

INTERNATIONAL CYANIDE MANAGEMENT INSTITUTE

Auditor Credentials Form

Lead Auditor

Facility Audited: Phoenix Complex - Newmont

Date: May 21-24, 2018

Lead Auditor and Technical Expert Credentials:

Lead Auditor*: Brent C. Bailey, P.E., CEA
Environmental Resources Management (ERM)
136 East South Temple, Suite 2150
Salt Lake City, Utah 84111
801-204-4300

Auditor Certification Number: Certified Environmental Auditor (CEA) 9825

Certifying Organization Name: National Registry of Environmental Professionals

Telephone Number: 847-724-6631

Address: P.O. Box 2099; Glenview, IL 60025 Web Site Address: www.nrep.org

Minimum experience as Lead Auditor (3 audits in past 7 years):

| Year | Type of Facility, Type of Audit Led | Country & State/Province |
|------|--|---------------------------|
| 2017 | Gold Mining and Processing, ICMI Cyanide Code Audit | United State/Montana |
| 2017 | Gold Mining and Processing, ICMI Cyanide Code Audit | United States, Nevada |
| 2013 | Gold Mining and Processing, ICMI Cyanide Code Audit | Canada, Ontario |
| 2012 | Lead, Zinc Underground Mining and Processing, Multi-Sector | United States, Washington |
| 2012 | Uranium in situ Mining and Processing, Multi-Sector | United States, Wyoming |
| 2008 | Gold Mine, Gold Processing; ICMI Cyanide Code Audit | United States, Nevada |
| 2008 | Gold Mine, Gold Processing, ICMI Cyanide Code Audit | United States, Nevada |
| 2007 | Uranium Mining and Mill; Multi-sector. | United States, New Mexico |
| 2006 | Gold Mining; Multi-sector | United States; Colorado |

Auditing Experience:

| Year | Type of Facility, Type of Audit Led | Country & State/Province |
|------|-------------------------------------|--------------------------|
|------|-------------------------------------|--------------------------|

* The lead auditor's signature must be certified by notarization or equivalent.

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Auditing Experience:

| Year | Type of Facility, Type of Audit Led | Country & State/Province |
|------------------|--|--|
| 1980- Present | Environmental Management and Auditing: During this period Mr. Bailey served as an Environmental Professional working for and with mining companies to develop and implement environmental management programs. A significant component of this work included environmental compliance audits of mining operations, metal manufacturing operations, and metal recycling operations. In addition, during this period, he conducted multiple due diligence audits to check for environmental compliance and environmental liability related to potential acquisitions and mergers. From 1986 to 1996, Mr. Bailey conducted an estimated three audits a year, where he served as the lead auditor in nearly half of the audits | USA, Canada |
| 2001 | Environmental Assessment of an Antimony Processing Facility; Big Creek, Idaho. Served as the lead environmental auditor. | USA/Idaho |
| 2000 | Environmental Evaluation of a Silver Refinery Processing Facility, Big Creek, Idaho. Served as the lead environmental auditor. | USA/Idaho |
| 1999 | Diligence and environmental compliance evaluation of the Rayrock Resources' Marigold and Daisy Mines. Served as the lead environmental auditor. | USA/Nevada |
| 1996- 1998 | <p>Established an internal Environmental Compliance Auditing Program while working with Viceroy Resource Corporation, a gold mining company. This included training and personnel instruction on the audit protocols and procedures for audits of the Castle Mountain Mine and the Brewery Creek Mine.</p> <p>Conducted Environmental Audits at various mining site, serving as the lead environmental auditor including: Environmental Evaluation of the Soledad Mountain Project. Kern County, CA</p> <p>Environmental Evaluation of the McDonald Meadows Mine, Lincoln, Montana.</p> | USA/Canada |
| 1980- 1996 | During tenure with Noranda Inc., conducted numerous environmental compliance audits of mining, paper production facilities, and aluminum manufacturing | USA & Canada/State or Province is noted. |

