GEOLOGICAL AND GEOCHEMICAL ASSESSMENT REPORT

for the

CARLIN GOLD CORPORATION - CONSTANTINE METAL RESOURCES LTD. JOINT-VENTURE (CCJV) PROJECT

on the

X PROPERTY: X-CLAIM GROUP HM 02911

X 53-56	YD118663-YD118666	owned by Carlin Gold Corporation
X 83-92	YD118693-YD118702	owned by Carlin Gold Corporation
X 93-162	YD121803-YD121872	owned by Carlin Gold Corporation
X 163-180	YD72429-YD72446	owned by Carlin Gold Corporation
X 205-254	YD121915-YD121964	owned by Carlin Gold Corporation
X 275-324	YD121985-YD122034	owned by Carlin Gold Corporation
X 329-454	YD122039-YD122164	owned by Carlin Gold Corporation
X 455-642	YE27315-YE27502	owned by Carlin Gold Corporation
X 643–682	YE 34487–YE 34526	owned by Carlin Gold Corporation

where work was performed in

August 2012

in the

Mayo Mining District, Yukon
NTS Sheet 105O/05, 105O/06
centered at

UTM NAD 83 Zone 9, 376270E 7028450N

March 14, 2013

Prepared by:

Darwin Green
Aisyah Abdkahar

SUMMARY

In summer 2011, an initial stage of reconnaissance geochemical sampling was completed using predominantly contour soil and silt traversing. The survey included collection of 1601 soils, 138 silts, and 76 rock chip samples. The geochemistry of this initial phase of work has outlined several promising areas. The most prominent target defined to date is an east-west trending + 20 ppb gold-in-soil zone measuring 3 km long and 1 km wide. Within the core of this zone, an area measuring over 300 meters long by 300 meters wide contains eight soil samples with greater than 1.0 g/t gold, and a high value of 6.36 g/t gold.

In 2012, a small prospecting survey was conducted to investigate the source of the anomaly. Eleven rock samples were collected. The survey however failed to determine the source of the anomaly. Further work is recommended, and should include trenching, prospecting, geochemical sampling, and geophysical surveys.

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1. INTRODUCTION

1.1 Location and Access

The Property is located in east-central Yukon centered at UTM NAD83 Zone 9 Easting 376270, Northing 7028450 on NTS sheets 105O/05 and 105O/06. The Property is situated 160 km north of the community of Ross River and 60 km northwest of the Mac Pass airstrip on the North Canol road (Fig. 1). The edge of the property is traversed by an old winter road that extends west from the North Canol Road to the Plata airstrip.

1.2 Physiography and Vegetation

The Property is located within the Selwyn Range, immediately north of the Hess River. Although the claims follow the Hess River valley, the Property is generally fairly rugged with a series of steep mountains connected by glacial carved valleys. Elevations range from 800 m along the Hess River to 1960 m along the quartz monzonite peaks. Highest elevations are characterized by rubblecrop, talus, and abundant outcrop along the ridges. Lower elevations are covered by cordilleran boreal spruce and fir forest, with abundant alder growth. This vegetation grades into stunted conifers and buckbrush towards the tree line. Alpine tundra vegetation covers higher elevations.

1.3 Claim Details

The X property consists of 556 contiguous active quartz claims included in grouping HM02911, covering a total area of 120 square kilometres. The claims are listed in Appendix B. These claims form part of a contiguous claim package with the REA property group that was staked at the same time as the X claims. The REA property group consists of several X and REA claims included in grouping HM02913. All the claims are owned by Carlin Gold Corporation and located in the Mayo Mining District, Yukon on NTS Sheet 105O/05 and centered at UTM NAD83 Zone 9 376270E and 7028450N.

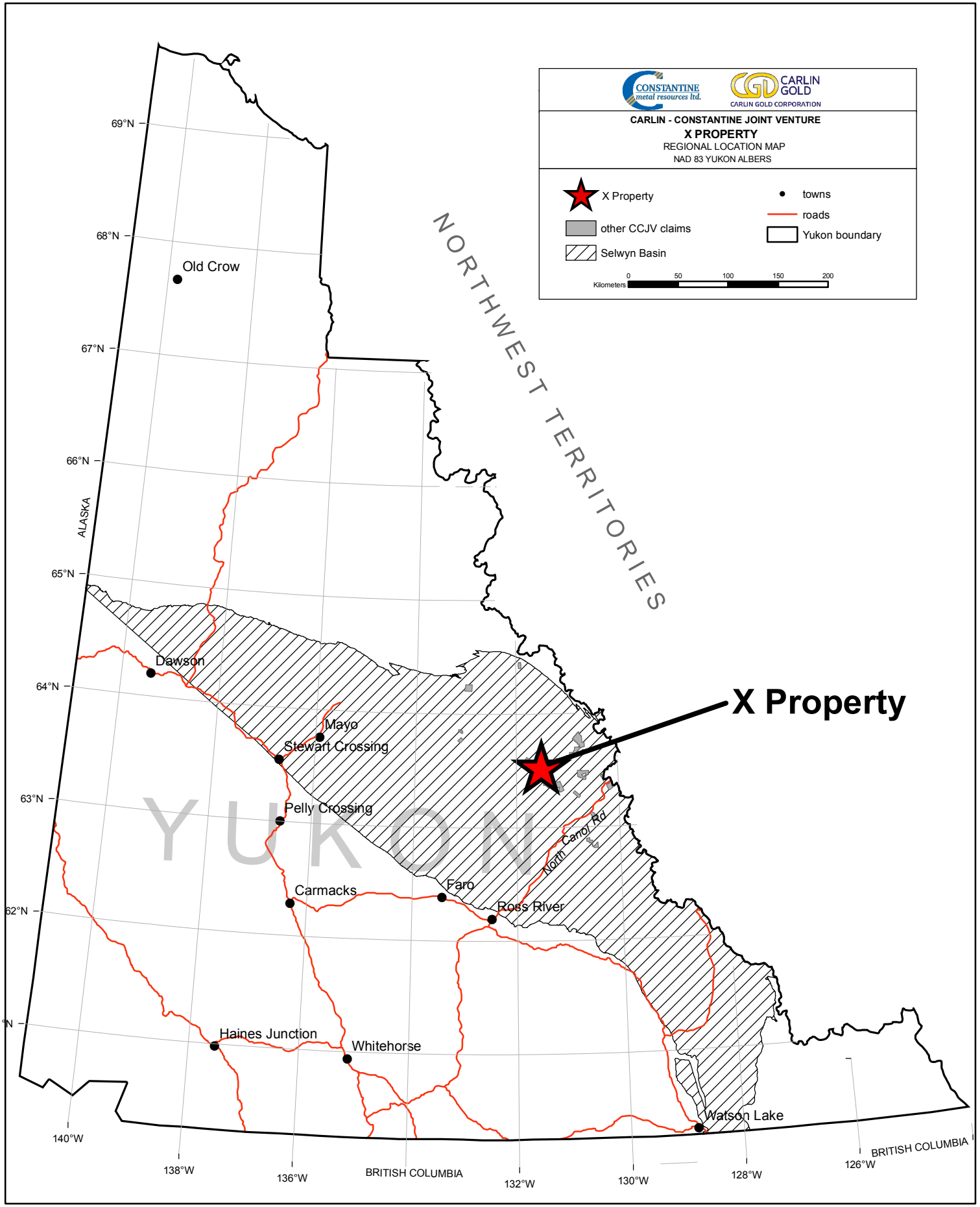


Figure 1. X property regional location map.

1.4 Exploration History

The combined X and REA Properties cover ground that includes two MINFILE occurrences, 105O 6 ("Scot") and 105O 26 ("Dickie"). The Scot MINFILE zinc (silver) occurrence is located in the southeast corner of the Property (claim X-33), and explored for SEDEX-type Pb-Zn-Ag mineralization. A four-hole diamond drilling program was completed in 1972 (Dean ,1973); holes were located on current claims X-65, 66, 67, did not encounter zinc mineralization and did not account for the anomalous geochemistry. The Dickie MINFILE zinc (silver) occurrence is located in the central part of the Property (claim X-408) was the site of limited exploration in the late 1970s. MINFILE occurrence 105O 007, referred to as "Art" in the occurrence summary but currently known as the Cynthia prospect, is located 3.6 km NW of the NW REA claim boundary, 4.1 km NE of the NE X claim boundary. Cecile and Abbott (1989) mapped a quartz vein at approximately UTM 388,200E, 7,023,900N, near the common boundary of X-1,3,21,30. In 2011, the Carlin-Constantine Joint Venture conducted an extensive sampling program and collected 1815 samples including 76 rocks, 138 silts, and 1601 soils. The survey identified a 3 km long and 1 km wide gold target with soil assays returning up to 6.36 g/t gold.

