NO. 73402

APPLICATION FOR PERMISSION TO CHANGE POINT OFDIVERSION, 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 OCT 27 2005

Returned to applicant for correction

Corrected application filed

Map filed NOV 18 2005 under 73401

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The applicant **Newmont Gold Company** hereby makes application for permission to change the **Point of Diversion and Manner of Use and Place of Use of a portion** of water heretofore appropriated under **Permit 52999**

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1. The source of water is **Underground**

2. The amount of water to be changed **1.5 cfs**

3. The water to be used for **Mining, milling, and dewatering**

4. The water heretofore permitted for **Mining, milling, and domestic**

5. The water is to be diverted at the following point **Leeville Mine – HDDW 5 within the NW¼ SW¼, Section 2, T35 N, R50 E, M.D.M., at a point from which the SW corner of said Section 02 bears S 29°55'07" W a distance of 1822 feet.**

6. The existing permitted point of diversion is located within **Post-Betze Mill 4 – PPW 2 within the NW¼ NE¼, Section 19, T36 N, R50 E, M.D.M., at a point from which the NE corner of said Section 19 bears N 74°45'17" E a distance of 1850.55 feet.**

7. Proposed place of use **See Attachment**

8. Existing place of use **Sections 17, 18, 19, and 20, T36N, R50E, M.D.M.**

9. Use will be from **January 1** to **December 31** of each year.

10. Use was permitted from **January 1** to **December 31** of each year.

11. Description of proposed works. **Drilled, cased well with motor and pump, totalizing flow meter, and pipeline to the place of use.**

12. Estimated cost of works **$100,000 (one hundred thousand dollars)**

13. Estimated time required to construct works **one year**

14. Estimated time required to complete the application of water to beneficial use **two years**

15. Remarks:

By **Scott Paine, Water Rights Administrator**
s/ Scott Paine
Environmental Department, PO Box 669
Carlin, Nevada 89822

Compared sg/ag lt/gkl

Protested

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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, manner of use and place of use of a portion of the waters of an underground source as heretofore granted under Permit 52999 is issued subject to the terms and conditions imposed in said Permit 52999 and with the understanding that no other rights on the source will be affected by the change proposed herein. 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. This source is located within an area designated by the State Engineer pursuant to NRS 534.030.

This permit will allow the permittee to dewater the pit area and underground mine workings. In the interests of the best and most efficient management of the resource, any water obtained as a result of the dewatering operation of Newmont Gold Company will be used first by the permittee for mining, milling, heap leaching, drilling, road watering and other related mining and milling uses hereafter referred to as mining and milling uses before usage from the water supply wells.

All water pumped from this permit shall be utilized or infiltrated back into the Boulder Flat Groundwater Basin. If such disposal of the water becomes unrealistic, a written request with supporting documentation why such discharge is necessary must be submitted and approved by the State Engineer before such discharge takes place.

The total combined consumptive duty of water under Permits 49960, 50688, Certificate 13878,; Permit 50939, Certificate 13880; Permits 51074, 51963, 52354, 54335, 54337, 55127, 56607, 56608, 56609, 56610, 56611, 56612, 63984, 63985, 63986, 63987, 63988, 63989, 68934, 69152, 73401 through 73408, 73554 through 73556 and Temporary Permits 74017T through 74028T will not exceed 2,000 million gallons annually. The pumping rate under these permits and any subsequent changes shall not exceed 25,000 gallons per minute.

The water approved under this permit may be diverted to storage allowed under Primary Permit 64229 into the TS Ranch Reservoir (J-320). Any use of the primary storage right must be authorized through subsequent secondary permits issued thereunder.

The permittee will prepare and submit a report detailing a monitoring program that must be approved by the State Engineer, prior to the pumping of any water under this permit. The monitoring program must show what impacts, if any, the pumping of water for this project has on existing rights. The State Engineer may require additional monitoring based on the results of the monitoring program and retains the right to regulate pumping from the dewatering project and/or any other groundwater withdrawals herein authorized to protect the public interest and existing rights.

