

September 25, 2023

PAID

**Delivered via Certified Mail**

Department of Agriculture and Natural Resources  
Minerals and Mining Program  
523 East Capitol Avenue  
Pierre, South Dakota 57501-3182

**Re: Surface Mine Permit No. 445; Request to Transfer Surface Mine Permit from LAC Minerals (USA) LLC to Homestake Mining Company of California**

Minerals and Mining Program,

Barrick Gold Corporation is planning an internal corporate re-organization, wherein LAC Minerals (USA) LLC ("LAC") will merge into Homestake Mining Company of California ("HMC"). LAC is the current owner and operator of the Richmond Hill mine ("Richmond Hill"). The South Dakota Department of Agriculture and Natural Resources, Minerals and Mining Program ("SD DANR") has issued Surface Mine Permit No. 445 for the Richmond Hill property to LAC. As part of the corporate re-organization, LAC and HMC request that SD DANR transfer Surface Mine Permit No. 445 to HMC.

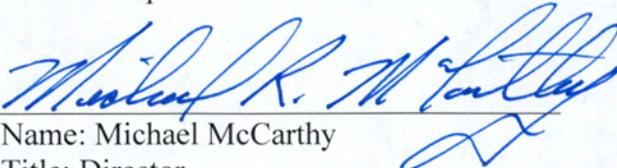
To facilitate the transfer of Surface Mine Permit No. 445, the following documents are attached to this correspondence:

- An executed copy of the Transfer of Mining Permit;
- An executed copy of Certification of Applicant; and
- Surety Bond Riders for existing bond numbers, 09177703 (in the amount of \$31,596,628) and 09177704 (\$61,100), which change the name of the Principal from LAC Minerals (USA), LLC to Homestake Mining Company of California.

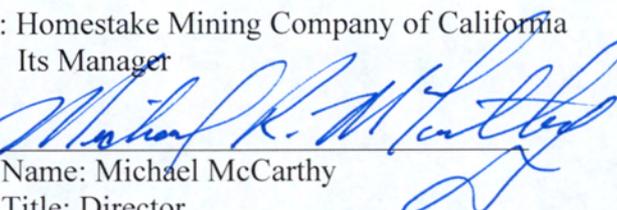
LAC and HMC appreciate your staff's assistance with this transfer. Should you have any questions regarding this transfer request please contact Mark Tiezen at HMC at (605) 722-4860 or via e-mail at [mtiezen@barrick.com](mailto:mtiezen@barrick.com).

Sincerely,

HOMESTAKE MINING COMPANY OF CALIFORNIA,  
a California corporation

By:   
Name: Michael McCarthy  
Title: Director

LAC MINERALS (USA) LLC,  
a Delaware limited liability company

By: Homestake Mining Company of California  
Its Manager  
By:   
Name: Michael McCarthy  
Title: Director

Address: 11457 BOBTAIL GULCH ST  
CENTRAL CITY SD 57754  
Telephone number: (605) 722-4671  
Township/Range: T5N-R2E  
Legal description: Sections 10, 11, 14, 15, 22, 23, 26, & 35;  
T5N-R2E  
County: Lawrence

Address: 310 S. Main St., Ste. 1150  
Salt Lake City, UT 84101  
Telephone number: (605) 722-4680  
Name and address of Resident Agent  
if you are an out-of-state corporation:  
CT Corporation System  
319 S. Coteau St.  
Pierre, SD 57501-3187  
Resident Agent Telephone number: (605) 988-6654

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Name and address of surface owner:

Name and address of mineral owner:

See Attachment "A"

See Attachment "A"

**INSTRUCTIONS:**

Include a \$100 check payable to the Department of Agriculture and Natural Resources, a replacement surety, copies of written instruments of consultation with the surface and mineral owners (if not the operator) indicating pending transfer of the mining permit, and certified mail receipts confirming mailing of such consultation to them.

Michael R. McCarthy agree to the transfer of mining permit 445 to Homestake Mining Company  
Signature of Present Operator of California  
New Operator

This transfer releases LAC MINERALS (USA), LLC of all liability with regard to reclamation of the affected area. I understand that the surety submitted to cover reclamation will be released only upon approval of the transfer by the Board of Minerals and Environment.

