

DOC# 218903

11/17/2011

02:03PM

Official Record

Requested By
HARRIS & THOMPSON

Eureka County - NV

Mike Rebaleati - Recorder

Page: 1 of 7

Fee: \$20.00

Recorded By FS

RPTT: \$0.00

Book- 0525 Page- 0232



0218903

Recorded at request of
and return to:

Richard K. Thompson, Esq.
Harris & Thompson
6121 Lakeside Drive, Suite 260
Reno, Nevada 89511

The undersigned hereby confirms that there are
no social security numbers contained in this document

SPECIAL POWER OF ATTORNEY

THE BANK OF MONTREAL, as COLLATERAL AGENT FOR THE FINANCE
PARTIES, AS BENEFICIARY (the "Bank") under the deeds of trust securing the
obligation of FRANCO-NEVADA U.S. CORPORATION AS TRUSTOR ("Franco") as
more fully described on Exhibit A attached hereto, hereby appoints and delegates
RICHARD K. THOMPSON to act as its agent and attorney-in-fact with respect to the
following matters:

1. To execute on behalf of the Bank all reconveyances of Deeds of Trust
securing the obligations of Franco as more particularly described on Exhibit A attached
hereto.
2. To record, if necessary, on behalf of the Bank, any termination of UCC
Financing Statements.

This Special Power of Attorney shall commence on November 3rd, 2011 and
end no later than midnight on December 31, 2011.

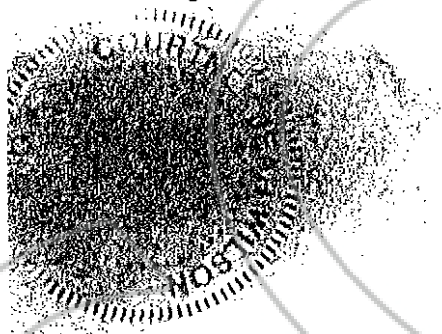
DATED this 3rd day of November, 2011.

THE BANK OF MONTREAL, as Collateral Agent for
the Finance Parties, as Beneficiary

By DTL
DEREK TONICH, DIRECTOR

PROVINCE OF Ontario
) ss.
Dominion OF Canada

On this 3rd day of November, 2011, before me a Notary Public in and for
said Province of Ontario and city of Toronto, personally
appeared Derek Tovich, Director of THE BANK OF
MONTREAL, as COLLATERAL AGENT FOR THE FINANCE PARTIES, AS
BENEFICIARY, who executed the above SPECIAL POWER OF ATTORNEY, and
acknowledged to me that he executed the same for the purposes stated therein.



[Signature]
NOTARY PUBLIC

Rkt:kro
franco/4259
special power of attorney (11-11)



EXHIBIT A TO

SPECIAL POWER OF ATTORNEY

TO RELEASE FRANCO-NEVADA U.S. CORPORATION SECURITY INTERESTS

No.	Parties	Type of Document	Date of Doc	Doc No	Bk Page	Date Recorded	Property	County
1	Franco-Nevada U.S. Corporation, Trustor, First American Title Company, Trustee and Collateral Agent for each of the Finance Parties (as defined therein)	Deed of Trust With Power of Sale, Assignment of Royalties, Security Agreement and Financing Statement	12/13/07	586606	N/A	12/14/07	Goldstrike	Elko Co NV
2	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC Financing Statement	Undated	586742	N/A	12/18/07	Goldstrike	Elko Co NV
3	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC-2 Financing Statement (amends address)	Undated	610957	N/A	3/27/09	Goldstrike	Elko Co NV
4	Franco-Nevada U.S. Corporation, Trustor, First American Title Company, Trustee and Collateral Agent for each of the Finance Parties (as defined therein)	Deed of Trust With Power of Sale, Assignment of Royalties, Security Agreement and Financing	12/13/07	0211333	467/320	12/14/07	Goldstrike	Eureka Co NV



