

RECEIVED

Form 42-248/42-1409(6) Rev. 1/15

AUG 28 2015

DEPARTMENT OF
WATER RESOURCESSTATE OF IDAHO
DEPARTMENT OF WATER RESOURCES

RECEIVED

AUG 24 2015

Department of Water Resources
Eastern Region

Notice of Change in Water Right Ownership

1. List the numbers of all water rights and/or adjudication claim records to be changed. If you only acquired a portion of the water right or adjudication claim, check "Yes" in the "Split?" column. If the water right is leased to the Water Supply Bank, check "Yes". If you are not sure if the water right is leased to the Water Supply Bank, see #6 of the instructions.

Water Right/Claim No.	Split?	Leased to Water Supply Bank?	Water Right/Claim No.	Split?	Leased to Water Supply Bank?
72-244A	Yes ☐	Yes ☐	72-4090	Yes ☐	Yes ☐
72-245	Yes ☐	Yes ☐	72-7071	Yes ☐	Yes ☐
72-246	Yes ☐	Yes ☐	72-7170	Yes ☐	Yes ☐
72-247	Yes ☐	Yes ☐	72-10223	Yes ☐	Yes ☐
72-4089	Yes ☐	Yes ☐	72-10224	Yes ☐	Yes ☐

2. Previous Owner's Name: WESTERN STATES LAND MANAGEMENT, INC.
Name of current water right holder/claimant
3. New Owner(s)/Claimant(s): THOMPSON CREEK MINING CO.
New owner(s) as listed on the conveyance document Name connector ☐ and ☐ or ☐ and/or
- 26 West Dry Creek Circle, Suite 810 Littleton CO 80120
Mailing address City State ZIP
303-347-6621 Gina Bulloch - gbulloch@tcrk.com
Telephone Email
4. If the water rights and/or adjudication claims were split, how did the division occur?
☐ The water rights or claims were divided as specifically identified in a deed, contract, or other conveyance document.
☐ The water rights or claims were divided proportionately based on the portion of their place(s) of use acquired by the new owner.
5. Date you acquired the water rights and/or claims listed above: June 4, 2015
6. If the water right is leased to the Water Supply Bank changing ownership of a water right will reassign to the new owner any Water Supply Bank leases associated with the water right. Payment of revenue generated from any rental of a leased water right requires a completed IRS Form W-9 for payment to be issued to an owner. A new owner for a water right under lease shall supply a W-9. Water rights with multiple owners must specify a designated lessor, using a completed Lessor Designation form. Beginning in the calendar year following an acknowledged change in water right ownership, compensation for any rental will go to the new owner(s).
7. This form must be signed and submitted with the following **REQUIRED** items:
☐ A copy of the conveyance document – warranty deed, quitclaim deed, court decree, contract of sale, etc. The conveyance document must include a legal description of the property or description of the water right(s) if no land is conveyed.
☐ Plat map, survey map or aerial photograph which clearly shows the place of use and point of diversion for each water right and/or claim listed above (if necessary to clarify division of water rights or complex property descriptions).
☐ Filing fee (see instructions for further explanation):
 o \$25 per *undivided* water right.
 o \$100 per *split* water right.
 o No fee is required for pending adjudication claims.
☐ If water right(s) are leased to the Water Supply Bank AND there are multiple owners, a Lessor Designation form is required.
☐ If water right(s) are leased to the Water Supply Bank, the individual owner or designated lessor must complete, sign and submit an IRS Form W-9.

SUPPORT DATA

IN FILE # 72-244A

8. Signature: Gina Bulloch Director Land Services 8/12/2015
Signature of new owner/claimant Title, if applicable Date

Signature: _____
Signature of new owner/claimant Title, if applicable Date

For IDWR Office Use Only:

Received by JB Date 8/24/2015 Receipt No. E041384 Receipt Amt. \$375.-

Active in the Water Supply Bank? Yes ☐ No ☒ If yes, forward to the State Office for processing W-9 received? Yes ☐ No ☐

Name on W-9 _____ Approved by _____ Processed by Gmb Date 10-21-15

Received by _____ Date _____ Receipt No. _____ Receipt Amt. _____

Active in the Water Supply Bank? Yes ☐ No ☐ If yes, forward to the State Office for processing W-9 received? Yes ☐ No ☐

Name on W-9 _____ Approved by _____ Processed by _____ Date _____

250452

Custer County Req. of

Western States Land Management, Inc.

Time 11:00 A.M. Date 6/18/2015

Lura H. Baker, Clerk

Cherry Christman \$ 31.00
Deputy

Filed for Record at the Request
of and after recording mail to:

Thompson Creek Metals Company, Inc.
26 West Dry Creek Circle, Suite 810
Littleton, CO 80120
Attention: Land Department

QUITCLAIM DEED

FOR VALUE RECEIVED, **WESTERN STATES LAND MANAGEMENT, INC.**, a Colorado corporation (the "Grantor"), whose address is P.O. Box 805, Franktown, Colorado 80116, does hereby convey, remise, release and forever quitclaim unto **THOMPSON CREEK MINING CO.**, a Colorado corporation (the "Grantee"), whose address is 26 West Dry Creek Circle, Suite 810, Littleton, Colorado 80120, the real property as more particularly described on Exhibit A attached hereto and made a part hereof (the "Property"):

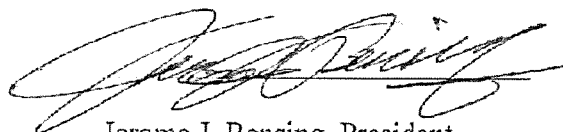
TOGETHER WITH all fixtures thereon and all water and water rights, ditches and ditch rights, and wells and well rights appurtenant thereto and all of Grantor's right, title and interest in and to the foregoing Property.

