

Official RecordRecording 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- 0298

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**

(South 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. 179384 in Book 353 at page 259.

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. 211323 in Book 467 at page 234, 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.

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

Barrick:

By [Signature]
Name Robert L. Brock
Title Service Learning

STATE OF Nevada)
COUNTY OF Elko)
: SS.

 TASHA CAPLE
NOTARY PUBLIC, STATE OF NEVADA
APPT. NO. 05-94802-6 AMENDED
MY APPT. EXPIRES FEB. 25, 2013

225.2013

Inda Caple
NOTARY PUBLIC, residing at
293 Spruce Rd. Ellwood, AL 36029



Exhibit A

Property

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

T26N, R48E, MDM

Section 13: Lot 4, SW¹/₄SE¹/₄, SW¹/₄NW¹/₄, N¹/₂SW¹/₄, SE¹/₄SW¹/₄, SW¹/₄NW¹/₄SE¹/₄

T26N, R49E, MDM

Section 18: Lots 1, 2, 3 and 4

Section 19: Lots 1, 2, 3 and 4

Section 30: Lot 1, N¹/₂ of Lot 6