

U.S. DEPARTMENT OF AGRICULTURE
Forest Service

5430 Exchanges
Tonto National Forest
Bureau of Land Management, Gila District
Resolution Copper Mining, LLC, a Delaware limited liability company

**FIRST AMENDMENT
AGREEMENT TO INITIATE**

Southeast Arizona Land Exchange and
Conservation Act, P.L. 113-291 Section 3003
The Act of March 20, 1922 (42 Stat. 465, as
amended;
The Act of October 21, 1976 (90 Stat. 2743,
as amended; 43 U.S.C. 1715, 1716, 1717); and,
The Act of August 20, 1988 (102 Stat. 1086;
43 U.S.C. 1716).

We, Resolution Copper Mining, LLC (Resolution), the Forest Service, U.S. Department of Agriculture (Forest Service), and the Bureau of Land Management (BLM), Gila District, U.S. Department of the Interior, acting through their authorized representatives hereby amend the Agreement to Initiate dated December 6, 2017, entered into by the Parties in the following manner.

Exhibit A:

Delete:

e. Approximately 142* acres of land located in Pinal County, Arizona within the Tonto National Forest and depicted on the map entitled “Resolution Copper Land Exchange Proposal–Apache Leap South End” and more-specifically described as:

Parcel No. 1:

Gila and Salt River Meridian, Arizona
T. 2 S., R. 12 E.
M.S. 2836, Panic Lode Claim

Parcel No. 2:

Gila and Salt River Meridian, Arizona
T. 2 S., R. 12 E.
M.S. 2837, Selma Lode Claim (part)*
M.S. 2837, Skiberian Lode (part)*

Parcel No. 3:

Gila and Salt River Meridian, Arizona
T. 2 S., R. 12 E.
M.S. 2838, Touch Not No. 3 Lode Claim
M.S. 2838, Hillside Lode Claim
M.S. 2838, Touch Not Lode Claim
M.S. 2838 Rawhide Lode Claim

Parcel No. 4:

Gila and Salt River Meridian, Arizona
T. 2 S., R. 12 E.
M.S. 2838, Pacific No. 32 Lode Claim
M.S. 3581, Grand Lode Claim

*Survey required. Legal description and final acreage to be completed post survey.

Replace With:

e. Approximately 139.62 acres of land located in Pinal County, Arizona based on BLM cadastral Survey Titled “Township 2 South, Range 12 East, of the Gila and Salt River Meridian, Arizona, Dependent Resurvey and Metes-and-Bounds Survey”, approved June 29, 2018, officially filed July 2, 2018, and more specifically described as:

Gila and Salt River Meridian, Arizona
T. 2 S., R. 12 E.
M.S. 2836, Panic Lode;
M.S. 2837, Selma Lode portions in sections 1 and 2;
M.S. 2837, Skiberian Lode portions in sections 1 and 2;
M.S. 2838, Touch Not No. 3 Lode;
M.S. 2838, Hillside Lode;
M.S. 2838, Touch Not Lode;
M.S. 2838 Rawhide Lode;
M.S. 2838, Pacific No. 32 Lode;
M.S. 3581, Grand Lode Claim.

Delete:

f. Approximately 3,050* acres of land located in Pinal County, Arizona and identified as “Lands to DOI” as generally depicted on the map entitled “Southeast Arizona Land Exchange and Conservation Act of 2011– Non-Federal Parcel–Lower San Pedro River” and dated July 6, 2011 and more specifically described as:

Parcel 1:

Gila and Salt River Meridian, Arizona
T. 9 S., R. 17 E.,
sec. 3, SW¹/₄SW¹/₄.

Parcel 2:

Gila and Salt River Meridian, Arizona
T. 9 S., R. 17 E.,
sec. 4, lots 3 and 4, SE¹/₄NW¹/₄, W¹/₂NW¹/₄SE¹/₄, SW¹/₄SE¹/₄,
SW¹/₄, SW¹/₄NW¹/₄.

Parcel 3:

Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 33, W¹/₂NW¹/₄, N¹/₂SW¹/₄, SE¹/₄SW¹/₄, SW¹/₄SW¹/₄, N¹/₂NE¹/₄,
SE¹/₄NE¹/₄, NE¹/₄NW¹/₄, N¹/₂NE¹/₄SE¹/₄.*

Parcel 4:

Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 32, N¹/₂NE¹/₄, SE¹/₄NE¹/₄.*

Parcel 5:

Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 29, E¹/₂, E¹/₂NW¹/₄.*

Parcel 6:

Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 28, W¹/₂SW¹/₄, W¹/₂NW¹/₄.

Parcel 7:

Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 21, SW¹/₄NW¹/₄, W¹/₂SW¹/₄.

