Permit No. 80437T

TEMPORARY

THE STATE OF NEVADA

PERMIT TO CHANGE THE PUBLIC WATERS OF THE STATE OF NEVADA HERETOFORE APPROPRIATED

Name of Permittee:	**SANTA FE PACIFIC GOLD CORPORATION**
Source:	**TWIN CREEKS MINE - DW 53 (UNDERGROUND)**
Basin:	**KELLY CREEK AREA**
Manner of Use:	**MINING, MILLING AND DEWATERING**
Period of Use:	**EXPIRES ONE DAY AFTER DATE OF ISSUANCE**
Priority Date:	**05/10/1994**

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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, place and manner of use of a portion of the waters of an underground source as heretofore granted under Permit 60049 is issued subject to the terms and conditions imposed in said Permit 60049 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 temporary permit does not extend the permittee the right of ingress and egress on public, private or corporate lands.

The issuance of this temporary permit does not waive the requirements that the permit holder obtain other permits from State, Federal and local agencies.

This temporary permit is issued pursuant to the provisions of NRS 533.345 Section 2, and accounts for pumping in calendar year 2010 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.

This temporary permit is issued as a preferred use as provided in NRS 534.120. This temporary permit will allow the permittee to dewater the mine area. It is understood that any water produced as a result of this dewatering operation shall be used first by the permittee for mining, milling and related uses.

(Continued on Page 2)

Monthly records shall be kept of the following and reported within 15 days after the end of each quarter:

A. The total volume of water pumped from each diversion in acre-feet.

B. The maximum flow rate from each diversion in cubic feet per second.

C. The pumping water level from each well in feet above mean sea level.

D. The volume of water consumptively used for mining and milling in acre-feet.

E. The amount of water diverted to the infiltration or injection sites, if any, in acre-feet.

F. The amount of water lost through evaporation or other system losses project wide.

The State Engineer may require additional monitoring should conditions warrant such modification.

The manner of use of water under this permit is by nature of its activity a temporary use and any application to change the manner of use granted under this permit will be subject to additional determination and evaluation with respect to the permanent effects on existing rights and the resource within the ground water basin.

The total combined duty of water for consumptive purposes under Permits 49633, 49634, 50853, 50854, 52046, 52048 through 52051, inclusive, 58042 through 58045, inclusive, 60048 through 60057, inclusive, 61132 through 61138, inclusive, 61140 through 61142, inclusive, 61144, 61956 through 61962, inclusive, and Temporary Permits 79986T, 79987T, 80430T through 80452T, and 80848T shall not exceed 10,125 acre-feet annually. The total combined diversion rate of the above referenced permits shall not exceed 30.75 cubic feet per second on an instantaneous basis.

This temporary permit is issued subject to, and also incorporates the terms and conditions in the State Engineer's Order No. 1087, Order Adopting Rules For Well Spacing and Modification of Regulations For Water Well and Related Drilling (January, 1990) In The Heretofore Designated Kelly Creek Ground Water Basin (4-66), dated December 30, 1993, on file in the office of the State Engineer.

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 0.251 cubic feet per second or 182.0 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, JASON KING, P.E.,

State Engineer of Nevada, have hereunto set my hand and the seal of my office, this 4th day of **August**, A.D. **2011**

J. K. P.E.

State Engineer

TEMPORARY Application No. 80437 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 JAN 12 2011

Returned to applicant for correction

Corrected application filed Map filed JAN 12 2011 under

80430T

The applicant Santa Fe Pacific Gold Corporation

Environmental Department, 1655 Mountain City Hwy. (Street Address or PO Box) of Elko (City or Town)

Nevada 89801 (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 rights by Permit, Certificate, Proof or Claim Nos. If Decreed, give title of Decree and identify right in Decree.)

Permit 60049

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1. The source of water is Underground Twin Creeks Mine - DW 53
   Name of stream, lake, underground, spring or other sources.

2. The amount of water to be changed 0.251 cfs
   Second feet, acre-feet. One second foot equals 448.83 gallons per minute.

3. The water to be used for Mining, milling, domestic, 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 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 SE¼ SE¼, Section 30, T39 N, R43 E, M.D.M., at a point from which the W¼ corner of Section 19, T39N, R43E bears N 36°14'51" W a distance of 8411 feet.

6. The existing point of diversion is located within (If point of diversion is not changed, do not answer.)

   Twin Creeks Mine - Order 1087 SE30

   within the SE¼ SE¼, Section 30, T39 N, R43 E., M.D.M., at a point from which the NW corner of said Section 30 bears N 42°52'03" W a distance of 5555 feet.

66-HU

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

All Section 5, T38N, R43E; all Sections 24, 25, and 36, T39N, R42E; all Sections 3, 4, 5, 6, 7, 8, 9, 10, 16, 17, 18, 19, 20, 21, 29, 30, 31, and 32, T39N, R43E; and SE¼ SE¼ Section 31, and S½ Section 32, T40N, R43E, M.D.M.

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.)

See Attachment

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.)

Drilled, cased well with motor and pump, totalizing flowmeter, and pipeline to the place of use.

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 5 years

15. Provide a detailed description of the proposed project and its water usage (use attachments if necessary): (Failure to provide a detailed description may cause a delay in processing.)

