Permit No. 80643T

TEMPORARY

THE STATE OF NEVADA

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

Name of applicant:	**ROUND MOUNTAIN GOLD CORP, HOMESTAKE NEVADA CORP, BARGOLD CORP DBA SMOKY VALLEY COMMON OPERATION**
Source:	**UNDERGROUND**
Basin:	**BIG SMOKY VALLEY-NORTHERN PART**
Manner of Use:	**MINING, MILLING AND DEWATERING**
Period of Use:	**January 1st to December 31st**
Priority Date:	**08/14/1981**

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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, manner and place of use of a portion of the waters of an underground source as heretofore granted under Permit 55498 is issued subject to the terms and conditions imposed in said Permit 55498 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 two (2) inch opening for measuring depth to water. If the well is flowing, a valve must be installed and maintained to prevent waste. 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. 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 is issued for diversion rate only and will allow the permittee to dewater the pit area.

It is understood that any water pumped as a result of the production and dewatering operation shall be used first by the permittee for mining, milling, heap leaching, drilling, construction, dust suppression, road watering, reclamation and other related mining uses within the described place of use on this permit, hereinafter referred to as mining and milling purposes.

(Continued on Page 2)

Any water pumped and not used for mining and milling purposes shall be infiltrated back to the Big Smoky Valley Groundwater Basin, Northern Part (137B), or used to substitute for existing pumping in a manner to be later determined under applicable permits. The permittee shall discharge water in a manner to achieve maximum conservation of the water resource. It is understood that this right must allow for a reasonable lowering of the static water level. The permittee will prepare and submit 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 specify: (1) the sources to be measured (2) the background information already gathered (3) the method of measurement and (4) the projected frequency of measurement. The monitoring program must show what, if any, impacts the pumping of water for this project has on existing rights. The design of the infiltration site and the delivery system to the site or other substitutive discharge, shall be submitted to the State Engineer prior to any diversion of water from this source to the infiltration site. The State Engineer will retain the right to require additional monitoring of the water levels in monitor wells and the flow rates of surface sources.

A monthly report shall be submitted to the State Engineer within 15 days after the end of each calendar quarter which shall include: (A) the volume of water pumped from each well, (B) the measurement of pumping water level (drawdown) from each production, dewatering and monitoring well, (C) the volume of water consumptively used for mining and milling uses project-wide, and (D) the amount of water discharged for infiltration. A method that estimates the amount of evaporative losses from the discharge system shall be submitted with the monthly report. The evaporative losses will be considered as part of the combined duty for consumptive purposes.

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

The issuance of this temporary 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.

The State Engineer retains the right to impose future conditions as necessary upon review and evaluation of all data submitted. The State Engineer 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 total combined duty of water for consumptive purposes under Permit 536, Certificate 16645: Permit 1077, Certificate 267; Permit 2908, Certificate 353; Permit 3898, Certificate 2347; Permit 12442, Certificate 3831; Permit 12445, Certificate 3832; Permit 12768, Certificate 3751; Permit 14119, Certificate 4889; Permit 26650, Certificate 13904; Permit 26652, Certificate 13905; Permits 44297, 44299, 44300, Certificate 13174; Permits 50971, 51577, Certificate 13185; Permit 51578, Certificate 13186; Permits 53365, 55498, 55500 through 55503, 59217, 59218, 60874 through 60876, 70169 through 70185, 76598 through 76602 and Temporary Permits 79238T, 79549T through 79555T, 79557T through 79560T, 79563T through 79572T, 79673T, 79871T, 80059T through 80064T, 80161T, 80162T, 80258T and 80295T and 80643T will not exceed 13,910 acre-feet annually.

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

This temporary permit is issued pursuant to the provisions of NRS 533.345 Section 2 and will expire one year from the date of approval at which time all rights herein granted shall revert to the right being changed by this temporary permit.

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

(Continued on Page 3)

The amount of water to be appropriated shall be limited to the amount which can be applied to beneficial use, **and not to exceed 0.71 cubic feet per second or 514.02 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 3rd day of **March**, A.D. **2011**

P.E.

