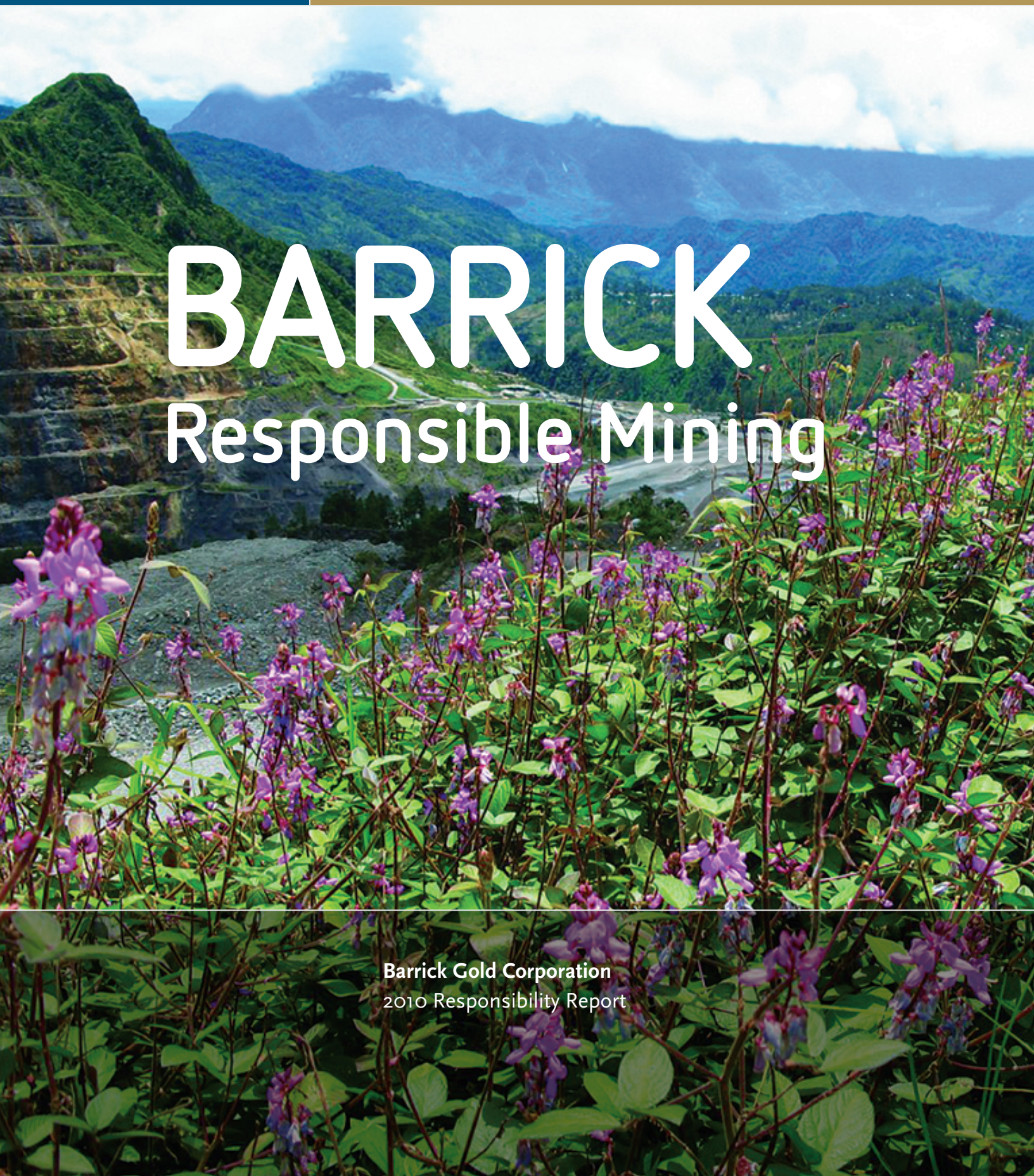
BARRICK

GLOBAL COMMITMENT. LOCAL ENGAGEMENT.