TOGETHER WITH those certain Water Rights No. 72-244A, 72-245, 72-246, 72-247, 72-4089, 72-4090, 72-7071, 72-7170, 72-10223, 72-10224, 72-10367, 72-10372, 72-16605, 72-16607 and 72-16883 (Broken Wing Ranch) as registered with the Idaho Department of Water Resources.

IN WITNESS WHEREOF, Grantor has executed this Quitclaim Deed effective as of the 4th day of June, 2015.

GRANTOR:

Western States Land Management, Inc.



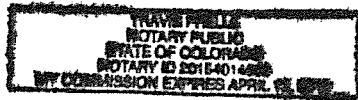
Jerome J. Bensing, President

250452

Acknowledgement of Corporation

STATE OF COLORADO)
): ss.
COUNTY OF DOUGLAS)

On this 4 day of June, 2015, before me, Travis Prella, a
notary public in and for said State, personally appeared Jerome J. Bensing, known or identified
to me to be the president of the corporation that executed the above instrument on behalf of said
corporation and acknowledged to me that said corporation executed the same.



Travis Prella

Notary Public

Travis Prella

Printed Name

Commission Expires: April 13, 2019

250452

EXHIBIT "A"

**ATTACHED TO AND MADE A PART OF THAT CERTAIN
QUITCLAIM DEED FROM WESTERN STATES LAND MANAGEMENT, INC.
TO THOMPSON CREEK MINING CO.**

Broken Wing Ranch

PARCEL "A"

A parcel of land located in T.11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows:

Government Lots 6 & 7 Section 11; and
NWNW and Government Lots 2, 3 and 4 Section 14

PARCEL CONTAINS 211.05 ACRES (MORE OR LESS)

PARCEL "B"

A parcel of land lying East of Idaho State Highway 75 and located in Government Lots 5 and 8, Section 11, T. 11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows.

Commencing at the Section Corner common to Sections 1,2,11 and 12 from which the 1/4 Corner common to Sections 11 and 12 bears S 00°08'44" W a distance of 2638.29 ft., the Basis Of Bearing of this description, run thence S 00°08'44" W along the easterly boundary of said Section 11 a distance of 679.64 ft. to a point on the easterly right-of-way of Idaho State Highway 75; thence S 25°15'47" W along said right-of-way a distance of 3107.78 ft. to a point on the easterly boundary of said Government Lot 5 and the POINT OF BEGINNING;

Thence S 00°01'44" W along the easterly boundary of said Government Lots 5 and 8 a distance of 1790.77 ft. to the SE corner of said lot 8;

Thence N 89°54'41" W along the southerly boundary of said lot 8 a distance of 843.56 ft. to a point on the easterly right-of-way of Idaho State Highway 75;

Thence N 25°15'47" E along said right-of-way a distance of 1978.72 ft. to the POINT OF BEGINNING.

PARCEL CONTAINS 17.34 ACRES (MORE OR LESS)

250452

PARCEL "C"

A parcel of land lying West of Idaho State Highway 75 and located in Government Lots 5, 6 and 7, Section 01, Government Lot 9, Section 02, and Government Lots 1, 4, and 5, Section 11, T. 11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows;

Beginning at the Section Corner common to Sections 1, 2, 11 and 12 from which the 1/4 Corner common to Sections 11 and 12 bears S 00°08'44" W a distance of 2638.29 ft., the Basis Of Bearing of this description;

Thence S 00°08'44"W along the easterly boundary of said Section 11 a distance of 444.10 ft. to a point on the westerly right-of-way of State Highway 75;

Thence S 25°15'47"W along said right-of-way a distance of 2425.23 ft. to a point on the southerly boundary of Government Lot 4 of said Section 11;

Thence N 89°56'48"W along said boundary a distance of 655.62 ft.;

Thence S 28°07'21"W a distance of 682.20 ft.;

Thence N 65°56'48"W a distance of 507.94 ft. to a point on the easterly bank of the Salmon River;

Thence the following courses and distances along said bank;