2. GEOLOGICAL SETTING

2.1 Regional Geology

The Property is located in the Selwyn Basin and situated on the northeastern side of the Tintina Trench within the northwestern Omineca Belt. The Selwyn Basin occupies much of central and southeastern Yukon and extends east into the southeast edge of the Northwest Territories. It consists of an offshelf continental margin, containing deep-water shales and clastic wedges (Table 1) bounded by platform carbonates to the northeast. This basinal rock sequence ranges in age from Late Proterozoic though Devonian and has undergone folding and faulting subsequent to deposition. Some of the more prominent regional-scale thrust faults that imbricate rocks of the Selwyn Basin include the Robert Service, Dawson, and Tombstone Thrusts.

The Property is located within the Tintina gold belt which follows an arcuate trend of mid- to late- Cretaceous granitoid intrusions extending from eastern Alaska, across central Yukon to the common Yukon-British Columbia-Northwest Territories border, roughly parallel to the accretionary ancestral North American craton boundary (Soloviev, 2003). These intrusions are referred to as "Tombstone Suite" intrusions, and also referred to in the Yukon as the Selwyn Intrusive Suite. In southeast Yukon the 98-92 Ma Tombstone/Selwyn intrusions were emplaced into folded and faulted stratigraphy of the Selwyn Basin. These granitoids were intruded following a period of terrane collision, crustal thickening and lower greenschist-facies metamorphism. The plutons are related to extensional events with a heterogenous source resulting in varying mineralogy, particularly at the contacts of the various metasedimentary units.

2.2 Property Geology

According to the compiled regional geology map (Gordey & Makepeace, 2003) the Property is underlain by a variety of Paleozoic sedimentary rocks ranging in age from Cambrian through Permian (?). The regional units are described in Table 2, and illustrated in Figure 2. The sedimentary sequence forms a west-northwest trending belt, parallel to the regional trend, with fold axes inferred from map patterns trending parallel to the regional trend. An equidimensional 3.5-4.0 km wide Cretaceous-age quartz monzonite intrusive body penetrates the sedimentary sequence on the north side of the Property. This body is the southeastern of two mid-size intrusions, referred to as the "twin batholiths" in some of the available mineral assessment reports (Fig. 2). The regional compilation map (Gordey & Makepeace, 2003) shows four major fault structures cutting on the Property. These structures are pre-intrusive in age, and are parallel with the west-northwest regional grain. The faults generally mark major unit boundaries (Fig. 2). Cecile & Abbott (1989) mapped the southernmost west-northwest fault as a thrust, with Cambrian sedimentary units of the Gull Lake Formation (?) (south) thrust over lithologies of both the Road River and Earn Groups (north). McHale (1979) described lithologies at the Dickie MINFILE occurrence (105O 26) consisting of interbedded black chert, calcareous shale and limestone adjacent to the thrust fault. The three other faults shown on the regional compilation map are indicated as "normal/reverse".

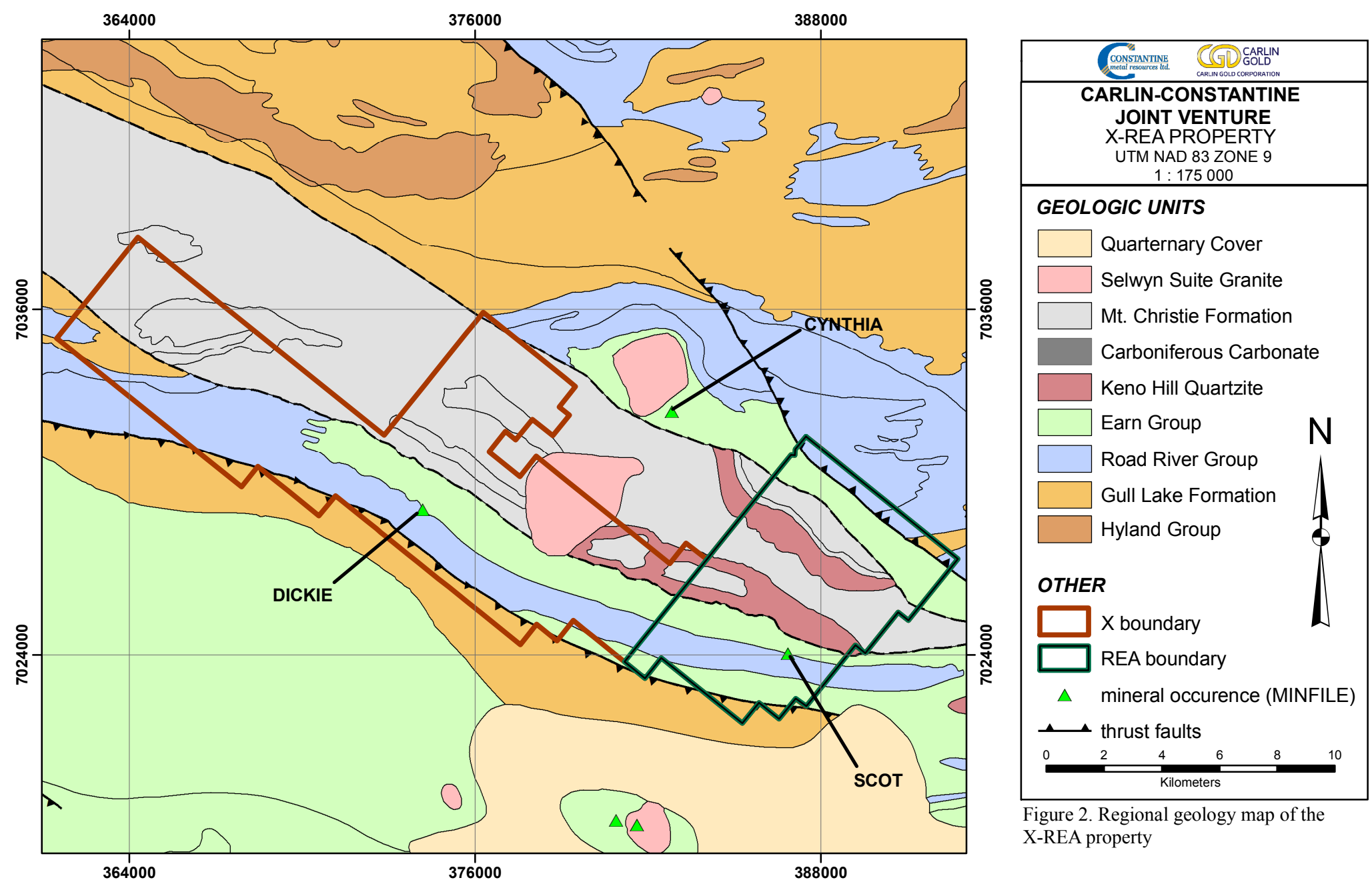


Figure 2. Regional geology map of the X-REA property

Table 1. Regional Geologic Units (Gordey, S.P. and Makepeace, A.J. (*compilers*) 2003)

Unit	Age	Rock Type
Tombstone (Selwyn) Suite	Mid-Cretaceous	Medium to coarse-grained, locally porphyritic biotite ±hornblende clinopyroxene granite, quartz monzonite and granodiorite.
Mount Christie	Carboniferous to Permian	Burrowed, interbedded greenish grey cherty shale and green shale; thin to medium bedded, light grey-green to black chert; black siliceous slate and siltstone; minor quartzite. Limestone and dolostone; locally abundant, large grey barite nodules.
Keno Hill Quartzite	Mississippian	Massive to thin bedded quartz arenite; thin to medium bedded quartz arenite interstratified with black shale or carbonaceous phyllite; local scour surfaces and shale interclasts; locally foliated and lineated
Earn Group	Devonian and Mississippian	Thin bedded, laminated slate with thin to thickly bedded fine to medium grained chert-quartz arenite and wacke; thick members of chert pebble conglomerate; black siliceous siltstone; nodular and bedded barite; rare limestone
Road River Group	Ordovician to Lower Devonian	Rusty dark green to orange buff weathering, pyritic, burrowed, thin to thick bedded, argillite and dolomitic siltstone with members or partings of black shale and chert; minor bright orange dolostone.
Gull Lake	Lower Cambrian	Dominantly fine clastic assemblage with local volcanic units – dark green fragmental mafic meta-volcanic and volcaniclastic rocks; siltstone and argillite.

2.3 Mineralization Potential

The X-REA claims were staked primarily to target areas for sedimentary rock-hosted, Carlin-style gold mineralization hosted in prospective Paleozoic units. The claims were staked following the ATAC Resources' announcement of the discovery of Carlin-style mineralization at the Osiris and Conrad zones located within the Selwyn Basin 90 kilometers north-northwest of the Property. The target concept was to explore for Carlin-style mineralization distal to the Tombstone suite intrusions in receptive host rocks associated with a structural trap.

