

**VOTE FOR THE FRIENDLY
COMBINATION OF
KINROSS GOLD CORPORATION
AND
RED BACK MINING INC.**

**Vote your proxy today to support a new
high-growth, pure-gold senior producer.**

KINROSS



**Important information enclosed. Please read and vote
your proxy by September 13, 2010.**

Kinross + Red Back: A Winning Combination

Glass, Lewis & Co. LLC, a professional service firm that provides proxy research and voting recommendations to institutional investors, has recommended that Kinross shareholders vote FOR the transaction.

Red Back's unique assets complement Kinross' skill set and portfolio

- Tasiast is a world-class growth asset in a new fast-growing gold district
- Kinross has the experience and financial strength to optimize Red Back's assets

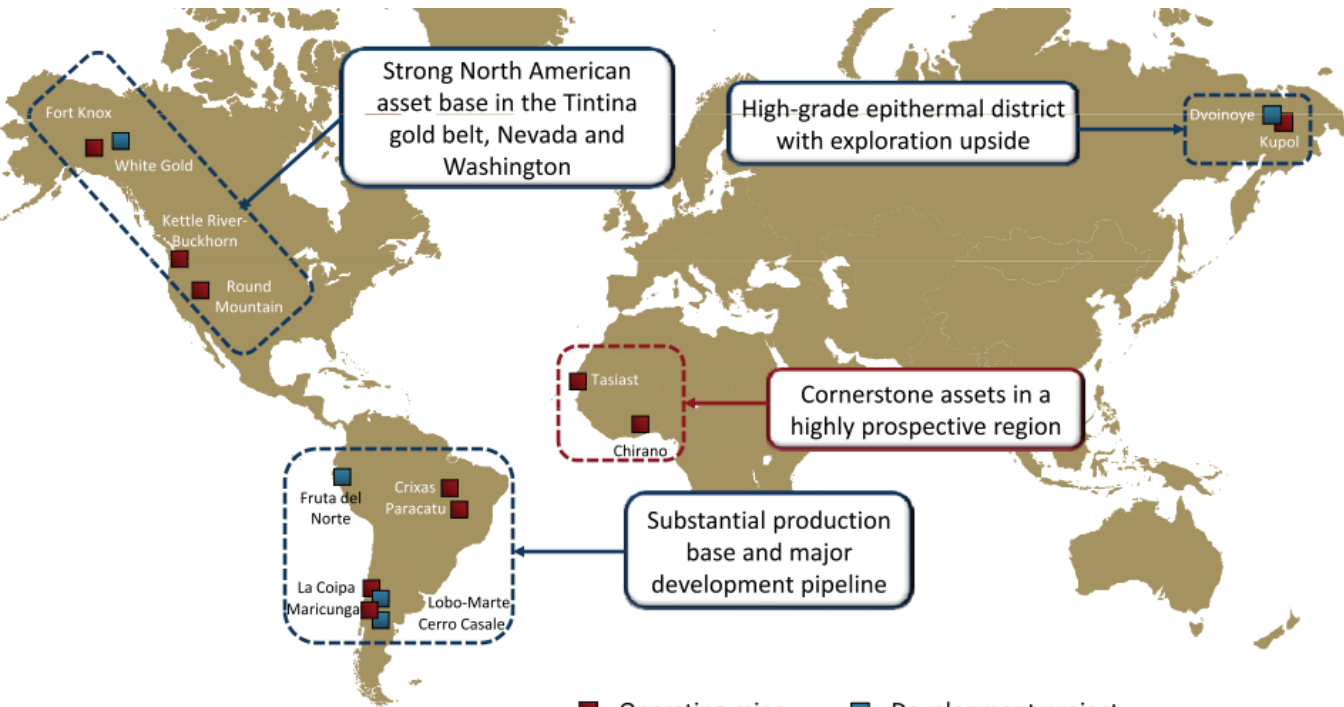
Enhanced growth profile at Kinross drives superior investment proposition

- Pure-gold producer with a strong track record of delivering value
- High-quality production growth of ~47% to ~3.9mm oz by 2015 (pro forma consensus estimates)⁽¹⁾
- Accelerated cash flow growth from high-margin assets

Combined company is greater than the sum of the parts:

- Assets and skill are complementary, resulting in enhanced value-creation opportunities for shareholders
- Kinross expertise and development teams can accelerate development of Tasiast
- Combination is expected to be accretive to NAV and will be strongly accretive to CFPS once the Tasiast plant is complete

(1) Based on a consensus of equity analysts gold production estimates for Kinross and/or Red Back, as of August 1, 2010.



