

Assessor's Parcel No. – N/A unpatented mining claims
Recorded at the request of
and when recorded return to:

Ridgeline Carlin East Corporation
c/o Erwin & Thompson Failers
241 Ridge Street, Suite 210
Reno, Nevada 89501

EUREKA COUNTY, NV	2022-248022
Rec:\$37.00	
\$37.00 Pgs=3	05/03/2022 08:19 AM
THOMAS P. ERWIN P.C.	
LISA HOEHNE, CLERK RECORDER	

The undersigned affirms that this document
does not contain the personal information of any person.

Assignment and Assumption Carlin-East Project

This Assignment and Assumption Carlin-East Project (this "Assignment") is made and entered effective as of the date stated below (the "Effective Date") by and Ridgeline Minerals Corporation, a Nevada corporation ("Assignor"), and Ridgeline Carlin East Corporation, a Nevada corporation ("Assignee").

A. Assignor and Carlin East LLC, a Nevada limited liability company are parties to the Exploration and Option Agreement (Carlin-East Project) dated April 10, 2019, as amended by the First Amendment to Exploration and Option Agreement dated August 10, 2020, and as to be amended by the Second Amendment (the "Option Agreement"), pursuant to which Carlin East LLC agreed to assign to Assignor all rights in and under the Lease and Option Agreement (Unpatented Mining Claims) dated August 8, 2017 (the "Genesis Lease"), between Genesis Gold Corp., a Utah corporation ("Genesis"), as lessor, and Carlin East LLC, as lessee, in accordance with which Genesis leased to Carlin East LLC the CAR, NC, and NCAR unpatented mining claims. Assignor agreed to grant a mineral production royalty on the production of minerals from the properties subject to the Option Agreement by the Royalty Interest Conveyance and Agreement to be executed by Assignor (the "Royalty Conveyance"). The Memorandum of the Genesis Lease was recorded on August 12, 2020, in the Office of the Elko County Recorder, Document 772380, and in the Office of the Eureka County Recorder, Document 241659.

B. The Assignment and Assumption Carlin East Project, Nevada dated December 29, 2020, between Carlin East LLC and Assignor was recorded in the Office of the Elko County Recorder on January 11, 2022, Document 800132, and in the Office of the Eureka County Recorder on January 12, 2022, Document 2022-247705.

C. Assignor and Marvel-Jenkins Ranches, LLC, a Nevada limited liability company, are parties to the Mining Lease dated February 25, 2020 (the "Marvel Lease"), for which the Memorandum of Mining Lease and Grant of Security Interest was recorded in the Office of the Elko County Recorder on July 28, 2020, Document 771715, and re-recorded on February 18, 2022, Document 801803.

D. The Genesis Lease and the Marvel Lease are collectively referred to as the "Leases".

E. Assignor wishes to assign and delegate and Assignee wishes to acquire and assume all of Assignor's rights and obligations under the Leases and the Royalty Conveyance.

Now therefore, for and in consideration of the mutual promises and terms and conditions contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged, the parties agree to the following:

1. Transfer and Assignment. Assignor assigns, conveys, transfers to Assignee, and Assignee accepts the assignment, conveyance, and transfer of all of Assignor's right, title and interest in and to the Leases and the Royalty Conveyance, including all indemnities, warranties and similar rights granted under the Leases and the Royalty Conveyance.

2. Assumption. Assignee assumes and agrees to be bound by all of the terms and conditions of the Leases and the Royalty Conveyance to the same extent as Assignor and shall undertake all of Assignor's liabilities and obligations of any kind related to the Leases and the Royalty Conveyance and the property subject to the Leases and the Royalty Conveyance which accrue from and after the Effective Date.

3. Notices. For the purposes of this Assignment any and all notices and other communications required or permitted to be sent to the parties shall be sent to the addresses stated below:

Ridgeline Minerals Corporation
625 Sheehan Street Suite F
Winnemucca, NV 89445

Ridgeline Carlin East Corporation
625 Sheehan Street Suite F
Winnemucca, NV 89445

4. No Third-Party Beneficiaries. Nothing in this Assignment shall confer any rights upon any person or entity other than the parties and each party's respective successors and assigns.

5. Successors and Assigns. The terms of this Assignment shall be binding on and shall inure to the benefit of the parties and their respective successors and assigns.

6. Amendments and Waivers. No amendment, modification or discharge of this Assignment and no waiver hereunder shall be valid or binding unless it is stated in writing and duly executed by the party against whom enforcement of the amendment, modification, waiver or discharge is sought. Any such waiver shall constitute a waiver only with respect to the specific matter described in such writing and shall in no way impair the rights of the party granting such waiver in any other respect or at any other time.

7. Governing Law. This Assignment shall be governed by and construed in accordance with the laws of the State of Nevada.

8. Headings. The headings contained in this Assignment are for purposes of convenience only and shall not affect the meaning or interpretation of this Assignment.

9. Counterparts. This Assignment may be executed in one or more counterparts each of which when so executed shall be deemed to be an original and such counterparts together shall constitute but one and the same instrument.

The parties have caused this Assignment to be duly executed effective March 31, 2022.

Ridgeline Minerals Corporation

By [Signature]
Chad Peters, President

Ridgeline Carlin East Corporation

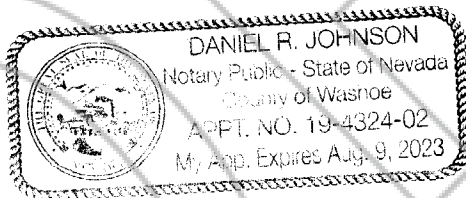
By [Signature]
Chad Peters, President

State of Nevada)
) ss.
County of Washoe)

The foregoing instrument was acknowledged before me on May 02, 2022 DJ by Chad Peters as the President of Ridgeline Minerals Corporation.

Witness my hand and official seal.

[Signature]
Notary Public



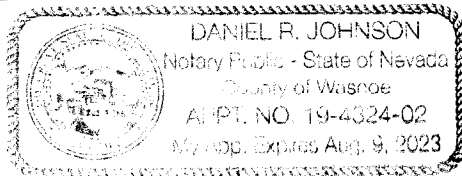
My Commission does not expire.

State of Nevada)
) ss.
County of Washoe)

The foregoing instrument was acknowledged before me on May 02, 2022 DJ by Chad Peters as the President of Ridgeline Carlin East Corporation

Witness my hand and official seal.

[Signature]
Notary Public



My Commission expires 09 August 2023.