Date: 9/25/2023

STATE OF Utah

COUNTY OF Salt Lake

On this 25th day of September before me personally appeared Michael McCarthy, Director who acknowledged that he is authorized to execute the transfer of this mining permit.

Jamie Gerber  
Notary Public

My Commission Expires: 06/28/2024



Michael R. McCarthy agree to the transfer of mining permit 445 from LAC MINERALS (USA), LLC  
Signature of New Operator

This transfer releases LAC MINERALS (USA), LLC of all liability with regard to reclamation of the affected area. I understand that in agreeing to this transfer Homestake Mining Company of California is assuming all responsibility and liability for this mining permit and reclamation of the area affected under this permit. I understand that a replacement surety must be provided prior to the transfer. It is also understood that any changes to the existing operating or reclamation plans of this permit must be submitted to the Department of Agriculture and Natural Resources for approval. All terms and conditions established in this permit shall be followed.

Date: 9/25/2023

STATE OF Utah

COUNTY OF Salt Lake

On this 25th day of September before me personally appeared Michael McCarthy, Director who acknowledged that he is authorized to execute the transfer of this mining permit.

Jamie Gerber  
Notary Public

My Commission Expires: 06/28/2024



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**ATTACHMENT "A"**  
**Mine Permit #445 Property List**

All Township 5 North and Range 2 East

Legal Description	Section	Acres	Surface Owner	Mineral Owner	Facility
<b>MS #1910</b>					
Creston	23	16.495*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	Haul road, Parking Lot, Security Building, Misc.
Morning Glory	23	17.304*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Dante	23	12.110*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Vindicator	23	4.607	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
<b>MS #977</b>					
Earle	23	10.32*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	RH Mine, TA Mine, North Waste Dump
Lyda B	22/23	8.48*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Arthur L.	22	9.26*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Cass	22	9.72*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Newell	22	9.68*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Calvin P.	22	9.97*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Emma	22	9.97*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Ella	22	10.19*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Little Bonanza	22	10.19*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Virginia	22	10.00*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Juliette	22	10.21*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Donald W.	22	9.3*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Helen	22	9.3*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Atwood	22	9.3*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Ralph K.	22/27	10.23	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Todd	23/26	9.08	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
J.M.	23/26	9.08	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Minnie C.	23	10.32*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Sister	23/22	9.26*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
<b>MS #1829</b>					
Tract 1 of MS 1829	22/23	42.39	Homestake Mining Co of CA	Homestake Mining Co of CA	South Waste Dump, Misc.
Tract 2 of MS 1829	22/23/26/27	67.02	Bohlen Family Trust	Bohlen Family Trust	
<b>MS #1655</b>					
Zelpha Mable	22	16.2746*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	TA Mine, Misc.
St. Cloud No. 5	22	13.6724*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
St. Cloud No. 1	15/22	16.9054	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
St. Cloud No. 3	15/22	7.546	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Comstock	15/22	14.6278	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Grand Deposit #2	15	14.2478	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Tarter	15	13.6033	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Red Cloud	15	13.9411	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Valley Fraction	15	8.4211	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Red Cloud Fraction	15	8.541	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Victor Fraction No. 3	15	7.5746	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Josephine	15/22	2.9083	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
<b>MS #1436</b>					
Magnetic	22	13.339*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	North Waste Dump, Misc.
Joplin No. 1	15/22	8.555	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Joplin No. 2	15/22	10.122	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Joplin No. 3	15/22	19.282	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
Julia Ette	15/22	16.848	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
<b>MS #1872</b>					
Cotton Tail Fraction	22	7.578*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	North Waste Dump, Misc.
Gremmell No. 1	22	20.064	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	
<b>MS #1382</b>					
Cleveland	23	15.558*	James E. Peterson	James E. Peterson	Haul Roads, Misc.
Rubicon	23	16.780*	James E. Peterson	James E. Peterson	
Lizzie Johnson	23	20.205*	James E. Peterson	James E. Peterson	
Standard	23	16.014*	James E. Peterson	James E. Peterson	
Grayback	23	12.469*	James E. Peterson	James E. Peterson	