This application is submitted according to Well-Spacing Order 1087, to cover 182 acre-feet of water produced during 2010.

16. Miscellaneous remarks:

Bryce Vorwaller
Type or print name clearly

Bryce.Vorwaller@Newmont.com
E-mail Address

Signature, applicant or agent

775-778-4318
Phone No.

Newmont Mining Corporation
Company Name

APPLICATION MUST BE SIGNED BY THE APPLICANT OR AGENT

Environmental Department, 1655 Mountain City Hwy.
Street Address or PO Box

Elko, Nevada, 89801
City, State, ZIP Code

RECEIVED
2011 JAN 12 AM 11:55
STATE ENGINEERS OFFICE

Revised 07/09 $150 FILING FEE AND SUPPORTING MAP MUST ACCOMPANY APPLICATION

Attachment, item 8.
Existing Place of Use

NE¼, Section 01, T39 N, R42 E, M.D.M.
NW¼, Section 01, T39 N, R42 E, M.D.M.
SE¼, Section 01, T39 N, R42 E, M.D.M.
NE¼, Section 02, T39 N, R42 E, M.D.M.
E½, Section 12, T39 N, R42 E, M.D.M.
E½, Section 13, T39 N, R42 E, M.D.M.
Section 24, T39 N, R42 E, M.D.M.
W½, Section 02, T39 N, R43 E, M.D.M.
Section 03, T39 N, R43 E, M.D.M.
Section 04, T39 N, R43 E, M.D.M.
Section 05, T39 N, R43 E, M.D.M.
Section 06, T39 N, R43 E, M.D.M.
Section 07, T39 N, R43 E, M.D.M.
Section 08, T39 N, R43 E, M.D.M.
Section 09, T39 N, R43 E, M.D.M.
Section 10, T39 N, R43 E, M.D.M.
W½, Section 11, T39 N, R43 E, M.D.M.
W½, Section 14, T39 N, R43 E, M.D.M.
Section 15, T39 N, R43 E, M.D.M.
Section 16, T39 N, R43 E, M.D.M.
Section 17, T39 N, R43 E, M.D.M.
Section 18, T39 N, R43 E, M.D.M.
Section 19, T39 N, R43 E, M.D.M.
Section 20, T39 N, R43 E, M.D.M.
Section 21, T39 N, R43 E, M.D.M.
W½, Section 22, T39 N, R43 E, M.D.M.
Section 28, T39 N, R43 E, M.D.M.
Section 29, T39 N, R43 E, M.D.M.
Section 30, T39 N, R43 E, M.D.M.
Section 31, T39 N, R43 E, M.D.M.
Section 32, T39 N, R43 E, M.D.M.
Section 33, T39 N, R43 E, M.D.M.
E½, Section 01, T40 N, R42 E, M.D.M.
E½, Section 12, T40 N, R42 E, M.D.M.
Section 13, T40 N, R42 E, M.D.M.
E½, Section 14, T40 N, R42 E, M.D.M.
E½, Section 23, T40 N, R42 E, M.D.M.
Section 24, T40 N, R42 E, M.D.M.
Section 25, T40 N, R42 E, M.D.M.
E½, Section 26, T40 N, R42 E, M.D.M.
E½, Section 35, T40 N, R42 E, M.D.M.
Section 36, T40 N, R42 E, M.D.M.
W½, Section 04, T40 N, R43 E, M.D.M.
Section 05, T40 N, R43 E, M.D.M.
Section 06, T40 N, R43 E, M.D.M.
Section 07, T40 N, R43 E, M.D.M.
Section 08, T40 N, R43 E, M.D.M.
NW¼, Section 09, T40 N, R43 E, M.D.M.
SE¼, Section 09, T40 N, R43 E, M.D.M.
SW¼, Section 09, T40 N, R43 E, M.D.M.
S½, Section 10, T40 N, R43 E, M.D.M.
S½, Section 11, T40 N, R43 E, M.D.M.
Section 14, T40 N, R43 E, M.D.M.

Attachment, item 8.
Existing Place of Use

Section 15, T40 N, R43 E, M.D.M.
Section 16, T40 N, R43 E, M.D.M.
Section 17, T40 N, R43 E, M.D.M.
Section 18, T40 N, R43 E, M.D.M.
Section 19, T40 N, R43 E, M.D.M.
Section 20, T40 N, R43 E, M.D.M.
Section 21, T40 N, R43 E, M.D.M.
Section 22, T40 N, R43 E, M.D.M.
Section 23, T40 N, R43 E, M.D.M.
Section 26, T40 N, R43 E, M.D.M.
Section 27, T40 N, R43 E, M.D.M.
Section 28, T40 N, R43 E, M.D.M.
Section 29, T40 N, R43 E, M.D.M.
Section 30, T40 N, R43 E, M.D.M.
Section 31, T40 N, R43 E, M.D.M.
Section 32, T40 N, R43 E, M.D.M.
Section 33, T40 N, R43 E, M.D.M.
Section 34, T40 N, R43 E, M.D.M.
W½, Section 35, T40 N, R43 E, M.D.M.
S½, Section 35, T41 N, R42 E, M.D.M.
S½, Section 36, T41 N, R42 E, M.D.M.
S½, Section 31, T41 N, R43 E, M.D.M.
S½, Section 32, T41 N, R43 E, M.D.M.

END