Permit No. 78311T

TEMPORARY

THE STATE OF NEVADA

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

Name of applicant:	**NEWMONT GOLD COMPANY**
Source:	**UNDERGROUND**
Basin:	**BOULDER FLAT**
Manner of Use:	**MINING, MILLING AND DEWATERING**
Period of Use:	**January 1st to December 31st**
Priority Date:	**03/27/1998**

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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 temporary permit to change the point of diversion and place of use of a portion of the waters of an underground source as heretofore granted under Permit 56607, is issued subject to the terms and conditions imposed in said Permit 56607 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. 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.

This temporary permit does not extend the permittee the right of ingress and egress on 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 temporary 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.

This temporary permit is issued pursuant to the provisions of NRS 533.345 Section 2 and accounts for pumpage in calendar year 2007 and therefore expires one day after the date of approval, at which time all rights herein granted shall revert to the right being changed by this temporary permit.

(Continued on Page 2)

The point of diversion and place of use are as described on the submitted application to support this permit.

The amount of water to be appropriated shall be limited to the amount which can be applied to beneficial use, **and not to exceed 0.126 cubic feet per second or 91 acre-feet annually.**

Work must be prosecuted with reasonable diligence and proof of completion of work shall be filed on or before:	**N/A**
Water must be placed to beneficial use and proof of the application of water to beneficial use shall be filed on or before:	**N/A**
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 24th day of **July**, A.D. **2009**

State Engineer

llb

TEMPORARY Application No. 78311 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

THIS SPACE FOR OFFICE USE ONLY

Date of filing in State Engineer's Office APR 17 2009

Returned to applicant for correction _____

Corrected application filed _____ Map filed APR 17 2009 under 78306T

The applicant Newmont Gold Company

Environmental Department, PO Box 669 (Street Address or P.O. Box) of Carlin (City or Town)

Nevada, 89822 (State and Zip Code), hereby make(s) application for permission to change the

☒ Point of diversion ☒ Place of use ☐ Manner of use ☒ of a portion

of water heretofore appropriated under (Identify existing right by Permit, Certificate, Proof or Claim Nos. If Decreed, give title of Decree and identify right in Decree.)

Permit 56607

1. The source of water is Underground Genesis Mine - Deepstar Portal (Name of stream, lake, underground, spring or other sources.)
2. The amount of water to be changed 0.126 cfs (Second feet, acre-feet. One second foot equals 448.83 gallons per minute.)
3. The water to be used for Mining, milling, and dewatering (Irrigation, power, mining, commercial, etc. If for stock, state number and kind of animals. Must limit to one major use.)
4. The water heretofore used for Mining, milling, and dewatering (If for stock, state number and kind of animals.)
5. The water is to be diverted at the following point (Describe as being within a 40-acre subdivision of public survey and by course and distance to a found section corner. If on unsurveyed land, it should be stated.)
   within the SW¼ NE¼, Section 31, T36 N, R50 E, M.D.M., at a point from which the NE corner of said section 31 bears N 39°28'26" E a distance of 3367 feet.
6. The existing point of diversion is located within (If point of diversion is not changed, do not answer.)
   Genesis Mine - Order 1038 NE31

   within the NE¼, Section 31, T36 N, R50 E, M.D.M., at a point from which the SW corner of said section 31 bears S 45°51'44" W a distance of 5751.2 feet.

61-ELJ

7. Proposed place of use (Describe by legal subdivisions. If for irrigation, state number of acres to be irrigated.)
See Attachment

8. Existing place of use (Describe by legal subdivisions. If changing place of use and/or manner of use of irrigation permit, describe acreage to be removed from irrigation.)
All Sections 3 and 10, T35N, R50E; and all Sections 17, 18, 19, 20, 31, and 32, T36N, R50E; M.D.M

9. Proposed use will be from January 1 (Month and Day) to December 31 (Month and Day) of each year.

10. Existing use permitted from January 1 (Month and Day) to December 31 (Month and Day) of each year.

11. Description of proposed works. (Under the provision of NRS 535.010 you may be required to submit plans and specifications of your diversion or storage works.)(State manner in which water is to be diverted, i.e. diversion structure, ditches, pipes and flumes or drilled well, pump and motor, etc.)
Tunnels with sumps and drains, ditches, pumps, flow meters and pipelines to remove water to the surface.

12. Estimated cost of works $25,000 (twenty-five thousand dollars)

13. Estimated time required to construct works Completed as described above
If well completed, describe well.

14. Estimated time required to complete the application of water to beneficial use 9 years

15. Provide a detailed description of the proposed project and its water usage (use attachments if necessary). The proposed use should be temporary in nature, or the requested change should be the result of an unforeseen occurrence: (Failure to provide a detailed description may cause a delay in processing.)
This application is submitted according to Well-Spacing Order 1038, to cover 91 acre-feet of water produced during 2007.

16. Miscellaneous remarks:

775-778-4318
Phone No.

Bryce.Vorwaller@Newmont.co
E-mail

By Bryce Vorwaller
Print or type name clearly

Bryce Vorwaller
Signature, applicant or agent

Newmont Gold Company
Company Name

Environmental Department, PO Box 669
Street Address or P.O. Box

Carlin, Nevada 89822
City, State, Zip Code

STATE ENGINEERS OFFICE
2009 APR 17 AM 10: 58
RECEIVED

APPLICATION MUST BE SIGNED BY THE APPLICANT OR AGENT

$100 FILING FEE AND SUPPORTING MAP MUST ACCOMPANY APPLICATION

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.
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Section 12, T34 N, R49 E, M.D.M.
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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.

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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.
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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.
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	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.
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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.

END