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2019-010506-0

Recording Dist: 401 - Fairbanks
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Change 1

To

Third Amendment

to

Mining Millsite Lease ADL 414960 and 414961

RECORD THIS INSTRUMENT IN THE FAIRBANKS RECORDING DISTRICT

INDEX THIS INSTRUMENT AS FOLLOWS:

Lessor: The State of Alaska, Department of Natural Resources, acting by
and through the Division of Mining, Land and Water

Lessee: Fairbanks Gold Mining, Inc.

RETURN THIS INSTRUMENT TO: Fairbanks Gold Mining, Inc.
P.O. Box 73726
Fairbanks, AK 99707-3726

Referenced Agreements:

Fairbanks Gold Mining, Inc. Millsite Permit ADL NOS. 414960 and 414961, dated February 24, 1994, Recorded on March 24, 1994 at Book 846, Pages 123-176; Amended and Restated Millsite Lease effective January 1, 2002, supplemented by Addendum to Amended Millsite Lease July 3, 2007; First Amendment to Millsite Lease ADL 414960 and 414961 effective December 31, 2007, Recorded on November 12, 2008 at Recording No. 2008-022517-0; Second Amendment to Millsite Lease ADL 414960 and 414961 effective May 23, 2011, Recorded on June 3, 2011 at Recording No. 2011-009684-0, Fairbanks Recording District. Third Amendment to Millsite Lease ADL 414960 and 414961 effective July 1, 2018, Recorded on July, 18, 2018 at Recording No. 2018-010853-0, Fairbanks Recording District.

**Change 1
to
Third Amendment
to
Millsite Lease ADL 414960 and 414961**

Record in the Fairbanks Recording District

The State of Alaska, Department of Natural Resources, acting by and through the Division of Mining, Land, and Water (“Lessor”), and Fairbanks Gold Mining, Inc. (“Lessee”) are parties to that certain Amended and Restated Millsite Lease effective January 1, 2002 (ADL 414960 and 414961) which was supplemented by the Addendum to Amended and Restated Millsite Lease dated July 3, 2007, amended by the First Amendment to Millsite Lease dated December 31, 2007, amended by the Second Amendment to Millsite Lease dated June 1, 2011, and amended by the Third Amendment to Millsite Lease Dated July 1, 2018 (“Millsite Lease”).

This change incorporates the latest revision to the survey for Parcel G dated July 11, 2017 and makes no changes to the millsite lease size or location.

- 1. To incorporate this change, void “Exhibit B to Third Amendment to Millsite Lease ADL 414960 and 414961” and insert “Exhibit B Change – 1 to Third Amendment to Millsite Lease ADL 414960 and 414961” attached to this change approval.**

Change 1 to Third Amendment to Amended and Restated Millsite Lease ADL 414960 and 414961



This Amendment may be executed in multiple counterparts, all of which shall constitute one and the same instrument. The undersigned Lessor and Lessee representative hereby declare that they have the necessary authority to execute this Amendment on behalf of their respective organizations.

LESSEE
FAIRBANKS GOLD MINING, INC.

Martin D. Litt
By: MARTIN D. LITT
Its: General Counsel

Date: 5-16-19

STATE OF Colorado)
)ss:
County of Denver)

This is to certify that on this 16th day of May, 2018, before me personally appeared Martin D. Litt, General Counsel of the Fairbanks Gold Mining, Inc., and who acknowledged to me that he executed the foregoing instrument on behalf of Fairbanks Gold Mining, Inc., freely and voluntarily and for the purpose therein stated.

