

APN #: See Exhibit A

Recorded at the request of, and  
when recorded, return to:

Ruby Hill Mining Company, LLC  
c/o Elko Mining Group LLC  
905 Railroad Street, Suite 101  
Elko, Nevada 89801  
Attn: Jack McMahon, President

Mail Tax Statement to:

Ruby Hill Mining Company, LLC  
c/o Elko Mining Group LLC  
905 Railroad Street, Suite 101  
Elko, Nevada 89801  
Attn: Jack McMahon, President

**DOC# 230776**

12/17/2015

03:58PM

**Official Record**

Requested By  
DAVIS GRAHAM & STUBBS

**Eureka County - NV**

**Sara Simmons - Recorder**

Page: 1 of 5

Fee: \$18.00

Recorded By LH

RPTT: \$52,035.75

Book- 0587 Page- 0311



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Space above for County Recorder's Use

*Affirmation Statement:* The undersigned affirms that this document does not contain any social security numbers or other personal information of any person (Per NRS 239B.030).

**DEED**  
**(Owned Real Property)**

This Deed ("Deed"), executed to be effective as of December 7, 2015 ("Effective Date"), is from Homestake Mining Company of California, a California corporation ("Grantor"), 460 West 50 North, Suite 500, Salt Lake City, Utah 84101, to Ruby Hill Mining Company, LLC, a Nevada limited liability company ("Grantee"), c/o Elko Mining Group LLC, 905 Railroad Street, Suite 101, Elko, Nevada 89801.

**Recitals**

A. Grantor owns the real property described in Exhibit A to this Deed ("Properties"). The Properties are located in Eureka County, Nevada.

B. Grantor, Grantee, Barrick Gold Corporation and Waterton Precious Metals Fund II Cayman, LP are parties to that certain Asset Purchase Agreement dated as of November 11, 2015 ("Purchase Agreement"). Pursuant to the Purchase Agreement, Grantor agreed, among other things, to convey to Grantee all of its right, title and interest in and to the Properties.

C. Grantor desires to execute this Deed with respect to the Properties in order to

fulfill, in part, its obligations under the Purchase Agreement.

### Conveyance

For good and valuable consideration, the receipt and sufficiency of which are acknowledged, Grantor grants, sells, bargains, and conveys to Grantee, all of Grantor's right, title and interest in the Properties and all and singular the tenements, hereditaments, appurtenances, fixtures, buildings and improvements thereon or thereunto belonging to or in anywise appertaining, the reversion and reversions, remainder and remainders, rents, issues, and profits thereof, including any title of Grantor hereinafter acquired.

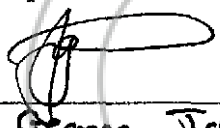
To have and to hold unto Grantee, its successors and assigns forever.

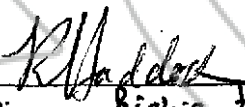
This Deed incorporates by reference the representations and warranties, and associated limitations and disclaimers, made in the Purchase Agreement with respect to the Properties and no others. This Deed, being further documentation of the transactions contemplated by the Purchase Agreement, is subject in all respects to the terms and conditions of the Purchase Agreement. In the event of a conflict between any provision of this Deed and any provision of the Purchase Agreement, the provisions of the Purchase Agreement shall control.

Executed by Grantor to be effective as of the Effective Date.

#### GRANTOR:

Homestake Mining Company of California, a  
California corporation

By:   
Name: George Tamm  
Its: Director

By:   
Name: Richie Haddock  
Its: Director



Province  
State of Ontario )  
County of York ) ss.

This instrument was acknowledged before me on December 14, 2015,  
George Ioannou as Director of Homestake Mining Company of California,  
a California corporation.

Debra Henry  
Notary Public in and for the State of Ontario  
Residing at: Oakville  
Commission Expires: Never

Province  
State of Ontario )  
County of York ) ss.

This instrument was acknowledged before me on December 14, 2015, by  
Rhine Haddock as Director of Homestake Mining Company of California,  
a California corporation.