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| | operations: <ul style="list-style-type: none"> • Environmental Compliance Audit – Noranda Aluminum rolling mills, Arkansas, Alabama, North Carolina • Environmental Compliance Audit – Noranda pulp and paper operations in Maine. • Environmental Compliance Audit – Noranda Forest paper production facilities – Park Falls, WI. • Environmental Compliance Audit – Micro Metallica (gold and silver recycling operation), the facility used cyanide leaching baths to recover precious metals; it was also permitted as a Hazardous Waste Treatment and Storage facility, San Jose, CA. • Environmental Evaluation of the Battle Mountain Complex, Nevada. • Environmental Evaluation of the Cresson Mine, Colorado. • Environmental Evaluation of the San Louis Mine, Colorado. | |

Cyanide-related Operations Experience

| Auditor | Yrs. | Relevant Position Titles | Types of Operations |
|---|------|--|---|
| Brent Bailey, P.E., C.E.A. (Civil Engineer, Masters of Science, Masters of Environmental Policy and Management) | 29 | Environmental Manager, Kinross Kettle River- Buckhorn Operations Senior Environmental Engineer, Mining Group, Golder Associates Vice President, Environmental Affairs Viceroy Resource Corporation Director of Environmental Services (USA), Noranda, Inc. | Mr. Bailey has conducted ICMC audits on several gold mining operations. These audits followed the ICMI verification protocol for Gold Mining Operations. Serving as Technical Expert, these operations include: <ul style="list-style-type: none"> • Bald Mountain Mine, • Cortez Gold Mine, and • Twin Creek Mine. Mr. Bailey has conducted ICMC audits on several gold mining operations serving as the Lead Auditor. These audits followed the ICMI verification protocol for Gold Mining Operation and included the following operations: <ul style="list-style-type: none"> • Midas Mine, and • Denton Rawhide Mine Mr. Bailey has provided approximately |

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Cyanide-related Operations Experience

| Auditor | Yrs. | Relevant Position Titles | Types of Operations |
|---------|------|--------------------------|---|
| | | | 31 years of environmental services to the mining industry. Approximately 35% of Mr. Bailey's time has been spent with gold mining operations. This experience includes evaluation of minerals processing operations, evaluation and development of waste treatment and disposal facilities. |

Statement of No Conflict

I certify that I have not audited any component of this facility for which I was responsible for design or development; nor have I within the past year been an employee of the facility, its parent company, or associated affiliates. Excluding audits, I have not derived more than 30% of my income within the past 5 years from the facility, its parent, or associated affiliates. I have not participated in more than two consecutive Cyanide Code audits of this facility. I have participated in at least 3 health, safety, and/or environmental audits in the past 7 years and am familiar with standard audit procedures as well as with the protocols developed by the International Cyanide Management Institute for implementation of the Code.

Signed: _____ Name _____ Signature _____ Date _____

Lead Auditor* Brent C. Bailey, P.E., C.E.A. *Brent C. Bailey* September 5, 2017

Auditor 1

Auditor 2

Auditor 3

*The Lead Auditor's signature must be certified by notarization or equivalent.

Jean C Kirby

Notary Public
State of Colorado

My commission expires: 9/23/2019



May 1, 2017

Dear Sir/Madam:

My name is Joe Driscoll and I have over 30 years experience working in the Gold Mining Sector as a Mine Operations Manager at some of the world class deposits located in Nevada and in Montana (please see my attached resume). I am applying to you to be a Technical Auditor on Cyanide Code Audits and will be working closely with our Lead Auditor. I have conducted numerous formal and informal audits over my 30 years in industry to include but not limited to:

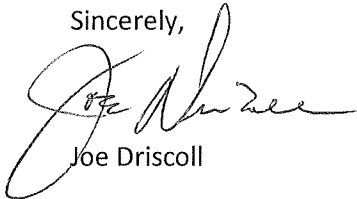
- Explosives storage, usage, and inventory
- Mobile equipment maintenance audits
- Acid remediation control and audit
- Hazard audits in both surface and underground mining
- Risk assessment classification and registering
- Mobile maintenance shop audit in accordance with 30 CFR and NEC

I have personally handled cyanide from a vat processing standpoint in its use in Carbon in Leach (CIL) and Carbon in Pulp (CIP).

