



**APPENDIX D-9**  
**NEWSLETTERS AND UPDATES**



# THE RAINY RIVER GOLD PROJECT

DEFINING CANADA'S NEWEST GOLD DISTRICT



The Rainy River Gold Project has entered the engineering design and environmental assessment stage. Rainy River Resources is working closely with various Provincial and Federal regulatory agencies to ensure the project meets the needs of the local communities.

We have heard from District residents including our Aboriginal partners on the issues that matter to them and we are confident that the Mine Environmental Assessment Report under development will help all residents to understand the various opportunities that are coming.



We are planning to have the Mine Environmental Assessment Report completed for Public and Agency submission by mid-2013 and will be holding various Open Houses later this year for you to provide input and to discuss the results of the assessment and how the project will support continued Community infrastructure and economic development, as well as the creation of significant employment opportunities. We will also present the project environmental mitigation plans to further demonstrate the quality of environmental protection this project will showcase.

Looking forward to seeing you all soon!

For more information, please contact Kyle Stanfield, Vice-President, Environment & Sustainability, at [kstanfield@rainyriverresources.com](mailto:kstanfield@rainyriverresources.com) or at (807) 623-1540.

EMO • THUNDER BAY • TORONTO

## Defining Canada's Newest Gold District

Rainy River Resources Ltd. is advancing its flagship asset, the Rainy River Gold Project (RRGP) toward development. The project is located near Fort Frances in north-west Ontario, with accessible power, rail and roads. In June 2005, Rainy River Resources Ltd. acquired a 100% interest in the project from Nuinsco Resources Limited. Today, the Rainy River Gold Project is defining an emerging Canadian Gold District.



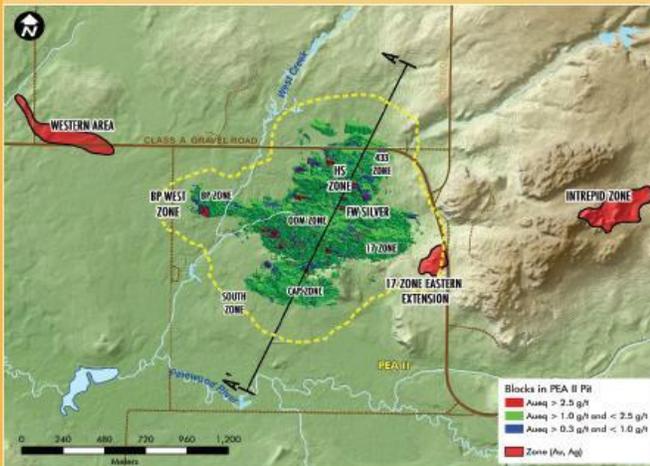
### PEA II HIGHLIGHTS - August 2012

<b>308,000</b> oz/yr, first 10 years gold	<b>478,000</b> oz/yr, first 10 years silver	<b>16</b> years mine life
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<b>\$486 US/oz</b> average annual cash cost, first 10 years	<b>\$450 US/oz</b> average annual cash cost, first 5 years
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### INVESTOR HIGHLIGHTS

- High quality, low risk project
- Unrealized district potential
- Proven management team
- Strong financial position



### EXPLORATION POTENTIAL

The Rainy River Gold Project has very exciting upside potential in both the main pit area, as well as to the west, east, south and at depth

- Intrepid
- Western Area
- 17 Zone Eastern Extension
- ODM deep
- Untested Western Area
- CAP-South deep
- South-East extensions
- Ni/Cu/PGM's
- Stratigraphic Targets
- VMS potential

### MILESTONES & CATALYSTS

#### recent

- Made new discovery: Intrepid Zone
- Oct 10/12 – Mineral Resource update:  
 6.2 Moz Au, 13.3 Moz Ag (Measured and Indicated)  
 2.3 Moz Au, 7.0 Moz Ag (Inferred)  
 Silver Zone with 1.2 Moz Ag (Indicated)
- Updated PEA Q3/2012
- Commenced permitting process and Feasibility Study 1H/2012
- Made new discoveries: Western Area, 17 Zone Eastern Extension

#### upcoming

- Exploration Updates
- Feasibility Study 1H/2013

#### target startup

- 2016

January 2013

For more investor information, please contact Indi Copinathan, Director of Investor Relations, at [igopinathan@rainyriverresources.com](mailto:igopinathan@rainyriverresources.com) or (416) 645-7289.