Several nearby gold occurrences lend support to the area's potential for precious metal mineralization. Gold values up to 16 g/t in rock samples were reported (Soloviev, 2003) at the nearby Cynthia (MINFILE #105O 7) occurrence. This mineralization occurs most strongly within the zone of intersection of two prominent orthogonal structures trending west-northwest and north-northeast, located within a hornfels aureole approximately 1 km outboard east of the northern "twin batholiths" body. Soloviev et al (2002) report that the strongest development of mineralization is within limestone of the Ordovician to Devonian Road River Group. Alteration consists of multistage quartz introduction including pervasive replacement in limestones,

silicification along stockwork fractures, and later chalcedony along fractures and drusy to cockscomb quartz veining. Silicified and argillically-altered quartz-feldspar porphyry dikes are spatially and probably genetically associated with the mineralization. The mineralization in the intersection zone is also accompanied by high arsenic (>10,000 ppm), silver (to 479 ppm), antimony (to 5480 ppm) and bismuth (to 780 ppm). A 1,100 meter, seven hole drill program at the Cynthia prospect by Golden Predator in 2010 included a best intersection of 0.91 g/t gold and 2.24 g/t silver over 10.0 meters.

The Neve/Brick gold prospect (MINFILE 105O 32), 15 kilometers along structural/stratigraphic trend to the southeast of the Property, displays characteristics similar in several respects to a Carlin-style setting. Salient features include the presence of realgar and orpiment, "micron" gold, intermediate dykes and sills, and potentially favourable shale and silty limestone units, cut by fault zones and overlain by broad areas of anomalous soils. Drilling in the 1980's at the Neve/Brick prospect yielded up to 0.50 g/t Au over 65.9 metres, including 1.24 g/t Au over 12.5 metres.

The two MINFILE occurrences located on the Property (MINFILE 105O 6, 105O 26) targeted Sedex-type settings at/near the contact of two prominent regional units, Devonian and Mississippian Earn Group and Lower Ordovician to Lower Devonian Road River Group. This lithologic environment is similar to that at the nearby Ag-Zn-Pb Sedex deposits in the MacMillan Pass area. Although carbonates are not prominent in the area, the prior Sedex exploration programs conducted on the Property referred to "calcareous shale and limestones" (McHale, 1979), "dark grey limestone" and "orange weathering dolostone" (Gish, 1999). The through-going faults and prominent unconformaties shown on the regional geology compilation (Gordy & Makepeace, 2003) are an additional positive indicator for a setting favorable for sedimentary rock-hosted gold mineralization.

The publicly available regional stream geochemistry (RGS data) (see Table 2 and Figure 3) indicates strong gold-mercury-antimony anomalies in several drainages on or directly adjacent to the Property, with six samples in the 95th percentile for gold (≥ 17 ppb), nine samples in the 95th percentile for arsenic (≥ 75 ppm), four samples in the 95th percentile for mercury (≥ 382 ppb), and eleven samples in the 95th percentile for antimony (≥ 8.3 ppm)*.

The 2011 sampling program conducted by the Carlin-Constantine Joint Venture identified an east west trending 3 km long by 1 km wide gold anomaly (+20ppb). The core of the anomaly is 300 meters long by 300 meters wide and includes soil assays from eight samples ranging from 1.0 g/t up to 6.36 g/t gold (Figure 4).

* *percentiles based on RGS population clipped to Selwyn Basin area*

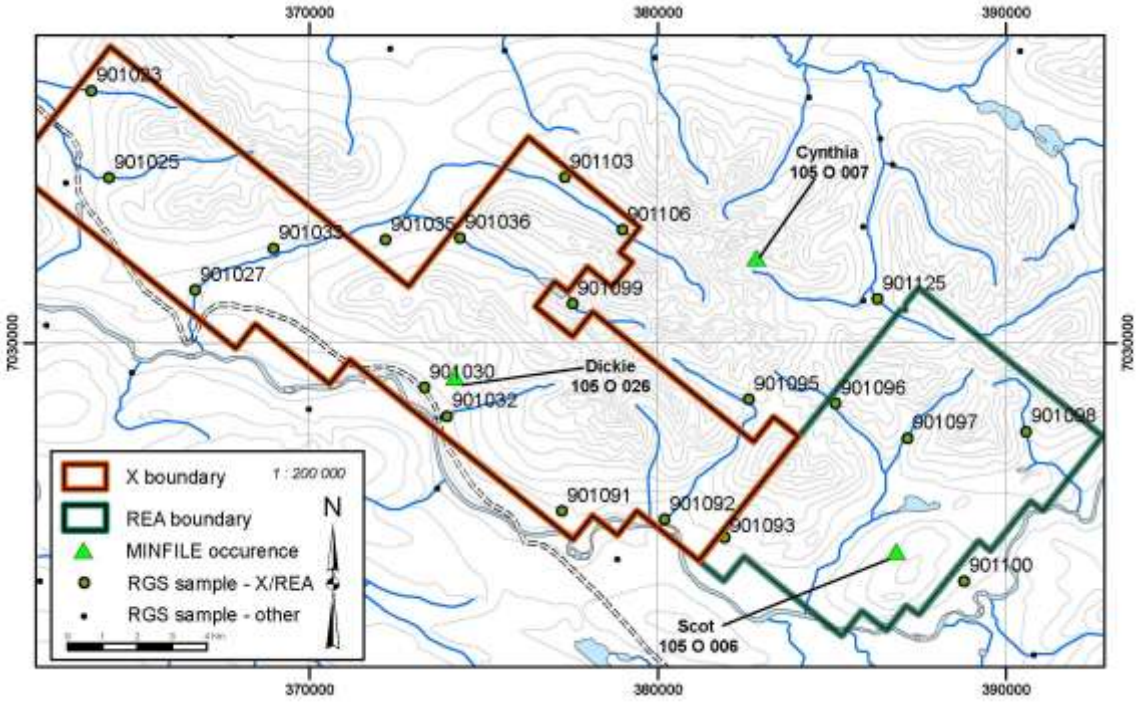


Figure 3. RGS sample locations in the X/REA property.

Table 2. Regional Stream Sediment (silt) geochemistry data for the X and REA properties

SAMPLE NUMBER	SAMPLE ID	Au (ppb)	As (ppm)	Hg (ppm)	Sb (ppm)	Cu (ppm)	Mo (ppm)	Pb (ppm)	Ba (ppm)	U (ppm)	W (ppm)	Zn (ppm)
901023	105O901023	9	24	172	3	55	3	15	3800	3.3	0.5	114
901025	105O901025	15	60	389	7.9	63	9	16	6100	11	4	944
901027	105O901027	16	95	196	7.8	67	8	13	4100	10	7	993
901030	105O901030	11	61	273	15	77	19	18	4700	7.7	4	1645
901032	105O901032	12	84	199	13	83	10	15	3800	14	4	1235
901033	105O901033	8	20	360	3.6	46	2	10	2800	8.1	0.5	291
901035	105O901035	15	28	300	6.3	79	3	11	3900	5	3	713
901036	105O901036	14	120	110	9.3	62	3	14	3200	5.6	5	281
901091	105O901091	15	110	178	12	68	10	14	3700	11	4	906
901092	105O901092	20	250	104	12	85	9	14	3900	11	14	797
901093	105O901093	11	42	311	7	45	12	16	7000	4.7	0.5	1290
901095	105O901095	45	530	47	11	56	5	25	970	23	22	150
901096	105O901096	14	60	47	7.9	77	3	27	2500	4.5	0.5	346
901097	105O901097	30	86	1059	12	83	10	17	11000	8.4	0.5	468
901098	105O901098	16	60	1008	13	88	20	15	5100	13	0.5	974
901099	105O901099	53	680	37	11	49	3	21	1000	12	32	127
901100	105O901100	1	11	151	5.8	34	7	10	2000	6.3	0.5	7990
901103	105O901103	20	46	234	9.6	92	10	18	2900	17	1	992
901106	105O901106	47	330	70	16	92	9	21	2300	15	6	535
901125	105O901125	13	63	1597	12	122	21	12	10000	12	1	1875