I have personally laid miles of drip line on some of the largest leach pads in Nevada to include plumbing in all risers and laying liner so that pregnant solution can return to the pond. I have also built column carbon vessels to conduct test work on gold ores using cyanide.

Thank you for your consideration and I would like to know at your earliest if I am qualified to conduct a Technical Audit related to Cyanide.

Sincerely,



Joe Driscoll

ERM Partner

*Attached: Auditor Credentials Form
Personal Resume*

Auditor Credentials Form

Facility Audited: Phoenix Complex - Newmont **Date:** May 21-24, 2018

Lead Auditor Credentials

Lead Auditor: _____ Auditor Certification Number: _____
 Certifying Organization: Name: _____ Telephone Number: _____
 Address: _____ Web Site Address: _____

Minimum experience: 3 audits in past 7 years as Lead Auditor

| Year | Type of Facility, Type of Audit Led | Country & State/Province |
|------|---|--------------------------|
| 2013 | Underground Mine - Explosives Storage | USA - NV |
| 2011 | Surface Mine - Acid Controls | USA - NV |
| 2012 | Surface + U/G Mine - Haz. Recognition Audit | USA - NV |
| 2011 | Risk Register - Surface + U/G Mines | USA - NV |
| 2013 | Mobile Equip Shop Audit - NEC - 30 cfr | USA - NV |
| 2017 | Cyanide Code Audit - Barrick Golden Sunlight Mine | United States/Montana |

Cyanide-related Operations Experience

Each auditor must have at least 3 years; at least one auditor must have at least 7 years experience

| Auditor | Yrs. | Relevant Position Titles | Types of Operations |
|-----------------|------|--------------------------|---------------------|
| Mine operations | 2 | VP Mine operations | Gold Mining |
| Lead operations | 4 | Mine Manager | Gold Mining |
| Lab operations | 1 | Assayer | Gold Mining |
| Cyanide Code | 1.3 | Auditor | Gold Mining |

Statement of No Conflict

I certify that I have not audited any component of this facility for which I was responsible for design or development; nor have I within the past year been an employee of the facility, its parent company, or associated affiliates. Excluding audits, assessments or reviews, I have not derived more than 30% of my income within the past 5 years from the facility, its parent, or associated affiliates. I have not participated in more than two consecutive Cyanide Code audits of this facility. I have participated in at least 3 health, safety, and/or environmental audits, assessments or reviews in the past 7 years and am familiar with standard audit procedures as well as with the protocols developed by the International Cyanide Management Institute for implementation of the Code.

| Signed, | <u>Name</u> | <u>Signature</u> | <u>Date</u> |
|---------------|---------------------|--------------------|-----------------|
| Lead Auditor* | _____ | _____ | _____ |
| Auditor 1 | <u>Joe Driscoll</u> | <u>[Signature]</u> | <u>05-01-17</u> |
| Auditor 2 | _____ | _____ | _____ |
| Auditor 3 | _____ | _____ | _____ |
| Auditor 4 | _____ | _____ | _____ |

Use additional pages if necessary

*The lead auditor's signature must be certified by notarization or equivalent.

JOSEPH M. DRISCOLL

3438 Elk Run Drive
Castle Rock, CO 80109

Phone (303) 330-2743
E-Mail: ldriscoll@frontiernet.net

CAREER PROFILE:

- 27 years of progressive responsibility in the Mining Industry. Instrumental in the success and start up of thirteen major mines in the Western US. Motivate the workforce with a “can-do” reputation.
- Successfully commissioned, operated, and expanded mining operations in both surface and underground hardrock mines in Nevada and Montana.
- Demonstrated the ability to reduce costs, implement extreme change, increase throughput, and improve safety with the help of open team communications with the entire workforce.