Parcel 8:

Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 20, W¹/₂, SW¹/₄SE¹/₄, N¹/₂NE¹/₄, SE¹/₄NE¹/₄.*

EXCEPTING A PARCEL OF LAND LOCATED IN THE NORTHEAST QUARTER OF SECTION 20, TOWNSHIP 8 SOUTH, RANGE 17 EAST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, PINAL COUNTY, ARIZONA, DESCRIBED AS FOLLOWS: COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 20; THENCE SOUTH 88 DEGREES 25 MINUTES 07 SECONDS WEST ALONG THE CENTER SECTION LINE OF SAID SECTION 20 FOR A DISTANCE OF 1165.09 FEET TO THE POINT OF BEGINNING

OF THE LAND TO BE DESCRIBED; THENCE SOUTH 88 DEGREES 25 MINUTES 07 SECONDS WEST FOR A DISTANCE OF 39.66 FEET ALONG THE ABOVE SAID CENTER SECTION LINE TO A POINT HEREAFTER REFERRED TO AS POINT "A";
THENCE SOUTH 88 DEGREES 25 MINUTES 07 SECONDS WEST ALONG THE ABOVE SAID CENTER SECTION LINE FOR A DISTANCE OF 376.27 FEET TO A SET 5/8 INCH REBAR;
THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 133.54 FEET TO A POINT HEREAFTER REFERRED TO AS POINT "B";
THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 442.77 FEET TO A SET 5/8 INCH REBAR;
THENCE NORTH 72 DEGREES 29 MINUTES 09 SECONDS EAST FOR A DISTANCE OF 435.98 FEET TO A SET 5/8 INCH REBAR;
THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 696.04 FEET TO THE POINT OF BEGINNING.

EXCEPT THAT PORTION DESCRIBED IN QUITCLAIM DEED RECORDED JANUARY 31, 2012 AS 2012-007458, OFFICIAL RECORDS. AND EXCEPTING AND RESERVING TO THE UNITED STATES, ALL THE MINERALS IN THE LAND TOGETHER WITH ALL URANIUM, THORIUM OR ANY OTHER MATERIAL WHICH IS OR MAY BE DETERMINED TO BE PECULIARLY ESSENTIAL TO THE PRODUCTION OF FISSIONABLE MATERIALS, WHETHER OR NOT OF COMMERCIAL VALUE, LYING WITHIN THE NORTH HALF OF THE NORTHEAST QUARTER AND THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 20.

Parcel 9:

Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 20, N¹/₂SE¹/₄, SE¹/₄SE¹/₄, SW¹/₄NE¹/₄.*

EXCEPTING A PARCEL OF LAND LOCATED IN THE NORTHEAST QUARTER OF SECTION 20, TOWNSHIP 8 SOUTH, RANGE 17 EAST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, PINAL COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:
COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 20;
THENCE SOUTH 88 DEGREES 25 MINUTES 07 SECONDS WEST ALONG THE CENTER SECTION LINE OF SAID SECTION 20 FOR A DISTANCE OF 1165.09 FEET TO THE POINT OF BEGINNING OF THE LAND TO BE DESCRIBED;
THENCE SOUTH 88 DEGREES 25 MINUTES 07 SECONDS WEST FOR A DISTANCE OF 39.66 FEET ALONG THE ABOVE SAID CENTER SECTION LINE TO A POINT HEREAFTER REFERRED TO AS POINT "A";
THENCE SOUTH 88 DEGREES 25 MINUTES 07 SECONDS WEST ALONG THE ABOVE SAID CENTER SECTION LINE FOR A DISTANCE OF 376.27 FEET TO A SET 5/8 INCH REBAR;
THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 133.54 FEET TO A POINT HEREAFTER REFERRED TO AS POINT "B";
THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 442.77 FEET TO A SET 5/8 INCH REBAR;
THENCE NORTH 72 DEGREES 29 MINUTES 09 SECONDS EAST FOR A DISTANCE OF 435.98 FEET TO A SET 5/8 INCH REBAR;
THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 696.04 FEET TO THE POINT OF BEGINNING.

Parcel 10:

Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
Sec. 19, E¹/₂NE¹/₄, NE¹/₄SE¹/₄.*

EXCEPT THAT PORTION THEREOF CONVEYED BY FRANK SMITH COMPANY, A CORPORATION TO ARIZONA RARE METALS COMPANY, A CORPORATION, BY DEED DATED APRIL 7, 1916, RECORDED APRIL 15, 1916, IN BOOK 30 OF DEEDS, PAGE 402, RECORDS OF PINAL COUNTY, ARIZONA; AND

EXCEPT THAT PORTION THEREOF LYING WITHIN THE SANTA CATALINA MILLSITE; AND EXCEPT THAT PORTION THEREOF LYING WITHIN THE TOWNSITE OF MAMMOTH, ACCORDING TO THE PLAT THEREOF OF RECORD IN THE OFFICE OF THE COUNTY RECORDER OF PINAL COUNTY, ARIZONA; AND

FURTHER EXCEPT THAT PORTION DESCRIBED AS COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 19;
THENCE SOUTH 88 DEGREES 45 MINUTES 05 SECONDS WEST ALONG THE CENTER SECTION LINE A DISTANCE OF 532.18 FEET TO THE POINT OF BEGINNING OF THE LAND TO BE DESCRIBED;
THENCE SOUTH 36 DEGREES 30 MINUTES 39 SECONDS EAST FOR A DISTANCE OF 124.13 FEET TO A SET 5/8 INCH STEEL PIN;
THENCE SOUTH 57 DEGREES 29 MINUTES 27 SECONDS WEST FOR A DISTANCE OF 260.64 FEET TO A SET 5/8 INCH STEEL PIN ON THE EAST LINE OF MAMMOTH TOWNSITE;
THENCE NORTH 36 DEGREES 30 MINUTES 39 SECONDS WEST FOR A DISTANCE OF 224.71 FEET ALONG THE EAST LINE OF MAMMOTH TOWNSITE TO A FOUND ONE INCH STEEL PIN;
THENCE NORTH 48 DEGREES 14 MINUTES 43 SECONDS WEST FOR A DISTANCE OF 77.89 FEET ALONG THE EAST LINE OF MAMMOTH TOWNSITE TO A FOUND ONE INCH STEEL PIN;
THENCE NORTH 88 DEGREES 45 MINUTES 05 SECONDS EAST FOR A DISTANCE OF 337.83 FEET TO THE POINT OF BEGINNING; AND