BARRICK
Responsible Mining

Barrick Gold Corporation
2010 Responsibility Report

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Design: Bus Stop Design + Communications

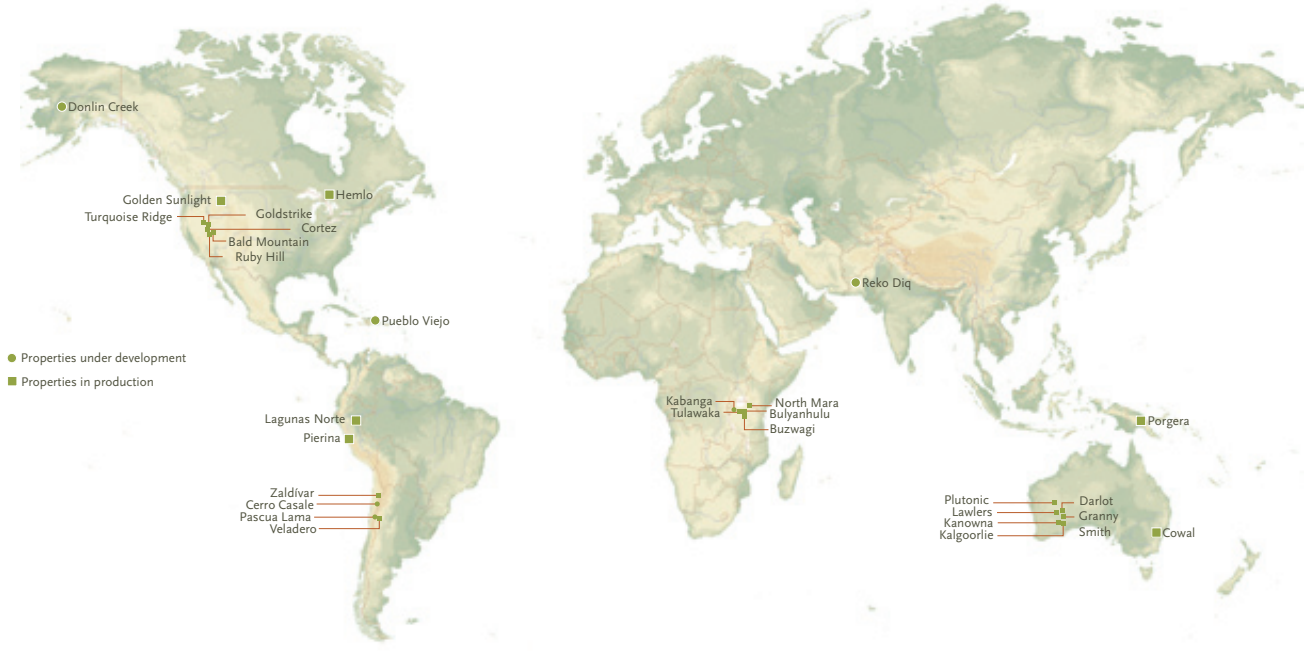
About Barrick

Barrick entered the gold mining business in 1983 and has been grounded in three key, complementary strategies ever since: a consistent investment in exploration and development, a district development approach aimed at optimizing reserves on highly prospective gold belts, and disciplined acquisitions and mergers. Today, these strategies are working to position Barrick for a future of sustained, profitable growth.

The company has a successful track record of mine development, having completed the development of the Tulawaka, Lagunas Norte and Veladero mines in 2005, the Cowal mine in early 2006, the re-opening of the Ruby Hill mine in 2007 and the Buzwagi mine in 2009. Barrick also has a new generation of projects that advanced significantly in 2010: Cortez Hills in Nevada and Pueblo Viejo in the Dominican Republic. As well, our Pascua-Lama project was well into the construction phase by the end of 2010.

Barrick is dedicated to Responsible Mining. This commitment includes providing a safe and healthy workplace for our employees, protecting the environment and sharing the benefits of mining with local communities and host nations.

Barrick corporate offices are located in Toronto, Canada. For operational structure, Barrick is organized into three regions: Australia-Pacific (AP), North America (NA) and South America (SA), each with a regional office. These offices are located in Salt Lake City, USA; Santiago, Chile; and Perth, Australia. We also hold a 75 percent interest in African Barrick Gold (ABG) which operates four mines and several exploration projects in Tanzania. ABG offices are in Dar es Salaam, Tanzania and Johannesburg, South Africa. At the end of December 2010, the company (including ABG) had 19 wholly-owned mines, six joint venture mines (four of which we manage), six advanced exploration and development projects, along with a number of closure and legacy properties, and exploration sites.



