

EUREKA COUNTY, NV

2018-234656

\$35 00

Total \$35 00

01/17/2018 01:31 PM

PROPHECY DEVELOPMENT CORP

Pgs=5



00000964201802346560050058

LISA HOEHNE, RECORDER

APN: N/A, unpatented claims

WHEN RECORDED RETURN TO:

Tony Wong
General Counsel and Corporate Secretary
Prophecy Development Corp.
Suite 1610 – 409 Granville Street
Vancouver, BC V6C 1T2 Canada

PURSUANT TO NRS 239B.030, THE UNDERSIGNED HEREBY AFFIRMS THAT THIS DOCUMENT DOES NOT CONTAIN THE PERSONAL INFORMATION, AS DEFINED BY NRS 603A.040, OF ANY PERSON.

**Memorandum of Mining Lease Agreement
Gibellini Project**

This Memorandum of Mining Lease Agreement Gibellini Project (“Memorandum”) is made as of ~~October 2, 2018~~ ^{October 2, 2019} by and between Richard A. McKay, an individual, Pamela S. Scutt, an individual and Nancy M. Minoletti, an individual (collectively, the “Lessors”) and Prophecy Development Corp., a corporation incorporated under the statutes of the Province of British Columbia Canada, (the “Lessee”) with reference to the following:

1. Lessors and Lessee have entered into that certain Mineral Lease Agreement dated July 10, 2017 (“Lease”), wherein Lessors have leased to Lessee the unpatented mining claims described in Exhibit A to this Memorandum, which are situated in Eureka County, Nevada.
2. This Memorandum is prepared for the purposes of recording a notification as to the existence of the Lease but in no way modifies the express and particular provisions of the Lease. In the event of a conflict between the terms of the Lease and the terms of this Memorandum, the terms of the Lease shall control.
3. Additional information regarding the Lease may be obtained by contacting Lessee at the address listed below.
4. For purposes of the Agreement and this Memorandum the addresses of the parties are:

Richard A. McKay
P O Box 834
Eureka, NV 89316

Pamela S. Scutt
P O Box 1114
Verdi, NV 89439

Nancy M. Minoletti
P O Box 85
Eureka, NV 89316

Prophecy Development Corp.
Suite 1610
409 Granville Street
Vancouver, BC V6C 1T2

5. This Memorandum may be executed in any number of counterpart originals, each of which shall be deemed an original instrument for all purposes, but all of which shall comprise one and the same instrument.

[Signature Pages Follow]

Executed by Lessors and Lessee as of the date first written above.

Lessors:

By Richard A. McKay
Richard A. McKay

By Nancy M. Minolitti
Nancy M. Minolitti

By Pamela S. Scutt
Pamela S. Scutt

Lessee:

By John Lee, CEO
John Lee, CEO

State of Nevada)
City of Eureka) ss.

This instrument was acknowledged before me on the 24th day of October, 2017, by
Richard A. McKay, Lessor.



Kathy Bacon-Bowling
Notary Public
Residing at: Eureka County Assessor
Commission Expires: May 11, 2019

State of Nevada)
City of Eureka) ss.

This instrument was acknowledged before me on the 20th day of October, 2017, by Nancy M. Minoletti, Lessor.



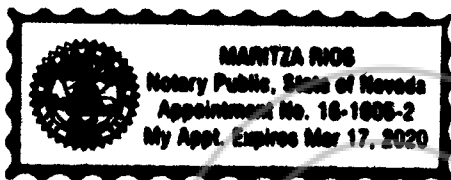
Kathy Bacon-Bowling
Notary Public
Residing at: Eureka County Assessor
Commission Expires: May 11, 2019

State of Nevada)

) ss.

City of RENO)

This instrument was acknowledged before me on the 30th day of October, 2017, by Pamela S. Scutt, Lessor.



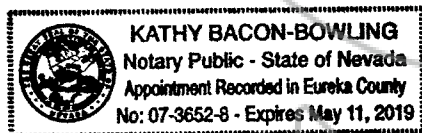
Maritza Rios
Notary Public
Residing at: WADSWORTH COUNTY
Commission Expires: 03/17/2020

State of Nevada)

) ss.

City of Eureka)

This instrument was acknowledged before me on the 17th day of January, 2018 by John Lee as _____ of Lessee.



Kathy Bacon-Bowling
Notary Public
Residing at: Eureka County Assessor
Commission Expires: May 11, 2019

**Memorandum of Mining Lease Agreement
Gibellini Project**

**Exhibit A
Description of Unpatented Claims
Eureka County, Nevada**

Claim Name/Number

BUFF 16

BUFF 17

BUFF 18

BUFF 43

BUFF 45

VAN 1

VAN 2

VAN 3

VAN 4

VAN 3A

BLM Serial No

NMC954492

NMC954493

NMC954494

NMC954500

NMC954502

NMC968757

NMC968758

NMC968759

NMC968760

NMC969607