FURTHER EXCEPT THAT PORTION DESCRIBED AS COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 19;
THENCE SOUTH 88 DEGREES 45 MINUTES 05 SECONDS WEST ALONG THE CENTER SECTION LINE A DISTANCE OF 532.18 FEET TO A POINT;
THENCE SOUTH 36 DEGREES 30 MINUTES 39 SECONDS EAST A DISTANCE OF 124.13 FEET TO THE POINT OF BEGINNING;
THENCE SOUTH 36 DEGREES 30 MINUTES 39 SECONDS EAST FOR A DISTANCE OF 307.55 TO A SET 5/8 INCH STEEL PIN ON THE NORTH RIGHT-OF-WAY LINE OF BLUEBIRD STREET;
THENCE SOUTH 53 DEGREES 29 MINUTES 21 SECONDS WEST FOR A DISTANCE OF 260.00 FEET ALONG THE NORTH RIGHT-OF-WAY LINE OF BLUEBIRD STREET TO A FOUND ½ INCH REBAR;
THENCE NORTH 36 DEGREES 30 MINUTES 39 SECONDS WEST FOR A DISTANCE OF 325.74 FEET ALONG THE EAST LINE OF MAMMOTH TOWNSITE TO A SET 5/8 INCH REBAR;
THENCE NORTH 57 DEGREES 29 MINUTES 27 SECONDS EAST FOR A DISTANCE OF 260.64 FEET TO THE POINT OF BEGINNING; AND,

FURTHER EXCEPT THAT PORTION OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SAID SECTION 19, DESCRIBED AS FOLLOWS;
COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 19;
THENCE SOUTH 01 DEGREES 26 MINUTES 07 SECONDS EAST, A DISTANCE OF 756.29 FEET ALONG THE EAST LINE OF SAID SECTION 19 TO THE POINT OF BEGINNING OF THE LAND TO BE DESCRIBED;
THENCE SOUTH 01 DEGREES 26 MINUTES 07 SECONDS EAST FOR A DISTANCE OF 452.53 FEET ALONG THE EAST LINE OF SAID SECTION 19 TO A POINT;
THENCE NORTH 36 DEGREES 30 MINUTES 10 SECONDS WEST FOR A DISTANCE OF 814.85 FEET ALONG THE EAST LINE OF MAMMOTH TOWNSITE TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF BLUEBIRD STREET;

THENCE NORTH 53 DEGREES 29 MINUTES 21 SECONDS EAST FOR A DISTANCE OF 260.00 FEET ALONG THE SOUTH RIGHT-OF-WAY LINE OF BLUEBIRD STREET TO A POINT; THENCE SOUTH 36 DEGREES 30 MINUTES 10 SECONDS EAST FOR A DISTANCE OF 444.50 FEET TO THE POINT OF BEGINNING; AND,

FURTHER EXCEPT THAT PORTION DESCRIBED IN QUITCLAIM DEED RECORDED JANUARY 31, 2012 AS 2012-007458, OFFICIAL RECORDS.

Parcel 11:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 18, Lot 1, N $\frac{1}{2}$ NE $\frac{1}{4}$, NE $\frac{1}{4}$ NW $\frac{1}{4}$, SE $\frac{1}{4}$ NW $\frac{1}{4}$.***

EXCEPT ANY PORTION LYING WITHIN STATE HIGHWAY 77-177 RIGHT-OF-WAY; AND

EXCEPT THAT PART OF THE NORTH HALF OF THE NORTHWEST QUARTER OF SAID SECTION 18, DESCRIBED AS:

COMMENCING AT THE SOUTHWEST CORNER OF THE NORTH HALF OF THE NORTHWEST QUARTER OF SAID SECTION 18, SAID POINT BEING THE POINT OF BEGINNING OF THE LAND TO BE DESCRIBED;

THENCE NORTH 00 DEGREES 15 MINUTES 15 SECONDS WEST ALONG THE WEST LINE OF SAID SECTION 18 A DISTANCE OF 85.86 FEET TO A POINT;

THENCE NORTH 39 DEGREES 54 MINUTES 19 SECONDS EAST A DISTANCE OF 1231.61 FEET TO A POINT;

THENCE SOUTH 63 DEGREES 21 MINUTES 53 SECONDS EAST A DISTANCE OF 1316.37 FEET TO A POINT ON THE WEST RIGHT-OF-WAY LINE OF STATE ROUTE NO. 77;

THENCE SOUTH 16 DEGREES 00 MINUTES 53 SECONDS WEST ALONG SAID RIGHT-OF-WAY LINE A DISTANCE OF 174.25 FEET TO A RIGHT-OF-WAY MONUMENT;

THENCE SOUTHWESTERLY ALONG A SPIRAL TRANSITION CURVE TO THE LEFT HAVING A CORD OF 284.12 FEET AND A CORD BEARING OF SOUTH 15 MINUTES 07 DEGREES 09 MINUTES WEST;