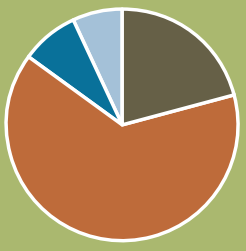
Wholly-owned mines
Bald Mountain
Bulyanhulu
Buzwagi
Cortez
Cowal
Darlot
Golden Sunlight
Goldstrike
Granny Smith
Hemlo
Kanowna
Lagunas Norte
Lawlers
North Mara
Pierina
Plutonic
Ruby Hill
Veladero
Zaldívar

Joint-venture mines (percent ownership in brackets)
Kalgoorlie (50%)
Marigold (33.3%)
Porgera (95%)
Round Mountain (50%)
Tulawaka (70%)
Turquoise Ridge (75%)

Advanced exploration and development projects (percent ownership in brackets)
Cerro Casale (75%)
Donlin Creek (50%)
Kabanga (50%)
Pascua-Lama
Pueblo Viejo (60%)
Reko Diq (37.5%)

Total Value Added
(in Millions of Dollars)

Royalties & Taxes	1,760
Wages and Benefits	1,680
Regional Goods & Services	3,990
Local Goods & Services	2,260



Total Community Benefits
(in Millions of Dollars)

Donations	8.9
Community Initiatives / Infrastructure	27.2
Partnerships / Sponsorships	3.4
Scholarships	2.9

Barrick operates mines and has exploration and development projects in nine countries: Argentina, Australia, Canada, Chile, Papua New Guinea, Pakistan, Peru, Tanzania, and the United States. We are a public company listed on the Toronto and New York Stock Exchanges. The company's stock symbol is ABX.

The company's gold and silver products are sold to smelters or on the world-wide gold and silver markets. Copper is sold to smelters or on copper markets. We do not sell directly to retail customers.

Barrick is an international company with over 20,000 employees. Financial information, including revenues, net earnings, assets, shareholder equity and annual production, can be found in our Annual Report to shareholders, available on the Barrick website or by requesting a printed copy from the Toronto office.

During 2010, there were three significant changes to the company. These included:

- The acquisition of an additional 25 percent interest in Cerro Casale in March 2010, bringing Barrick's total interest to 75 percent.
- The sale of the Osborne mine in Australia in the third quarter, 2010.
- The development of African Barrick Gold (ABG) which now

holds Barrick's African gold mines and exploration properties. In March 2010, 25 percent of ABG stock was offered through an IPO. Barrick retains a controlling interest in ABG of 73.9 percent.

Economic Performance

Barrick is one of the world's lowest cost gold producers. Our financial strength is a key competitive advantage, enabling us to execute our strategy and act quickly on opportunities to enhance shareholder value. We have the gold industry's only 'A' rated balance sheet.*

Adjusted net income for 2010 was $3,279 million US dollars or $3.32 per share. Our operating highlights include gold production of 7,765 thousand ounces and copper production of 368 million pounds. For detailed information on Barrick's Direct Economic Value Generated and Distributed, please see Barrick's Annual Report for 2010 which includes our financial statements for the year ending December 31, 2010. Most economic information, including retained earnings and payments to capital providers and governments, is available in Barrick's Annual Report and on our website.

Barrick's presence brings economic opportunities to areas around our mine sites and projects which are often located in isolated areas or developing countries. The economic contribution of our operations

Value Added North America
(in Millions of Dollars)

Community Benefits	13
Royalties & Taxes	530
Wages and Benefits	825
Regional Goods & Services	2,000
Local Goods & Services	1,353

Value Added South America
(in Millions of Dollars)

Community Benefits	18
Royalties & Taxes	940
Wages and Benefits	231
Regional Goods & Services	833
Local Goods & Services	473

Value Added Australia-Pacific
(in Millions of Dollars)

Community Benefits	9
Royalties & Taxes	202
Wages and Benefits	478
Regional Goods & Services	906
Local Goods & Services	374

Value Added ABG
(in Millions of Dollars)

Community Benefits	3
Royalties & Taxes	85
Wages and Benefits	145
Regional Goods & Services	254
Local Goods & Services	61

* A credit rating from Standard and Poor's identifies the general creditworthiness of an obligor, or the creditworthiness of an obligor with respect to a particular debt security or other financial obligation. Over the years credit ratings have achieved wide investor acceptance as convenient tools for differentiating credit quality.

provides a powerful catalyst for sustainable, long-term development in these host communities and regions. Our aim is to support a stable business environment and contribute resources to develop a skilled, educated and healthy workforce.

The Value Added charts on the previous page relate directly to our CSR performance. All figures are in US dollars unless otherwise noted.

Barrick's direct and indirect economic contributions to host communities and governments include employee wages and benefits, taxes and royalties paid to governments, purchases of goods and services from local and regional suppliers, charitable donations, scholarships and support for community programs and infrastructure development. In 2010, Barrick contributed $42.4 million globally for community benefits alone. This represents almost 1.0 percent of pre-tax income. For more information, please see the Society section of this report.