Rainy River Resources Ltd. | 1 Richmond Street West | Suite 701 | Toronto | Ontario | M5H 3W4



## 2013 activities shaping up for Rainy River Gold Project



**R**ainy River Resources is pleased to provide an update on its planned activities for 2013.

The feasibility study and permitting process respecting the Rainy River Gold Project (the "RRGP") are progressing according to schedule. Exploration drilling re-commenced in mid-January with the intent to add to the RRGP's existing gold resource of 6.2 million and 2.3 million ounces in the measured & indicated and inferred categories, respectively.

The company is well funded to complete its 2013 activities, with approximately \$102 million in cash and equivalents as of December 31, 2012.

In terms of exploration, Rainy River plans approximately 75,000 metres of drilling in 2013, with a budget allocation of approximately \$18 million. Four diamond drill rigs were mobilized at the RRGP in January. Three of the rigs are working to expand known mineralization as well as conduct infill drilling at the newly discovered Intrepid Zone. With 82 drill holes completed to date, Intrepid now has over a

410-metre strike length and measures 450 metres down dip. The Company aims to gather enough drill information to form the first mineral resource on Intrepid by the middle of this year.

The fourth rig has been working at the BP Zone and is now moved to Intrepid. Drill results from the Company's 2013 program will be released as they become available.

Work also continues on the RRGP feasibility study, which is targeted for release during the first half of 2013. In August of 2012, the Company released an Updated Preliminary Economic Assessment, which outlined a robust project producing 308,000 ounces of gold and 478,000 ounces of silver annually over the first 10 years, with an IRR of 21% and NPV of \$846 million, at \$1,250 per ounce gold and \$25 per ounce silver price assumptions. The feasibility study will incorporate the latest gold and silver resource estimate, which was released in October 2012.

Look for more information on the RRGP, coming this spring.

## Environmental assessment process update

**T**he Rainy River Gold Project has entered the engineering design and environmental assessment stage. Rainy River Resources is working closely with various Provincial and Federal regulatory agencies to ensure the project meets the needs of the local communities.

We have heard from District residents including our Aboriginal partners on the issues that matter to them

and we are confident that the Mine Environmental Assessment Report under development will help all residents to understand the various opportunities that are coming.

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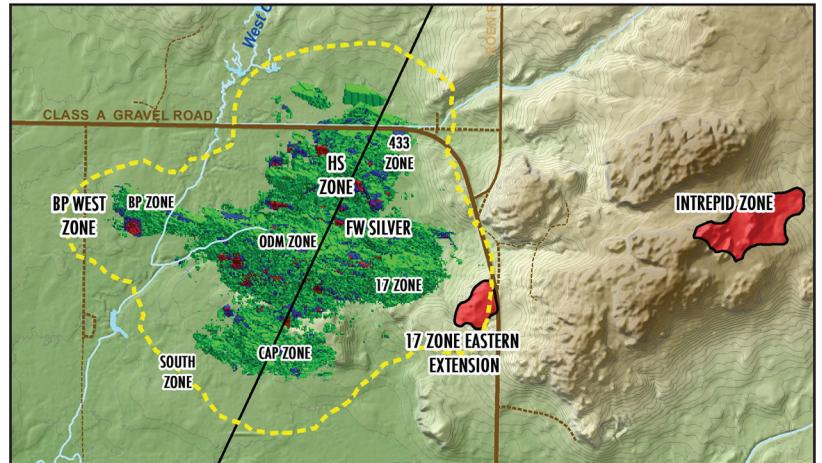
to discuss the results of the assessment and how the project will support continued community infrastructure and economic development, as well as the creation of significant employment opportunities. We will also present the project environmental mitigation plans to further demonstrate the quality of environmental protection this project will showcase.

Looking forward to seeing you all soon!