THENCE NORTH 89 DEGREES 57 MINUTES 37 SECONDS WEST A DISTANCE OF 1844.22 FEET TO THE POINT OF BEGINNING; AND

EXCEPT THAT PART OF THE NORTH HALF OF THE NORTHWEST QUARTER OF SAID SECTION 18, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 18, SAID POINT BEING THE POINT OF BEGINNING OF THE LAND TO BE DESCRIBED;

THENCE SOUTH 69 DEGREES 27 MINUTES 06 SECONDS EAST A DISTANCE OF 849.67 FEET TO A POINT;

THENCE SOUTH 39 DEGREES 54 MINUTES 19 SECONDS WEST A DISTANCE OF 1231.61 FEET TO A POINT ON THE WEST LINE OF SAID SECTION 18;

THENCE NORTH 00 DEGREES 15 MINUTES 15 SECONDS WEST ALONG THE WEST LINE OF SAID SECTION 18 A DISTANCE OF 1243.02 FEET TO THE POINT OF BEGINNING; AND

FURTHER EXCEPT THAT PARCEL OF SAID SECTION 18:

BEGINNING AT THE CENTER OF SECTION 18;

THENCE SOUTH 89 DEGREES 52 MINUTES 44 SECONDS WEST FOR A DISTANCE OF 940.24 FEET TO THE SOUTHEAST CORNER OF SAID PARCEL AND THE TRUE POINT OF BEGINNING;

THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 4683.66 FEET AND AN ARC LENGTH OF 428.49 FEET, BEING SUBTENDED BY A CORD OF NORTH 01 DEGREES 08 MINUTES 41 SECONDS EAST FOR A DISTANCE OF 428.34 FEET;

THENCE SOUTH 85 DEGREES 30 MINUTES 57 SECONDS WEST FOR A DISTANCE OF 202.88 FEET;

THENCE SOUTH 03 DEGREES 22 MINUTES 03 SECONDS WEST FOR A DISTANCE OF 413.57 FEET;
THENCE NORTH 89 DEGREES 52 MINUTES 44 SECONDS EAST FOR A DISTANCE OF 218.00 FEET TO THE TRUE POINT OF BEGINNING; AND

FURTHER EXCEPT A PARCEL OF LAND IN SAID SECTION 18:
BEGINNING AT THE WEST QUARTER CORNER OF SAID SECTION 18;
THENCE NORTH 89 DEGREES 44 MINUTES 58 SECONDS EAST 1302.21 FEET TO THE TRUE POINT OF BEGINNING;
THENCE NORTH 00 DEGREES 11 MINUTES 27 SECONDS EAST ALONG THE WEST BOUNDARY OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 18, 827.62 FEET;
THENCE SOUTH 89 DEGREES 48 MINUTES 33 SECONDS EAST 427.50 FEET TO THE WESTERLY RIGHT OF WAY LINE FOR STATE ROUTE 77;
THENCE SOUTHWESTERLY ALONG THE RIGHT-OF-WAY FOR STATE ROUTE 77 ON A NON-TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 4744.57 FEET, PASSING THROUGH A CENTRAL ANGLE OF 04 DEGREES 49 MINUTES 46 SECONDS, AN ARC LENGTH OF 399.91 FEET;
THENCE SOUTH 85 DEGREES 37 MINUTES 00 SECONDS WEST, 202.84 FEET;
THENCE SOUTH 03 DEGREES 22 MINUTES 53 SECONDS WEST, 413.69 FEET TO THE EAST-WEST CENTER LINE OF SAID SECTION 18;
THENCE SOUTH 89 DEGREES 53 MINUTES 28 SECONDS WEST ALONG THE EAST-WEST CENTER LINE OF SAID SECTION 18, 160.58 FEET TO THE TRUE POINT OF BEGINNING; AND

FURTHER EXCEPT THAT PART OF THE SOUTH HALF OF THE NORTHWEST QUARTER OF SAID SECTION 18, DESCRIBED AS FOLLOWS:
COMMENCING AT THE NORTHWEST CORNER OF THE SOUTH HALF OF THE NORTHWEST QUARTER OF SAID SECTION 18;
THENCE SOUTH 89 DEGREES 57 MINUTES 37 SECONDS EAST FOR A DISTANCE OF 1312.20 FEET ALONG THE NORTH LINE OF THE SOUTH HALF OF THE NORTHWEST QUARTER OF SAID SECTION 18 TO THE POINT OF BEGINNING OF THE LAND TO BE DESCRIBED:
THENCE SOUTH 89 DEGREES 57 MINUTES 37 SECONDS EAST FOR A DISTANCE OF 532.02 FEET ALONG THE NORTH LINE OF THE SOUTH HALF OF THE NORTHWEST QUARTER OF SAID SECTION 18 TO A POINT ON THE WEST RIGHT-OF-WAY LINE OF STATE ROUTE 77;
THENCE ALONG A CURVE CONCAVE TO THE LEFT, HAVING A RADIUS OF 4744.57 FEET AND AN ARC LENGTH OF 506.39 FEET, BEING SUBTENDED BY A CHORD OF SOUTH 12 DEGREES 06 MINUTES 45 SECONDS WEST, FOR A DISTANCE OF 506.15 FEET ALONG THE WEST RIGHT-OF-WAY LINE OF STATE ROUTE 77;
THENCE NORTH 89 DEGREES 53 MINUTES 41 SECONDS WEST FOR A DISTANCE OF 427.07 FEET ALONG THE NORTH PROPERTY LINE OF THE DIALYSIS CENTER TO A PLASTIC CAP RLS 29869;
THENCE NORTH 00 DEGREES 08 MINUTES 42 SECONDS EAST FOR A DISTANCE OF 494.47 FEET TO THE POINT OF BEGINNING.