■ - Operating mine ■ - Development project

Kinross



+

Red Back



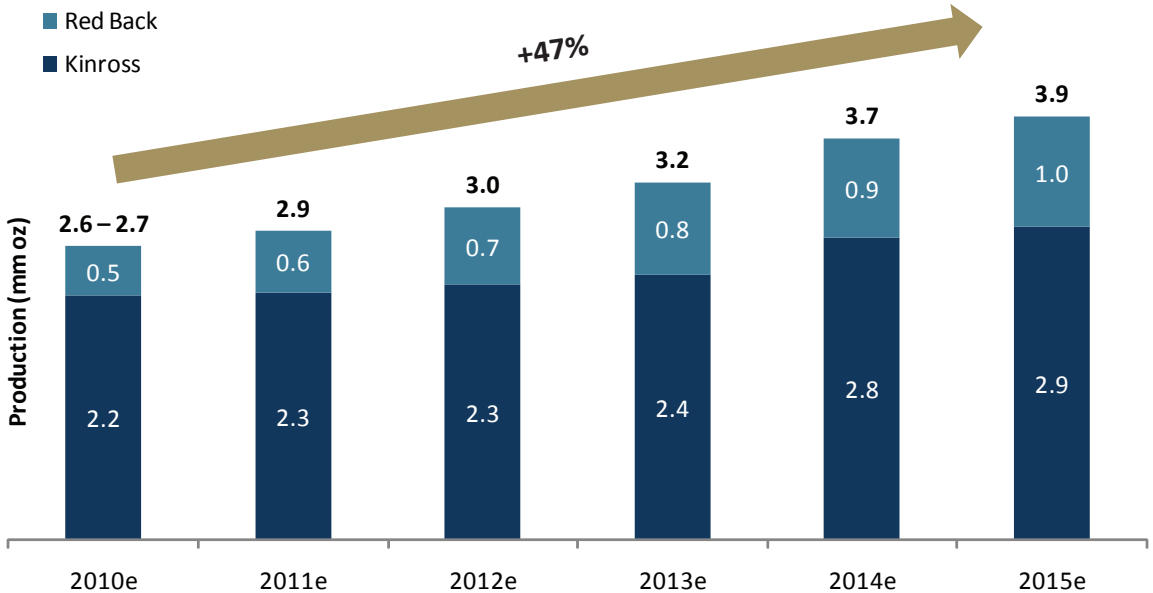
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A new high-growth, pure-gold senior producer and an exceptional opportunity for value creation

Strongly Enhances Growth Profile

We believe there is significant upside to this estimate based on our due diligence

Consensus of Equity Analysts' Production Estimates*



* Based on a consensus of equity analysts' gold production estimates for Kinross and/or Red Back, as of August 1, 2010.

High-Growth, Pure-Gold Senior Producer

Kinross



- 8 gold mining operations
- 4 high-quality growth projects
- Financial capacity to build new mines
- Exploration and mine development expertise
- Proven expansion track record

Tasiast & Chirano



- Top-quality in expanding districts
- Operating mines with significant upside potential through further exploration
- West African operating expertise

A new high-growth, pure-gold senior producer

- Pro forma gold production of ~2.6 - 2.7 mm oz Au in 2010 ^(1,2)
- High-quality production growth of ~47% to ~3.9 mm oz by 2015 (consensus of pro forma analyst estimates)⁽³⁾
- We believe there is significant upside to this estimate based on our due diligence
- Exploration focused on highly-prospective gold districts
- Permitting experience, proven track record and well-established CSR programs
- Dedicated project development team to expand existing operations and build new mines
- Combined market capitalization of ~US\$18 billion⁽⁴⁾ - listed on TSX and NYSE

(1) For more information on Kinross' production and cost outlook for 2010, please refer to the news releases dated January 14, 2010 and May 4, 2010, available on our website at www.kinross.com

(2) For more information on Red Back's production outlook for 2010, please refer to the news release dated July 21, 2010, available on Red Back's website at www.redbackmining.com

(3) Based on a consensus of equity analysts' gold production estimates for Kinross and/or Red Back, as of August 1, 2010.