218903

5	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	Statement UCC Financing Statement	Undated	0211412	468/008	12/18/07	Goldstrike	Eureka Co NV
6	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC-2 Financing Statement (amends address)	Undated	213159	485/412	3/3/09	Goldstrike	Eureka Co NV
7	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC Financing Statement	Undated	2007041558-6	N/A	12/18/07	Goldstrike	NV Sec of State
8	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC-2 Financing Statement (amends address)	Undated					NV Sec of State
9	Franco-Nevada U.S. Corporation, Trustor, First American Title Company, Trustee and Bank of Montreal, Beneficiary	Deed of Trust With Power of Sale, Assignment of Royalties, Security Agreement and Financing Statement	2/22/08	2008-005486	N/A	2/26/08	Mesquite	Imperial Co CA
10	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC Financing Statement	Undated	2008-005487	N/A	2/26/08	Mesquite	Imperial Co CA
11	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC-2 Financing Statement (amends address)	Undated	2009-007413	N/A	3/5/09	Mesquite	Imperial Co CA
12	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC Financing Statement	Undated	16021920002	08-714853 4505	2/26/08	Mesquite	CA Sec of State



218903

Book: 525 11/17/2011
Page: 235 4 of 7

13	Franco-Nevada U.S. Corporation, Trustor, First American Title Company, Trustee and Bank of Montreal, Beneficiary	Deed of Trust With Power of Sale, Assignment of Royalties, Security Agreement and Financing Statement	2/22/08	2008-1755	522/076	2/26/08	Marigold	Humboldt Co NV
14	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC Financing Statement	Undated	2008-1756	N/A	2/26/08	Marigold	Humboldt Co NV
15	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC 2 Amends Address	Undated	2009-651	N/A	3/3/09	Marigold	Humboldt Co NV
16	Franco-Nevada U.S. Corporation, Trustor, First American Title Company, Trustee and Bank of Montreal, Beneficiary	Deed of Trust With Power of Sale, Assignment of Royalties, Security Agreement and Financing Statement	2/22/08	342243	500/162-195	2/26/08	Robinson	White Pine Co NV
17	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC Financing Statement	Undated	342244	500/196-198	2/26/08	Robinson	White Pine Co NV
18	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC-2 Amends Address	Undated	346159	522/114	3/3/09	Robinson	White Pine Co NV
19	Franco-Nevada U.S. Corporation, Trustor, First American Title Company,	Amended and Restated Deed of Trust With Power	2/28/08	342322	500/450-	3/03/08	Robinson (modifies the property	White Pine Co NV



218903

	Trustee and Bank of Montreal, Beneficiary	of Sale, Assignment of Royalties, Security Agreement and Financing Statement					exhibit)	
20	Franco-Nevada U.S. Corporation, Trustor, First American Title Company, Trustee and Bank of Montreal, Beneficiary	Deed of Trust With Power of Sale, Assignment of Royalties, Security Agreement and Financing Statement	2/13/09	213157	485/374	3/3/09	Gold Quarry	Eureka Co NV
21	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC Financing Statement	Undated	213158	485/409	3/3/09	Gold Quarry	Eureka Co NV
22	Franco-Nevada U.S. Corporation, Trustor, First American Title Company, Trustee and Bank of Montreal, Beneficiary	Deed of Trust With Power of Sale, Assignment of Royalties, Security Agreement and Financing Statement	2/13/09	346155	522/38	3/3/09	Bald Mountain	White Pine Co NV
23	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC Financing Statement	Undated	346156	522/73	3/3/09	Bald Mountain	White Pine Co NV
24	Franco-Nevada U.S. Corporation, Trustor, First	Deed of Trust With Power of	2/13/09	346157	522/76	3/3/09	Little Bald Mountain	White Pine Co NV



218903

	American Title Company, Trustee and Bank of Montreal, Beneficiary	Sale, Assignment of Royalties, Security Agreement and Financing Statement	Undated	346158	522/111	3/3/09	Little Bald Mountain	White Pine Co NV
25	Franco-Nevada U.S. Corporation, Debtor, and Bank of Montreal, Creditor	UCC Financing Statement	Undated	346158	522/111	3/3/09	Little Bald Mountain	White Pine Co NV



218903