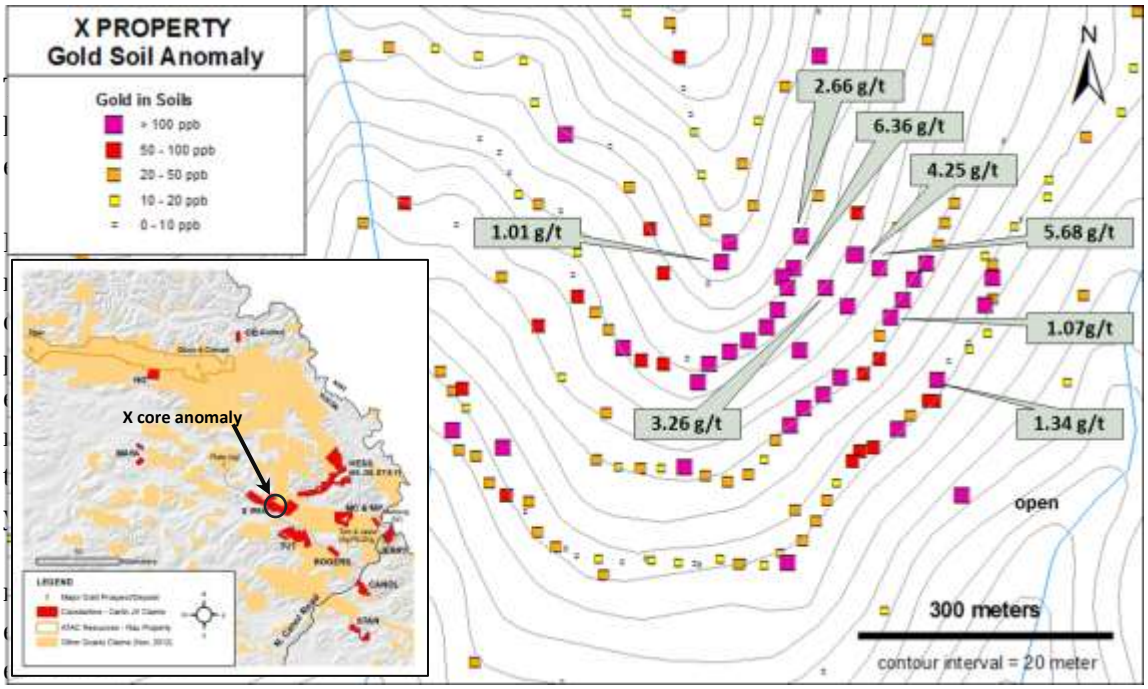


Figure 4. Core anomaly on the X property from previous soil sampling in 2011.

Its several diagnostic criteria which are characteristic of Carlin-type deposits in Nevada, including the following: 1. ancient continental margin setting, 2. prominent regional scale thrust faults, 3. favourable carbonate-bearing host rock stratigraphy, 4. key pathfinder elements in regional stream sediments, 5. presence of regional-scale antiforms that may present structural traps for gold, and 6. proximity to documented occurrences of low-temperature arsenic minerals (realgar and orpiment).

3. WORK PROGRAM

3.1 Sampling Program

A total of 11 rock samples were collected on the Property. Sample locations are shown in Figure 5. The rock samples were shipped to the AcmeLabs sample preparation facility in Whitehorse, Yukon, for sample preparation and subsequent analysis at AcmeLabs in Vancouver, B.C.

3.2 Assay Procedure

The rock samples were shipped to the AcmeLabs sample preparation facility in Whitehorse. The rock sample is crushed to 10 mesh, from which a 250 g sample split was produced. The split was pulverized to 200 mesh for analysis. The prepared sample was then shipped to AcmeLabs in Vancouver for analysis. A 0.5 gram subsample was subjected to Aqua Regia digestion and 36 element ICP-MS analysis (AcmeLabs code "1XD1"). A separate 30 gram subsample was analyzed by standard fire assay preparation with Atomic Absorption finish.

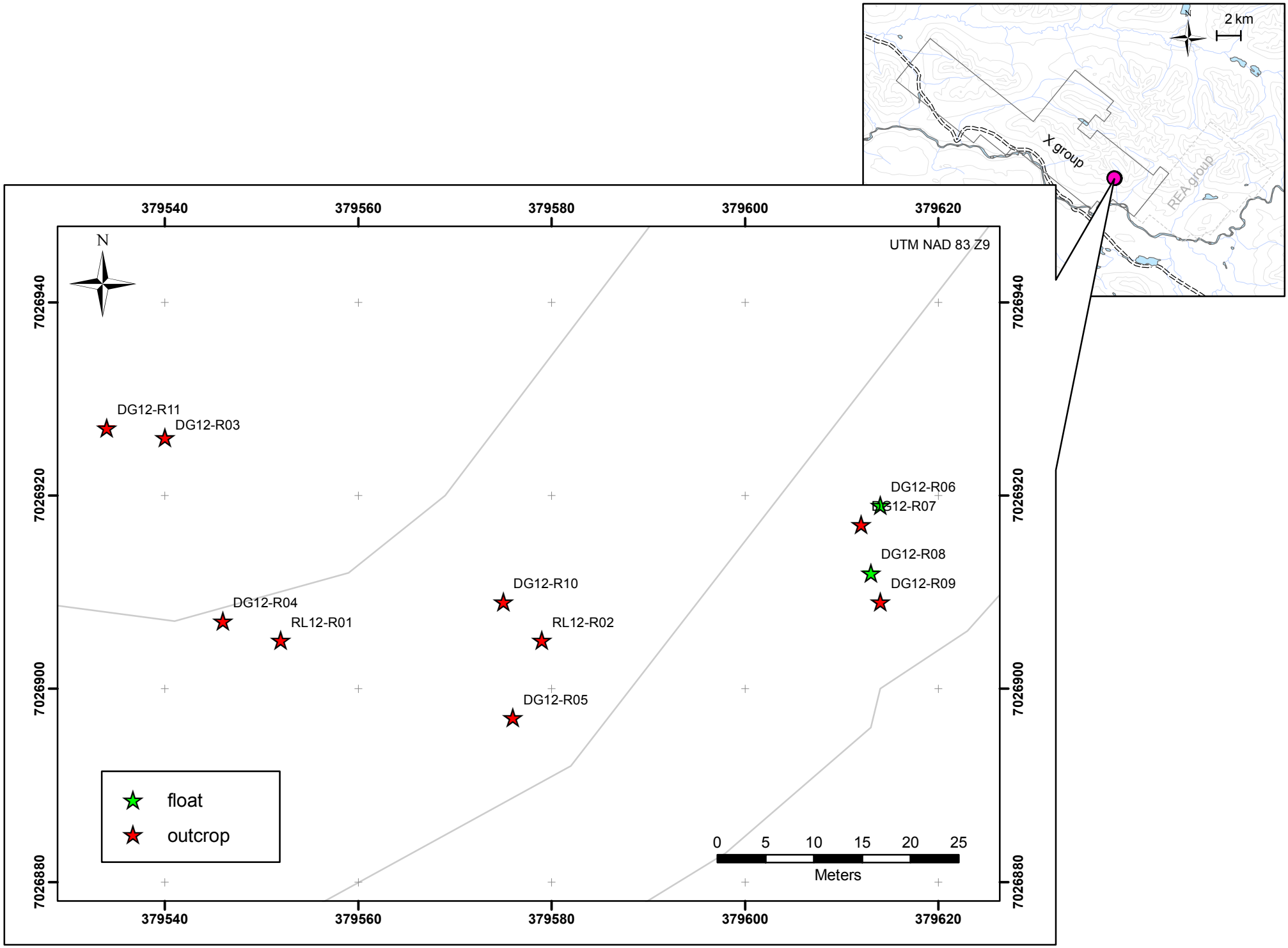


Figure 5. Sample locations for rocks collected on the X property.

3.4 Personnel

The following personnel did all of the applicable work for assessment:

Geologists:

D. Green
R. Laidlaw
A. Abdkahar

3.5 Expenditures

Table 3. Table of expenditures for the X Property Group

Statement of Expenditures - X-Property

August 2012 Reconnaissance Field Program – Prospecting and rock sampling

LABOUR	**UNIT**	**RATE**	**TOTAL**
Geologist/Manager (D. Green)	1.5	600	900
Geologist	1.5	400	600
Geologist/Dbase Manager	1	350	350
Subtotal			**1,850**
GEOCHEMISTRY			
Assay cost (Acme Analytical)			380
Subtotal			**380**
CAMP COSTS			
Hotel and meals	4	225	900
Field Supplies			35
Subtotal			**935**
FIELD TRANSPORTATION			
Helicopter + Fuel (Kluane Helicopters)			7,940
Subtotal			**7,940**
REPORT WRITING			1,500
TOTAL			**12,605**

4. RESULTS AND DISCUSSION

Results from the assays of the geological survey are presented in Table 4 and rock descriptions are provided in Appendix D. The distribution of the samples collected are shown in Figure 6, depicted together with the samples collected from previous sampling in 2011. Assays from the survey do not explain the source of the high grade gold in soil anomaly. Only weakly anomalous gold values were returned from the rock samples, with a high of 91 ppb gold.

