

EUREKA COUNTY, NV
LAND-AGR
Rec:\$37.00
Total:\$37.00
NEVADA GOLD MINES

2021-243857
02/01/2021 02:12 PM
Pgs=5

After Recording, Return To:

Nevada Gold Mines LLC
1655 Mountain City Highway
Elko, Nevada 89801
Attention: Tasha Caple, Land Manager



00011217202102438570050058

LISA HOEHNE, CLERK RECORDER

Space above for County Recorder's Use

APN: 005-270-03

The undersigned hereby affirms that this document, including any exhibits, submitted for recording does not contain the social security number of any person or persons. (Per NRS 239B.030)

MEMORANDUM OF SITE ACCESS AND OPTION AGREEMENT

This Memorandum of Site Access and Option Agreement ("**Memorandum**") is made effective as of January 8, 2021 ("**Effective Date**"), by and between DALLAS KELLEY AND MARIA E. KELLEY, Trustees of the DALLAS AND MARIA KELLEY FAMILY TRUST, dated April 5, 2019 ("**Property Owner**"), and NEVADA GOLD MINES LLC, a Delaware limited liability company ("**NGM**") (Property Owner and NGM are individually referred to as a "**Party**" and collectively referred to as the "**Parties**") with reference to the following:

A. The Parties have entered into that certain Site Access and Option Agreement dated as of the Effective Date ("**Agreement**") with reference to the property located in Eureka County, Nevada (the "**Subject Property**") described on the attached Exhibit A, which is incorporated herein by this reference.

B. Property Owner has granted to NGM the right to enter onto the Subject Property to perform cultural surveys, sampling, surveying, and other diligence for NGM's proposed transportation project.

C. Property Owner has also granted to NGM an option and right of first refusal to purchase all or a portion of the Subject Property for the proposed project.

FOR GOOD AND VALUABLE CONSIDERATION, Property Owner and NGM hereby agree as follows:

1. Incorporation of Agreement. All of the terms and provisions of the Agreement are hereby incorporated herein by reference.

2. Term. The rights granted to NGM under the Agreement will remain in effect until December 31, 2024.

3. Memorandum. This Memorandum is prepared for the purposes of recording a notification as to the existence of the Agreement but in no way modifies the express and particular provisions of the Agreement. In the event of a conflict between the terms of the Agreement and the terms of this Memorandum, the terms of the Agreement shall control.

4. Additional Information. Additional information regarding the Agreement may be obtained by contacting the following:

NGM: Nevada Gold Mines LLC
Attn: Tasha Caple, Land Manager
1655 Mountain City Highway
Elko, Nevada 89801
Email: landnotices@nevadagoldmines.com

With a copy to: Nevada Gold Mines LLC
Attn: Hiliary Wilson, General Counsel
1655 Mountain City Highway
Elko, Nevada 89801
Email: Hiliary.Wilson@nevadagoldmines.com

Property Owner: Dallas and Maria Kelley Family Trust
Attn: Dallas Kelley and Maria E. Kelley,
Trustees
904 T S Ranch Rd.
Battle Mountain, NV 89820-9501
Email: Kelley_dm_88@yahoo.com

5. Counterparts. 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 FOLLOWS]

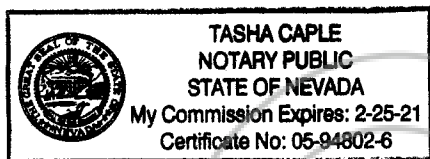
NGM:

NEVADA GOLD MINES LLC, a Delaware limited liability company

By: Hilary N. Wilson
Print Name: Hilary N. Wilson
Title: Secretary

STATE OF NEVADA)
 ss.
COUNTY OF Elko)

The foregoing instrument was acknowledged before me this 26th day of January, 2021 by Hilary Wilson, the Secretary of Nevada Gold Mines LLC, a Delaware limited liability company.



Tasha Caple
Notary Public

EXHIBIT A

(Legal Description of Subject Property)

Township 30 North, Range 49 East, M.D.B.&M.

Section 21: All