# Intrepid Zone returns positive assay results

Rainy River Resources is pleased to announce further assay results from the Intrepid Zone at the Rainy River Gold Project. The Intrepid Zone is an area of potential mineralization separate from the proposed open pit, located to the east of Highway 600.

With the addition of 31 new diamond drill holes released, 82 holes have now penetrated the Intrepid Zone over a 410 metre strike length, and have traced the mineralization down dip for 450 metres. Wide zones of near-surface gold mineralization continue to contribute mineralization that may be exploitable via open pit mining, complemented by higher grade intersections that may be exploitable via underground mining early in the mine life. Further drilling will continue



to define the eastern limits of Intrepid. From the work to date, Intrepid appears to host parallel and plunging high grade ore shoots, similar to those observed in the ODM zone at the heart of the Rainy River Gold Project.

Three diamond drill rigs will focus on expanding the thickest portions of Intrepid in the plunge

direction, and to better define the zone in preparation for the release of a National Instrument 43-101 compliant mineral resource estimate by mid-2013. Upon completion of the BP Zone drilling over the next few weeks, the fourth diamond drill rig currently at the RRGP will also move to the Intrepid Zone.

## Rainy River in the community



Rainy River Resources has supported a number of activities and events in the District, including minor hockey programs in Emo and Fort Frances, and the Emo Walleye Classic.

## GOLD Nuggets

Gold is so rare that the world pours more steel in an hour than it has poured gold since the beginning of recorded history.

Gold is used in window glass and astronaut helmets to reflect infrared rays while allowing sunlight to pass through, and at the same time keeping it cool.

# VG

## What is "VG?"

Gold is widely distributed on the earth. Most gold is found in the metallic state in the form of dust, grains, flakes, or nuggets. Although large amounts are also present also in seawater, the cost of current methods for recovering it exceeds its value.

It occurs, usually in association with silver or other metals, in quartz veins or lodes so finely disseminated that it is not visible. Some gold deposits can be worked profitably even when yielding only a few dollars in gold to the ton.



Visible Gold from the Western Zone

## Kid's Corner WORD SEARCH

Find the list of mining industry jobs words hidden in the jumble below!

Q	C	K	C	A	Y	J	D	R	P	M	I	N	E	R
Y	M	E	C	H	A	N	I	C	R	R	T	H	L	T
N	R	E	E	N	I	G	N	E	E	A	Q	O	S	C
F	H	D	V	Z	V	U	R	E	R	U	O	B	A	L
P	I	T	S	U	P	P	O	R	T	B	R	S	J	Z
X	L	S	W	R	W	V	H	G	E	Y	D	B	M	T
S	C	T	S	I	G	O	L	O	E	G	Y	K	N	C
B	R	E	L	L	I	R	D	M	R	U	E	W	K	Z
W	O	N	A	C	C	O	U	N	T	A	N	T	E	V
I	Y	R	A	P	G	Q	K	V	G	C	R	B	W	L
P	E	K	J	P	T	W	A	J	S	X	J	Q	S	C
J	V	W	G	N	A	I	C	I	R	T	C	E	L	E
T	R	E	G	A	N	A	M	T	U	H	C	H	G	D
Z	U	E	O	S	Y	M	J	S	Z	W	E	I	R	G
T	S	B	K	Q	Y	F	O	P	L	F	Y	G	C	A

- ENGINEER
- MINER
- DRILLER
- ELECTRICIAN
- LABOURER
- GEOLOGIST
- MANAGER
- SURVEYOR
- ACCOUNTANT
- MECHANIC
- IT SUPPORT

## GOLD Nuggets

A one-ounce gold nugget is more rare to find than a five-carat diamond.

Gold can be hammered so thin that sunlight can shine through it.

# Cultural heritage research assisted by area residents

For almost four years, Rainy River Resources has been conducting various types of baseline research at the Rainy River Gold Project. The baseline research is always directed by qualified professionals and provides much of the data we require for the Environmental Assessment. Since our research has started, we've been focusing on many aspects of the environment, including fish, wildlife, water, air and cultural heritage resources, which include archaeology.