<b>MS #1376</b>						Haul Road, Ponds,
Sucker	14	19.784	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Crushing pads,
Little Ellen	14/15	17.418*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Process Area, Misc.
Blackbird	14/15	13.694*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		
Golden Eagle No. 2	15	16.370*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		
Rubicon	14	13.175*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		
Rubicon No. 2	14/15	14.892*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		
Rubicon No. 4	15	12.351*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		
Havanna No. 3	14/15	17.165*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		
Havanna No. 1	14/15	6.115*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		
Darboy	15	8.037*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		
Dakota	15	9.808*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		
Alliance	14	9.761	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		
Porto Rico No 2	10/11/14/15	20.47	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Per 2016 post closure
Porto Rico	11/14	19.65	Shirley Morton Rev. Trust	Shirley Morton Rev. Trust		Per 2016 post closure
Virginia No. 2	10/15	19.63	Kyle M. Petersen	Kyle M. Petersen		Per 2016 post closure
<b>MS #1398</b>						Pads, Crushing Area,
Republick	14/15	19.054*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
Independent	15	14.416*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
Independent #1	15	20.555*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #441</b>						Pads and Misc.
Minnie	15	7.07*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #442A</b>						Pads and Misc.
Ultimo	15	4.10*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #443</b>						Pads and Misc.
Tidiout	15	9.55*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #1851</b>						Pads and Misc.
Mars #1	15	11.036*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #417</b>						
Carbonate Fraction	15	8.57	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #465</b>						
Mutual	15	8.109	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #466</b>						
Washington	15	6.86	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #1022</b>						
Logan	15	3.72	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
Calkin	15	6.98	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
Chloride Fraction	15	0.58	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #1569</b>						
Lola	15	19.009*	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #1769</b>						
Edmonia	14	19.172	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #1440</b>						
Crest	22	4.197	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
Vigor	15/22	10.986	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #447A</b>						
Utica	15	4.97	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #1278</b>						
Nanki Poo	15	9.918	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
Delauney	15	9.918	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
<b>MS #1529</b>						
Badger	15	15.495	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
Maverick	15	10.949	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
Baltimore	15	7.555	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.
Maryland	15	9.14	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC		Misc.

**Govt. Lots**

Lot 9	15	0.19	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	Misc.
Lot 10	15	1.25	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	Misc.
Lot 12	15	0.13	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	Misc.
Lot 1	22	3.98	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	Misc.
Lot 2	22	1.5	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	Misc.
Lot 4	22	24.73	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	Misc.
Lot 5	22	18.3	LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	Misc.

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**Unpatented Claims**

NJB 7	15		LAC Minerals (USA) LLC	LAC Minerals (USA) LLC	Misc.
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**Owner Addresses for Attachment "A"**

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LAC Minerals (USA) LLC  
11457 Bobtail Gulch Street  
Central City, SD 57754

James E. Peterson  
801 Bear Paw  
Newport, WA 99156

Bohlen Family Trust  
C/O FIRST DAKOTA NATIONAL BANK  
101 N MAIN AVE STE 201  
SIOUX FALLS SD 57104

Shirley Morton  
1010 Bandera Ave.  
Douglas, WY 82633

Kyle & Marla Petersen  
1442 103rd Ave. SE  
Dazey, ND 58429

Homestake Mining Co of CA  
11457 Bobtail Gulch Sreet  
Central City, SD 57754

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MINERALS & MINING PROGRAM

STATE OF SOUTH DAKOTA  
BEFORE THE SECRETARY OF

THE DEPARTMENT OF AGRICULTURE AND NATURAL RESOURCES

IN THE MATTER OF THE )  
APPLICATION OF )

Homestake Mining Company of California )

STATE OF \_\_\_\_\_ )

COUNTY OF \_\_\_\_\_ )

CERTIFICATION OF  
APPLICANT

I, Michael McCarthy, a Director of Homestake Mining Company of California, the applicant in the above matter after being duly sworn upon oath hereby certify the following information in regard to this application:

I have read and understand South Dakota Codified Law Section 1-41-20 which provides:

