

APN: N/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 STATEMENTS TO:

N/A (water rights)

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

**CORRECTIVE DEED
(WATER RIGHTS)**

This Corrective Deed ("Deed"), executed to be effective as of December 17, 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 water rights described in Exhibit A to this Deed ("Water Rights"). The Water Rights 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 Water Rights.

C. Grantor executed a Deed on December 14, 2015, recorded in the Official Records of Eureka County, Document No. 230779 transferring its right, title and interest in certain water rights as agreed to in the Purchase Agreement. Exhibit A to Document 230779 contained an incomplete and inaccurate list of the water rights to be transferred to Grantee. Therefore, Grantor provides this corrective deed consistent with the Purchase Agreement.

DOC # 0231764

08/11/2016 01:57 PM

Official Record

Recording requested By
DAVIS GRAHAM & STUBBS LLP

Eureka County - NV
Sara Simmons - Recorder

Fee: \$18.00 Page 1 of 5
RPTT: Recorded By: LH
Book- 593 Page- 0285



0231764

D. Grantor desires to execute this Deed with respect to the Water Rights 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, bargains, sells and conveys to Grantee, all of Grantor's right, title and interest in the Water Rights, together with all prior permits and applications to change.

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 Water Rights 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. With the exception of the identification of conveyed water rights herein, 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: **Peter Webster**
Its: **Director**

By: 
Name: **Paul D. Judd**
Its: **CFO & Tax Director**

STATE OF UTAH)

) SS.

COUNTY OF SALT LAKE)

This instrument was acknowledged before me on 12 July, 2016 by Peter Webster, as Director, of Homestake Mining Company of California, a California corporation.



LeAnn Singleton-Wood

Notary Public

Residing at: Salt Lake City, UT

Commission Expires: Sep 2, 2019

STATE OF UTAH)

) SS.

COUNTY OF SALT LAKE)

This instrument was acknowledged before me on 12 July, 2016 by Paul Judd, as CFO & Tax Director, of Homestake Mining Company of California, a California corporation.



LeAnn Singleton-Wood

Notary Public

Residing at: Salt Lake City, UT

Commission Expires: Sep 2, 2019

**Exhibit A
Water Rights
Eureka County, Nevada**

IRRIGATION and DOMESTIC WATER RIGHTS				
Well Name	Permit #/	Owner of Record	Duty	Remarks
	Certificate #		AFA	
Collingwood South Well	19411 / 7025	HMCOC	384.00	for 96.0 acres
Collingwood North Well	68923	HMCOC	236.00	for 59.0 acres
MINING, MILLING (and DEWATERING) WATER RIGHTS				
Well Name	Permit #/	Owner of Record	Duty	Remarks
	Certificate #		AFA	
Fad Shaft	25820 / 12693	HMCOC	36.827 ¹	
Potable Well	73204	HMCOC	16.00}	Total combined duty (with leased rights in permits 80797, 81229, 81230, 80799, 83503, 83504) 1065.452 AFA (additive)
PW-9	79705	HMCOC	113.00}	
PW-10	79706	HMCOC	113.00}	
PW-11	79707	HMCOC	38.00} ²	
PW-16	83501	HMCOC	10.00}	
PW-16	83502	HMCOC	55.2}	
PW-17	83507	HMCOC	134.80}	

¹ Original deed reflected 36.83 AFA. The Division of Water Resources reflects 36.827 AFA.

² Permit total allowed is 42 AFA. Four (4) AFA transferred to Eureka County on July 7, 2014, reducing Grantee's water rights to 38 AFA.

PW-7	77447	HMCOC	52.40}	Total combined duty 600.8 AFA
PW-7	77448	HMCOC	362.8}	
PW-7	77449	HMCOC	80.00}	
PW-17	83505	HMCOC	185.60}	
PW-17	83506	HMCOC	185.60}	
PW-7	85644-T	HMCOC	362.8}	
PW-7	85645	HMCOC	362.8}	
PW-10	85646	HMCOC	65.0}	
PW-11	85647	HMCOC	35.0}	

Permits 77447-77449, 83505, and 83506 (permitted change applications of 77450 and 77451) are subject to a right of first refusal (ROFR) described in the Grant Bargain and Sale Deed dated January 3, 2012 between Chad and Rosie Bliss, husband and wife, and Homestake California and recorded in the Eureka County Recorder's records as Doc. No. 021992. The Blisses have waived the ROFR as to a sale of the water rights by Homestake California, but the ROFR will bind Homestake's successor-in-interest.

Exhibit A - 2

STATE OF NEVADA
DECLARATION OF VALUE FORM

DOC # DV-231764

08/11/2016 01:57 PM

Official Record

1. Assessor Parcel Number(s)
- a) NA - Water rights only
 - b) _____
 - c) _____
 - d) _____

Recording requested By
DAVIS GRAHAM & STUBBS LLP

Eureka County - NV
Sara Simmons - Recorder

2. Type of Property:
- | | | | |
|-------------------------------------|--------------|-----------------------------|------------------|
| a) <input type="checkbox"/> | Vacant Land | b) <input type="checkbox"/> | Single Fam. Res. |
| c) <input type="checkbox"/> | Condo/Twnhse | d) <input type="checkbox"/> | 2-4 Plex |
| e) <input type="checkbox"/> | Apt. Bldg | f) <input type="checkbox"/> | Comm'l/Ind'l |
| g) <input type="checkbox"/> | Agricultural | h) <input type="checkbox"/> | Mobile Home |
| <input checked="" type="checkbox"/> | Other | | |

Page 1 of 1 Fee: \$18.00
Recorded By: LH RPTT:
Book- 593 Page- 0285

Date of Recording: _____
Notes: _____

3. Total Value/Sales Price of Property 0.00 Appurtenant to owned real property
 Deed in Lieu of Foreclosure Only (value of property) \$ being conveyed concurrently
 Transfer Tax Value: (0.00)
 Real Property Transfer Tax Due \$ 0.00
\$ 0.00

4. If Exemption Claimed:
- a. Transfer Tax Exemption per NRS 375.090, Section 3
 - b. Explain Reason for Exemption: Value of the water rights was included in the taxes paid on the Deed (Owned Property) which transferred title of ownership on the real property

5. Partial Interest: Percentage being transferred: 100 %
 The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 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 parties agree that 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 Laura K. Granier Capacity attorney
 Signature _____ Capacity _____

SELLER (GRANTOR) INFORMATION (REQUIRED)
 Print Name: Homestake Mining Co. of California
 Address: 460 West 50 North, Suite 500
 City: Salt Lake City
 State: UT Zip: 84101

BUYER (GRANTEE) INFORMATION (REQUIRED)
 Print Name: Ruby Hill Mining Company, LLC
 Address: 905 Railroad St., Ste. 101
 City: Elko
 State: NV Zip: 89801

COMPANY/PERSON REQUESTING RECORDING (required if not seller or buyer)
 Print Name: Laura K. Granier, Esq. Escrow #: _____
 Address: 50 W. Liberty St., Ste. 950
 City: Reno State: NV Zip: 89501

AS A PUBLIC RECORD THIS FORM MAY BE RECORDED/MICROFILMED