The cultural heritage resource research has been primarily conducted by a team of archaeologists. That team also works with other heritage specialists to ensure that no aspect of potential cultural heritage resources at the Rainy River Gold Project is overlooked.

Since 2010, a variety of cultural heritage research activities have taken place. Before going out in the field, the archaeologists familiarized themselves with the area by conducting background research which provided information about the geography, history, previous archaeological fieldwork and

current land use of the area. By the time the archaeologists actually went into the field to look for evidence of pre-European contact sites or pioneer settlements (and other evidence from those who were here before us), they had a very good understanding and knowledge of the project area. It is well documented that various cattle ranching and other farming and logging operations have existed within the project area for over a century.

The archaeologists also spoke with local landowners and Aboriginal people to gain a better understanding of the regional area and to identify any previously unrecorded archaeological or significant cultural sites. Beyond local knowledge, the

archaeologists also utilized a variety of field techniques to identify any potential archaeological sites, ranging from walking transects, shovel testing and looking at disturbed areas. Field research at the Rainy River Gold Project area will continue this year.

We'd also like to say thank-you to the landowners, former residents and other individuals who has been enthusiastically sharing information with us over the past three field seasons – we appreciate your great contributions.



## For more information, please contact us:

### Emo Community Office

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416-645-7280



## Positive Feasibility Study released

Rainy River Resources is pleased to inform District residents about the positive Feasibility Study completed for the Rainy River Gold Project. A Feasibility Study contains the details for the development of a mining project, including operating and financial parameters.

“With the release of the Rainy River Gold Project Feasibility Study, we are transitioning to the mine development stage of Canada’s newest gold district,” said Raymond Threlkeld, Rainy River’s President and CEO. “The Feasibility Study outlines an outstanding project, located in one of the best mining jurisdictions in the world, conveniently surrounded by infrastructure, and with tremendous exploration potential.”

“Our planned mine production averages 326,000 ounces of gold and 494,000 ounces of silver annually in the first 10 years of the combined open pit and underground operation.”

Here are some of the highlights of the proposed mine’s possible production:

- 16-year life of operations
- Industry leading “all-in” costs of US\$771 per ounce gold, first 10 years.
- Average mill head grade of 1.46 grams per tonne (“g/t”) of gold, first 10 years.
- Average underground grade of 5.07 g/t of gold, life-of-mine.
- Average annual production of 326,000 gold ounces and 494,000 silver ounces, first 10 years.

- Initial pre-production capital costs of \$713 million.
- Total open pit sustaining capital costs of \$322 million (tailings facilities, overburden, waste removal, and equipment).
- Underground development capital costs of \$68 million, commencing in 2016, funded by operating cash flows.
- Underground sustaining capital costs of \$95 million (development, infrastructure and equipment).

“This mine plan, combined with the exploration potential in our district, makes the Rainy River Gold Project stand out in Canada as a low risk, high return project,” said Threlkeld.

Rainy River Resources is continuing to explore in the area, as well, with the discovery of a new area of gold mineralization near to the proposed mine location, which has been named the Intrepid Zone.

“A prime example of the district potential is our exciting Intrepid Zone, where we saw high grade intercepts of almost half an ounce of gold and almost 3 ounces of silver over 9 metres in drill hole NR 131523,” said Threlkeld. “The Intrepid Zone, which is not included in the Feasibility Study, exemplifies the potential of the district and is expected to add high quality ounces to an already outstanding Rainy River Gold Project.”

For more information about the Rainy River Gold Project, please check out our web site at [www.rainyriverresources.com](http://www.rainyriverresources.com).

# Spring Ceremony held at the Rainy River Gold Project site

## GOLD Nuggets

The Greeks thought that gold was a dense combination of water and sunlight.

The San Francisco 49ers are named after the 1849 Gold Rush miners.



Kyle Stanfield, VP of Environment & Sustainability & Elder Gilbert Smith



Jane Tom & Frank Tom Sr. enjoying the day



Miigwetch and thanks to everyone who was able to attend our Spring Ceremony on June 4, 2013 at the project site. This year the ceremony was presided over by Elder Gilbert Smith. We are grateful for our strong relationships with the First Nations and Métis groups in the District.