*"The secretary may reject an application for any permit filed pursuant to Titles 34A or 45, including any application by any concentrated swine feeding operation for authorization to operate under a general permit, upon making a specific finding that:*

*(1) The applicant is unsuited or unqualified to perform the obligations of a permit holder based upon a finding that the applicant, any officer, director, partner, or resident general manager of the facility for which application has been made:*

- (a) Has intentionally misrepresented a material fact in applying for a permit;*
- (b) Has been convicted of a felony or other crime involving moral turpitude;*
- (c) Has habitually and intentionally violated environmental laws of any state or the United States which have caused significant and material environmental damage;*
- (d) Has had any permit revoked under the environmental laws of any state or the United States; or*
- (e) Has otherwise demonstrated through clear and convincing evidence of previous actions that the applicant lacks the necessary good character and competency to reliably carry out the obligations imposed by law upon the permit holder; or*

*(2) The application substantially duplicates an application by the same applicant denied within the past five years which denial has not been reversed by a court of competent jurisdiction. Nothing in this subdivision may be construed to prohibit an applicant from submitting a new application for a permit previously denied, if the new application represents a good faith attempt by the applicant to correct the deficiencies that served as the basis for the denial in the original application.*

*All applications filed pursuant to Titles 34A and 45 shall include a certification, sworn to under oath and signed by the applicant, that he is not disqualified by reason of this section from obtaining a permit. In the absence of evidence to the contrary, that certification shall constitute a prima facie showing of the suitability and qualification of the applicant. If at any point in the application review, recommendation or hearing process, the secretary finds the applicant has intentionally made any material misrepresentation of fact in regard to this certification,*

consideration of the application may be suspended and the application may be rejected as provided for under this section.

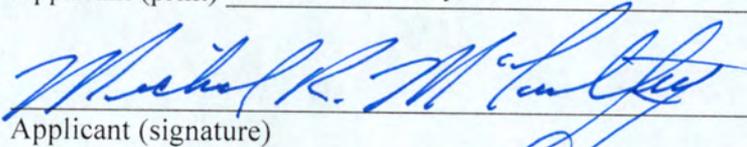
*Applications rejected pursuant to this section constitute final agency action upon that application and may be appealed to circuit court as provided for under chapter 1-26.*

I certify pursuant to 1-41-20, that as an applicant, officer, director, partner, or resident general manager of the activity or facility for which the application has been made that I; a) have not intentionally misrepresented a material fact in applying for a permit; b) have not been convicted of a felony or other crime of moral turpitude; c) have not habitually and intentionally violated environmental laws of any state or the United States which have caused significant and material environmental damage; (d) have not had any permit revoked under the environmental laws of any state or the United States; or e) have not otherwise demonstrated through clear and convincing evidence of previous actions that I lack the necessary good character and competency to reliably carry out the obligations imposed by law upon me. I also certify that this application does not substantially duplicate an application by the same applicant denied within the past five years which denial has not been reversed by a court of competent jurisdiction. Further;

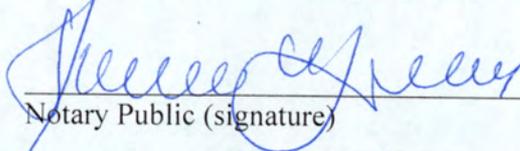
*"I declare and affirm under the penalties of perjury that this claim (petition, application, information) has been examined by me, and to the best of my knowledge and belief, is in all things true and correct."*

Dated this 25<sup>th</sup> day of September, 2023.

Applicant (print) Michael McCarthy, Director

  
Applicant (signature)

Subscribed and sworn before me this 25<sup>th</sup> day of September, 2023.

  
Notary Public (signature)

My commission expires: 06/28/2024

(SEAL)



**PLEASE ATTACH ANY ADDITIONAL INFORMATION NECESSARY TO DISCLOSE ALL FACTS AND DOCUMENTS PERTAINING TO SDCL 1-41-20 (1) (a) THROUGH (e). ALL VIOLATIONS MUST BE DISCLOSED, BUT WILL NOT AUTOMATICALLY RESULT IN THE REJECTION OF AN APPLICATION**