EXHIBIT D – MINING PLAN

The information provided in this Exhibit is intended to satisfy the requirements outlined in Section 6.4.4 of the Colorado Mined Land Reclamation Board Construction Material Rules and Regulations:

(a) Description of the method(s) of mining to be employed in each stage of the operation as related to any surface disturbance on affected lands;

The permit area includes a significant deposit of sand and gravel located in the alluvium of the South Platte River in Weld County. The site is located west of Highway 60, north of Weld County Road 40.5, and east and south of the South Platte River. It encompasses 545.90 acres (plus or minus) and consists of four slurry wall lined pits, an unlined Siltation Pond, and two Fresh Water Ponds.

Site Preparation:
Initial disturbance on the property will be stripping overburden from Fresh Water Pond 1 and the Siltation Pond to establish the plant footprint and construction of site berms. Mining will then commence in these phases once the plant has been established.

During preparation of the Plant, Fresh Water Pond and Siltation Pond, roads will be established from the entrance to the plant area and to the office. A scale with a scale house will be installed along the exit road in the plant area. A drying and screening building will be constructed at the east end of the plant site in the initial phases of the mine. The miner will utilize the existing buildings in the west of Cell 4 as the office until the point when mining progresses to the buildings.

Existing Structures:
The site is currently utilized as irrigated crop land, as such there is irrigation infrastructure located in the south freshwater pond, Cell 2, Cell 3, and Cell 4 that will need to be removed prior to mining. There are existing farm buildings along the western edge of Cell 4 that will be utilized as the site offices. These buildings will be removed prior to mining that side of Cell 4 during the later stages of the mine. There is an access easement that bisects Cell 4 to service the farm buildings which is owned by the property owner and will be removed. The office building structures located between the southern Fresh Water Pond and the Siltation Pond are planned to remain through the duration of the mine.

There are multiple oil and gas companies operating wells at the site that have facilities that will need to be removed prior to mining. These facilities include:

- 2 PDC wells and gas lines in Cell 2
- 1 KPK well and tank battery west of Cell 4
- 1 PDC well and tank battery west of Cell 4
- 1 PDC well and tank battery located in the Plant Site

The Miner is responsible for obtaining the necessary agreements for removal of these facilities prior to mining in the area.

Mining:
Scrapers and/or bulldozers will strip the topsoil of any affected land prior to mining or stockpiling. Topsoil will be segregated and stockpiled either in berms around the mine pits or in the processing area. Topsoil stockpiles and berms that remain dormant for fourteen days

shall be roughened, mulched, or tackified to stabilize them. Topsoil stockpiles that remain in place over 180 days will be seeded with the seed mixture described in the Reclamation Plan.

Overburden will then be stripped with scrapers and stockpiled in the processing area north of the plant. Any excess material not needed for reclamation may be sold or hauled off-site during the life of the mine.

There will be no mining below the groundwater table until the slurry wall is complete, tested and approved for each slurry wall lined cell. For unlined cells, there will be no mining below the groundwater table until an approved Substitute Water Supply Plan(SWSP) has been obtained. Prior to starting construction of any slurry wall, the applicant shall apply for a Technical Revision with a slurry wall design report.

Each slurry wall lined phase will be dry-mined using scrapers, bulldozers, front-end loaders, excavators, or similar equipment. The Fresh Water Pond and Siltation Pond will be unlined an wet mined with excavators.

Mining at the site will progress in five major stages comprised of minor phases expected to last approximately 37 years. A map depicting the phases can be found in Exhibit C-5.

Processing:
The material will be wet screened and transported offsite by truck. No crushing is planned at the site. The processing area will be located on the north side of the siltation pond, east of Cell 4.

Drying and Screening Building:
The building that houses the drying and screening operation will be on a reinforcd concrete pad that will be approximately 250' x 50' and located at the processing area. Included with the building is a rotary dryer, baghouse, and 2 80-foot-tall silos with a truck loading spout. The entire footprint for the drying and screening operation is under 2 acres.

Import Material:
The Operator may import material from and export material to other sites. The applicant is aware that in accordance with Rule 3.1.5(9) of the Construction Material Rules and Regulations, if any offsite material is used as backfill, a notarized letter will be submitted to the Division indicating the materials are inert. The applicant will supply such a letter to the Division if, at the time of Reclamation, the applicant intends to use off-site material as backfill.