The permittee shall submit a report to the State Engineer by February 15th of each year detailing a water management plan. The management plan must include the expected pumping for the next year, the expected or proposed methods of disposal, a summary of the pumping and water level measurements for the previous year, an exact location of each well drilled or abandoned for the previous year and a supporting map illustrating well and diversion locations.

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The permittee, on a schedule acceptable to the State Engineer, will prepare and present an update on the activities of the mine, the monitoring program and the water management plan on a periodic basis, but not less than two times a year.

A monthly report will be submitted to the State Engineer within 10 days after the end of each month that will include measurement of the volume of water pumped, and the volume of water consumptively used for mining and milling purposes projectwide.

This permit is issued subject to the Water Management Plan and Water Management Plan Addendum among Barrick Goldstrike Mines, Inc., Newmont Gold Company and TS Ranch Joint Venture, dated May 1, 1989, on file in the Office of the State Engineer.

This permit is issued subject to, and also incorporates the terms and conditions set forth in the State Engineer's Order No. 1038, Order Adopting Rules For Well Spacing and Modifications of Regulations For Water Well and Related Drilling, January 1990, in the Northern Area of the Heretofore Designated Boulder Flat Ground Water Basin (4-61), dated March 29, 1991, on file in the Office of the State Engineer.

Any changes of the above referenced permits may be located and drilled anywhere within each described 160 acre area as required for mine dewatering purposes without filing for a temporary change in point of diversion during that year. A change application shall be filed on or before January 15th of each of the subsequent years setting forth more exact locations of each producing well or pumping site within the 160-acre areas permitted.

The State Engineer retains the right at any time to require the permittee cooperate in the 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 plan.

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

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

Any uses permitted may not be changed or converted to other uses, which would permit a change in place of use to a place outside the Boulder Flat Groundwater Basin. Furthermore, upon cessation of all mining, milling and dewatering purposes, all water granted under the above referenced permits will revert back to the source.

All of the above stated conditions are issued subject to having no adverse impacts on existing rights.

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(PERMIT TERMS CONTINUED)

The amount of water to be changed shall be limited to the amount which can be applied to beneficial use, and not to exceed **1.5** cubic feet per second, **but not to exceed 1085.955 acre-feet annually.**

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

August 3, 2007

Proof of completion of work shall be filed on or before:

September 3, 2007

Water must be placed to beneficial use on or before:

August 3, 2009

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

September 3, 2009

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

N/A

IN TESTIMONY WHEREOF, I, TRACY TAYLOR, P.E.,

State Engineer of Nevada, have hereunto set

my hand and the seal of my office,

this **3rd** day of **August**, A.D. **2006**

Jason K. P.E.

