IN THE MATTER OF AN ARBITRATION UNDER CHAPTER 11 OF THE NORTH AMERICAN FREE TRADE AGREEMENT AND THE UNCITRAL ARBITRATION RULES

BETWEEN:

WILLIAM RALPH CLAYTON, WILLIAM RICHARD CLAYTON,
DOUGLAS CLAYTON, DANIEL CLAYTON and BILCON OF DELAWARE
Investors

-and -

GOVERNMENT OF CANADA

Respondent

INDEX WILLIAM RICHARD CLAYTON -WITNESS STATEMENT JULY 25, 2011

| Exhibit # | Date | Document Description |
|-----------|------------------|--|
| A | July 25, 2011 | Witness Statement of William Richard Clayton |
| 1 | April 15, 2002 | Organization Action In Writing of Incorporator of Bilcon of Delaware, Inc., April 15, 2002 |
| 2 | January 1, 1996 | NSDNR- "Minerals: A Policy for Nova Scotia", (1996) |
| 3 | March 28, 2002 | Letter of Intent from Bilcon of Delaware, Inc. to Nova Stone Exporters, Inc., March 28, 2002 |
| 4 | April 24, 2002 | Certificate of Incorporation, Bilcon of Nova Scotia Corporation |
| 5 | | Certificate of Incorporation of Bilcon of Delaware, Inc., April 15, 2002. |
| 6 | November, 1987 | Article, Gordon Dickie, Department of Mine and Energy, title "Potential Crushed Stone Deposits on Tidewater in Nova Scotia |
| 7 | 00/00/1991 | Industrial Minerals in Nova Scotia, Nova Scotia Department of National Resources |
| | | Information Circular No. 24. |
| 8 | March/00/2000 | One Window Process for Mine Development and Approvals |
| 9 | October 24, 2003 | Letter from William R. Clayton to Minister Morash, October 24, 2003 |