Over 50 guests enjoyed lunch together following the ceremony



# New Gold Inc. to acquire Rainy River Resources Ltd.

New Gold Inc. (“New Gold”) (TSX and NYSE MKT:NGD) and Rainy River Resources Ltd. (“Rainy River”) (TSX: RR) have jointly announced that they have entered into a definitive acquisition agreement, whereby New Gold will offer to acquire all of the outstanding common shares of Rainy River through a friendly take-over bid.

## Why should Rainy River combine with New Gold?

- The combination offers a compelling value of \$3.83 per Rainy River share, in shares and cash.
- The offer represents a 42% premium to the May 30th share price.
- The combination enables shareholders to participate in New Gold share upside.
- Financial risk is reduced for the Rainy River Gold Project.
- Operational risk is reduced with greater financial and technical resources to develop RRGp.
- And, greater certainty is provided to Rainy River stakeholders, including our local communities and shareholders, as the Project can continue to move forward.

## What's Next?

- Bid circular mailed to Rainy River shareholders: Mid-June 2013.
- Tender deadline: July 2013 (details to be confirmed).
- Transaction close: Late July - Early August 2013.

## About New Gold Inc.

- New Gold is an intermediate mining company with a portfolio of four producing assets, two significant development projects and positive cash flow.
- The company holds cash and equivalents of \$672 million at March 31, 2013.
- Listed on the Toronto Stock Exchange (TSE) and the New York Stock Exchange (NYSE) under the symbol NGD.

**For Further Information, please visit [www.newgold.com](http://www.newgold.com)**

## GOLD *Nuggets*

One cubic foot of gold weighs half a ton. The world's largest gold bar weighs 200 kg (440 lb).

Due to its high value, most gold discovered throughout history is still in circulation. However, it is thought that 80% of the world's gold is still in the ground.



# You're Invited...

...to get involved in our  
Environmental Assessment.

**Rainy River Resources** is conducting a coordinated environmental assessment process under the Ontario Environmental Assessment Act and the Canadian Environmental Assessment Act, 2012 for the development and operation of the Rainy River Gold Project. This Project is a proposed open pit and underground gold mine with related processing facilities and infrastructure. The Project will be developed in the Township of Chapple, approximately 65 km by road, northwest of Fort Frances.

Rainy River Resources will be hosting open houses to share the details of the Draft Environmental Assessment report which is open for a 30-day public review until August 19, 2013.

For comments and questions about the Rainy River Gold Project, contact us at:

**Rainy River Resources Ltd.**

Kyle Stanfield, Vice-President of Environment & Sustainability  
1111 Victoria Avenue East, Thunder Bay, ON P7C 1B7  
T. 807-622-8111

## Please drop by one of our Public Open Houses

**Barwick  
Community Hall**

**Tuesday, July 30, 2013**  
5:00 pm-7:00 pm

140 Main Street  
Barwick, ON

**Confederation College  
Rainy River District Campus**

**Thursday, August 8, 2013**  
6:00 pm-8:00 pm

440 McIrvine Road  
Fort Frances, ON

For more information, please visit our web site at

[www.rainyriverresources.com](http://www.rainyriverresources.com)

# DISCOVER MORE ABOUT MINING!



Sponsored by



**RAINY RIVER**



## JULY 30, 31 & AUGUST 1, 2013

**AT THE BARWICK COMMUNITY HALL**

### **Day One**

Adults Workshop  
(16 years and older)

### **Day Two**

Kids Workshop  
(Ages 9-15)

### **Day Three**

Combined Site Visit

Lunch provided for participants each day

*Mining Matters* is a program that brings the wonder of Canada's geology and mineral resources to both children and adults. Learn about rocks, minerals, metals, and mining in a hands-on environment, including a tour of the Rainy River Resources exploration site.