Deputy State Engineer

Completion of work filed _____

Proof of beneficial use filed _____

Cultural map filed N/A

Certificate No. _____ Issued _____

Attachment, item 7.
Proposed Place of Use

Section 01, T34 N, R48 E, M.D.M.
Section 02, T34 N, R48 E, M.D.M.
Section 03, T34 N, R48 E, M.D.M.
Section 10, T34 N, R48 E, M.D.M.
Section 11, T34 N, R48 E, M.D.M.
Section 12, T34 N, R48 E, M.D.M.
Section 13, T34 N, R48 E, M.D.M.
Section 14, T34 N, R48 E, M.D.M.
Section 15, T34 N, R48 E, M.D.M.
E½, Section 16, T34 N, R48 E, M.D.M.
N½, Section 22, T34 N, R48 E, M.D.M.
N½, Section 23, T34 N, R48 E, M.D.M.
Section 03, T34 N, R49 E, M.D.M.
Section 04, T34 N, R49 E, M.D.M.
Section 05, T34 N, R49 E, M.D.M.
Section 06, T34 N, R49 E, M.D.M.
Section 07, T34 N, R49 E, M.D.M.
Section 08, T34 N, R49 E, M.D.M.
Section 09, T34 N, R49 E, M.D.M.
Section 10, T34 N, R49 E, M.D.M.
Section 11, T34 N, R49 E, M.D.M.
Section 12, T34 N, R49 E, M.D.M.
Section 13, T34 N, R49 E, M.D.M.
Section 14, T34 N, R49 E, M.D.M.
Section 15, T34 N, R49 E, M.D.M.
Section 16, T34 N, R49 E, M.D.M.
Section 17, T34 N, R49 E, M.D.M.
Section 18, T34 N, R49 E, M.D.M.
Section 22, T34 N, R49 E, M.D.M.
Section 23, T34 N, R49 E, M.D.M.
Section 24, T34 N, R49 E, M.D.M.
Section 25, T34 N, R49 E, M.D.M.
Section 26, T34 N, R49 E, M.D.M.
Section 27, T34 N, R49 E, M.D.M.
N½, Section 34, T34 N, R49 E, M.D.M.
N½, Section 35, T34 N, R49 E, M.D.M.
W½, Section 04, T34 N, R51 E, M.D.M.
E½, Section 05, T34 N, R51 E, M.D.M.
E½, Section 08, T34 N, R51 E, M.D.M.
W½, Section 09, T34 N, R51 E, M.D.M.
Section 16, T34 N, R51 E, M.D.M.
Section 13, T35 N, R48 E, M.D.M.
Section 23, T35 N, R48 E, M.D.M.
Section 24, T35 N, R48 E, M.D.M.
Section 25, T35 N, R48 E, M.D.M.
Section 26, T35 N, R48 E, M.D.M.
Section 35, T35 N, R48 E, M.D.M.
Section 36, T35 N, R48 E, M.D.M.
S½, Section 01, T35 N, R49 E, M.D.M.
Section 02, T35 N, R49 E, M.D.M.
Section 03, T35 N, R49 E, M.D.M.

Attachment, item 7.
Proposed Place of Use

Section 05, T35 N, R49 E, M.D.M.
Section 06, T35 N, R49 E, M.D.M.
Section 07, T35 N, R49 E, M.D.M.
N½, Section 11, T35 N, R49 E, M.D.M.
N½, Section 12, T35 N, R49 E, M.D.M.
W½, Section 18, T35 N, R49 E, M.D.M.
Section 19, T35 N, R49 E, M.D.M.
Section 20, T35 N, R49 E, M.D.M.
Section 21, T35 N, R49 E, M.D.M.
Section 28, T35 N, R49 E, M.D.M.
Section 29, T35 N, R49 E, M.D.M.
Section 30, T35 N, R49 E, M.D.M.
Section 31, T35 N, R49 E, M.D.M.
Section 32, T35 N, R49 E, M.D.M.
Section 33, T35 N, R49 E, M.D.M.
Section 34, T35 N, R49 E, M.D.M.
Section 02, T35 N, R50 E, M.D.M.
Section 03, T35 N, R50 E, M.D.M.
Section 04, T35 N, R50 E, M.D.M.
Section 05, T35 N, R50 E, M.D.M.
Section 08, T35 N, R50 E, M.D.M.
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Section 19, T35 N, R51 E, M.D.M.
W½, Section 20, T35 N, R51 E, M.D.M.
Section 29, T35 N, R51 E, M.D.M.
Section 30, T35 N, R51 E, M.D.M.
E½, Section 31, T35 N, R51 E, M.D.M.
Section 32, T35 N, R51 E, M.D.M.
Section 02, T36 N, R49 E, M.D.M.
Section 03, T36 N, R49 E, M.D.M.
Section 10, T36 N, R49 E, M.D.M.
Section 11, T36 N, R49 E, M.D.M.
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Section 24, T36 N, R49 E, M.D.M.
Section 25, T36 N, R49 E, M.D.M.

Section 26, T36 N, R49 E, M.D.M.
Section 32, T36 N, R49 E, M.D.M.
Section 33, T36 N, R49 E, M.D.M.
Section 34, T36 N, R49 E, M.D.M.
Section 36, T36 N, R49 E, M.D.M.
S½, Section 07, T36 N, R50 E, M.D.M.
S½ S½, Section 08, T36 N, R50 E, M.D.M.
Section 17, T36 N, R50 E, M.D.M.
Section 18, T36 N, R50 E, M.D.M.
Section 19, T36 N, R50 E, M.D.M.
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Section 31, T36 N, R50 E, M.D.M.
Section 32, T36 N, R50 E, M.D.M.
Section 33, T36 N, R50 E, M.D.M.