

After Recording, Return To:

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

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

2021-244687
04/19/2021 02:33 PM
Pgs=5



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LISA HOEHNE, CLERK RECORDER

Space above for County Recorder's Use
APN: 004-200-36

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 AGREEMENT

This Memorandum of Site Access and Option Agreement ("**Memorandum**") is made effective as of 3/29, 2021 ("**Effective Date**"), by and between NEVADA GOLD MINES LLC, a Delaware limited liability company ("**Property Owner**"), and U.S. Gold Corp., a Nevada Corporation ("**Lessee**"), and (Property Owner and Lessee 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 Agreement dated as of the Effective Date ("**Agreement**") with reference to the property located in Elko County, Nevada (the "**Subject Property**") described on the attached Exhibit A, which is incorporated herein by this reference.

B. Property Owner has granted to Lessee the right to enter onto the Subject Property to gain access to Lessee's adjacent property and utilize a previously disturbed area as a mud laydown area..

FOR GOOD AND VALUABLE CONSIDERATION, Property Owner and PROPERTY OWNER 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 Lessee 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:

Property Owner:

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

Lessee:

U.S. Gold Corp.
Attn: Ken Coleman
1910 E. Idaho St.
Suite 102-Box 604
Elko, NV 89801
Email: kc@usgoldcorp.gold

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]

Property Owner and Lessee have executed this Agreement to be effective as of the Effective Date.

PROPERTY OWNER:

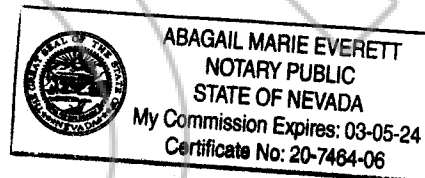
NEVADA GOLD MINES LLC, a Delaware limited liability company

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

STATE OF NEVADA)
 ss.
COUNTY OF ELKO)

The foregoing instrument was acknowledged before me this 14 day of April, 2021 by Hillary Wilson, the Secretary of Nevada Gold Mines LLC, a Delaware limited liability company.

Abigail Marie Everett
Notary Public



Lessee:

U.S. Gold Corp., a Nevada Corporation

By:

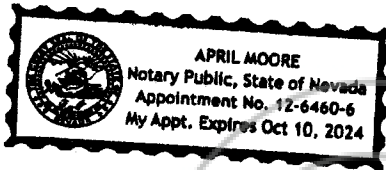
Print Name:

Title:

Kenneth Coleman
Kenneth Coleman
Chief Geologist

STATE OF Nevada)
) SS.
COUNTY OF Elko)

The foregoing instrument was acknowledged before me this 29 day of March, 2021 by Kenneth Coleman, the Chief Geologist of U.S. Gold Corp., a Nevada corporation.



April Moore
Notary Public

EXHIBIT A

(Legal Description of Subject Property)

Township	Range	Section	Aliquot
34	52	32	NW4
34	52	31	N2SE4, SE4SE4
34	52	30	S2SE4, NE4SE4