PROFESSIONAL EXPERIENCE:

AMEC Engineering and Consulting

Manager of Mining and Metals Division, Denver, CO *(Oct 2013 – Current)*

- Responsible for all mining engineering consultants and principals located in the Denver AMEC Engineering and Consulting office.
- Completed feasibility, detailed engineering, value engineering, gap analysis, preliminary economic analysis, operational improvements, and due diligence for several major mining clients in North America to include Vale, Newmont, Stillwater, Barrick, Twin Metals, Rio Tinto, and Nyrstar.
- Conducted all Business Development as AMEC’s primary person in the Mining Sector and won several substantial projects.
- Responsible for building teams put forward on proposals to execute the work. Currently responsible for strategic alliance relationships for major mining clients.

Great Basin Gold Limited

Vice President of Nevada Operations, Winnemucca, NV *(Nov 2011 – Jul 2013)*

Rodeo Creek Gold, Antler Peak Mining, and Pinnacle Laboratories

- Responsible for the safe and efficient operations of the Hollister Underground Mine in Midas Nevada, the Esmeralda Mill Complex in Hawthorne Nevada, and the Pinnacle Commercial Assay and Metallurgical Lab in Lovelock Nevada (250 employees on our Team). Annual production at 70,000 ounces of AU.
- Instrumental in converting a 250 tpd CIP SAG and Ball Mill circuit into a 500 tpd CIL circuit and enjoyed recoveries of gold on average of 94% recovery.
- Radically changed Great Basin Gold’s safety culture for the better for the entire company and sustained lower than industry lagging results using new leading tools in a time of major company uncertainty.

- Implemented Business Excellence – Lean Six Sigma, Continuous Improvement, and institutionalized company-wide (5S) programs with remarkable results. Improved productive effective time by 18%.
- Implemented new teaming systems, measuring tools, and development systems such as Insights Discovery and Myers Briggs.
- Built and recruited the entire new Senior Leadership Team (Mill Manager, Technical Manger, HR Manager, Mine Manger, Finance Manager, and Safety Manager); maintained team in uncertain times due to my reputation in industry.
- Executed quick EIS turnaround – received the Record of Decision in June (one of the fastest permits to be received in Nevada).
- Replaced inadequate engineering data and design systems with new tools for calculating reserves and Life of Mine Plans (Vulcan and I-Gant); all reserves are now done here in North America and no longer in South Africa. Life of Mine plan was non-existent before my arrival.
- Received a total of five safety awards from the Nevada Mining Association in 2012; our team received 25% of the total awards given (Mine, Mill, Trainer, Supervisor, and Contractor).
- I was the key person in on-boarding a new mining company (Waterton Resources) on their successful bid of Great Basin Gold and ensuring and preserving our team so that they could continue a successful integration with Waterton Resources.
- Maintained low costs in a substantially capital deprived climate.

Newmont

Manager of Underground Operations, Elko, NV *(Sept 2007 – November 2011)*

Leeville Mine, Chukar Mine, Deep Post Mine, Deep Star Mine, Pete Bajo Mine, Exodus Mine, Carlin Mine

- Responsible for changing the safety culture for the entirety of Newmont’s Nevada Operations as I was the Ambassador for Safety for Newmont from Nevada. Implemented a new safety system titled “*My Safety Journey*” (See video if requested).
- Responsible for the safe and efficient operation of all of Newmont Nevada’s Underground mines; the largest was Leeville (500 employees) at the rate of 6,000 tpd with an annual ounce production of 580,000 ounces (largest U/G gold producer in North America).
- Prepared the Newmont Underground Operating Budget (0.9 million ounces, CAS of \$485/ounce).
- Received the Safest Mine Award at Leeville and Chukar in 2011 at the NvMA Annual Meeting in Lake Tahoe.
- Maintained mining costs of \$77/ton delivered to the Roaster from Leeville.
- Ensured that reserves exceeded depletion at 1.7 to 1 ratio from Leeville.
- Prepared and delivered the 2011 Newmont Corporate Strategic plan to all of Nevada (7 Million Ounces by 2017).
- Embraced Newmont’s Leadership Contract and rolled ideals and values down to the entire workforce.

