

NOTICE TO MEMBERS



CANADIAN DERIVATIVES
CLEARING CORPORATION

CORPORATION CANADIENNE DE
COMPENSATION DE PRODUITS DÉRIVÉS

NOTICE TO MEMBERS

No.2002-009

January 24, 2002

ANTICIPATED CONTRACT ADJUSTMENT

FRANCO-NEVADA MINING CORPORATION (FN) Anticipated Plan of Arrangement with Newmont Mining Corporation

THE FOLLOWING INFORMATION IS PREPARED FOR THE CONVENIENCE OF CDCC MEMBERS. THIS DOCUMENT IS AN UNOFFICIAL SUMMARY OF THE TERMS OF THE PLAN OF ARRANGEMENT. CDCC ACCEPTS NO RESPONSIBILITY FOR THE ACCURACY OR COMPLETENESS OF THE SUMMARY.

DETAILS OF THE PLAN

On January 3, 2002, Franco-Nevada Mining Corporation (FN) and Newmont Mining Corporation announced a definitive agreement. The agreement provides for the acquisition of Franco-Nevada by wholly-owned subsidiaries of Newmont Mining.

Under the terms of the agreement, Franco-Nevada common shareholders will receive for each Franco-Nevada common share, at their option;

- (i) 0.80 Exchangeable Shares of a wholly-owned Canadian subsidiary of Newmont Mining or,
- (ii) 0.80 common shares of Newmont Mining (the default option).

Franco-Nevada Mining Corporation will hold a special meeting of the Shareholders on January 30, 2002.

Franco-Nevada shareholders should complete, execute and forward the Letter of Transmittal and Election Form together with the certificates representing their Franco-Nevada common shares to the Depository so as to be received there before 5:00 p.m. (Toronto time) on Friday, February 15, 2002 (the "Election Deadline").

Shareholders of Franco-Nevada who fail to make a proper election by the Election Deadline will receive 0.80 common shares of Newmont Mining for each common share of Franco-Nevada held (the default option).

THE FOLLOWING POSSIBLE ADJUSTMENT IS BASED ON THE ABOVE INFORMATION MADE AVAILABLE TO CDCC AT THIS TIME. THE DETERMINATION TO ADJUST AND THE EXTENT OF THE ADJUSTMENT ARE SUBJECT TO CHANGE AS ADDITIONAL INFORMATION BECOMES AVAILABLE OR IF THERE ARE MATERIAL CHANGES TO THE TERMS OF THIS PLAN OF ARRANGEMENT.

CONTRACT ADJUSTMENT DETAILS

Pursuant to Terms of Adjustment Section B-606, all FN options will be adjusted as follows:

Anticipated

Effective Date: **On or about February 18, 2002.**

Possible

Option Symbol: **FNQ.**

Possible New

Deliverable

Per Contract: **80 common shares of Newmont Mining Corporation (100 x 0.80).**

Possible CUSIP Number: **651639-10-6 (Newmont Mining)**

PLEASE ENSURE THAT ALL CLIENTS WHO HAVE EITHER LONG OR SHORT POSITIONS IN THIS CLASS ARE ADVISED OF THIS NOTICE.

CDCC will issue a further Notice to Members to confirm the final details of the Plan of Arrangement.

Michel Favreau
Senior Vice-President and
Chief Clearing Officer