Ardu Haddock  
Notary Public in and for the State of Ontario  
Residing at: Oakville  
Commission Expires: Never



**Exhibit A  
Properties  
Eureka County, Nevada**

Township 19 North, Range 53 East

APN: 008-070-12    Section 3:    Lots 1-4; S1/2SE1/4; S1/2SW1/4

APN: 008-070-12    Section 4:    SE1/4SE1/4

APN: 008-070-12    Section 9:    E1/2NE1/4;    E1/2SE1/4;    W1/2NE1/4;    E1/2NW1/4;  
NE1/4SW1/4; NW1/4SE1/4

APN: 008-070-12    Section 10:    Lots 1-4; N1/2; W1/2SW1/4; E1/2SE1/4; NW1/4SE1/4

APN: 410-001-47  
(Ruby Hill Mine)

APN: 008-070-12    Section 11:    W1/2SW1/4

APN: 008-070-12    Section 14:    NW1/4NW1/4    (including the following residential  
property)

<u>Street Address</u>	<u>Assessor Parcel Number</u>
100 Smith Street	001-081-05
611 Ridgetop Road	001-211-02
600/610 Sheridan Street	001-211-07
620 Sheridan Street	001-211-08
626 Sheridan Street	001-211-09
630 Sheridan Street	001-211-10
636 Sheridan Street	001-211-11
651 Sheridan Street	001-212-03
641/647 Sheridan Street	001-212-04
601/611 Sheridan Street	001-212-07
621 Sheridan Street	001-212-08
627 Sheridan Street	001-212-09
631 Sheridan Street	001-212-10
637 Sheridan Street	001-212-11
564 El Gato	007-397-12
31 Collingwood Lane	007-410-06

Exhibit A - 1

4827-7496-2987.v1



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45 Collingwood Lane

007-410-08

APN: 008-070-12 Section 15: Lots 1-6

APN: 008-070-12 Section 16: NE1/4NE1/4

Township 20 North, Range 53 East

APN: 007-410-09 Section 17: Lot 1 of Parcel "C"

APN: 007-410-09 Section 32: Lots 3-5, 9, 10, 11 and 12; Portion of W1/2

Exhibit A - 2

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**STATE OF NEVADA  
DECLARATION OF VALUE**

**DOC# DV-230776**

12/17/2015

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**Eureka County - NV**

**Sara Simmons - Recorder**

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**1. Assessor Parcel Number (a)**

- a) 001-081-08; 001-211-02; 001-211-07;
- b) 001-211-08; 001-211-09; 001-211-10;
- c) 001-211-11; 001-212-03; 001-212-04;
- d) 001-212-07; 001-212-08; 001-212-09;
- e) 001-212-10; 001-212-11; 007-397-12;
- f) 007-410-08; 007-410-09; 007-410-09;
- g) 008-070-12; 410-001-08; 410-001-47

**2. Type of Property:**

- a) ☐ Vacant Land
- b) ☐ Single Fam Res.
- c) ☐ Condo/Twnhse
- d) ☐ 2-4 Plex
- e) ☐ Apt. Bldg.
- f) ☐ Comm'l/Ind'l
- g) ☐ Agricultural
- h) ☐ Mobile Home
- i) ☒ Other

**3. Total Value/Sales Price of Property:**

Deed in Lieu of Foreclosure Only (value of property):

Transfer Tax Value:

Real Property Transfer Tax Due:

\$ 13,342,080.00

\$ 0.00

\$ 13,342,080.00

\$ 52,034.11

**4. If Exemption Claimed:**

a. Transfer Tax Exemption, per NRS 375.080, Section:

b. Explain Reason for Exemption:

**5. Partial Interest: Percentage being transferred: 100%**

The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.080 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month.

Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed:

Signature

Capacity Grantor

Signature

Capacity Grantee

**SELLER (GRANTOR) INFORMATION**

(REQUIRED)

Print Name: Homestake Mining Co. of California

Address: 460 West 60 North, Suite 606

City: Salt Lake City

State: UT Zip: 84101

**BUYER (GRANTEE) INFORMATION**

(REQUIRED)

Print Name: Ruby Hill Mining Company, LLC

Address: 906 Railroad Street

City: Elko

State: NV Zip: 89801

**COMPANY/PERSON REQUESTING RECORDING**

(REQUIRED IF NOT THE SELLER OR BUYER)

Print Name: Escrow #

Address:

City:

State:

Zip:

(AS A PUBLIC RECORD THIS FORM MAY BE RECORDED)