Barrick Goldstrike

Operations and Maintenance Superintendent Elko, NV (*Apr '06 – Sept' 07*)

Meikle and Rodeo Mine

- Responsible for all mine operations and maintenance of two active underground mines (307 miners) producing 4,500 tpd. Replaced four superintendents with my role.
- Transformed the mine to a “Zone” concept allowing for more accountability, ownership, easier understanding of the workplace, and a sustained production environment.
- Designed a line of sight incentive system for miners and mechanics that rewarded for being safe, for producing reasonable expectations, and rewarded for quality in the workplace.
- Implemented a positive attitude behavioral based safety strategy to the workforce which helped improve lagging injuries at Goldstrike Underground (best ever record in 2006) and delivered on all of my Courageous Leadership and Visible Felt Leadership commitments to safety and improved the 5-point safety interactions between miners and supervisors.
- Introduced quality measures in the workforce such as zone standards, quality five point safety interactions, equipment care and custody, and utilized continuous improvement tools such as (5S) to take housekeeping in the mines to an organized workplace.

Queenstake Resources USA, Inc,

Mine Manager (*May '05 – April '06*)

Jerritt Canyon Mine, Elko, NV

- Responsible for all mine operations, engineering, and maintenance of four active underground mines (245 miners) producing 3,500 tpd. Sustained safety record to 2.5 million man-hours without a Lost Time Accident.
- Prepared the 2006 operating and capital budget (\$49M) for all mining and maintenance activities.
- Implemented a new behavioral based safety system called Positive Attitude Safety System (PASS) to enhance a currently effective safety system. Received Safest Mine awards 1st, 2nd, and 4rd place for SSX, Smith and Murray from NvMA.
- Coordinated “out of the box” discussions with Newmont Corporate to utilize and share resources and capital, which ultimately lead to toll milling opportunity between Newmont and Queenstake.

Newmont

Surface Mine Operations Superintendent Elko, NV (*Mar '04 – May '05*)

North Area and Gold Quarry

- Responsible for all mine operations in the North Area at Carlin which included production from eight pits (120ktpd) and supported all underground needs at Deep Post, Leeville, and Carlin East. Responsible for 120 miners.
- Company representative on all toll-ore milled at Barrick’s roaster facility.
- Prepared the 2005 Carlin Surface Mining Operations budget (\$120M).
- Authored the RFP for contract mining at Beast Operation and selected the prospective contractor (\$20 M).

Newmont

Mine Operations and Maintenance Superintendent *(Feb '03 – Feb '04)*

Midas – Ken Snyder Mine

- Managed underground mine operations, mine engineering, and contract mine maintenance for the Midas Ken Snyder Underground gold and silver mine located in Midas, NV. Annual production at 220,000 ounces of gold and 2.5 million ounces of silver (1,200 tpd). Midas was Newmont's lowest cash cost producer in North America. Responsible for 160 miners. Achieved 3.5 -years without a Lost Time Accident award.