N 05°33'31"W	51.53 ft.;	N 19°19'58"E	253.70 ft.;
N 30°02'38"E	134.99 ft.;	N 42°17'00"E	144.54 ft.;
N 42°16'52"E	138.98 ft.;	N 59°34'57"E	44.58 ft.;
N 48°12'11"E	116.57 ft.;	N 84°37'53"E	29.14 ft.;
N 57°48'31"E	284.98 ft.;	N 54°24'02"E	91.58 ft.;
N 49°37'24"E	217.02 ft.;	N 44°31'20"E	171.38 ft.;
N 35°31'43"E	245.53 ft.;	N 20°52'26"E	201.69 ft.;
N 17°45'12"E	117.39 ft.;	N 16°17'05"E	190.12 ft.;
N 03°16'49"E	139.88 ft.;	N 10°04'34"E	132.05 ft.;
N 05°32'48"E	210.57 ft.;	N 02°37'57"E	125.59 ft.;
N 08°44'43"E	148.87 ft.;	N 15°55'56"E	314.77 ft.;
N 29°51'49"E	120.42 ft.;	N 31°34'17"E	85.08 ft.;
N 34°58'03"E	309.63 ft.;	N 36°44'17"E	94.03 ft.;
N 47°23'07"E	133.69 ft.;	N 31°47'33"E	178.57 ft.;
N 40°19'37"E	307.66 ft.;	N 37°07'37"E	183.15 ft.;
N 31°51'03"E	256.81 ft.;	N 17°56'08"E	63.46 ft.;
N 11°20'21"E	206.86 ft.;	N 00°05'48"W	95.44 ft.;
N 11°10'20"W	148.66 ft.;	N 12°18'59"W	95.36 ft.;
N 20°55'35"W	46.10 ft.;	N 16°45'05"W	52.80 ft.;
N 05°25'59"E	67.68 ft.;	N 31°43'03"W	62.04 ft.;
N 23°19'43"W	35.46 ft.		

to a point on the westerly boundary of said Section 1;

250452

Thence N 00°02'04"E along said boundary a distance of 42.15 ft. to a Meander Corner on the easterly boundary of the Salmon River;

Continuing along said boundary N 00°07'10"W a distance of 952.87 ft. to a Meander Corner;

Continuing along said boundary N 00°04'14"E a distance of 140.73 ft. to a point on the easterly bank of the Salmon River;

Thence the following courses and distances along said bank;

N 44°01'44"E	93.01 ft.;	N 42°57'18"E	171.78 ft.;
N 43°43'52"E	78.98 ft.;	N 29°54'31"E	316.72 ft.;
N 32°04'29"E	82.42 ft.;	N 43°59'16"E	117.36 ft.;
N 46°14'09"E	92.11 ft.		

to a point on the northerly boundary of Government Lot 5 of said Section 1;

Thence N 89°57'33"E along the said boundary a distance of 250.89 ft. to a point on the westerly right-of-way of said State Highway 75;

Thence the following courses and distances along said right-of-way; 129.84 ft. along a curve to the left having a chord bearing of S 14°06'20"E 129.82 ft, a delta of 03°47'45" and a radius of 1959.90 ft.; 202.62 ft. along a spiral curve to the left, having a chord bearing of S 17°59'53"E 202.60 ft. and a spiral delta of 3°00'00"; S 19°00'13" E 151.13 ft.; 194.76 ft. along a spiral curve to the right, having a chord bearing of S 17°01'43"E 194.65 ft. and a spiral delta of 6°00'00"; 307.47 ft. along a curve to the right having a chord bearing of S 03°16'20"E 305.99 ft., a delta of 19°28'05" and a radius of 904.90 ft.; 194.76 ft. along a spiral curve to the right, having a chord bearing of S 10°29'24"W 194.65 ft. and a spiral delta of 6°00'00"; S 12°27'50"W 1488.08 ft.; 1268.56 ft. along a curve to the right, having a chord bearing of S 18°51'52"W 1265.93 ft., a delta of 12°47'50" and a radius of 5679.60 ft.; S 25°15'47"W 185.31 ft. to a point on the southerly boundary of said Section 1;

Thence S 89°59'32"W along said boundary a distance of 208.44 ft. to the POINT OF BEGINNING.

PARCEL CONTAINS 134.85 ACRES (MORE OR LESS)

PARCEL "D"

A parcel of land lying East of Idaho State Highway 75 and located in Government Lot 4, Section 11, T. 11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows.

Commencing at the Section Corner common to Sections 1,2,11 and 12 from which the 1/4 Corner common to Sections 11 and 12 bears S 00°08'44" W a distance of 2638.29 ft., the Basis

Broken Wing Ranch — Custer County, ID

Of Bearing of this description, run thence S 00°08'44" W along the easterly boundary of said Section 11 a distance of 1621.98 ft. to the POINT OF BEGINNING;

Thence continuing S 00°08'44" W along said boundary a distance of 1016.31 ft. to the 1/4 Corner common to Sections 11 and 12 and the SE Corner of said Government Lot 4;

Thence N 89°56'49" W along the southerly boundary of said lot a distance of 918.93 ft. to a point on the easterly right-of-way of said highway;

Thence N 25°15'47" E along said right-of-way a distance of 851.00 ft:

Thence S 64°44'13" E a distance of 400.00 ft.;

Thence N 25°15'47" E a distance of 460.62 ft. to the POINT OF BEGINNING.

