

**Official Record**Requested By  
FIRST AMERICAN TITLE NCS LAS VEGA

Elko County - NV

D Mike Smales - Recorder

Page: 1 of 5 Fee: \$18.00

Recorded By MS RPTT: \$0.00

APN: N/A

WHEN RECORDED, MAIL TO:

JERRITT CANYON GOLD LLC

Attn: Jacob Mercer

3033 Excelsior Blvd

Minneapolis, MN, 55416



\*699788\*

WATER RIGHTS DEED

THIS WATER RIGHTS DEED, made and entered into this 24<sup>th</sup> day of June, 2015 by and between **VERIS GOLD U.S.A., INC.**, formerly known as Queenstake Resources U.S.A., Inc., a Delaware corporation, with an address of 900-668 West Hastings Street, Vancouver, BC VGB 1P1 Canada, hereinafter referred to as "**Grantor**", and **JERRITT CANYON GOLD LLC**, formerly known as WBVG LLC, a Delaware limited liability company, whose address is 3033 Excelsior Blvd., Minneapolis, MN, 55416, Attn: Jacob Mercer, hereinafter referred to as "**Grantee**".

WITNESSETH:

That the said Grantor, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does by these presents grant, bargain, sell and convey unto the Grantee, and to its successors and assigns forever, all rights of the Grantor to Nevada Division of Water Resources ("**NDWR**") to divert the groundwater and/or surface water of the State of Nevada, described in Exhibit A attached hereto and incorporated herein, including without limitation any and all rights arising with any and all pending applications to change, permits and certificates related to such water rights on file in the office of the NDWR.

To have and to hold the said water rights together with the tenements, hereditaments and appurtenances thereunto belonging or appertaining and the reversion and reversions, remainder and remainders, rents, issues, and profits thereof unto the Grantee, its successors and assigns, forever. The Water Rights described in Exhibit A are subject to the terms, conditions and restrictions as set forth in each permit/certificate issued by the NDWR.

[Signatures Appear on Following Pages]



IN WITNESS WHEREOF, the parties hereto have caused their names to be hereunto subscribed the day and year first above written.

**GRANTOR:**

**VERIS GOLD U.S.A., INC.,**  
a Delaware corporation

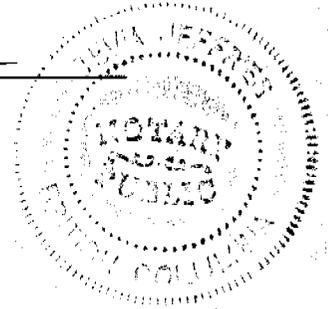
By: [Signature]  
Name: Shaun Heinrichs  
Its: Secretary/Treasurer

STATE OF British Columbia  
COUNTY OF Canada

This instrument was acknowledged before me on June 21, 2015, by Shaun Heinrichs as the Secretary/Treasurer of VERIS GOLD U.S.A., INC., a Delaware corporation.

(Seal, if any)

[Signature]  
(Signature of Notarial Officer)



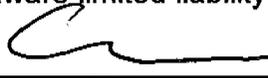
[Grantee Signature Page Follows]

TEVIA JEFFRIES  
Notary Public  
British Columbia



**GRANTEE:**

**JERRITT CANYON GOLD LLC,**  
a Delaware limited liability company

By:   
Name: Mark Strefling  
Its: Director of Wbox 2014-1 Ltd., Grantee's  
Managing Member

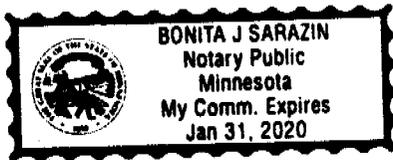
STATE OF Minnesota

COUNTY OF Hennepin

This instrument was acknowledged before me on June 22, 2015, by Mark Strefling as the Director of the managing member of **JERRITT CANYON GOLD LLC**, a Delaware corporation.

(Seal, if any)

  
(Signature of Notarial Officer)



Bonita J. SARAZIN  
Exp. 1/31/20

EXHIBIT A

<u>Permit Numbers</u>	<u>(Certificate Number)</u>	<u>Duty (Acre Feet Annually)</u>
54192	14302	65.214125
54878		177.38
52771		88.69121
61393		362.007444
61394		217.185
62306		1,446
62307		361.5
62428		1447.94
62429		723.97
63951		145.5
72112		144.8
84529T		361.5
82933T		361.5
82934T		361.985
83214T		0
47148	13139	289.56
48175	13143	333
42687		397.62
47414		1085.42
58336		12.43
59274		14.1
61946		144.8
62308		107.96
65323		543
65324		543
75513		116.13
75514		1085.42
54617	14301	42.29
50788	18068	9
50789	18069	9
50790	18070	9
50791	18071	9
50792	18072	9
40178		138.1005
58426E		188.2
58427E		188.2
58428E		188.2
58429E		188.2
58430E		188.2
58431E		188.2
58432E		188.2
58433E		188.2
58744E		188.2
61740E		188.2
61780E		289.6