Newmont

Mine Operations Superintendent *(Jul '00 – Feb '03)*

General Mine Foreman *(Jun '96 – Jul '00)*

Senior Mining Engineer *(Aug '95 - Jun '96)*

Carlin, NV (Aug '95 – Feb '03)

- Managed mine operations and engineering of both the Deep Star and Carlin East underground mines. Annual production at over 400,000 ounces of gold. Responsible for 150 miners.
- Prepared, managed, and conformed to all operations budgets, forecasts, and AFE's.
- Devised a unique supervisory development program to ensure production was met, loss control was maximized, and efficiency improvements were implemented.
- Responsible for all aspects of mine production (2,000 tpd). Methods used were longhole stoping, mechanized cut-and-fill, and roadheader cut-and-fill methods.
- Launched cost saving measures such as increased efficiencies through employee teams to maximize profits from underground.
- Received the Safest Underground Mine Award in 1997 and 2003 awarded by the NvMA.
- Expanded Carlin East mine production from 750 tpd to 1,300 tpd.
- Trained miners on successful drill and blast of longhole stopes which is the reason for its success.
- Designed, scheduled, and supervised the Carlin Underground life of mine plan.

Stillwater Mining Company

Rock Mechanics/Ventilation Engineer *(Aug '94 - Aug '95)*

Nye Mine, Nye, MT

- Designed and implemented all mine ventilation for this 2,000 tpd platinum/palladium underground.
- Designed and implemented all ground support systems for all mining to include production shaft sinking.
- Created and managed AFE's and procurement for all new mobile equipment (jumbo drills, longhole drills, trucks, loaders).
- Trained miners on successful longhole stope drill and blast.

Independence Mining Company

General Mine Foreman (Oct '93 - Aug '94)

Mine Engineer (Feb '92 - Oct '93)

Jerritt Canyon Mine, Elko, NV

- Responsible for the start-up of the West Generator and Murray Underground Mines.
- Recruited all miners for the underground and responsible for 40 miners and four supervisors.
- Contract administrator for all mining contractors initially performing the development.
- Design and feasibility study of the West Generator Underground.
- Test stope design and mining of the North Generator Underground (this was the hinge point decision for future underground mining at Jerritt Canyon).

New Butte Mining Company

Mining Engineer, Underground Miner ,Purchasing Agent, Contract Administrator

The Lexington Mine, Butte, MT (Dec '87 - Feb '92)

- Design and start-up of the Chief Joseph underground production and development.
- Chief surveyor for the underground.
- Underground miner operating muckers, jacklegs, locomotives, slushers, and other mining equipment.
- Was the last employee to work for New Butte Mining (150 people); mothballed this operation to include demobilizing the mine and selling all equipment to other mines.
- Buyer for this 500 tpd lead, zinc, silver, gold mine (procurement of all equipment as well as all consumables needed).
- Contract administrator for all mining contractors performing the work.

Pegasus Gold Corporation, Metallurgical Technician

Helena, MT (May '87 - Dec '87)

Western Energy Company, Metallurgical Technician

Butte, MT (Sep '86 - May '87)

EDUCATION:

Bachelor of Science, Mining Engineering, Montana College of Mineral Science and Technology, May 1987.

PROFESSIONAL AFFILIATIONS AND HONORS:

- Recipient of SME's Distinguished Member Award – Feb 2014 – Salt Lake City , UT
- Recipient of the Manager of the Year in Safety from the NvMA in September 2003.
- Recipient of the Manager of the Year in Safety from the NvMA in September 2009.
- Recipient of the 2003 Montana Tech Distinguished Alumni Award for my contribution to my profession.
- Recipient of the 2008 SME President's Citation for radically changing the M&E Division of SME.
- Published "From Surface to Underground: Carlin East" August 1997, *Mining Engineering Magazine*

(Feature article plus front cover).

- Past Chair and Executive Board Member, Mining & Exploration Division, Society of Mining, Metallurgy, and Exploration, Inc.
- Former SME Board of Director (Mar 2010 – Mar 2014)
- Former Nevada Mining Association Board of Director since November 2011-2013
- Industrial Advisory Board Member for Montana Tech.
- Co-founder and former Chairman of the Western Underground Mining Association (1997-2003).
- Former PAL basketball coach and former AYSO soccer coach here in Elko Nevada.
- Recipient of the first ever awarded Future Leader Award from the Society of Mining, Mar 1998, Orlando, FL.

REFERENCES: (Will be furnished upon request)