PARCEL CONTAINS 12.51 ACRES (MORE OR LESS)

PARCEL "E"

A parcel of land located in T.11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows:

Government Lots 6 & 8 Section 2

PARCEL CONTAINS 54.46 ACRES (MORE OR LESS)

PARCEL "H"

A parcel of land lying East of Idaho State Highway 75 and located in Government Lots 5, 6 and 7, Section 1, T. 11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows:

Commencing at the Section Corner common to Sections 1, 2, 11 and 12 from which the 1/4 Corner common to Sections 11 and 12 bears S 00°08'44" W a distance of 2638.29 ft., the Basis Of Bearing of this description, run thence N 89°59'32" E along the southerly boundary of said Section 1 a distance of 319.02 ft. to a point on the easterly right-of-way of Idaho State Highway 75 and the POINT OF BEGINNING;

Thence the following courses and distances along said right-of-way: N 25°15'47" E 138.10 ft.; 1290.90 ft. along a curve to the left having a chord of N 18°51'49" E 1288.21 ft., a delta of 12°48'03" and a radius of 5777.92 ft.; N 12°27'50" E 1488.08 ft.; 205.24 ft. along a spiral curve to the left having a chord of N 10°26'15" E 205.13 ft. and a spiral delta of 6°00'00"; 341.45 ft. along a curve to the left having a chord of N 03°16'20" W 339.81 ft., a delta of 19°28'05" and a radius of 1004.90 ft.; 205.24 ft. along a spiral curve to the left having a chord of N 16°58'41" W 205.13 ft. and a spiral delta of 6°00'00"; N 19°00'13" W 151.13 ft.; 197.38 ft. along a spiral

250452

curve to the right having a chord of N 18°00'37" W 197.36 ft. and a spiral delta of 3°00'00"; 101.42 ft. along a curve to the right having a chord of N 14°26'29" W 101.40 ft., a delta of 03°07'27" and a radius of 1859.90 ft. to a point on the northerly boundary of said Government Lot 5;

Thence N 89°57'08" E along said boundary a distance of 382.29 ft. to the NE Corner of said lot;

Thence S 00°03'21" E along the easterly boundary of said lot a distance of 1319.56 ft. to the NE Corner of said Government Lot 6;

Thence S 00°04'57" E along the easterly boundary of said Government Lots 6 and 7 a distance of 2643.49 ft. to the SE Corner of said Government Lot 7;

Thence S 89°59'32" W along the southerly boundary of said lot a distance of 1006.33 ft. to the POINT OF BEGINNING.

PARCEL CONTAINS 41.28 ACRES (MORE OR LESS)

PARCEL "I"

A parcel of land located in Custer County, Idaho, more particularly described as follows:

SESE Section 35, T. 12 N., R. 18 E., Boise Meridian
Government Lots 5 & 6, Section 36, T. 12 N., R. 18 E., Boise Meridian

Government Lot 4, Section 1, T. 11 N., R. 18 E., Boise Meridian
Government Lot 1, Section 2, T. 11 N., R. 18 E., Boise Meridian

PARCEL CONTAINS 148.70 ACRES (MORE OR LESS)

PARCEL "J"

A parcel of land located in T. 12 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows:

S2NW & N2SW Section 35

PARCEL CONTAINS 159.99 ACRES (MORE OR LESS)

250452

PARCEL "K"

A parcel of land lying East of Idaho State Highway 75 and located in Government Lot 1, Section 11, T. 11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows.

Commencing at the Section Corner common to Sections 1, 2, 11 and 12 from which the 1/4 Corner common to Sections 11 and 12 bears S 00°08'44" W a distance of 2638.29 ft., the Basis Of Bearing of this description, run thence S 00°08'44" W along the easterly boundary of said Section 11 a distance of 679.64 ft. to a point on the easterly right-of-way of Idaho State Highway 75 and the POINT OF BEGINNING;

Thence continuing S 00°08'44" W along said boundary a distance of 346.62 ft. to a point on said right-of-way, said point is 197.13 from the centerline of said highway;

Thence N 64°44'13" W along said right-of-way a distance of 147.13 ft. to a point that is 50.00 ft. from the centerline of said highway;

Thence N 25°15'47" E along said right-of-way a distance of 313.84 ft. to the POINT OF BEGINNING.

PARCEL CONTAINS 0.53 ACRES (MORE OR LESS)

250453

Custer County Reg. of

Western States Land Management, Inc.

Time 11:05 AM Date 4/18/2015

Lura H. Baker, Clerk

Cherry Cushman \$ 34.00
Deputy

Filed for Record at the Request
of and after recording mail to:

Thompson Creek Metals Company, Inc.
26 West Dry Creek Circle, Suite 810
Littleton, CO 80120
Attention: Land Department

BILL OF SALE

WESTERN STATES LAND MANAGEMENT, INC., a Colorado corporation ("**Assignor**"), in connection with the sale of that certain real property known as Broken Wing Ranch in Custer County, Idaho, more particularly described on Exhibit A attached hereto (the "**Real Property**") pursuant to that certain QUITCLAIM DEED of even date and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, does hereby grant, bargain, sell, convey, assign, transfer, set over and deliver unto **THOMPSON CREEK MINING CO.**, a Colorado corporation (the "**Assignee**"), all of Assignor's right, title and interest in and to the following (collectively, the "**Personal Property**"):

