



MEMORANDUM OF SURFACE OWNER CONSENT
AND
SURFACE USE AGREEMENT

STATE OF WYOMING

COUNTY OF SHERIDAN

Owner: Padlock Ranch Company, a Wyoming corporation
8420 Hwy. 14
Ranchester, WY 82839

Operator: Ramaco Wyoming Coal Co., LLC
1101 Sugarview Drive, Ste. 201
Sheridan, WY 82801

Effective Date: September 1, 2016

The above-named Owner and Operator executed and delivered a SURFACE OWNER CONSENT AND SURFACE USE AGREEMENT in which the Owner has provided surface owner consent to mining on those lands described on the attached **Exhibit "A"**.

IN WITNESS WHEREOF, Owner and Operator have caused this MEMORANDUM OF SURFACE OWNER CONSENT AND SURFACE USE AGREEMENT to be duly executed and acknowledged as of the date set forth below.

OWNER:

Padlock Ranch Company


Hubert H. Patterson, III – President and CEO

Date: Sept 27, 2016



OPERATOR:

Ramaco Wyoming Coal Co., LLC

Rudolf W. Atkins

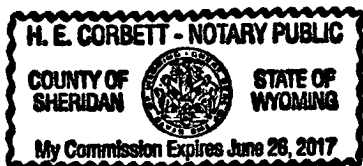
Randall W. Atkins, Chief Executive Officer

Date: Sept. 27, 2016

ACKNOWLEDGEMENTS

[illegible]

The foregoing Memorandum was executed and acknowledged before me this 27 day of SEPTEMBER, 2016 by Hubert H. Patterson in his capacity as the President and Chief Executive Officer of Padlock Ranch Company, a Wyoming corporation.



Witness my hand and official seal.

Notarial Officer

My Commission Expires: _____

STATE OF _____ }
COUNTY OF _____ } ss.

The foregoing Memorandum was executed and acknowledged before me this 27th day of September, 2016 by Randall W. Atkins in his capacity as the Chief Executive Officer of Ramaco Wyoming Coal, LLC, a Wyoming limited liability company.



Witness my hand and official seal.

Notarial Officer

My Commission Expires: June 18, 2017



EXHIBIT "A" – Padlock Surface Lands Description
[Description of Padlock lands within current Brook Mine Permit area]

Township 57 North, Range 84 West, 6th P.M., Sheridan County, WY

- Section 7: E $\frac{1}{2}$ SE $\frac{1}{4}$
- Section 8: S $\frac{1}{2}$
- Section 17: All
- Section 15: SE $\frac{1}{4}$ SW $\frac{1}{4}$ Part Containing 5 acres more or less
- Section 18: E $\frac{1}{2}$ lying north of I-90 ROW
- Section 20: That portion of N $\frac{1}{2}$ located north of I-90 ROW and north of
Acme Road ROW containing 81 acres more or less
- Section 21: NW $\frac{1}{4}$ Part and W $\frac{1}{2}$ NE $\frac{1}{4}$ Part Containing 4 acres more or less

(the "Padlock Surface Lands")