strong></td>
<td><strong>$83,538.32</strong></td>
</tr>
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8 Future Program

A proposal for a scintillometer survey, surface soil and rock chip sampling in selected locations has been outlined with an accompanying budget to cover the cost of this first development stage to take it from prospect to project.

This program is likely to use a 2 to 4 man field crew taking scintillometer readings and rock chip samples to confirm the identified anomalies.

Whitvista proposes next years exploration program is likely to include the following:

- Follow-up ground geophysics
- Rock chip and soil sampling
- Planning drill program

A budget of $70,000 is to be spent on exploration during the next reporting year.

9 Conclusions

- Site surveys conducted for access.
- GPX Surveys completed to conducted airborne surveys.
- Planned follow-up ground geophysics to confirm anomalies / targets