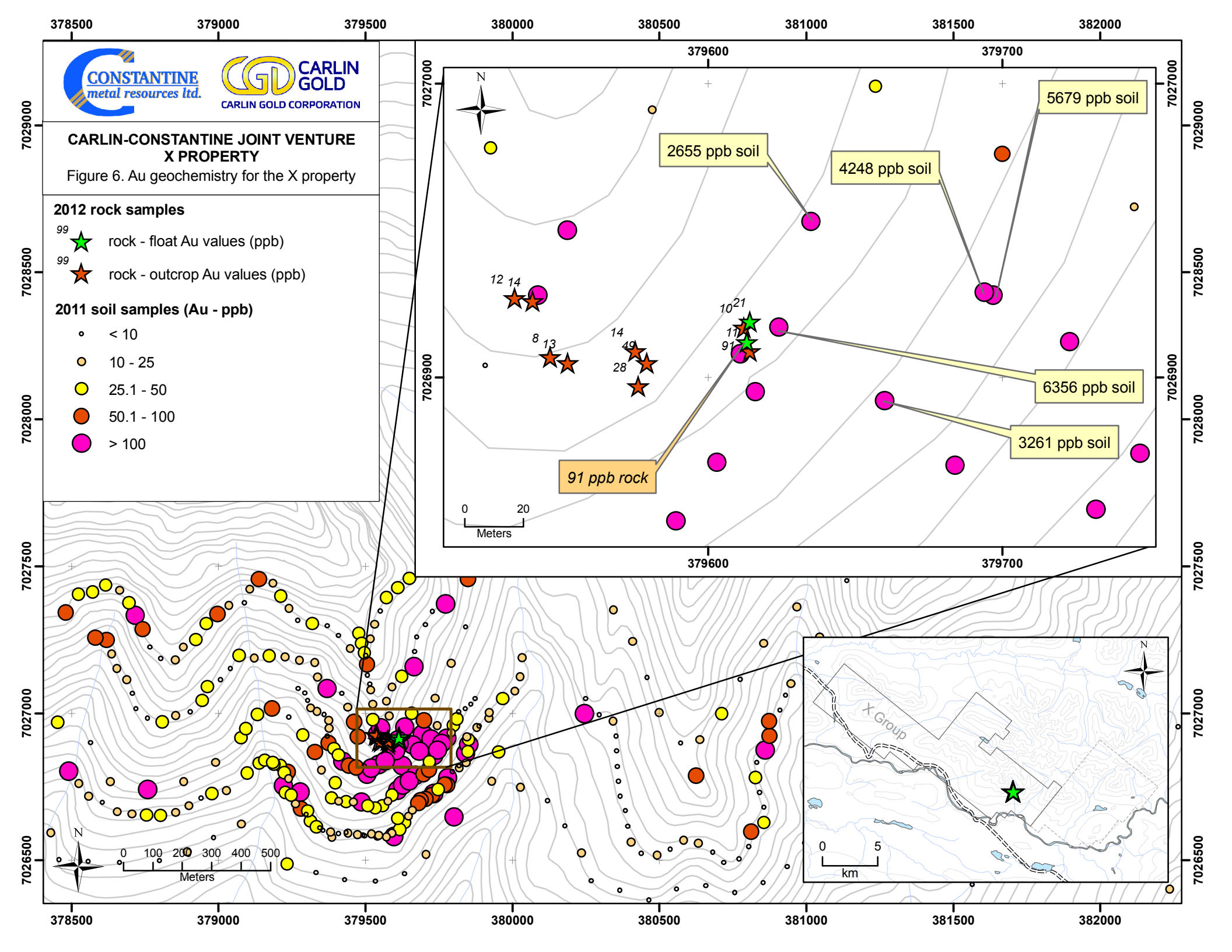
Table 4. Assay results from rocks collected on the X property.

SAMPLE	Au (ppb)	Ag (ppm)	As (ppm)	Bi (ppm)	Cu (ppm)	Hg (ppm)	Ni (ppm)	Pb (ppm)	Sb (ppm)	Tl (ppm)	Zn (ppm)
DG12-R03	14	0.5	420.1	0.1	14.9	0.01	1.9	12.4	4.2	0.1	22
DG12-R04	8	1	1072.9	0.4	45.6	0.03	18	342.3	84.6	0.1	120
DG12-R05	28	0.5	87.9	0.7	204.3	0.06	95.4	20	1.6	0.1	390
DG12-R06	21	0.8	338.9	0.1	68.4	0.01	2	41	12.2	0.1	25
DG12-R07	10	0.1	29	0.1	12.2	0.01	18.8	1.3	9.4	0.5	25
DG12-R08	91	1.7	242.6	0.6	169.7	0.02	18.4	19.1	4.6	0.1	171
DG12-R09	11	0.3	91.7	0.2	36.8	0.03	12.9	8.1	4.5	0.4	72
DG12-R10	14	4.4	7.3	0.7	64.2	0.17	50.7	28.5	5.5	0.1	1459
DG12-R11	12	0.8	281.1	0.1	25.9	0.01	1.9	13.7	10.6	0.1	14
RL12-R01	13	0.4	7159.9	0.1	40.5	0.01	15.2	14.4	2.6	0.2	112
RL12-R02	49	2.4	334.2	1.4	638.4	0.23	18.5	40.6	55.8	0.2	180

Prospecting within the area identified predominantly shaley mudstone lithologies, within a sedimentary sequence that dips moderately to steeply to the southwest. Bleaching, veining and orange stained iron oxide alteration of the mudstones was locally observed in float and over narrow sections (1m or less) in outcrop; however, there were no obvious signs of a large scale alteration system consistent with the size and tenor of the defined soil anomaly – with the caveat that only the southwest edge of the zone of >1 g/t gold in soils was covered by prospecting.

A quartz porphyry felsic dyke up to 3 meters in width cuts across the ridge near to the western edge of the > 1 g/t gold cluster of soil samples, and a few meters downslope of a ridgeline soil sample that assayed 1006.8 ppb gold. The dyke dips 85 degrees to the north-northeast and follows an azimuth of 295 degrees, tracking south and somewhat away from the core of the >1 g/t gold soils. The dyke is variably quartz veined, with veins containing iron oxides after weathered sulphide. At least one splay of the dyke was noted in the area. Samples of quartz veined quartz porphyry rhyolite dyke material (samples DG12-R03, DG12-R04 and TL12-R01) contained significant arsenic, ranging from 420.1 ppm to 7159.9 ppm; however, contained negligible gold, ranging from just 8 ppb to 14 ppb. Based on these data the dyke may represent a source to some of the arsenic identified in soils, but it appears unlikely that dykes represent a source to the gold in soils.

Other rock samples collected within the area included variably veined and or bleached and altered mudstones. An altered and veined mudstone float sample yielded 91 ppb gold (242 ppm arsenic) the highest gold value of the rocks samples. This sample of weak gold mineralization is within close proximity to the 6.36 g/t gold in soils sample, and may reflect proximity to a higher grade bedrock source.


CONSTANTINE metal resources ltd.
CARLIN GOLD
CARLIN GOLD CORPORATION
CARLIN-CONSTANTINE JOINT VENTURE
X PROPERTY
Figure 6. Au geochemistry for the X property
2012 rock samples
rock - float Au values (ppb)
rock - outcrop Au values (ppb)
2011 soil samples (Au - ppb)
< 10
10 - 25
25.1 - 50
50.1 - 100
> 100
2655 ppb soil
4248 ppb soil
5679 ppb soil
6356 ppb soil
3261 ppb soil
91 ppb rock
Meters
km
X Group
N
378500
379000
379500
380000
380500
381000
381500
382000
379600
379700
7029000
7028500
7028000
7027500
7027000
7026900
7026500

5. CONCLUSION AND RECOMMENDATIONS

Geologic survey work conducted in 2012, including prospecting and rock sampling , has not found the source of the strong gold in soil values generated from the 2011 geochemical survey, and it is assumed that the source is masked by scree and talus cover. The ridgeline above the core of 2011 soil anomaly (area with > 1 g/t in gold in soils) consists of better than 50% outcrop, whereas slopes below the ridge are predominantly scree covered with <25% outcrop. A talus and scree covered break in slope cross cuts the ridgeline along the western projection of the cluster of >1 g/t gold in soils and in the immediate vicinity of the 1006.8 g/t soil sample. It is possible that talus and scree cover masks a recessive weathering, mineralized structure in this area.

A trenching program is recommended to expose bedrock and locate the source of the soil anomaly. Additional prospecting, geochemical sampling, and geophysical survey work is also recommended.

6. REFERENCES

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APPENDIX A

STATEMENT OF QUALIFICATIONS

STATEMENT OF QUALIFICATIONS

I, Darwin Green, P.Geo., do hereby certify that:

1. I am currently Vice President of Exploration for Constantine Metal Resources Ltd. with an office at:

   320-800 West Pender Street,
   Vancouver, British Columbia, Canada
   V6C 2V6.

2. I graduated with a degree in Geological Sciences (B.Sc.) from the University of British Columbia in 1995. In addition, I was granted a M.Sc. degree in geology from Carleton University at Ottawa in 2001.

3. I directly supervised The Carlin-Constantine Joint Venture exploration programs at the X property in 2012 and I am the principal author of this report.

4. I have worked as a geologist or been engaged in geological studies more or less continuously for the past 18 years. My work experience has been in exploration for gold and base metal mineralization in North America, South America and Central America for both major and junior mining companies.

Dated this 14th Day of March, 2013.