Megan Lee Kinsman
NOTARY PUBLIC in and for State of Colorado
My commission Expires: 11/16/22

MEGAN LEE KINSMAN
NOTARY PUBLIC - STATE OF COLORADO
NOTARY ID 19984008943
MY COMMISSION EXPIRES NOV 16, 2022

Change 1 to Third Amendment to Amended and Restated Millsite Lease ADL 414960 and 414961



LESSOR
DIVISION OF MINING, LAND, AND WATER

[Signature]
By: Richard R. Lessard
Its: Geologist II

Date: 5/17/19

STATE OF ALASKA)
)ss:
THIRD JUDICIAL DISTRICT)

This is to certify that on this 17 day of May, 2019, before me personally appeared Richard Lessard, _____ of the Division of Mining, Land, and Water, and who acknowledged to me that he executed the foregoing instrument on behalf of the State of Alaska, Department of Natural Resources, Division of Mining, Land, and Water, freely and voluntarily and for the purpose therein stated.

STATE OF ALASKA
NOTARY PUBLIC
Matthew A. Colburn [Signature]
NOTARY PUBLIC in and for Alaska
My Commission Expires With Office Commission Expires: With office

Change 1 to Third Amendment to Amended and Restated Millsite Lease ADL 414960 and 414961



EXHIBIT B
Change 1
to
Third Amendment to Amended and Restated
Millsite Lease ADL 414960 and 414961

Description of Parcel G

A parcel of land located within Section 7, 8, 17, 18, 19, and 20, Township 2 North, Range 2 East, Fairbanks Meridian, Alaska, more particularly described as follows (all bearings are based on the Alaska State Plane Coordinate System (NAD83, Zone 3, 2011));

Commencing at the South West 1/16 Corner of said section 8 and the **Point of Beginning** of the herein described parcel;

Thence S 00°12'28" E along the 1/16 line, a distance of 1320.74 feet to the West 1/16 corner of said Sections 8 and 17, said corner also being the North West corner of PLO 7763. Thence continuing S 00°12'28" E along the westerly line of PLO 7763 a distance of 330.00 feet to the south westerly corner of PLO 7763;

Thence S 42°47'04" E along the southerly line of said PLO 7763, for a distance of 1950.25 feet to the southerly corner of PLO 7763 on the N - S center ¼ line of said Section 17;

Thence S 00°10'47" E along N - S center ¼ line of Section 17 a distance of 3517.92 feet to the ¼ corner between Section 17 and said Section 20;

Thence N 89°53'20" E with the common south line of Section 17 and north line of Section 20 for a distance of 478.71 feet to the northwest corner of PLO 7682;

Thence S 03°22'04" W along the westerly line of said PLO 7682 for a distance of 2360.42 feet to the southwesterly corner;

Thence S 40°05'00" E along the southerly line of PLO 7682 for a distance of 1541.97 feet to the most southeasterly corner;

Thence S 00°08'36" E a distance of 1455.29 feet to the northerly line of the Scheelite claim of MS 2008;

Thence S 72°19'41" W along the northerly line of said Scheelite Claim a distance of 685.63 feet to its northwest corner;

Thence N 55°58'55" W for a distance of 231.00 feet;

Thence N 00°15'04" E for a distance of 1154.78 feet;

Change 1 to Third Amendment to Amended and Restated Millsite Lease ADL 414960 and 414961



Thence S 89°36'39" W for a distance of 1740.61 feet;

Thence N 00°23'40" W for a distance of 555.25 feet;

Thence S 89°36'14" W for a distance of 627.91 feet;

Thence N 00°23'53" W for a distance of 578.37 feet;

Thence S 89°35'55" W for a distance of 1119.46 feet;

Thence N 00°24'18" W for a distance of 8103.74 feet;

Thence S 89°35'38" W for a distance of 292.78 feet;

Thence N 00°24'25" W for a distance of 1304.71 feet to the S 1/16 line of said Section 7;

Thence S 89°54'39" E along 1/16 line a distance of 694.20 feet to the S 1/16 corner between Section 7 and 8;

Thence N 89°59'47" E along the S 1/16 line of Section 8, a distance of 1319.11 feet to the **Point of Beginning**.

Containing 709.17 Acres, more or less.

Change 1 to Third Amendment to Amended and Restated Millsite Lease ADL 414960 and 414961