Parcel 12:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
Sec. 17, NW¹/₄, SW¹/₄SE¹/₄, E¹/₂SW¹/₄.**

EXCEPT THAT PORTION DESCRIBED IN QUITCLAIM DEED RECORDED JANUARY 31, 2012 AS 2012-007458, OFFICIAL RECORDS. EXCEPTING THEREFROM ALL THE MINERALS IN THE LAND TOGETHER WITH ALL URANIUM, THORIUM OR ANY OTHER MATERIAL WHICH IS OR MAY BE DETERMINED TO BE PECULIARLY ESSENTIAL TO THE PRODUCTION OF

FISSIONABLE MATERIALS, WHETHER OR NOT OF COMMERCIAL VALUE, AS RESERVED IN THE PATENT TO THE LAND.

Parcel 13:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 7, Lots 2 through 4, E¹/₂SW¹/₄, SW¹/₄SE¹/₄.**

EXCEPT ANY PORTION LYING WITHIN THE STATE ROUTE 77 RIGHT-OF-WAY.

Parcel 14:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 16 E.,
sec. 12, W¹/₂NE¹/₄, SE¹/₄NE¹/₄, NE¹/₄SE¹/₄.**

*Survey required. Legal description and final acreage to be completed post survey.

Replace With:

f. Containing 3,120.16 acres of land located in Pinal County, Arizona based on BLM cadastral Survey Titled “Township 9 South, Range 17 East, of the Gila and Salt River Meridian, Arizona, Dependent Resurvey and Subdivision of Sections 3 and 4, officially filed August 5, 2019;

BLM cadastral Survey Titled “Township 8 South, Range 17 East, of the Gila and Salt River Meridian, Arizona, Dependent Resurvey, Subdivision of certain sections, and Metes-and-Bounds Surveys in Certain Sections”, officially filed August 5, 2019;

BLM cadastral Survey Titled “Township 8 South, Range 17 East, of the Gila and Salt River Meridian, Arizona, Metes-and-Bounds Surveys in the Northeast ¹/₄ of Section 20” officially filed February 21, 2020;
and more specifically described as:

PARCEL 1:

**Gila and Salt River Meridian, Arizona
T. 9 S., R. 17 E.,
sec. 3, SW¹/₄, SW¹/₄.**

The area described contains 40 acres.

PARCEL 2:

**Gila and Salt River Meridian, Arizona
T. 9 S., R. 17 E.,
sec. 4, lots 3 and 4, S¹/₂NW¹/₄, W¹/₂NW¹/₄SE¹/₄, SW¹/₄SE¹/₄.**

The area described contains 380.97 acres.

PARCEL 3:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 33, W1/2NW1/4, SW1/4, N1/2NE1/4, SE1/4NE1/4, NE1/4NW1/4,
N1/2NE1/4SE1/4.**

The area described contains 420 acres.

PARCEL 4:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 32, N1/2NE1/4, SE1/4NE1/4.**

The area described contains 120 acres.

PARCEL 5:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 29, E1/2, E1/2NW1/4.**

The area described contains 400 acres.

PARCEL 6:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 28, W1/2SW1/4, W1/2NW1/4.**

The area described contains 160 acres

PARCEL 7:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 21, SW1/4NW1/4, W1/2SW1/4.**

The area described contains 120 acres.

PARCEL 8:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 20, SW1/4, SW1/4SE1/4, N1/2NE1/4 Parcel I, Parcel M.**

The area described contains 468.45 acres.

PARCEL 9:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 20, N1/2SE1/4, SE1/4SE1/4, Parcel L.**

The area described contains 155.96 acres.

PARCEL 10:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 19, Parcel H.**

The area described contains 57.10 acres.

PARCEL 11:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 18, N1/2NE1/4, Parcel F, Parcel G.**

The area described contains 134.15 acres.

PARCEL 12:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 17, NW1/4, SW1/4SE1/4, Parcel E.**

The area described contains 274.24 acres.

PARCEL 13:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 17 E.,
sec. 7, lots 2 through 4, Parcel A, Parcel B, Parcel C, Parcel D.**

The area described contains 229.29 acres.

PARCEL 14:

**Gila and Salt River Meridian, Arizona
T. 8 S., R. 16 E.,
sec. 12, W1/2NE1/4, SE1/4NE1/4, NE1/4SE1/4.**

The area described contains 160 acres.

Delete:

h. approximately 940* acres of land located in Santa Cruz County, Arizona, identified as “Lands to DOI” as generally depicted on the map entitled “Southeast Arizona Land Exchange and Conservation Act of 2011–Non-Federal Parcel–Appleton Ranch” and dated July 6, 2011 and more-specifically described as:

Parcel 1:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.**

sec. 14, NW¹/₄SE¹/₄, E¹/₂NE¹/₄SW¹/₄.

