

**Official Record**Recording requested By  
BARRICK GOLD US INC

Eureka County - NV

Mike Rebaleati - Recorder

Fee: \$16.00

Page 1 of 3

RPTT:

Recorded By: FES

Book- 513 Page- 0295



0216932

AFTER RECORDING, PLEASE RETURN TO:

R.L. Brock  
Barrick Gold U.S. Inc.  
293 Spruce Road  
Elko, Nevada 89801*The undersigned affirms that this document  
contains no Social Security Numbers***NOTICE OF PREEMPTIVE RIGHT**

(North Property)

**PLEASE TAKE NOTICE THAT:**

Pursuant to an Option Agreement dated October 16, 2002 between Tom and Volina Connolly, the predecessors in interest to Thomas P. Connolly and Volina L. Connolly as Co-Trustees of The Thomas and Volina Connolly Family Trust dated November 2, 2004 ("**Connolly**"), as optionor, and Placer Dome U.S. Inc., the predecessor in interest to Barrick Gold U.S. Inc., a California corporation ("**Barrick**"), as optionee (the "**Option Agreement**"), Barrick was granted an option (the "**Option**") to purchase the real property described in Exhibit A hereto (the "**Property**"), which Property is located in Eureka County, Nevada. A short form of the Option Agreement was recorded in Eureka County as Document No. 179385 in Book 353 at page 263.

Section 4(b) of the Option Agreement provides for the payment to Connolly of a certain net revenues production royalty (the "**Production Royalty**") on the sale of certain minerals from the Property. Sections 4(a) and 5 of the Option Agreement provide that Barrick shall have an exclusive right of first refusal (the "**Preemptive Right**") to meet any offer that Connolly may make or receive to sell all or any part of the Production Royalty, which Preemptive Right shall last for a period of 15 years from and after the date on which the Option was exercised. The Preemptive Right is subject to certain exceptions for transfers of the Production Royalty made by Connolly for bona fide estate planning purposes. The Option Agreement also provides, in Sections 4(a) and 5, that if the Option is exercised then the deed to Barrick will include notice of Barrick's Preemptive Right in and to the Production Royalty.

The Option was duly exercised by Barrick on October 2, 2007. However, contrary to the terms of the Option Agreement, the deed to Barrick, dated December 11, 2007, which is recorded in Eureka County as Document No. 211324 in Book 467 at page 241, did not contain the intended language providing notice of Barrick's Preemptive Right in and to the Production Royalty. Therefore, Barrick is providing this notice of its Preemptive Right in and to the Production Royalty.

Inquiries concerning the Preemptive Right or any of the documents relating thereto and the rights and obligations thereunder may be directed to the following address:

Barrick Gold U.S. Inc.  
Regional Land Department  
136 E. South Temple, Suite 1800  
Salt Lake City, Utah 84111

IN WITNESS WHEREOF, Barrick has executed this Notice of Preemptive Right on the date set forth in the acknowledgement below, but effective as of December 11, 2007.

Barrick:

Barrick Gold U.S. Inc., a California corporation

By 

Name Robert L. Brock

Title Senior Landman

STATE OF Nevada )  
: ss.  
COUNTY OF Elko )

The foregoing instrument was acknowledged before me this 12th day of April, 2011, by Robert L. Brock, the Senior Landman of Barrick Gold U.S. Inc., a California corporation, on behalf of said corporation.



My commission expires:

2-25-2013


  
NOTARY PUBLIC, residing at  
293 Spruce Rd. Elko NV 89801



Exhibit A

Property

The surface estate within the following fee lands located in Eureka County, Nevada:

T26N, R49E, MDM

Section 6: Lots 6, 7 and 8

Section 7: Lots 1, 2, 3 and 4