Signature of Qualified Person

"Darwin Green"
Print name of Qualified Person

APPENDIX B

CLAIM DETAILS FOR THE X PROPERTY

GRANT NUMBER	CLAIM NAME	RECORDED DATE	EXPIRY DATE	GROUP NUMBER
YD118663	X 53	14/12/2010	14/12/2013	HM02911
YD118664	X 54	14/12/2010	14/12/2013	HM02911
YD118665	X 55	14/12/2010	14/12/2013	HM02911
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YD118698	X 88	14/12/2010	14/12/2016	HM02911
YD118699	X 89	14/12/2010	14/12/2016	HM02911
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YD121849	X 139	14/12/2010	14/12/2013	HM02911
YD121850	X 140	14/12/2010	14/12/2013	HM02911

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YD121852	X 142	14/12/2010	14/12/2013	HM02911
YD72427	X 143	14/12/2010	14/12/2013	HM02911
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YD121933	X 223	14/12/2010	14/12/2013	HM02911
YD121934	X 224	14/12/2010	14/12/2013	HM02911
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YD121963	X 253	14/12/2010	14/12/2013	HM02911
YD121964	X 254	14/12/2010	14/12/2013	HM02911
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YD121986	X 276	14/12/2010	14/12/2016	HM02911
YD121987	X 277	14/12/2010	14/12/2016	HM02911
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YD122012	X 302	14/12/2010	14/12/2016	HM02911
YD122013	X 303	14/12/2010	14/12/2016	HM02911
YD122014	X 304	14/12/2010	14/12/2016	HM02911
YD122015	X 305	14/12/2010	14/12/2016	HM02911
YD122016	X 306	14/12/2010	14/12/2016	HM02911
YD122017	X 307	14/12/2010	14/12/2016	HM02911
YD122018	X 308	14/12/2010	14/12/2016	HM02911

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YD122034	X 324	14/12/2010	14/12/2013	HM02911
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YD122041	X 331	14/12/2010	14/12/2013	HM02911
YD122042	X 332	14/12/2010	14/12/2013	HM02911
YD122043	X 333	14/12/2010	14/12/2013	HM02911
YD122044	X 334	14/12/2010	14/12/2013	HM02911
YD122045	X 335	14/12/2010	14/12/2013	HM02911
YD122046	X 336	14/12/2010	14/12/2013	HM02911
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YD122051	X 341	14/12/2010	14/12/2016	HM02911
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YD122079	X 369	14/12/2010	14/12/2016	HM02911
YD122080	X 370	14/12/2010	14/12/2016	HM02911
YD122081	X 371	14/12/2010	14/12/2016	HM02911
YD122082	X 372	14/12/2010	14/12/2016	HM02911
YD122083	X 373	14/12/2010	14/12/2016	HM02911
YD122084	X 374	14/12/2010	14/12/2016	HM02911

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YD122087	X 377	14/12/2010	14/12/2016	HM02911
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YD122112	X 402	14/12/2010	14/12/2016	HM02911
YD122113	X 403	14/12/2010	14/12/2013	HM02911
YD122114	X 404	14/12/2010	14/12/2016	HM02911
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YD122122	X 412	14/12/2010	14/12/2016	HM02911
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YD122144	X 434	14/12/2010	14/12/2013	HM02911
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YD122149	X 439	14/12/2010	14/12/2013	HM02911
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APPENDIX C

ROCK DESCRIPTIONS

SAMPLE	SUBTYPE	EASTING	NORTHING	ROCK DESCRIPTION
DG12-R03	OUTCROP	379540	7026926	QP dyke from rubbly intermittent exposure of dyke a few meters downslope of +1 g/t soil sample on ridge. The upper of two dykes observed - cannot track down off east side of ridge and is potentially truncated by fault? Negligible veining in this sample
DG12-R04	OUTCROP	379546	7026907	Approximate 3 meter wide QP dyke located downslope a few tens of meters from dyke sampled at DG12-R03. This dyke can be traced down off east side of ridge trending 290/85. Moderate 1-3 cm scale, locally open space quartz veins, with minor fe-ox after sulphide.
DG12-R05	OUTCROP	379576	7026897	Leached punky <0.5m wide seam cross-cutting shale/mudstone roughly 4 m north of a QP dyke contact
DG12-R06	FLOAT	379614	7026919	Composite sample of 2 or 3 quartz vein boulders within area of dominantly bouldery shale/mudstone rubble. Fe-Ox and casts after leached sulphide (est. 5% sulphides originally)
DG12-R07	SUBCROP	379612	7026917	Sample of med to dark gray mudstone - representative sample of dominant country rock in area. Minor secondary yellow and pale green (?) precipitate .... possible Arsenic??
DG12-R08	FLOAT	379613	7026912	bleached, leached and veined mudstone float boulders
DG12-R09	SUBCROP	379614	7026909	med to dark gray shaley mudstone. Representative of country rock
DG12-R10	OUTCROP	379575	7026909	Bleached/leached orange, somewhat punky altered mudstone (?) Appears to follow a somewhat cross-cutting structure. Structure obscured by scree from above - minimum width of 0.5m but could be 2 to 3 meters.
DG12-R11	OUTCROP	379534	7026927	Sample of quartz veined shale/mudstone adjacent to prominent break in slope/structure (?) and the +1g/t gold in soil sample. Veins from 1 to +5 cm in width. Sample is ~ 50% vein 50% wallrock
RL12-R01	OUTCROP	379552	7026905	Rock chip comp over 0.4×0.4m outcrop area of felsic qtz eye ppy, within ~0.3m of ctct with black shale. Includes planar white quartz vein has trace disseminated fine grained euhedral lim/pyrite. Planar fractures within intrusion trend 005°/85W to 2-3cm wide, with ~0.5% clots lim/pyrite to 5mm within vein; groundmass
RL12-R02	SUBCROP	379579	7026905	On 310°trending spur in blocky black fine grained spotted slate. Composite grab from abundant float concentration of bright orange, earthy sub-gossanous Fe-ox (intensely argillized Fe-stained siltstone?)Locally vuggy, with dark mrn-brown crusty Fe-ox coatings; trace pale green stain scorodite?

APPENDIX D

ASSAY CERTIFICATES

Acme Analytical Laboratories (Vancouver) Ltd.
1020 Cordova St. East Vancouver BC V6A 4A3 Canada

www.acmelab.com

Client: **Carlin Gold Corporation**
320 - 800 West Pender Street
Vancouver BC V6C 2V6 Canada

Submitted By: Darwin Green
Receiving Lab: Canada-Whitehorse
Received: August 13, 2012
Report Date: August 30, 2012
Page: 1 of 2

CERTIFICATE OF ANALYSIS WHI12000663.1

CLIENT JOB INFORMATION

Project: OB
Shipment ID:
P.O. Number
Number of Samples: 16

SAMPLE DISPOSAL

RTRN-PLP Return
DISP-RJT Dispose of Reject After 90 days

Acme does not accept responsibility for samples left at the laboratory after 90 days without prior written instructions for sample storage or return.

SAMPLE PREPARATION AND ANALYTICAL PROCEDURES

Method Code	Number of Samples	Code Description	Test Wgt (g)	Report Status	Lab
R200-500	16	Crush, split and pulverize 500 g rock to 200 mesh			VAN
3B	16	Fire assay fusion Au by ICP-ES	30	Completed	VAN
1DX	16	1:1:1 Aqua Regia digestion ICP-MS analysis	0.5	Completed	VAN

ADDITIONAL COMMENTS

Invoice To: Carlin Gold Corporation
320 - 800 West Pender Street
Vancouver BC V6C 2V6
Canada

CC:

BRITISH COLUMBIA CERTIFIED ASSAYER
CLARENCE LEONG
GENERAL MANAGER

This report supersedes all previous preliminary and final reports with this file number dated prior to the date on this certificate. Signature indicates final approval; preliminary reports are unsigned and should be used for reference only.
All results are considered the confidential property of the client. Acme assumes the liabilities for actual cost of analysis only. Results apply to samples as submitted.
"*" asterisk indicates that an analytical result could not be provided due to unusually high levels of interference from other elements.

