

# NIBLACK PROJECT LLC

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Dear Mr. Steven Buckley,

Please see attached for a copy of the Niblack Project General Purpose Rider as discussed with yourself and Graham Neale.

Please be so kind as to sign the rider and return a copy via email to our Risk and Compliance department:

Michael Lee Senior Manager, Risk & Compliance

Office: +1-604-684-6365

Cell: +1-778-997-3317

michaallee@hdimining.com

Anna Gostevskikh Advisor, Risk & Compliance

annagostevskikh@hdimining.com

Thank you,

Anna Gostevskikh

**GENERAL PURPOSE RIDER**

To be attached to and form part of Bond Number 1084283 effective April 19, 2013  
issued by the Lexon Insurance Company  
in the amount of 1,409,959.00 DOLLARS,  
on behalf of Niblack Project LLC  
as Principal and in favor of State of Alaska, Department of Natural Resources, Division of Mining, Land and Water and  
Department of Environmental Conservation, Division of Water  
as Obligee:

Now, Therefore, it is agreed that:

This rider will decrease the bond amount as follows:

Current Bond Amount: \$1,409,959.00  
New Bond Amount: \$1,264,412.00

It is further understood and agreed that all other terms and conditions of this bond shall remain unchanged.

This rider is to be effective the 1st day of May, 2018.

Signed, sealed and dated this 21st day of May, 2019.

Niblack Project LLC (Principal)

By: [Signature]

Lexon Insurance Company (Surety)

By: [Signature]  
Theresa Pickerrell Attorney-in-Fact

Accepted By: [Signature] 6/4/19

State of Alaska, Department of Natural Resources, Division of Mining, Land and Water and  
Department of Environmental Conservation, Division of Water

STEVE BUCKLEY, ADNR

Form F5340

MINING SECTION  
CHIEF

POWER OF ATTORNEY

LX- 11078

Lexon Insurance Company

KNOW ALL MEN BY THESE PRESENTS, that LEXON INSURANCE COMPANY, a Texas Corporation, with its statutory home office in Austin, Texas, does hereby constitute and appoint: Brook T. Smith, Raymond M. Hundley, Jason D. Cromwell, James H. Martin, Barbara Duncan, Sandra L. Fusinetti, Mark A. Guidry, Jill Kemp, Lynnette Long, Amy Meredith, Deborah Neichter, Theresa Pickerrell, Sheryon Quinn, Beth Frymire, Leigh McCarthy, Michael Dix, Susan Ritter its true and lawful Attorney(s)-In-Fact to make, execute, seal and deliver for, and on its behalf as surety, any and all bonds, undertakings or other writings obligatory in nature of a bond.

This authority is made under and by the authority of a resolution which was passed by the Board of Directors of LEXON INSURANCE COMPANY on the 1st day of July, 2003 as follows:

Resolved, that the President of the Company is hereby authorized to appoint and empower any representative of the Company or other person or persons as Attorney-In-Fact to execute on behalf of the Company any bonds, undertakings, policies, contracts of indemnity or other writings obligatory in nature of a bond not to exceed \$10,000,000.00 Ten Million Dollars, which the Company might execute through its duly elected officers, and affix the seal of the Company thereto. Any said execution of such documents by an Attorney-In-Fact shall be as binding upon the Company as if they had been duly executed and acknowledged by the regularly elected officers of the Company. Any Attorney-In-Fact, so appointed, may be removed for good cause and the authority so granted may be revoked as specified in the Power of Attorney.

Resolved, that the signature of the President and the seal of the Company may be affixed by facsimile on any power of attorney granted, and the signature of the Assistant Secretary, and the seal of the Company may be affixed by facsimile to any certificate of any such power and any such power or certificate bearing such facsimile signature and seal shall be valid and binding on the Company. Any such power so executed and sealed and certificate so executed and sealed shall, with respect to any bond of undertaking to which it is attached, continue to be valid and binding on the Company.

IN WITNESS THEREOF, LEXON INSURANCE COMPANY has caused this instrument to be signed by its President, and its Corporate Seal to be affixed this 22nd day of June, 2018.

LEXON INSURANCE COMPANY



BY [Signature]  
Brian Beggs  
President

ACKNOWLEDGEMENT

On this 22nd day of June, 2018, before me, personally came Brian Beggs to me known, who be duly sworn, did depose and say that he is the President of LEXON INSURANCE COMPANY, the corporation described in and which executed the above instrument; that he executed said instrument on behalf of the corporation by authority of his office under the By-laws of said corporation.



AMY TAYLOR  
Notary Public- State of Tennessee  
Davidson County  
My Commission Expires 07-08-19

BY [Signature]  
Amy Taylor  
Notary Public

CERTIFICATE

I, the undersigned, Assistant Secretary of LEXON INSURANCE COMPANY, A Texas Insurance Company, DO HEREBY CERTIFY that the original Power of Attorney of which the forgoing is a true and correct copy, is in full force and effect and has not been revoked and the resolutions as set forth are now in force.

Signed and Seal at Mount Juliet, Tennessee this 21<sup>st</sup> Day of May, 2019.



BY [Signature]  
Andrew Smith  
Assistant Secretary

“WARNING: Any person who knowingly and with intent to defraud any insurance company or other person, files and application for insurance of claim containing any materially false information, or conceals for the purpose of misleading, information concerning any fact material thereto, commits a fraudulent insurance act, which is a crime and subjects such person to criminal and civil penalties.”