(b) Earthmoving;

Topsoil will be stripped with scrapers and/or bulldozers in the mining cells and stockpile areas and stockpiled in berms surrounding the pit for use in reclamation. Overburden will then be stripped with scrapers and/or bulldozers and placed either in the stockpile to the north of Cell 2 or to the stockpile north of the plant.

Excavators, front-end loaders, and bulldozers will be used to excavate the material. Haul trucks and conveyors will be utilized to transport the raw material from the active mine phase to the processing area. See Exhibit C-5 for a cross-section of side-slope mining; the mine slope will be at a 3 horizontal to 1 vertical slope from the mine limit. If needed, overburden, recovered silt or other suitable fill will be replaced to establish the final slope profile.

(c) All water diversions and impoundments;

Storm water will be discharged per a CDPHE discharge permit. There are no planned diversions or impoundments of existing water bodies. A wash cycle for the aggregate processing area will be established using the freshwater pond as a source and the silt pond for return flow, with a pipe between the source pond and the return pond. Any water consumed will be provided by the existing water rights associated with the property and/or a groundwater well with associated substitute water supply plan (see Exhibit G).

(d) The size of area(s) to be worked at any one time.

Each phase is approximately 27-97 acres in size. The Operator may mine multiple phases concurrently in order to obtain a range of material for production. In addition to mining, the Operator, will begin reclaiming slopes as mining is finished in each stage. Since multiple phases will be being worked at any one time, the approximate size of the areas to be worked at any one time will range from 25 acres to 120 acres and will depend on market conditions. The Financial Warranty will be increased, as appropriate, to reflect all of the phases being mined at any time.

(e) An approximate timetable to describe the mining operation. The timetable is for the purpose of establishing the relationship between mining and reclamation during the different phases of a mining operation.

The Operator anticipates that mining will commence as soon as all permits are in place. The Operator anticipates extracting approximately 750,000 tons of aggregate in a typical year, up to 1,000,000 tons at peak capacity. Production rate will vary based on market demands.

Timetable for Mining and Reclamation

TIMETABLE

- *Phase 1 (Freshwater and Siltation Ponds) – 2.3 years*
- *Phase 2 (Cell 1) – 4 years*
- *Phase 3 (Cell 2) – 6.9 years*
- *Phase 4 (Cell 3) - 13.2 years*
- *Phase 5 (Cell 4) – 10.6 years*

Total Project – 37 years

(f) Use Mining Plan Map in conjunction with narrative to present:

(i.) Nature, depth and thickness of the deposit and thickness and type of overburden to be removed

The deposit consists mainly of sand and gravel with some lenticular clay deposits. The depth to bedrock ranges from 13 feet deep near the river to 58 feet deep to the east side of the site. Overburden is mainly sandy silt grading in to silty sand averaging approximately four feet in depth.

(ii.) Nature of the stratum immediately beneath the material to be mined in sedimentary deposits

Bedrock consists mostly of soft bluish-grey claystone consistent with the Denver Formation.

(g) Identify the primary and secondary commodities to be mined/extracted and describe the intended use.

The primary commodities are sand, gravel and fill; intended for construction materials.

(h) Name and describe the intended use of all expected incidental products to be mined/extracted by the proposed operation.

Gold may be extracted as an adjunct component of any wash equipment installed at the site.

(i) Specify if explosives will be used in conjunction with the mining (or reclamation)

No explosive material will be used on-site.

(j) Specify the dimensions of any existing or proposed roads that will be used for the mining operation. Describe any improvements necessary on existing roads and the specifications to be used in the construction of new roads. New or improved roads must be included as part of the affected lands and permitted acreage. Affected land shall not include off-site roads which existed prior to the date on which notice was given or permit application was made to the office and which were constructed for purposes unrelated to the proposed mining operation and which will not be substantially upgrades to support the mining operation. Describe any assocated drainage and runoff conveyance structures to include sufficient information to evaluate structure sizing.

The affected land and permitted acreage is inclusive of over one and one-half miles of land directly abutting public roadways; there is no need for any additional driveways, and on-site haul roads will be incidental to mining areas depicted on the Mining Plan Map. No roadways are affected by the mining operation other than access roads within the permit boundary and existing public roads to the site. The Operator will apply for a Weld County Access Permit for the site.