(4) Based on the NYSE closing price on July 30, 2010

Immediate Benefits to Red Back Shareholders

Value Creation

- Premium of 21% to the pre-announcement market price - based on 20-day VWAP
- Continued participation in asset potential through Kinross share ownership
- Superior leverage to gold through a pure-play producer

Diversification

- Exposure to Kinross' balanced project portfolio of 8 operating mines
- Tasiast and Chirano complement Kinross' future growth from its portfolio of 4 high-quality projects

Benefit from Kinross Expertise

- Seasoned exploration and development team with proven track record
- Combination brings stronger financial and technical platform to realize full potential of Red Back's assets
- Kinross track record of successful acquisition integration

Broadened Investor Base

- Fifth-largest global gold producer by market capitalization
- Greater access to capital markets
- Improved trading liquidity and NYSE exposure

Immediate Benefits to Kinross Shareholders

Enhanced Growth

- Investment in world-class assets in fast-growing gold region
- Accelerates Kinross' growth profile
- Immediate production contribution with superior longer-term growth potential
- Combined gold production of ~3.9 million ounces by 2015 (analyst consensus)⁽¹⁾
- Expect re-rating based on growth in production and cash flow per share

Unlocking Value

- Further value-creation through accelerated exploration and asset expansion
- Increased leverage to gold price through acquisition of pure-play gold producer
- Accelerated cash flow growth

Entry Into West Africa via High-Growth Assets

- Entry into an under-explored region with district-scale potential
- Acquiring premier assets in an expanding region
- Red Back management team with extensive West African experience

(1) Based on a consensus of equity analysts' gold production estimates for Kinross and/or Red Back, as of August 1, 2010

Summary Transaction Terms

Consideration Offered	<ul style="list-style-type: none">• Implied value of C\$30.50 per Red Back common share• 21% premium based on 20-day volume-weighted average price• Transaction values Red Back at US\$7.1 billion ⁽¹⁾
Structure	<ul style="list-style-type: none">• Plan of arrangement unanimously supported by both Boards of Directors and management• 1.778 Kinross common shares and 0.11 of a Kinross warrant per Red Back common share• Warrant has a 4-year term with an exercise price of US\$21.30 per share• Tax-deferred roll-over option for Canadian holders of Red Back
Other Terms	<ul style="list-style-type: none">• Red Back directors and senior officers have agreed to voting lock-ups and Kinross will vote its approximate 9.3% interest• Typical conditions including non-solicitation, right-to-match and reciprocal break fees payable ⁽²⁾• President & CEO and Chairman of Red Back to join Kinross' Board of Directors
Conditions	<ul style="list-style-type: none">• 66 2/3% (of votes cast) Red Back shareholder approval• >50% (of votes cast) Kinross shareholder approval• Competition Act clearance and lender consent obtained
Indicative Timetable	<ul style="list-style-type: none">• Kinross and Red Back circulars have been mailed• Kinross and Red Back shareholder meetings to be held September 15, 2010

(1) On a fully-diluted basis; excludes the warrant consideration and the 9.3% interest already owned by Kinross

(2) Break fees consist of \$217 mm payable to Kinross or C\$250 mm payable to Red Back under certain circumstances

Kinross' Plan for Red Back's Assets

What Red Back Adds to Kinross

- Two well-established gold mines in West Africa
 - 2010e gold production of 445k oz to 465k oz⁽¹⁾
 - Growth potential to 1 mm oz of annual production from Red Back's assets by 2015 based on analyst consensus estimates⁽²⁾
- Significant exploration upside:
 - Only 8 km out of 70 km of strike length has been explored at Tasiast
- ~US\$730 million in cash⁽³⁾
 - Cash flow growth and leverage to gold price
 - Well-respected management team with proven West African experience

Kinross plans to leverage its experienced Project Development teams to:

- Integrate operational teams
- Expand and accelerate drill programs at both Tasiast and Chirano
- Confirm ultimate ore-body dimensions and mining parameters
- Anticipate completing Tasiast expansion program within approximately 36 months
- Determine optimal mining and processing scenarios
 - Expansion plan envisions milling capacity of 60,000 tonnes per day vs. current 10,000 tonnes per day
- Advance government and community relations
- Fast-track engineering towards a pre-feasibility study: estimated H1 2011

(1) For more information on Red Back's production outlook for 2010, please refer to the news release dated July 21, 2010, available on Red Back's website at www.redbackmining.com

(2) Based on consensus of equity analysts' gold production estimates for Kinross and/or Red Back, as of August 1, 2010