All real property, fixtures and personal property associated with, appurtenant to, located on or used in conjunction with the Real Property, including, but not limited to, the following: all of Assignor's water rights appurtenant to the Real Property; including if applicable all ditches, ditch rights, ditch company, reservoir company, or canal company shares of stock or stock certificates; all wells and well rights, including if applicable all pumps, pipes, well equipment, livestock watering equipment and systems, irrigation equipment and systems and all other equipment of any type whatsoever, used in conjunction with the Real Property;

All those certain Water Rights No. 72-244A, 72-245, 72-246, 72-247, 72-4089, 72-4090, 72-7071, 72-7170, 72-10223, 72-10224, 72-10367, 72-10372, 72-16605, 72-16607 and 72-16883 (Broken Wing Ranch) as registered with the Idaho Department of Water Resources;

All houses, buildings, barns, sheds, garages, workshops, manufactured homes, trailers, fences, gates, bridges, walkways and all other buildings and structures of any type whatsoever located on the Real Property;

All easements, rights-of-way, including any BLM rights-of-way and land use permits, prescriptive easements, ways of necessity and rights to use any streets, roads, trails or pathways appurtenant to the Real Property;

All personal property situated or located in the main house on the Real Property, including furniture, furnishings, fixtures, window coverings, and appliances;

Broken Wing Ranch – Custer County, ID

All brands, trade names, name registration or similar naming rights if any pertaining to or incidental to the Real Property;

All ores, minerals, materials and mining rights of all types whatsoever; all surveys, studies, engineering or other reports, plans, environmental reports or assessments, drawings, development and marketing materials and information, if any, in any way related to the Real Property which Assignor has in its possession or control; and

All rights to third party agreements pertaining to or incidental to the Real Property, including residential leases, ranch leases, rock quarrying leases or sale agreements.

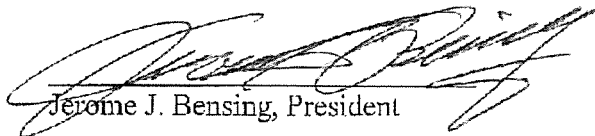
TO HAVE AND TO HOLD the Personal Property unto Assignee and Assignee's legal representatives, successors and assigns forever.

THE PERSONAL PROPERTY IS BEING ASSIGNED "AS IS", "WHERE IS", AND "WITH ALL FAULTS" AS OF THE DATE OF THIS BILL OF SALE, WITHOUT ANY REPRESENTATION OR WARRANTY WHATSOEVER AS TO ITS CONDITION, FITNESS FOR ANY PARTICULAR PURPOSE, MERCHANTABILITY OR ANY OTHER WARRANTY, EXPRESS OR IMPLIED. ASSIGNEE IS HEREBY ACQUIRING THE PERSONAL PROPERTY BASED SOLELY UPON ASSIGNEE'S OWN INDEPENDENT INVESTIGATIONS AND INSPECTIONS OF THAT PROPERTY AND NOT IN RELIANCE ON ANY INFORMATION PROVIDED BY ASSIGNOR OR ASSIGNOR'S AGENTS OR CONTRACTORS. ASSIGNOR HAS MADE NO AGREEMENT TO ALTER, REPAIR OR IMPROVE ANY OF THE PERSONAL PROPERTY. ASSIGNOR SPECIFICALLY DISCLAIMS ANY WARRANTY, GUARANTY OR REPRESENTATION, ORAL OR WRITTEN, PAST OR PRESENT, EXPRESS OR IMPLIED, CONCERNING THE PERSONAL PROPERTY OR ASSIGNOR'S TITLE THERETO.

IN WITNESS WHEREOF, Assignor has executed this Bill of Sale effective as of the 4th day of June, 2015.

ASSIGNOR:

Western States Land Management, Inc.


Jerome J. Bensing, President

250453

Acknowledgement of Corporation

STATE OF COLORADO)
): ss.
COUNTY OF DOUGLAS)

On this 4 day of June, 2015, before me, Travis Prella, a
notary public in and for said State, personally appeared Jerome J. Bensing, known or identified
to me to be the president of the corporation that executed the above instrument on behalf of said
corporation and acknowledged to me that said corporation executed the same.

[Signature]
Notary Public

Travis Prella
Printed Name

Commission Expires: April 13, 2019

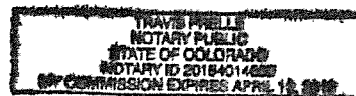


EXHIBIT "A"**ATTACHED TO AND MADE A PART OF THAT CERTAIN BILL OF SALE
FROM WESTERN STATES LAND MANAGEMENT, INC.
TO THOMPSON CREEK MINING CO.****Broken Wing Ranch****PARCEL "A"**

A parcel of land located in T.11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows:

Government Lots 6 & 7 Section 11; and
NWNW and Government Lots 2, 3 and 4 Section 14

PARCEL CONTAINS 211.05 ACRES (MORE OR LESS)

PARCEL "B"

A parcel of land lying East of Idaho State Highway 75 and located in Government Lots 5 and 8, Section 11, T. 11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows.