Parcel 2:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 14, Lot 2, SW¹/₄NE¹/₄, E¹/₂SE¹/₄NW¹/₄.**

EXCEPT the Northeast quarter of said Lot 2, as conveyed by Deed recorded in Docket 416 at page 491.

Note: the 'Northeast quarter of said Lot 2' is ambiguous and not a valid description.*

Parcel 3:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 14, Lot 3, SW¹/₄NW¹/₄, W¹/₂SE¹/₄NW¹/₄.**

EXCEPT the Northeast quarter and the Southeast quarter of Lot 3, as conveyed by Deeds recorded in Docket 633 at page 134 and Docket 633 at page 135.

Note: the 'Northeast quarter and the Southeast quarter of Lot 3' is ambiguous and not a valid description.*

Parcel 4:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 14, Lot 4, NW¹/₄SW¹/₄, W¹/₂NE¹/₄SW¹/₄.**

EXCEPT the West half of Lot 4, as conveyed by Deed recorded in Docket 545 at page 610;
EXCEPT all coal and other minerals as reserved in the Patent from the United States of America.

Note: the 'West half of Lot 4' is ambiguous and not a valid description.*

Parcel 5:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 15, S¹/₂ Lot 4, S¹/₂NE¹/₄, S¹/₂NW¹/₄, N¹/₂SE¹/₄.**

EXCEPT all coal and other minerals as reserved in the Patent from the United States of America.

Note: the 'S¹/₂ Lot 4' is ambiguous and not a valid description.*

Parcel 6:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 17, E¹/₂.**

Parcel 7:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 28.**

More particularly described as follows:

BEGINNING at the corner common to Sections 21, 22, 27 and 28 of said Township and Range, a G.L.O. brass cap firmly set and properly marked;
THENCE South 89 degrees 58 minutes 00 Seconds West, 1,194.62 feet along and upon the North line of said Section 28;
THENCE South 01 degrees 29 minutes 22 seconds East, 1,102.46 feet;
THENCE North 85 degrees 45 minutes 02 seconds East, 549.81 feet;
THENCE South 26 degrees 42 minutes 49 Seconds East, 643.82 feet;
THENCE South 82 degrees 34 minutes 49 Seconds West, 642.26 feet;
THENCE North 89 degrees 59 minutes 20 seconds West, 1,043.72 feet;
THENCE South 68 degrees 15 minutes 26 seconds West, 1,020.59 feet;
THENCE North 08 degrees 35 minutes 36 seconds East, 2,119.11 feet to the North Quarter corner of said Section 28;
THENCE North 89 degrees 58 minutes 00 Seconds East, 1,445.41 feet along and upon the North line of Section 28 to the Point of Beginning.

*Survey required. Legal description and final acreage to be completed post survey.

Replace With:

h. Approximately 955.54 acres of land located in Santa Cruz County, Arizona based on BLM cadastral Survey Titled “ Fractional Township 21 South, Range 18 East, of the Gila and Salt River Meridian, Arizona, Dependent Survey, Resurvey Subdivision of Sections 14 and 15 and Metes-and-Bounds Surveys in Sections 14, 15, and 28, officially filed July 29, 2019, and more specifically described as:

PARCEL 1:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 14, NW1/4SE1/4, E1/2NE1/4SW1/4.**

The area described contains 60 acres.

PARCEL 2:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 14, lot 5, SW1/4NE1/4, E1/2SE1/4NW1/4.**

The area described contains 85.20 acres.

PARCEL 3:

**Gila and Salt River Meridian, Arizona
T. 21S., R. 18 E.,
sec. 14, lot 6, SW1/4NW1/4, W1/2SE1/4NW1/4.**

The area described contains 76.19 acres.

PARCEL 4:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 14, lot 7, NW1/4SW1/4, W1/2NE1/4SW1/4.**

The area described contains 77.57 acres.

PARCEL 5:

**Gila and Salt River Meridian, Arizona
T. 21S., R. 18 E.,
sec. 15, lot 5, S1/2NE1/4, S1/2NW1/4, N1/2SE1/4.**

The area described contains 259.89 acres.

PARCEL 6:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 17, E1/2.**

The area described contains 320 acres.

PARCEL 7:

**Gila and Salt River Meridian, Arizona
T. 21 S., R. 18 E.,
sec. 28, Parcel F.**

The area described contains 76.69 acres.

Exhibit B:

Delete: All

Replace With:

EXHIBIT B

Property that the U.S.D.A. Forest Service will exchange:

Approximately 2,422.11 acres of land located in Pinal County, Arizona, based on BLM cadastral Survey Titled “Partially Surveyed Township 1 South, Range 13 East, of the Gila and Salt River Meridian, Arizona, Supplemental plat of tracts 49 and 50”, February 13, 2020 and more specifically described as follows:

Gila and Salt River Meridian, Arizona

T. 1 S., R. 13 E., partly surveyed

Tracts 49 and 50.

T. 2 S., R. 12 E.,

Tract 37.

T. 2 S., R. 13 E., partly surveyed

sec. 6.

Land reservations of the U.S.D.A. Forest Service, exceptions to title and uses to be recognized:

Reservations: None

Outstanding Rights: Unpatented mining claims, per list shown in Exhibit C. Note: The conveyance will include all title of the United States in such unpatented mining claims such that Resolution will own the minerals in fee.

