

FILED

OCT 29 2014

**BEFORE THE ENVIRONMENTAL QUALITY COUNCIL
STATE OF WYOMING**

Jim Ruby, Executive Secretary
Environmental Quality Council

IN THE MATTER OF)
PATHFINDER MINES) EQC Docket No.: 00-5402
CORPORATION) (as consolidated)

AMENDMENT #5 TO SETTLEMENT AGREEMENT

This Amendment #5 amends the original Settlement Agreement dated April 7, 1994 (including the original 6 page "Attachment 1" dated March 14, 1994) by and between Pathfinder Mines Corporation (Pathfinder) and the Wyoming Department of Environmental Quality (DEQ), as previously amended by Amendment #1 dated May 12, 1997 (including amended "Attachment 1" pages 1 & 2 dated March 26, 1997), Amendment #2 dated August 17, 2000, Amendment #3 dated June 17, 2010, and Amendment #4 dated March 27, 2013, in Docket Nos. 2485-93 and 00-5402 (now consolidated as Docket No. 00-5402) before the Wyoming Environmental Quality Council (EQC).

A. Paragraph 3, subparagraph 3.3 is amended to read in its entirety as follows:

3.3 The total amount of ISL Byproduct Material which Pathfinder may receive and dispose of at the Facility after March 19, 1993 from Group I Operations shall not exceed 10,410 cubic yards. The total amount of ISL Byproduct Material which Pathfinder may receive and dispose of at the Facility after March 19, 1993 from Group II Operations shall not exceed 16,753 cubic yards.

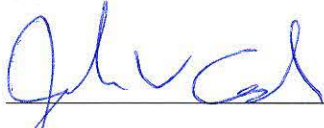
Prior to the date of Amendment #3, June 17, 2010, the allotted capacity of ISL Byproduct Material from Group I and Group II Operations had been received. There are, therefore, for purposes of this Settlement Agreement, as amended, no longer any uranium in-situ leach operations referred to as Group I or Group II Operations. The only uranium in-situ leach operations from which Pathfinder may continue to receive and dispose of ISL Byproduct Material at the Facility, subject to the limitations under this Settlement Agreement, are Group III Operations specified in amended subparagraph 3.1 (as set forth in Amendment #4), which deliveries, from and after March 19, 1993, shall not exceed 27,487 cubic yards.

Except as specifically set forth in this Amendment #5, the original Settlement Agreement (dated April 7, 1994), as amended by Amendment #1 dated May 12, 1997, Amendment #2 dated August 17, 2000, Amendment #3 dated June 17, 2010, including original pages 3-6 (dated March 14, 1994), amended pages 1 & 2 (dated March 26, 1997) of "Attachment 1", and Amendment #4 dated March 27, 2013, remains unchanged and in full force and effect.

The signatories certify that they are authorized to bind their respective parties to this Amendment #5.

Dated this 7 day of October, 2014.

FOR PATHFINDER MINES
CORPORATION:



John W. Cash, President

FOR THE WYOMING DEPARTMENT
OF ENVIRONMENTAL QUALITY:



Todd Parfitt, Director
Wyoming Department of Environmental Quality