Commencing at the Section Corner common to Sections 1,2,11 and 12 from which the 1/4 Corner common to Sections 11 and 12 bears S 00°08'44" W a distance of 2638.29 ft., the Basis Of Bearing of this description, run thence S 00°08'44" W along the easterly boundary of said Section 11 a distance of 679.64 ft. to a point on the easterly right-of-way of Idaho State Highway 75; thence S 25°15'47" W along said right-of-way a distance of 3107.78 ft. to a point on the easterly boundary of said Government Lot 5 and the POINT OF BEGINNING;

Thence S 00°01'44" W along the easterly boundary of said Government Lots 5 and 8 a distance of 1790.77 ft. to the SE corner of said lot 8;

Thence N 89°54'41" W along the southerly boundary of said lot 8 a distance of 843.56 ft. to a point on the easterly right-of-way of Idaho State Highway 75;

Thence N 25°15'47" E along said right-of-way a distance of 1978.72 ft. to the POINT OF BEGINNING.

PARCEL CONTAINS 17.34 ACRES (MORE OR LESS)

PARCEL "C"

A parcel of land lying West of Idaho State Highway 75 and located in Government Lots 5, 6 and 7, Section 01, Government Lot 9, Section 02, and Government Lots 1, 4, and 5, Section 11, T. 11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows;

Beginning at the Section Corner common to Sections 1, 2, 11 and 12 from which the 1/4 Corner common to Sections 11 and 12 bears S 00°08'44" W a distance of 2638.29 ft., the Basis Of Bearing of this description;

Thence S 00°08'44"W along the easterly boundary of said Section 11 a distance of 444.10 ft. to a point on the westerly right-of-way of State Highway 75;

Thence S 25°15'47"W along said right-of-way a distance of 2425.23 ft. to a point on the southerly boundary of Government Lot 4 of said Section 11;

Thence N 89°56'48"W along said boundary a distance of 655.62 ft.;

Thence S 28°07'21"W a distance of 682.20 ft.;

Thence N 65°56'48"W a distance of 507.94 ft. to a point on the easterly bank of the Salmon River;

Thence the following courses and distances along said bank;

N 05°33'31"W	51.53 ft.;	N 19°19'58"E	253.70 ft.;
N 30°02'38"E	134.99 ft.;	N 42°17'00"E	144.54 ft.;
N 42°16'52"E	138.98 ft.;	N 59°34'57"E	44.58 ft.;
N 48°12'11"E	116.57 ft.;	N 84°37'53"E	29.14 ft.;
N 57°48'31"E	284.98 ft.;	N 54°24'02"E	91.58 ft.;
N 49°37'24"E	217.02 ft.;	N 44°31'20"E	171.38 ft.;
N 35°31'43"E	245.53 ft.;	N 20°52'26"E	201.69 ft.;
N 17°45'12"E	117.39 ft.;	N 16°17'05"E	190.12 ft.;
N 03°16'49"E	139.88 ft.;	N 10°04'34"E	132.05 ft.;
N 05°32'48"E	210.57 ft.;	N 02°37'57"E	125.59 ft.;
N 08°44'43"E	148.87 ft.;	N 15°55'56"E	314.77 ft.;
N 29°51'49"E	120.42 ft.;	N 31°34'17"E	85.08 ft.;
N 34°58'03"E	309.63 ft.;	N 36°44'17"E	94.03 ft.;
N 47°23'07"E	133.69 ft.;	N 31°47'33"E	178.57 ft.;
N 40°19'37"E	307.66 ft.;	N 37°07'37"E	183.15 ft.;
N 31°51'03"E	256.81 ft.;	N 17°56'08"E	63.46 ft.;
N 11°20'21"E	206.86 ft.;	N 00°05'48"W	95.44 ft.;
N 11°10'20"W	148.66 ft.;	N 12°18'59"W	95.36 ft.;
N 20°55'35"W	46.10 ft.;	N 16°45'05"W	52.80 ft.;
N 05°25'59"E	67.68 ft.;	N 31°43'03"W	62.04 ft.;
N 23°19'43"W	35.46 ft.		

250453

to a point on the westerly boundary of said Section 1;

Thence N 00°02'04"E along said boundary a distance of 42.15 ft. to a Meander Corner on the easterly boundary of the Salmon River;

Continuing along said boundary N 00°07'10"W a distance of 952.87 ft. to a Meander Corner;

Continuing along said boundary N 00°04'14"E a distance of 140.73 ft. to a point on the easterly bank of the Salmon River;

Thence the following courses and distances along said bank;

N 44°01'44"E	93.01 ft.;	N 42°57'18"E	171.78 ft.;
N 43°43'52"E	78.98 ft.;	N 29°54'31"E	316.72 ft.;
N 32°04'29"E	82.42 ft.;	N 43°59'16"E	117.36 ft.;
N 46°14'09"E	92.11 ft.		

to a point on the northerly boundary of Government Lot 5 of said Section 1;

Thence N 89°57'33"E along the said boundary a distance of 250.89 ft. to a point on the westerly right-of-way of said State Highway 75;