Other:

United States Department of Interior Easement for Right-of-Way for Electric Transmission Line granted to Arizona Public Service Company, dated 12/22/75. Federal parcel will be conveyed subject to the easement. GLO401905 APS 500KV POWERLINE

Permit to Salt River Project Agricultural Improvement and Power District for an overhead transmission line Amendment dated 5/21/74. At closing, Resolution shall grant a replacement authorization to Salt River Project Agricultural Improvement and Power District for those sections involved in the conveyance. It shall contain terms at least equivalent to those in the permit. GLO401143 SRP PERMIT

Highway Easement Deed granted to State of Arizona, recorded on 3/18/91 in the records of Pinal County, Arizona. Federal parcel will be conveyed subject to the easement. GLO101208 ADOT US60 EASEMENT

Permit to Salt River Project Agricultural Improvement and Power District for an overhead transmission line Amendment dated 7/8/85. At closing, Resolution shall grant a

replacement authorization to Salt River Project Agricultural Improvement and Power District for those sections involved in the conveyance. It shall contain terms at least equivalent to those in the permit. Forest Service shall amend the permit to reflect those deletions. GLO401137 OAK FLAT 115KV PERMIT

Permit to Qwest/Century Link for a telephone line dated 5/21/74. At closing, Resolution shall grant a replacement easement to Qwest/Century Link those sections involved in the conveyance. It shall contain terms at least equivalent to those in the permit. MASTER SPECIAL USE PERMIT FO209

Permit to Arizona Highway Department for fence dated 2/16/65. Forest Service shall terminate the permit at or before closing. (Affects T. 1 S., R. 13 E., sec. 28)

Permit issued to Pinal County Highway Department for road maintenance and relocation, dated 11/18/64. Forest Service shall terminate the permit at or before closing. (Affects T. 1 S., R. 13 E., sec. 28)

FLPMA Permit issued to Magma Copper Company for a road. Resolution shall obtain a relinquishment from Magma Copper Company for the permit. At closing, Forest Service shall terminate the permit. (Affects T. 1 S., R. 13 E., sec. 29)

Term Grazing Permit issued to Integrity Land and Cattle, dated 1/12/15. At closing, Resolution shall provide a permit relinquishment on behalf of Integrity Land and Cattle. (Affects all federal lands)

Withdrawal - Public Land Order (PLO) 1229, dated September 27, 1955 withdrew 760 acres (in addition to other lands) in T.1 S., R.13 E., Gila & Salt River Meridian from 'all forms of appropriation under the public land laws, including the mining but not mineral leasing laws' and reserved these lands for use as campgrounds, recreation areas, or for other public purposes (20 CFR 7226). In 1971 Public Land Order 1229 was modified by PLO 5132 (36 CFR 19029) which opened up the withdrawn lands to all forms of appropriation applicable to Forest Service lands except the U.S. mining laws. (Affects T. 1 S., R. 13 E., sections 28, 29, 32, and 33) Legislation provides for revocation.

Exhibit C:

Delete: All

Replace With:

EXHIBIT C

Water Rights to be conveyed to the United States:

Lower San Pedro River - Table 1

Water Right/ Application/ Registration No.	55-624632 35-23343 GWSI 32413611037 1601	55-624625 GWSI 32421211037 1501	55-643806 GWSI 32431611037 3801	55-225451	55-225452	55-225453	36-102337
Current Owner	Swift Current Land and Cattle LLC	Swift Current Land and Cattle LLC	Swift Current Land and Cattle LLC	Swift Current Land and Cattle LLC	Swift Current Land and Cattle LLC	Swift Current Land and Cattle LLC	Swift Current Land and Cattle LLC
Location	SE $\frac{1}{4}$ SE $\frac{1}{4}$ NE $\frac{1}{4}$ Sec. 32, T8S, R17E	NE $\frac{1}{4}$ SE $\frac{1}{4}$ SE $\frac{1}{4}$ Sec. 29, T8S, R17E	NW $\frac{1}{4}$ SE $\frac{1}{4}$ Sec. 20, T8S, R17E	SW $\frac{1}{4}$ NW $\frac{1}{4}$ SE $\frac{1}{4}$ Sec. 20, T8S, R17E	SE $\frac{1}{4}$ NW $\frac{1}{4}$ NW $\frac{1}{4}$ Sec. 20, T8S, R17E	SW $\frac{1}{4}$ NW $\frac{1}{4}$ SW $\frac{1}{4}$ Sec. 20, T8S, R17E	SW $\frac{1}{4}$ Sec. 33, T8S, R17E
Original Reported Use	Stockwatering D08017032A DD	Irrigation	Domestic	Environmental Monitoring	Environmental Monitoring/ Piezometer	Environmental Monitoring/ Piezometer	Irrigation

Appleton Ranch - Table 1

Water Right/ Application/ Registration No.	38-94410	38-94411	38-94412	39-94418	39-94394	55-566294
Current Owner	Marc Francis Appleton	Marc Francis Appleton	Marc Francis Appleton	Peter Bryce & Susan Appleton	Aerial Appleton	Swift Current Land and Cattle LLC
Location	NE $\frac{1}{4}$ SW $\frac{1}{4}$ Sec. 14, T21S, R18E	NE $\frac{1}{4}$ SW $\frac{1}{4}$ Sec. 14, T21S, R18E	NW $\frac{1}{4}$ SE $\frac{1}{4}$ Sec. 15, T21S, R18E	NW $\frac{1}{4}$ SW $\frac{1}{4}$ Sec. 14, T21S, R18E	NE $\frac{1}{4}$ SE $\frac{1}{4}$ Sec. 15, T21S, R18E	NW $\frac{1}{4}$ NW $\frac{1}{4}$ SW $\frac{1}{4}$ Sec. 15, T21S, R18E
Original Reported Use	Wildlife Conservation	Wildlife Conservation	Wildlife Conservation	Stockwatering	Wildlife Conservation	Wildlife Conservation