(3) Red Back's cash and cash equivalents as at June 30, 2010

Cautionary Statement on Forward-looking Information

All statements, other than statements of historical fact, contained or incorporated by reference in this pamphlet, including any information as to the future financial or operating performance of Kinross, constitute "forward-looking information" or "forward-looking statements" within the meaning of certain securities laws, including the provisions of the Securities Act (Ontario) and the provisions for "safe harbour" under the United States Private Securities Litigation Reform Act of 1995 and are based on reviewed harbour expectations, estimates and projections as of the date of this new release. Forward-looking statements include, without limitation, possible events, opportunities, statements with respect to possible events or opportunities, the future price of gold and silver, the estimation of mineral reserves and resources and the realization of such estimates, the timing and amount and costs of estimated future production, expected capital expenditures, development and mining activities, permitting time lines, currency fluctuations, requirements for additional capital, government regulation, environmental risks, unanticipated reclamation expenses, title disputes or claims. The words "plan", "opportunity", "expects", "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "pro-forma", "targets", "interpretations", "intends", "anticipates", "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "should", "might", or "will be taken", "occur", or "be achieved" and similar expressions identify forward-looking statements. Forward-looking statements are necessarily based upon a number of estimates, interpretations and assumptions that, while considered reasonable by Kinross as of the date of such statements, are inherently subject to significant business, economic and competitive uncertainties and contingencies. The estimates and assumptions of Kinross contained in this pamphlet, which may prove to be incorrect, include, but are not limited to, the various assumptions set forth herein, as well as: (1) that Kinross will complete the proposed business combination transaction with Red Back in accordance with the terms and conditions of the arrangement agreement ("the Arrangement"); (2) the accuracy of management's assessment of the effects of the successful completion of the Arrangement; (3) the accuracy of Kinross and Red Back's mineral reserve and mineral resource estimates; (4) that production at the Dvoynoye deposit will commence in 2013, consistent with management's expectations; (5) that production at each of the Cerro Casale, Fruta del Norte and Lobo Marte properties will commence in 2014, consistent with management's expectations; (6) the accuracy of management's assessments of the growth of gold resources and gold production in West Africa; (7) the viability of the Tasiast and Chirano mines, and the development and expansion of Tasiast and Chirano mines on a basis consistent with Kinross and Red Back's current expectations; and (8) the viability of Red Back's exploration properties and permitting the development and expansion of such properties on a basis consistent with Kinross and Red Back's current expectations. Statements representing management's financial and other outlook have been prepared solely for purposes of expressing their current views regarding the Company's financial and other outlook and may not be appropriate for any other purpose. Many of these uncertainties and contingencies can affect, and could cause, Kinross' actual results to differ materially from those expressed or implied in any forward-looking statement made by, or on behalf of, Kinross. There can be no assurance that forward looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. All of the forward-looking statements made in this pamphlet are qualified by these cautionary statements and those made in our filings with the securities regulators of Canada and the U.S., including but not limited to those cautionary statements made in the "Risk Factors" section of our most recently filed Annual Information Form, the "Risk Analysis" section of our most recently filed Management's Discussion and Analysis, in the "Statements Regarding Forward-Looking Information" and "Risk Factors" sections of our Management Information Circular dated August 16, 2010 and mailed to Kinross shareholders in connection with the Arrangement, and the "Cautionary Statement on Forward-Looking Information" in our news release regarding the Arrangement dated August 2, 2010, to which readers are referred and which are incorporated by reference in this pamphlet, and all of which qualify any and all forward-looking statements made in this pamphlet. These factors are not intended to represent a complete list of the factors that could affect Kinross or the Arrangement or the combined company resulting there from. Kinross disclaims any intention or obligation to update or revise any forward-looking statements or to explain any material difference between subsequent actual events and such forward-looking statements, except to the extent required by applicable law.

Other information

Where we say "we", "us", "our", the "Company", or "Kinross" in this pamphlet, we mean Kinross Gold Corporation and/or one or more or all of its subsidiaries, as may be applicable. Where we say Red Back in this pamphlet, we mean Red Back Mining Inc. and/or one or more of its subsidiaries, as may be applicable.

This pamphlet does not constitute an offer of any securities for sale.

**The deadline for receiving proxies is
September 13, 2010
at 10:00 a.m. Eastern Time**

**Shareholders with questions about how to vote their
shares may call our proxy solicitors as follows:**

KINGSDALE SHAREHOLDER SERVICES INC.

**Call Toll Free:
1-866-581-1479**

**Banks and Brokers Call Collect:
416-867-2272**

**VOTE FOR THE
KINROSS GOLD AND
RED BACK MINING
TRANSACTION TODAY -
AN EXCEPTIONAL
OPPORTUNITY FOR VALUE
CREATION**

**For more information call toll-free:
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