TEMPORARY

AMENDED

Serial No. 59733-T

APPLICATION FOR PERMISSION TO CHANGE POINT OF DIVERSION, MANNER OF USE AND PLACE OF USE OF THE PUBLIC WATERS OF THE STATE OF NEVADA HERETOFORE APPROPRIATED

Date of filing in State Engineer's Office JAN 31 1994

Returned to applicant for correction

Corrected application filed MAR 23 1994 Map filed MAR 23 1994

The applicant Newmont Gold Company by Charles Zimmerman, agent

P. O. Box 669 (Street and No. or P.O. Box No.) of Carlin (City or Town)

Nevada 89822 (State and Zip Code No.) hereby make s application for permission to change the point of diversion of a portion (Point of diversion, manner of use, and/or place of use) of water heretofore appropriated under permit 56837 (Identify existing right by Permit, Certificate, Proof or Claim Nos. If Decreed, give title of Decree and identify right in Decree.)

1. The source of water is underground; well GQDW-11 (Name of stream, lake, underground spring or other source.)
2. The amount of water to be changed 17 cfs (7630.11 gpm) (Second feet, acre feet. One second foot equals 448.83 gallons per minute.)
3. The water to be used for mining, milling, irrigation, infiltration, surface discharge, dewatering, domestic (Irrigation, power, mining, industrial, etc. If for stock state number and kind of animals.)
4. The water heretofore permitted for mining, milling, irrigation, infiltration, surface discharge, domestic, dewatering (Irrigation, power, mining, industrial, etc. If for stock state number and kind of animals.)
5. The water is to be diverted at the following point Within the NE quarter of the NE quarter of section 35 of T34N, R51E, M.D.B.&M., at a point from which the NW corner of said section 35 bears N 81°25'10" W, a distance of 4250 feet. (see attached Amended map) (Describe as being within a 40-acre subdivision of public survey and by course and distance to a section corner. If on unsurveyed land, it should be stated.)
6. The existing permitted point of diversion is located within SW quarter of section 35 of T34N, R51E, M.D.B.&M., at a point from which the NE corner of section 36 of T34N, R51E, M.D.B.&M., an extant brass cap, bears N66°52'E a distance of 10008 feet. (If point of diversion is not changed, do not answer.)
7. Proposed place of use same as existing. (Describe by legal subdivisions. If for irrigation state number of acres to be irrigated.)
8. Existing place of use See Page 2 (Describe by legal subdivisions. If permit is for irrigation, state number of acres irrigated. If changing place of use and/or manner of use of irrigation permit, describe acreage to be removed from irrigation.)
9. Use will be from January 01 (Month and Day) to December 31 (Month and Day) of each year.
10. Use was permitted from January 01 (Month and Day) to December 31 (Month and Day) of each year.
11. Description of proposed works. (Under the provisions of NRS 535.010 you may be required to submit plans and specifications of your diversion or storage works.) A drilled and cased well equipped with a pump, motor, totalizing flow meter, and a pipeline to the place of use. (State manner in which water is to be diverted, i.e. diversion structure, ditches, pipes and flumes, or drilled well, etc.)
12. Estimated cost of works ten thousand dollars ($10,000.00)
13. Estimated time required to construct works one year

14. Estimated time required to complete the application of water to beneficial use one year.

15. Remarks: For use other than irrigation or stock watering, state number and type of units to be served or annual consumptive use:

This application is hereby submitted for a temporary (one year) permit for the purpose of dewatering the Gold Quarry pit, in accordance with State Engineer's Order 1055.

By s/Charles Zimmerman
P. O. Box 669
Carlin, Nevada 89822

Compared pm/nrs pm/ vjw

Protested

APPROVAL OF STATE ENGINEER

This is to certify that I have examined the foregoing application, and do hereby grant the same, subject to the following limitations and conditions:

This permit to change the point of diversion of a portion of the waters of an underground source as heretofore granted under Permit 56837 is issued subject to the terms and conditions imposed in said Permit 56837 and with the understanding that no other rights on the source will be affected by the change proposed herein. The well shall be equipped with a 2-inch opening and a totalizing meter must be installed and maintained in the discharge pipeline near the point of diversion and accurate measurements must be kept of water placed to beneficial use. The totalizing meter must be installed before any use of the water begins or before the proof of completion of work is filed. If the well is flowing, a valve must be installed and maintained to prevent waste. This source is located within an area designated by the State Engineer pursuant to NRS 534.030. The State retains the right to regulate the use of the water herein granted at any and all times.

This permit is issued subject to existing rights. It is understood that the amount of water herein granted is only a temporary allowance for the life of the mining operation associated with applications subject hereof. A totalizing meter must be installed and maintained in the discharge pipeline near the point of diversion and accurate measurements must be kept of water placed to beneficial use. The totalizing meter must be installed before any use of water begins, or before the Proof of Completion of Work is filed. This source is located within an area designated by the State Engineer, pursuant to NRS 534.030.

(CONTINUED ON PAGE 2)

The amount of water to be changed shall be limited to the amount which can be applied to beneficial use, and not to exceed 17.0 cubic feet per second, but not to exceed 12307.49 acre-feet annually.

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Work must be prosecuted with reasonable diligence and be completed on or before

Proof of completion of work shall be filed before

Application of water to beneficial use shall be made on or before

Proof of the application of water to beneficial use shall be filed on or before

Map in support of proof of beneficial use shall be filed on or before

Completion of work filed

Proof of beneficial use filed

Cultural map filed

Certificate No. Issued

IN TESTIMONY WHEREOF, I, R. MICHAEL TURNIPSEED, P.E. State Engineer of Nevada, have hereunto set my hand and the seal of my office, this 30th day of June, A.D. 19 94

State Engineer

WITHDRAWN BY APPLICANT APR 18 1995

STATE ENGINEER

(O)-1108 (Rev. 6-81)

(PERMIT TERMS CONTINUED)

This permit does not extend the permittee the right of ingress and egress of public, private or corporate lands.