Acme Analytical Laboratories (Vancouver) Ltd.
1020 Cordova St. East Vancouver BC V6A 4A3 Canada
Phone (604) 253-3158 Fax (604) 253-1716
www.acmelab.com

Client: **Carlin Gold Corporation**
320 - 800 West Pender Street
Vancouver BC V6C 2V6 Canada

Project: OB
Report Date: August 30, 2012

CERTIFICATE OF ANALYSIS WHI12000663.1

	Method	WGHT	3B	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX
	Analyte	Wgt	Au	Mo	Cu	Pb	Zn	Ag	Ni	Co	Mn	Fe	As	Au	Th	Sr	Cd	Sb	Bi	V	Ca
	Unit	kg	ppb	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppm	%	ppm	ppb	ppm	ppm	ppm	ppm	ppm	ppm	%
	MDL	0.01	2	0.1	0.1	0.1	1	0.1	0.1	0.1	1	0.01	0.5	0.5	0.1	1	0.1	0.1	0.1	2	0.01
DG12R00	Rock	0.34	4	<0.1	6.0	3.2	29	<0.1	11.6	5.7	19	1.01	407.6	4.1	7.2	6	<0.1	4.4	0.1	2	0.05
DG12R01	Rock	0.99	3	0.1	1.3	2.1	85	<0.1	4.2	4.7	675	2.37	5.1	1.6	0.6	25	<0.1	0.2	<0.1	<2	2.93
DG12R02	Rock	1.42	8	0.6	147.5	33.1	423	<0.1	63.2	16.1	127	10.43	46.1	5.3	17.0	6	2.4	2.6	<0.1	14	0.11
DG12R03	Rock	2.47	14	0.6	14.9	12.4	22	0.5	1.9	0.3	30	2.30	420.1	10.9	7.2	32	0.2	4.2	0.1	5	0.01
DG12R04	Rock	2.07	8	0.3	45.6	342.3	120	1.0	18.0	2.8	92	1.35	1073	7.5	6.6	24	1.5	84.6	0.4	<2	0.02
DG12R05	Rock	1.33	28	1.1	204.3	20.0	390	0.5	95.4	6.4	759	15.75	87.9	14.4	3.5	33	0.5	1.6	0.7	45	0.01
DG12R06	Rock	1.87	21	0.5	68.4	41.0	25	0.8	2.0	0.3	68	2.50	338.9	15.4	1.8	21	0.5	12.2	0.1	23	0.01
DG12R07	Rock	1.51	10	2.2	12.2	1.3	25	<0.1	18.8	1.1	204	1.71	29.0	<0.5	8.9	11	<0.1	9.4	<0.1	35	0.13
DG12R08	Rock	1.76	91	1.0	169.7	19.1	171	1.7	18.4	4.7	157	7.71	242.6	58.2	7.0	115	1.3	4.6	0.6	63	0.07
DG12R09	Rock	1.45	11	3.2	36.8	8.1	72	0.3	12.9	3.4	214	1.68	91.7	2.7	9.5	7	0.7	4.5	0.2	41	0.05
DG12R10	Rock	0.99	14	1.5	64.2	28.5	1459	4.4	50.7	6.8	331	11.03	7.3	12.5	8.0	107	4.9	5.5	0.7	38	0.35
DG12R11	Rock	1.93	12	2.3	25.9	13.7	14	0.8	1.9	0.3	38	1.58	281.1	4.7	6.4	12	0.3	10.6	<0.1	13	<0.01
DG12R12	Rock	0.71	116	0.6	18.3	26.1	38	0.7	5.1	10.3	223	3.44	509.3	601.6	14.9	50	<0.1	11.0	1.4	42	1.10
DG12R13	Rock	0.85	22	0.7	8.1	13.4	16	0.3	2.5	7.1	187	3.11	130.5	33.1	14.3	55	<0.1	4.5	0.8	41	1.04
RL12-01	Rock	1.84	13	0.5	40.5	14.4	112	0.4	15.2	2.2	105	1.97	7160	10.5	8.0	46	7.6	2.6	<0.1	<2	0.03
RL12-02	Rock	1.08	49	2.4	638.4	40.6	180	2.4	18.5	1.5	91	17.73	334.2	31.7	17.5	113	1.1	55.8	1.4	276	0.02

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Project: OB
Report Date: August 30, 2012

CERTIFICATE OF ANALYSIS WHI12000663.1

	Method	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX
	Analyte	P	La	Cr	Mg	Ba	Ti	B	Al	Na	K	W	Hg	Tl	S	Sc	Se	Ga	Te
	Unit	%	ppm	ppm	%	ppm	%	ppm	%	%	%	ppm	ppm	ppm	%	ppm	ppm	ppm	ppm
	MDL	0.001	1	1	0.01	1	0.001	20	0.01	0.001	0.01	0.1	0.01	0.1	0.05	0.1	0.5	1	0.2
DG12R00	Rock	0.015	32	3	0.04	37	0.001	<20	0.32	0.006	0.26	<0.1	0.04	0.4	<0.05	0.6	<0.5	<1	<0.2
DG12R01	Rock	0.033	2	3	1.35	14	<0.001	<20	0.04	0.003	0.03	<0.1	<0.01	<0.1	<0.05	0.9	<0.5	<1	<0.2
DG12R02	Rock	0.049	6	62	0.07	33	<0.001	<20	1.21	<0.001	0.10	<0.1	0.18	0.3	<0.05	9.8	2.9	5	<0.2
DG12R03	Rock	0.036	9	4	0.01	402	0.009	<20	0.31	0.018	0.27	0.2	<0.01	0.1	0.21	0.8	7.5	1	<0.2
DG12R04	Rock	0.021	10	2	0.02	156	<0.001	<20	0.42	0.015	0.21	0.1	0.03	<0.1	0.07	0.8	4.7	<1	0.4
DG12R05	Rock	0.070	6	16	0.29	115	0.025	<20	0.84	<0.001	0.10	<0.1	0.06	0.1	0.12	3.3	65.3	5	0.3
DG12R06	Rock	0.036	5	15	0.23	33	0.032	<20	0.30	<0.001	0.03	<0.1	<0.01	<0.1	<0.05	1.4	13.9	2	<0.2
DG12R07	Rock	0.069	10	26	0.35	383	0.096	<20	1.14	0.001	0.49	0.2	<0.01	0.5	<0.05	1.2	<0.5	3	<0.2
DG12R08	Rock	0.081	16	26	0.65	159	0.115	<20	1.49	<0.001	0.12	<0.1	0.02	0.1	0.12	3.4	21.5	6	<0.2
DG12R09	Rock	0.051	9	27	0.43	326	0.153	<20	1.07	0.001	0.31	<0.1	0.03	0.4	0.07	2.7	3.0	3	<0.2
DG12R10	Rock	0.090	13	15	0.27	151	0.251	<20	0.98	<0.001	0.03	<0.1	0.17	<0.1	0.07	2.0	42.0	6	<0.2
DG12R11	Rock	0.029	9	9	0.04	193	0.004	<20	0.24	0.002	0.14	0.3	0.01	0.1	<0.05	1.5	4.5	1	<0.2
DG12R12	Rock	0.064	10	12	0.98	36	0.106	<20	2.12	0.169	0.10	0.3	0.05	<0.1	1.37	4.7	8.1	7	<0.2
DG12R13	Rock	0.063	9	10	0.92	32	0.110	<20	2.13	0.179	0.08	0.2	<0.01	<0.1	0.74	5.1	7.8	7	<0.2
RL12-01	Rock	0.022	10	3	0.01	377	<0.001	<20	0.43	0.009	0.24	0.5	<0.01	0.2	0.15	1.4	8.5	<1	2.0
RL12-02	Rock	0.276	19	80	0.35	216	0.047	<20	2.06	<0.001	0.06	<0.1	0.23	0.2	0.19	8.8	87.6	18	0.5

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Project: OB
Report Date: August 30, 2012

QUALITY CONTROL REPORT WHI12000663.1

	Method	WGHT	3B	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX
	Analyte	Wgt	Au	Mo	Cu	Pb	Zn	Ag	Ni	Co	Mn	Fe	As	Au	Th	Sr	Cd	Sb	Bi	V	Ca
	Unit	kg	ppb	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppm	%	ppm	ppb	ppm	ppm	ppm	ppm	ppm	ppm	%
	MDL	0.01	2	0.1	0.1	0.1	1	0.1	0.1	0.1	1	0.01	0.5	0.5	0.1	1	0.1	0.1	0.1	2	0.01
Pulp Duplicates																					
RL12-02	Rock	1.08	49	2.4	638.4	40.6	180	2.4	18.5	1.5	91	17.73	334.2	31.7	17.5	113	1.1	55.8	1.4	276	0.02
REP RL12-02	QC			2.7	645.9	40.2	190	2.5	18.9	1.6	96	17.87	322.2	34.1	17.2	116	1.3	56.7	1.4	275	0.02
Core Reject Duplicates																					
DG12R10	Rock	0.99	14	1.5	64.2	28.5	1459	4.4	50.7	6.8	331	11.03	7.3	12.5	8.0	107	4.9	5.5	0.7	38	0.35
DUP DG12R10	QC		18	1.7	62.8	28.4	1477	4.8	52.2	6.8	337	11.07	6.3	11.2	8.6	113	5.2	6.0	0.6	39	0.38
Reference Materials																					
STD DS9	Standard			13.0	112.5	118.4	309	1.8	42.9	7.9	584	2.39	25.5	100.1	5.6	68	2.4	4.4	6.0	42	0.72
STD DS9	Standard			12.3	115.4	129.5	308	1.9	41.3	7.7	579	2.35	27.4	96.7	6.4	79	2.3	3.6	6.4	39	0.72
STD OREAS45CA	Standard			1.0	508.9	19.6	56	0.3	245.6	91.4	945	16.29	4.1	37.2	6.7	15	<0.1	0.1	0.2	223	0.47
STD OREAS45CA	Standard			0.9	519.1	20.0	59	0.3	254.7	95.7	963	15.67	4.1	65.8	7.6	17	<0.1	0.1	0.4	213	0.44
STD OXD87	Standard		439																		
STD OXG99	Standard		953																		
STD OXD87 Expected			417																		
STD OXG99 Expected			932																		
STD DS9 Expected				12.84	108	126	317	1.83	40.3	7.6	575	2.33	25.5	118	6.38	69.6	2.4	4.94	6.32	40	0.7201
STD OREAS45CA Expected				1	494	20	60	0.275	240	92	943	15.69	3.8	43	7	15	0.1	0.13	0.19	215	0.4265
BLK	Blank		3																		
BLK	Blank		<2																		
BLK	Blank			<0.1	<0.1	<0.1	<1	<0.1	<0.1	<0.1	<1	<0.01	<0.5	<0.5	<0.1	<1	<0.1	<0.1	<0.1	<2	<0.01
BLK	Blank			<0.1	<0.1	<0.1	<1	<0.1	<0.1	<0.1	<1	<0.01	2.4	<0.5	<0.1	<1	<0.1	<0.1	<0.1	<2	<0.01
Prep Wash																					
G1-WHI	Prep Blank		<2	<0.1	2.2	2.7	40	<0.1	2.3	3.7	525	1.93	<0.5	1.6	4.8	54	<0.1	<0.1	<0.1	37	0.44
G1-WHI	Prep Blank		2	0.1	3.5	2.6	45	<0.1	3.0	4.4	589	2.14	<0.5	2.3	5.0	59	<0.1	<0.1	<0.1	41	0.50