EXHIBIT A



61781E		289.6
76655E		21.72
76656E		21.72
76657E		21.72
76658E		21.72
46459	13188	29.03
61722	15094	3.68
51613	13691	5.032996
51614	13692	5.032996
51615	13693	5.032996
51616	13694	5.032996
51617	13695	5.032996
51618	13696	5.032996
51619	13697	5.032996
51620	14193	5.032996
84562E		0
82590T		37
84561E		0

EXHIBIT A

Official Record

Requested By  
FIRST AMERICAN TITLE NCS LAS VEGAS  
Elko County - NV

D Mike Smales - Recorder

Page: 1 of 2 Fee: \$18.00  
Recorded By MS RPTT: \$0.00

STATE OF NEVADA  
DECLARATION OF VALUE FORM

1. Assessor Parcel Number(s)

- a) N/A
- b) \_\_\_\_\_
- c) \_\_\_\_\_
- d) \_\_\_\_\_

2. Type of Property:

- a)  Vacant Land
- b)  Single Fam. Res.
- c)  Condo/Twnhse
- d)  2-4 Plex
- e)  Apt. Bldg
- f)  Comm'l/Ind'l
- g)  Agricultural
- h)  Mobile Home
- Other Water Rights

FOR RECORDER'S OPTIONAL USE ONLY

Book: \_\_\_\_\_ Page: \_\_\_\_\_

Date of Recording: \_\_\_\_\_

Notes: verified order doc #699785 DMS

3. Total Value/Sales Price of Property

\$0

Deed in Lieu of Foreclosure Only (value of property) ( )

Transfer Tax Value: \$0

Real Property Transfer Tax Due \$0

4. If Exemption Claimed:

- a. Transfer Tax Exemption per NRS 375.090, Section 11
- b. Explain Reason for Exemption: CONVEYANCE CONFIRMED UNDER BANKRUPTCY ACT

5. Partial Interest: Percentage being transferred: \_\_\_\_\_ %

The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the parties agree that disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month. Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

Signature [Signature] Capacity Grantor

Signature \_\_\_\_\_ Capacity Grantee

**SELLER (GRANTOR) INFORMATION**  
**(REQUIRED)**

Print Name: Veris Gold U.S.A., Inc.  
Address: 900-688 West Hastings Street  
City: Vancouver  
State: British Columbia Zip: VGB 1P1 Canada

**BUYER (GRANTEE) INFORMATION**  
**(REQUIRED)**

Print Name: Jerritt Canyon Gold LLC  
Address: 3033 Excelsior Blvd.  
City: Minneapolis  
State: MN Zip: 55416

**COMPANY/PERSON REQUESTING RECORDING (required if not seller or buyer)**

Print Name: First American Title Insurance Co Escrow #: 697558-HHLV  
Address: 2500 Paseo Verde Pkwy., Suite 120  
City: Henderson State: NV Zip: 89074



**STATE OF NEVADA  
DECLARATION OF VALUE FORM**

**1. Assessor Parcel Number(s)**

- a) N/A
- b) \_\_\_\_\_
- c) \_\_\_\_\_
- d) \_\_\_\_\_

**2. Type of Property:**

- |  |  |
|--|--|
| a) <input type="checkbox"/> Vacant Land                | b) <input type="checkbox"/> Single Fam. Res. |
| c) <input type="checkbox"/> Condo/Twnhse               | d) <input type="checkbox"/> 2-4 Plex         |
| e) <input type="checkbox"/> Apt. Bldg                  | f) <input type="checkbox"/> Comm'l/Ind'l     |
| g) <input type="checkbox"/> Agricultural               | h) <input type="checkbox"/> Mobile Home      |
| <input checked="" type="checkbox"/> Other Water Rights |  |

**FOR RECORDER'S OPTIONAL USE ONLY**

Book: \_\_\_\_\_ Page: \_\_\_\_\_

Date of Recording: \_\_\_\_\_

Notes: \_\_\_\_\_

**3. Total Value/Sales Price of Property**

\$ 0

Deed in Lieu of Foreclosure Only (value of property) ( \_\_\_\_\_ )

Transfer Tax Value: \$ 0

Real Property Transfer Tax Due \$ 0

**4. If Exemption Claimed:**

a. Transfer Tax Exemption per NRS 375.090, Section 11

b. Explain Reason for Exemption: conveyance confirmed under Bankruptcy Act

**5. Partial Interest: Percentage being transferred: \_\_\_\_\_ %**

The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the parties agree that disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month. Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

Signature \_\_\_\_\_ Capacity Grantor

Signature \_\_\_\_\_, Director of Wbox 2014- Capacity Grantee's Managing Member

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(REQUIRED)**

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**COMPANY/PERSON REQUESTING RECORDING (required if not seller or buyer)**

Print Name: First American Title Insurance Co Escrow #: 697558-HHLV  
Address: 2500 Paseo Verde Pkwy., Suite 120  
City: Henderson State: NV Zip: 89074