**SPACE IS LIMITED! FOR REGISTRATION INFORMATION, CALL (807) 482-2501**

Download a registration form from our web site at [www.rainyriverresources.com](http://www.rainyriverresources.com)



## RRGP hosts open houses on Draft Environmental Assessment

**R**ainy River Resources hosted two public open houses on the Rainy River Gold Project (RRGP) Draft Environmental Assessment. The open houses were held in Barwick and Fort Frances on July 30th and August 8th, 2013 respectively.



Fifty people attended the open house at the Barwick Community Hall, while twenty-seven people attended the Fort Frances open house at the Confederation College campus.

The open houses provided an opportunity for the public to learn more information about the RRGF Draft Environmental Assessment, meet staff, ask questions and provide comments. Posters were used to help demonstrate various aspects of the project, including the project layout, environmental baseline studies, Aboriginal partnerships, permits and approvals and mine closure. In general, questions and comments were supportive of the project. Many

who attended the open houses enquired about the project timeline as well as employment and private sector opportunities.

Rainy River Resources was also pleased to show a recently released video on the project, now also available online. The video provides an overview of the

project as well as a demonstration of what the site will look like through operations and closure.

Public comments on the Draft Environmental Assessment were received until August 19th, 2013. Rainy River Resources plans to release a final version of the Environmental Assessment before the end of 2013, which will consider all comments received during the comment period, which includes the open houses. Government decisions on the Environmental Assessment are expected by mid-2014. Special thanks to everyone who came out to the open houses, as well as the Township of Chapple and Confederation College for providing hosting locations.

# New Gold completes friendly takeover of Rainy River Resources

## GOLD Nuggets

A one-ounce gold nugget is more rare to find than a five-carat diamond.



White gold has the same properties as yellow gold, but it has been mixed with different metals to give it a white color.



New Gold's New Afton mine in Kamloops, BC

**N**ew Gold has succeeded in its takeover of Toronto's Rainy River Resources, having acquired 100.9 million common shares or 97.5% of Rainy River Resources. New Gold will take up the remaining, untendered shares by way of compulsory acquisition.

New Gold has four producing assets – the New Afton gold-copper mine in British Columbia, the Cerro San Pedro gold-silver mine in Mexico, the Mesquite gold mine in California, and Peak

Mines gold-copper operation in Australia. With the acquisition of the advanced Rainy River Gold Project in northern Ontario, New Gold adds a 4.0 million ounce gold reserve in Ontario, further growing New Gold's Canadian presence.

Construction at the Rainy River Gold Project is estimated to begin in late 2014, with first production expected two years later. Find out more at [www.rainyriverresources.com](http://www.rainyriverresources.com). For more information on New Gold, visit [www.newgold.com](http://www.newgold.com)

# newgold™



Underground work at the New Afton mine

# Mining really Matters: PDAC program brings geology to life

**M**ining is a part of virtually every aspect of our lives – from the utensils we eat with, to the cars we drive. This year, for the third year in a row, local residents had the chance to learn about mining and geology with the Prospectors and Developers Association of Canada's "Mining Matters" program, sponsored by the Rainy River Gold Project.

Over two days – one for adults, and one for kids – a total of 35 participants learned about the rock cycle, mineral exploration, how mining operations are built and operated, and how important an effective



Mining Matters participants plan their "mine development" project

closure plan is to every mining project under development in Canada.



The "head frame" structural engineering challenge – with straws!

On a third day, the participants had a chance to visit the Rainy River Gold Project, meet some of the geologists, and see what a working exploration project looks like.

The Rainy River Gold Project is a proud sponsor of the Mining Matters program. For each of the three years it has been offered free of charge to members of the surrounding communities so that more people can learn that mining really does matter.



Tour participants had a chance to see the proposed mine site, located in Chapple Township.

## GOLD Nuggets

Gold jewelry that is marked 10K is made of 10 parts gold, and 14 parts other metals. Gold is so soft it is seldom used in its pure form.



Although gold is a heavy, dense metal, it is generally considered non-toxic. Gold metal flakes have been used in foods and drinks.

# More photos from our Open Houses

Thank you to all who were able to attend in Barwick on July 30th, and Fort Frances on August 8th.



For more information, please contact us:

## Emo Community Office

P.O. Box 5  
5967 Highway 11/71  
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