Thence the following courses and distances along said right-of-way; 129.84 ft. along a curve to the left having a chord bearing of S 14°06'20"E 129.82 ft, a delta of 03°47'45" and a radius of 1959.90 ft.; 202.62 ft. along a spiral curve to the left, having a chord bearing of S 17°59'53"E 202.60 ft. and a spiral delta of 3°00'00"; S 19°00'13"E 151.13 ft.; 194.76 ft. along a spiral curve to the right, having a chord bearing of S 17°01'43"E 194.65 ft. and a spiral delta of 6°00'00"; 307.47 ft. along a curve to the right having a chord bearing of S 03°16'20"E 305.99 ft., a delta of 19°28'05" and a radius of 904.90 ft.; 194.76 ft. along a spiral curve to the right, having a chord bearing of S 10°29'24"W 194.65 ft. and a spiral delta of 6°00'00"; S 12°27'50"W 1488.08 ft.; 1268.56 ft. along a curve to the right, having a chord bearing of S 18°51'52"W 1265.93 ft., a delta of 12°47'50" and a radius of 5679.60 ft.; S 25°15'47"W 185.31 ft. to a point on the southerly boundary of said Section 1;

Thence S 89°59'32"W along said boundary a distance of 208.44 ft. to the POINT OF BEGINNING.

PARCEL CONTAINS 134.85 ACRES (MORE OR LESS)

PARCEL "D"

A parcel of land lying East of Idaho State Highway 75 and located in Government Lot 4, Section 11, T. 11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows.

Commencing at the Section Corner common to Sections 1,2,11 and 12 from which the 1/4 Corner common to Sections 11 and 12 bears S 00°08'44" W a distance of 2638.29 ft., the Basis Of Bearing of this description, run thence S 00°08'44" W along the easterly boundary of said Section 11 a distance of 1621.98 ft. to the POINT OF BEGINNING;

250453

Thence continuing S 00°08'44" W along said boundary a distance of 1016.31 ft. to the 1/4 Corner common to Sections 11 and 12 and the SE Corner of said Government Lot 4;

Thence N 89°56'49" W along the southerly boundary of said lot a distance of 918.93 ft. to a point on the easterly right-of-way of said highway;

Thence N 25°15'47" E along said right-of-way a distance of 851.00 ft;

Thence S 64°44'13" E a distance of 400.00 ft.;

Thence N 25°15'47" E a distance of 460.62 ft. to the POINT OF BEGINNING.

PARCEL CONTAINS 12.51 ACRES (MORE OR LESS)

PARCEL "E"

A parcel of land located in T.11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows:

Government Lots 6 & 8 Section 2

PARCEL CONTAINS 54.46 ACRES (MORE OR LESS)

PARCEL "H"

A parcel of land lying East of Idaho State Highway 75 and located in Government Lots 5, 6 and 7, Section 1, T. 11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows:

Commencing at the Section Corner common to Sections 1, 2, 11 and 12 from which the 1/4 Corner common to Sections 11 and 12 bears S 00°08'44" W a distance of 2638.29 ft., the Basis Of Bearing of this description, run thence N 89°59'32" E along the southerly boundary of said Section 1 a distance of 319.02 ft. to a point on the easterly right-of-way of Idaho State Highway 75 and the POINT OF BEGINNING;

Thence the following courses and distances along said right-of-way: N 25°15'47" E 138.10 ft.; 1290.90 ft. along a curve to the left having a chord of N 18°51'49" E 1288.21 ft., a delta of 12°48'03" and a radius of 5777.92 ft.; N 12°27'50" E 1488.08 ft.; 205.24 ft. along a spiral curve to the left having a chord of N 10°26'15" E 205.13 ft. and a spiral delta of 6°00'00"; 341.45 ft. along a curve to the left having a chord of N 03°16'20" W 339.81 ft., a delta of 19°28'05" and a radius of 1004.90 ft.; 205.24 ft. along a spiral curve to the left having a chord of N 16°58'41" W 205.13 ft. and a spiral delta of 6°00'00"; N 19°00'13" W 151.13 ft.; 197.38 ft. along a spiral curve to the right having a chord of N 18°00'37" W 197.36 ft. and a spiral delta of 3°00'00"; Broken Wing Ranch – Custer County, ID

250453

101.42 ft. along a curve to the right having a chord of N 14°26'29" W 101.40 ft., a delta of 03°07'27" and a radius of 1859.90 ft. to a point on the northerly boundary of said Government Lot 5;

Thence N 89°57'08" E along said boundary a distance of 382.29 ft. to the NE Corner of said lot;

Thence S 00°03'21" E along the easterly boundary of said lot a distance of 1319.56 ft. to the NE Corner of said Government Lot 6;

Thence S 00°04'57" E along the easterly boundary of said Government Lots 6 and 7 a distance of 2643.49 ft. to the SE Corner of said Government Lot 7;

Thence S 89°59'32" W along the southerly boundary of said lot a distance of 1006.33 ft. to the POINT OF BEGINNING.

PARCEL CONTAINS 41.28 ACRES (MORE OR LESS)

PARCEL "I"

A parcel of land located in Custer County, Idaho, more particularly described as follows:

SESE Section 35, T. 12 N., R. 18 E., Boise Meridian
Government Lots 5 & 6, Section 36, T. 12 N., R. 18 E., Boise Meridian

Government Lot 4, Section 1, T. 11 N., R. 18 E., Boise Meridian
Government Lot 1, Section 2, T. 11 N., R. 18 E., Boise Meridian

PARCEL CONTAINS 148.70 ACRES (MORE OR LESS)

PARCEL "J"

A parcel of land located in T.12 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows:

S2NW & N2SW Section 35

PARCEL CONTAINS 159.99 ACRES (MORE OR LESS)

PARCEL "K"

A parcel of land lying East of Idaho State Highway 75 and located in Government Lot 1, Section 11, T. 11 N., R. 18 E., Boise Meridian, Custer County, Idaho, more particularly described as follows.