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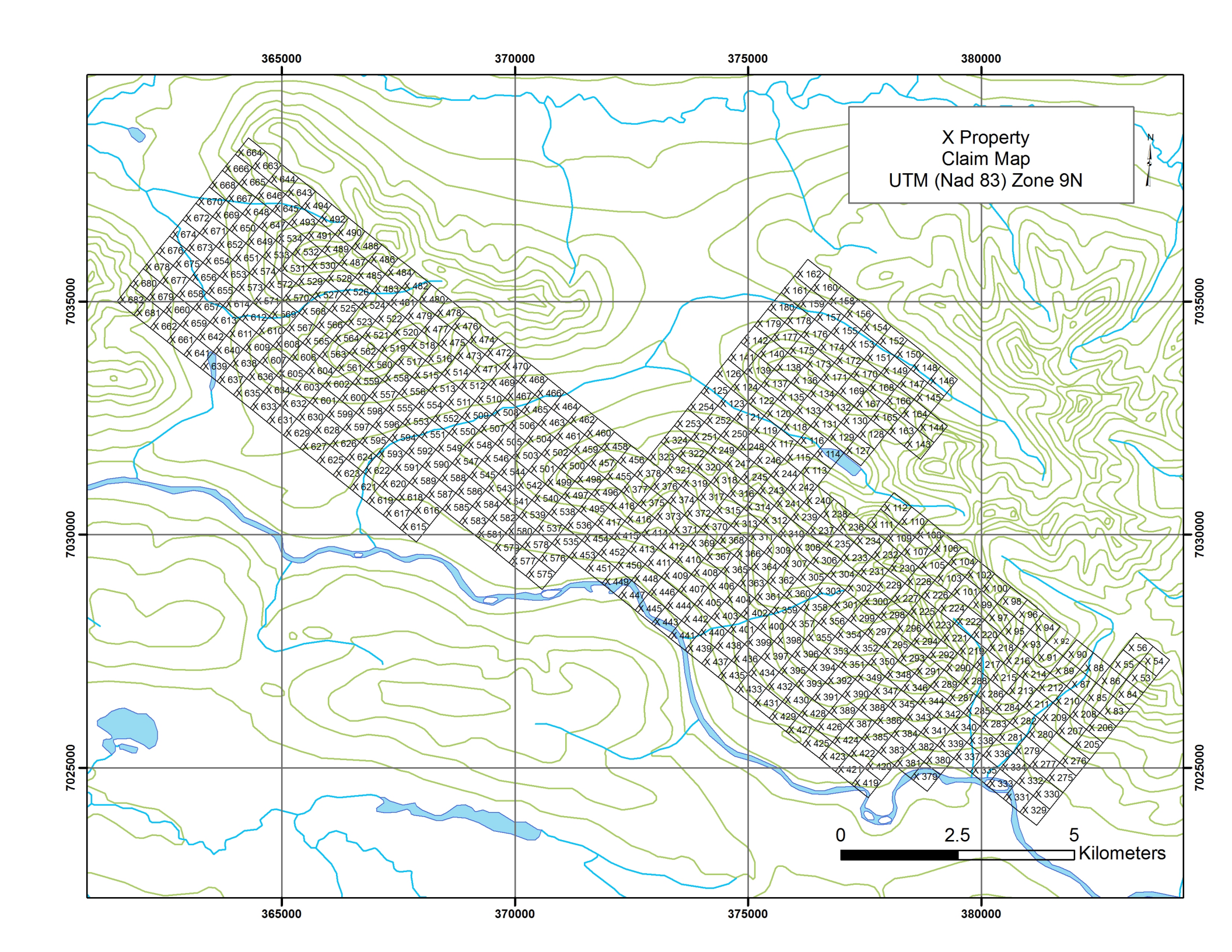
QUALITY CONTROL REPORT WHI12000663.1

	Method	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX	1DX
	Analyte	P	La	Cr	Mg	Ba	Ti	B	Al	Na	K	W	Hg	Tl	S	Sc	Se	Ga	Te
	Unit	%	ppm	ppm	%	ppm	%	ppm	%	%	%	ppm	ppm	ppm	%	ppm	ppm	ppm	ppm
	MDL	0.001	1	1	0.01	1	0.001	20	0.01	0.001	0.01	0.1	0.01	0.1	0.05	0.1	0.5	1	0.2
Pulp Duplicates																			
RL12-02	Rock	0.276	19	80	0.35	216	0.047	<20	2.06	<0.001	0.06	<0.1	0.23	0.2	0.19	8.8	87.6	18	0.5
REP RL12-02	QC	0.271	19	82	0.35	225	0.047	<20	2.10	<0.001	0.06	<0.1	0.19	0.2	0.20	9.2	85.8	18	0.3
Core Reject Duplicates																			
DG12R10	Rock	0.090	13	15	0.27	151	0.251	<20	0.98	<0.001	0.03	<0.1	0.17	<0.1	0.07	2.0	42.0	6	<0.2
DUP DG12R10	QC	0.090	14	15	0.29	166	0.250	<20	1.03	<0.001	0.03	0.1	0.19	<0.1	0.07	2.1	41.2	6	<0.2
Reference Materials																			
STD DS9	Standard	0.085	9	125	0.64	318	0.107	<20	0.95	0.081	0.42	2.6	0.18	5.4	0.18	2.2	4.9	4	5.0
STD DS9	Standard	0.089	11	115	0.63	328	0.110	<20	0.97	0.083	0.40	2.5	0.18	5.5	0.16	2.4	5.1	5	4.7
STD OREAS45CA	Standard	0.040	13	728	0.14	166	0.125	<20	3.49	0.006	0.07	<0.1	0.03	<0.1	<0.05	43.4	<0.5	18	<0.2
STD OREAS45CA	Standard	0.037	16	694	0.14	179	0.144	<20	3.70	0.008	0.07	<0.1	0.04	0.2	<0.05	45.9	<0.5	19	<0.2
STD OXD87	Standard																		
STD OXG99	Standard																		
STD OXD87 Expected																			
STD OXG99 Expected																			
STD DS9 Expected		0.0819	13.3	121	0.6165	330	0.1108		0.9577	0.0853	0.395	2.89	0.2	5.3	0.1615	2.5	5.2	4.59	5.02
STD OREAS45CA Expected		0.0385	15.9	709	0.1358	164	0.128		3.592	0.0075	0.0717		0.03	0.07	0.021	39.7	0.5	18.4	
BLK	Blank																		
BLK	Blank																		
BLK	Blank	<0.001	<1	<1	<0.01	<1	<0.001	<20	<0.01	<0.001	<0.01	<0.1	<0.01	<0.1	<0.05	<0.1	<0.5	<1	<0.2
BLK	Blank	<0.001	<1	<1	<0.01	<1	<0.001	<20	<0.01	<0.001	<0.01	<0.1	<0.01	<0.1	<0.05	<0.1	0.6	<1	<0.2
Prep Wash																			
G1-WHI	Prep Blank	0.073	9	5	0.47	143	0.117	<20	0.84	0.071	0.46	<0.1	<0.01	0.3	<0.05	1.9	<0.5	4	<0.2
G1-WHI	Prep Blank	0.087	10	6	0.55	169	0.135	<20	0.96	0.085	0.51	<0.1	<0.01	0.3	<0.05	2.5	<0.5	5	<0.2


X Property
Claim Map
UTM (Nad 83) Zone 9N
365000
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Kilometers