State Engineer

(DW-63)

TEMPORARY Application No. 80643 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 MAR - 2 2011

Returned to applicant for correction _____

Corrected application filed _____ Map filed MAR 0 2 2011

The applicant Round Mountain Gold Corp, Homestake Nevada Corp, BarGold Corp dba Smoky Valley Common Operation

P.O. Box 480 (Street and No. Or P.O. Box No.) of Round Mountain (City or Town)

Nevada 89045 (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 # 55498

1. The source of water is underground (DW-63) (Name of stream, lake, underground, spring or other sources.)

2. The amount of water to be changed 0.71 cfs (Second feet, acre-feet. One second foot equals 448.83 gallons per minute.)

3. The water to be used for mining activities (including reclamation), 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 mining, milling, and domestic (If for stock state number and kind of animals.)

5. The water is to be diverted at the following (Describe as being within a 40-acre subdivision of public survey and by course and by course and distance to a found section corner. If unsurveyed land, it should be stated.)

   within the SE1/4 of the SW1/4 of Section 19, T.10N, R.44E, M.D.M., at a point from which the NW corner of Section 24, T.10N, R.43E bears N 57 degrees 25 minutes 36 seconds W for a distance of 8,984.88 feet

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

   within the NW1/4 of the NE1/4 of Section 30, T.10N., R.44E, M.D.M., at a point from which the NW corner of said Section 30 bears N. 73 degrees 30 minutes W., 3,513.00 feet distance.

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

   Proposed Place of Use shown on Permit #76598. See also "Attachment 1"

80643T

8. Existing place of use (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.)

within Sections 17, 18, 19, 20, 29, & 30 T.10N., R.44E., M.D.B. &M., (portions unsurveyed) and in Sections 13, 23, 24, 25, & 26, of T.10N., R.43E., M.D.B. &M.

9. Use will be from January 01 (Month and Day) to December 31 (Month and Day) of each year.

10. Use permitted from January 01 (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.)

Drill and complete a 12 inch cased well to a depth of 700 feet with a 50 foot cement seal.

12. Estimated cost of works $450,000

13. Estimated time required to construct works 6 weeks
If well completed, describe well.

14. Estimated time required to complete the application of water to beneficial use Temporary right.

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 well will serve to dewater the mining pit and to ensure highwall stability. The water developed will be co-mingled with other water rights held by the applicant and will be primarily utilized in the mining and milling and milling processes, including associated reclamation activities. See also "Attachment 2"

16. Miscellaneous remarks:

This project is necessitated by recent changes in short-term mine planning at the bottom of the pit, which resulted in the abandonment of DW-44 (Permit 80058T) and proposed replacement of said well with DW-63 (as shown on enclosed map). The purpose of DW-63 is to dewater the pit bottom in a bedrock compartment east of a basin and range fault structure that is currently limiting our ability to effectively dewatering the eastern half of the pit bottom with existing dewatering wells. DW-44 was located in SE ¼ of the SW ¼ of Section 19, T.10N, R.44E as is the proposed DW-63. However, the proposed location of DW-63 places it beyond the 300-ft distance required for consideration as a replacement well. See also "Attachment 2"

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STATE ENGINEER'S OFFICE

Clay Self
Print or type name clearly

Clay.Self@Kinross.com
E-mail Address

Signature, applicant or agent

775-377-3235
Phone No.

Round Mountain Gold Corporation
Company Name

P.O. Box 480
Street and No., or P.O. Box No.

Round Mountain, NV 89045
City, State, Zip Code No.

APPLICATION MUST BE SIGNED BY THE APPLICANT OR AGENT

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

Attachment 1

7. Proposed Place of Use:

T9N, R43E; All of sections 1, 2; portions of sections 3, 10, 11, 12, 14, 15
T9N, R44E; Portion of section 6
T10N, R43E; Portions of section 11, 12; all of sections 13; portions 14, 23, all of sections 24, 25; portions of section 26, 34, 35; all of section 36
T10N, R44E; Portions of sections 4, 5, 6, 7, 8, 17; all of section 18; portions of sections 19, 20, 29; all of section 30; portion of section 31
T11N, R43E; Portions of sections 25, 36
T11N, R44E; Portions of sections 19, 20, 28, 29; all of section 30, portion of section 31, all of section 32, portions of section 33