Appleton Ranch - Table 2

Water Right/ Application/ Registration No.	3A-1830 WR#2564	4A-4333 WR#2569 A-2640	38-94398	38-94399	38-94400	38-94401
Current Owner	Peter Bryce Appleton	Peter Bryce Appleton	Peter Bryce Appleton	Aerial Appleton	Aerial Appleton	Aerial Appleton
Location	NW ¹ / ₄ SW ¹ / ₄ Sec. 14, T21S, R18E	NW ¹ / ₄ SW ¹ / ₄ Sec. 14, T21S, R18E	SW ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E	SW ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E	SW ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E	SW ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E
Original Reported Use	Stockwatering	Stockwatering	Wildlife Conservation	Wildlife Conservation	Wildlife Conservation	Wildlife Conservation

Appleton Ranch - Table 3

Water Right/ Application/ Registration No.	38-94402	38-94396	38-94397	38-94393	38-94403	38-94404
Current Owner	Aerial Appleton	Aerial Appleton	Aerial Appleton	Aerial Appleton	Aerial Appleton	Aerial Appleton
Location	SW ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E	NW ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E	NW ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E	NW ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E	NW ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E	SE ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E
Original Reported Use	Wildlife Conservation	Wildlife Conservation	Wildlife Conservation	Wildlife Conservation	Wildlife Conservation	Wildlife Conservation

Appleton Ranch - Table 4


Water Right/ Application/ Registration No.	38-94405	38-94419	55-648930	38-94420	55-650978
Current Owner	Aerial Appleton	Peter Bryce Appleton, et al.	Swift Current Land and Cattle LLC	Peter Bryce Appleton, et al.	Swift Current Land and Cattle LLC
Location	SE ¹ / ₄ NW ¹ / ₄ Sec. 15, T21S, R18E	SW ¹ / ₄ NE ¹ / ₄ Sec. 17, T21S, R18E	NW ¹ / ₄ SW ¹ / ₄ NE ¹ / ₄ Sec. 17, T21S, R18E	SE ¹ / ₄ SE ¹ / ₄ Sec. 17, T21S, R18E	NW ¹ / ₄ NW ¹ / ₄ NE ¹ / ₄ Sec. 28, T21S, R18E
Original Reported Use	Wildlife Conservation	Wildlife Conservation	Wildlife Conservation	Wildlife Conservation	Domestic, Stock, Fire Prevention

All other terms and conditions of the Agreement to Initiate dated December 6, 2017 remain unchanged.

This Agreement may be executed in several counterparts, each of which shall be deemed an original and all of which shall constitute one and the same instrument, and shall become effective when counterparts have been signed by each of the Parties and delivered to the other Parties; it being understood that all Parties need not sign the same counterparts.

4/20/2020
Date

Approved as to form
RCML legal
April 20, 2020
By: KCM
Karlene Martorana

BY: 
Signature
ANDREW LYE
Printed Name
VICE PRESIDENT
Title

Resolution Copper Mining, LLC, a Delaware
limited liability company
By: Resolution Copper Company, as Manager and
not on its own behalf

Date

BY: _____
Signature

Printed Name
U.S. Department of Agriculture
Forest Service

Date

BY: _____
Signature

Printed Name
U.S. Department of the Interior
Bureau of Land Management

According to the Paperwork Reduction Act of 1995, an agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a valid OMB control number. The valid OMB control number for this information collection is 0596-0105. The time required to complete this information collection is estimated to average 3 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information.

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Date

BY: _____
Signature

Printed Name

Title

Resolution Copper Mining, LLC, a Delaware
limited liability company
By: Resolution Copper Company, as Manager and
not on its own behalf

Date

BY: NEIL
BOSWORTH

Signature

Digitally signed by NEIL
BOSWORTH
Date: 2020.04.20 11:58:11 -07'00'

Printed Name

U.S. Department of Agriculture
Forest Service

Date

BY: _____
Signature

Printed Name

U.S. Department of the Interior
Bureau of Land Management

According to the Paperwork Reduction Act of 1995, an agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a valid OMB control number. The valid OMB control number for this information collection is 0596-0105. The time required to complete this information collection is estimated to average 3 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information.

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Date

BY: _____
Signature

Printed Name

Title

Resolution Copper Mining, LLC, a Delaware
limited liability company
By: Resolution Copper Company, as Manager and
not on its own behalf

Date

BY: _____
Signature

Printed Name

U.S. Department of Agriculture
Forest Service

Date

BY: A. Scott Feldhausen
Signature

ANTHONY FELDHAUSEN Digitally signed by ANTHONY
FELDHAUSEN
Date: 2020.04.17 15:14:32 -07'00'

Printed Name
U.S. Department of the Interior
Bureau of Land Management

According to the Paperwork Reduction Act of 1995, an agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a valid OMB control number. The valid OMB control number for this information collection is 0596-0105. The time required to complete this information collection is estimated to average 3 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information.