The issuance of this permit does not waive the requirements that the permit holder obtain other permits from state, federal, and local agencies and is specifically issued contingent upon approval by the Nevada Division of Environmental Protection of the dewatering project.

This permit is issued subject to the provisions of the State Engineer Order No. 1055 dated April 1, 1992, concerning rules for well spacing and modification of well drilling regulations in Maggie Creek Groundwater Basin.

Any water obtained under Permits 53384, 53385, 54339, 54340, 54341, 55616, 55617, 55618, 55619, and 56831 through 56839, inclusive, as a result of the dewatering program by the permittee and any subsequent changes shall be used first for the beneficial uses of mining, milling, heap leaching, drilling, construction, dust suppression and other related mining and milling uses within the place of use as described, hereinafter referred to as mining and milling purposes.

Water not used for the aforementioned purposes must be used for mitigating any impacts to existing groundwater or surface water right holders. Before any water can be utilized for mitigation purposes, the permittee must apply for and receive from the State Engineer any approval necessary.

The State Engineer may require injection of excess water, or substitution for other permitted groundwater uses as other possible mitigation measures.

Water may be placed in the Maggie Creek Reservoir (approved on July 21, 1992 under Dam Safety Permit J-387) and upon receipt of the necessary permits from the Nevada Division of Environmental Protection, may discharge water to various Humboldt River drainage systems. The use of this water shall be subject to the Humboldt River Decree.

Any approval granted by the State Engineer for irrigation purposes using water under these permits shall be within the irrigation season as specified in the Humboldt River Decree. Any water used on lands not previously under irrigation or having irrigation water rights must be substituted by foregoing irrigation on an equal number of acres and acre-feet under Proof No. 00171 of the Edwards' Decree of the Humboldt River Adjudication. The substitution shall be based on actual water used for the additional acreage and offset by actual allocations from the Humboldt River. Any schedule of irrigation shall be submitted to the Division of Water Resources' Supervising Water Commissioner prior to the actual irrigation of that land. The Supervising Water Commissioner will then set what lands and priorities will not be served under Claim No. 00171 of the Edwards' Decree.

Any other impacts caused on the Humboldt River system by this dewatering must be mitigated in a manner approved by the State Engineer.

A monthly report shall be submitted to the State Engineer within 10 days from the end of each month which shall include the amount of water pumped from each well; the amount used for mining and milling purposes; the amount diverted to the reservoir; the amount discharged to any surface drainage and which drainages; the amount injected back to the groundwater with the location of the well and the depth to where water is injected; and the amount of water used for any other purpose allowed under these permits. All groundwater and surface water monitoring data shall be submitted to the State Engineer on the same basis as specified in Appendix "A" - Mitigation Plan of the Final Environmental Impact Statement, Newmont Gold Company's South Operations Area Project (November 1993).

The total combined duty of water under Permits 40900, Certificate 13392, 47962, 48328, 48330, 48910, 48911, 48912, 49550, 49916, 49962, 51962, 52330, 52331, 52332, 52883, Certificate 13398, 52884, 53384, 53385, 54339, 54340, 54341, 54510, 55616, 55617, 55618, 55619, 56831, through 56839, inclusive, 59731-T, 59732-T, 59733-T, 59734-T, 59735-T, 59898-T, 59899-T and 59900-T shall not exceed 10,660.42 acre-feet annually for mining an milling purposes.

The total diversion rate allowed under all permits associated with the dewatering program and all related mining and milling purposes shall not exceed 110 cfs.

A year-end report shall be submitted to the State Engineer no later than 45 days after the end of the calendar year as to how many wells have been drilled under this permit as well as how many wells have been abandoned. The exact location of each well drilled or abandoned shall also be supplied in this report, and illustrated on a supporting map.

Upon permanent cessation of all mining and milling purposes, and dewatering, all water granted under these permits shall revert back to the source from which it was appropriated except for any water requirements needed for any mine closure plan and/or to mitigate any adverse effects caused by dewatering.

The State Engineer retains the right to require at anytime the permittee to cooperate in funding of additional monitoring and modeling by an independent third party.

The State Engineer retains the right to impose future conditions as necessary upon review and evaluation of all data submitted reporting on the dewatering program, water use and the monitoring plan.

The permittee, on a quarterly basis shall prepare and present an update on the activities of the mine and dewatering projects, and the Maggie Creek Basin Monitoring Plan, submitted September 10, 1992.

To protect existing rights and public interest, the State Engineer retains the right to regulate any or all pumping under the dewatering project and/or any other groundwater withdrawals herein authorized.

ITEM 8:

sections 21,22,23,24,25,26,27,28,33,34,35, & 36 of T34N, R51E, M.D.B.&M.; sections 19,20,28,29,30,31,32,33, & 34 of T34N, R52E, M.D.B.&M.; sections 1,2,3,4,10,11,12,13,14,23, & 24 of T33N, R51E, M.D.B.&M.; sections 3,4,5,6,7, 8,9,10,15,16,17,18,19,20,21,22,27,28,29,30,31,32, that portion of sections 2, 11,14,23,26,34, & 35 lying within the natural drainage basin of Maggie Creek, & that portion of sections 33 & 34 lying within the natural drainage basin of Marys Creek of T33N, R52E, M.D.B.&M.