250453

Commencing at the Section Corner common to Sections 1, 2, 11 and 12 from which the 1/4 Corner common to Sections 11 and 12 bears S 00°08'44" W a distance of 2638.29 ft., the Basis Of Bearing of this description, run thence S 00°08'44" W along the easterly boundary of said Section 11 a distance of 679.64 ft. to a point on the easterly right-of-way of Idaho State Highway 75 and the POINT OF BEGINNING;

Thence continuing S 00°08'44" W along said boundary a distance of 346.62 ft. to a point on said right-of-way, said point is 197.13 from the centerline of said highway;

Thence N 64°44'13" W along said right-of-way a distance of 147.13 ft. to a point that is 50.00 ft. from the centerline of said highway;

Thence N 25°15'47" E along said right-of-way a distance of 313.84 ft. to the POINT OF BEGINNING.

PARCEL CONTAINS 0.53 ACRES (MORE OR LESS)



State of Idaho

DEPARTMENT OF WATER RESOURCES

322 East Front Street • P.O. Box 83720 • Boise, Idaho 83720-0098

Phone: (208) 287-4800 • Fax: (208) 287-6700 • Website: www.idwr.idaho.gov

C.L. "BUTCH" OTTER
Governor

GARY SPACKMAN
Director

October 21, 2015

THOMPSON CREEK MINING CO
26 W DRY CREEK CIRCLE STE 810
LITTLETON CO 80120

Re: Change of Ownership for Water Right/Permit No(s): 72-153, 72-154, 72-10225A, 72-10225B, 72-16110, 72-244A, 72-245, 72-246, 72-247, 72-4089, 72-4090, 72-7071, 72-7170, 72-10223, 72-10224, 72-10367, 72-10372, 72-16605, 72-16607, 72-16883 and 75-2105

Dear Water Right Holder(s):

The Department acknowledges the receipt of correspondence changing ownership of the above referenced water right(s) to you. The Department has modified its records to reflect this change in ownership and has enclosed a computer-generated report for your records.

Updating the ownership record for a water right does not reconfirm the validity of the right. When processing an ownership change notice, the department does not review the history of water use to determine if the right has been forfeited through five years or more of non-use. To read more about water right forfeiture, including how to protect a water right from forfeiture, please see § 42-222 and §42-223, Idaho.

Also note that as of July 1, 1996, water right owners are required to report any change of water right ownership and any change of mailing address of the owner of a water right, to the Department. Notice of the change must be provided to the Department within 120 days of the change. Change reporting forms are available from any office of the Department, or at www.idwr.idaho.gov.

Thank you for your patience. If you have any questions concerning the enclosed information, please feel free to contact me at (208) 287-4942.

Sincerely,

Jean Hersley
Technical Records Specialist II

Enclosure(s)

c: Western States Land Management Inc.
Water District No. 170
Water District 72D and 72F

Western States Land Management, Inc.

August 20, 2015

State of Idaho
Department of Water Resources
IDWR Eastern Region
900 N. Skyline Drive, Ste. A
Idaho Falls, Idaho 83402-1718

RECEIVED

AUG 24 2015

Department of Water Resources
Eastern Region

RECEIVED

AUG 28 2015

DEPARTMENT OF
WATER RESOURCES

Dear IDWR:

Re: **Transfer of Water Rights - Broken Wing Ranch, Custer County, Idaho**

I have enclosed a Notice of Change in Water Right Ownership covering the transfer of fifteen water rights associated with the Broken Wing Ranch in Custer County, Idaho as well as our check in the amount of \$375.00 for the processing fee (\$25.00 X 15). Also enclosed is a copy of the recorded Quitclaim Deed from Western States Land Management, Inc. transferring the ranch and all real and personal property to Thompson Creek Mining Co.

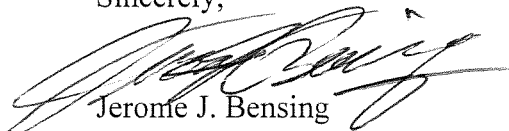
Western States Land Management, Inc. had been acting as intermediary for the Thompson Creek Mining Co. – Bureau of Land Management Land Exchange and had acquired and held the Broken Wing Ranch for the benefit of the land exchange. Western States Land Management, Inc. is no longer a party to the proposed land exchange. It appears that the land exchange may be completed at which time the Broken Wing Ranch and associated water rights will be transferred to the United States for management by the D.O.I. – B.L.M.

Contact information for Thompson Creek Mining Co. is as follows:

Gina L. Bulloch, RPL
Director Land Services
Thompson Creek Metals Company
26 West Dry Creek Circle, Suite 810
Littleton, Colorado 80120 U.S.A.

Thank you for your assistance with this water transfer.

Sincerely,



Jerome J. Bensing
President

Encl.