About this Report

For the past seven years Barrick has chosen to report according to the Global Reporting Initiative's (GRI) Sustainability Reporting Guidelines, using GRI-G3, the third version of the guidelines, for the past four years. Our annual Responsibility Report, based on the GRI framework, can be used by us, and by our stakeholders, to benchmark our performance against others in our industry.

The GRI vision is that reporting on economic, environmental and social performance by organizations is as routine and comparable as financial reporting. The GRI pioneered the development of the world's most widely used, voluntary sustainability reporting framework and is committed to its continuous improvement and application worldwide. The framework sets out the principles and indicators that organizations can use to measure and report their economic, environmental, and social performance.

Report Profile

The 2010 Responsibility Report covers the 2010 calendar year which corresponds to Barrick's financial year. Reference may be made in this report to an activity that occurred early in 2011, if it helps to clarify a particular issue. Barrick's previous Responsibility Reports have also been annual reports; they are available on the Barrick website.

For information regarding the Responsibility Report please contact:

Peter Sinclair, Vice President,
Corporate Social Responsibility
Barrick Gold Corporation
Brookfield Place, Canada Trust Tower
161 Bay Street, Suite 3700
Toronto, ON M5J 2S1
Canada

Telephone: 416.861.9911
Toll Free: 800.720.7415
Fax: 416.861.2492
Email:
responsiblemining@barrick.com

Readers can also complete the on-line feedback form available on the Barrick website.

Materiality

An organization is faced with a wide range of topics on which it could report. Materiality is the threshold at which an issue or indicator becomes significantly important that it should be reported.

In 2010, we completed an internal high level risk assessment which included input from all regions and corporate functional groups. We then prioritized the material issues from that exercise. Externally, we considered topics raised by a wide range of stakeholders, including issues raised during external stakeholder interviews, questions from our Annual Shareholder's Meeting, issues raised in the media, and greater societal concerns and trends. We then incorporated the material topics from both our internal and external exercises and reviewed the materiality of all topics in line with the Global Reporting Initiative guidelines.

The most significant issues were selected for reporting. These include community relations, security and human rights, environmental performance (including water management and climate change risks), and worker safety. Less emphasis has been placed on product responsibility as we do not sell our products directly to the public.

Report Scope and Boundary

Each year, a determination is made as to what issues to cover in the Responsibility Report. In order to ensure a balanced and reasonable presentation of our performance, we use the GRI principles for defining content: materiality, completeness (sufficient coverage), stakeholder inclusiveness and relevance to sustainability.

Report Content

In compiling our 2010 report, we were guided by our Corporate Social Responsibility Charter, the International Council on Mining and Metals (ICMM) sustainable development framework and principles, and the GRI-G3 indicators. Material issues were identified (see Box below), then material 'core' and 'sector supplement' GRI indicators were addressed in the report, along with a number of 'additional' indicators.

Material Issues in 2010

Climate Change

Community Relations

Human Rights

Security

Water

Worker Safety

Report Boundary and Limitations

This report and accompanying website data tables contain information on all our wholly-owned and joint-venture operations,* and regional and corporate offices. We also provide limited information on our closure properties and advanced exploration and development projects. We provide information, when material, on subsidiaries, provided they have been under our operational control for at least one year. There are no specific limitations on the scope or boundary of our report, except as reported above. We report on all material issues and impacts.

Report Data

Barrick's data is sourced from our sites using a variety of data measurement techniques. Much of the information is entered directly into a global data management system. Data review and verification occurs at the site, regional and corporate levels.

Greenhouse Gas calculations vary from country to country, depending on country-level calculation guidelines or requirements. In order to provide consistency in reporting across our global company, for this report and on our website data tables, we calculate and report all Scope 1 GHG emissions using Environment Canada's emission factors. Scope 2 emissions (purchased electricity) are calculated using country or electricity provider emission factors.

Currency is reported in US Dollars. Data are reported using the metric system.

Most data are aggregated within the report as this is a corporate report. However, data tables, which have four years of data separated by each operation or region, are available on our website. Data are often presented in two ways; as absolute data and as intensity metrics against tonnes of ore processed. Most numbers are rounded to provide an approximation due to a concern about a lack of precision in some aspects of our data collection systems. Data collection continues to improve each year. Significant errors will be acknowledged when identified or in the next Responsibility Report.

Restatement of Information

There were minor corrections to some of the 2008 and 2009 data in the on-line data tables due to receiving additional information in 2010.

Significant Changes

For the 2010 reporting year we have changed the report boundary to more correctly report our impacts (both positive and negative) from sites where we have control or a strong influence. We will now report on our joint ventures operations only when we manage them or have a shared management structure with our joint venture partner(s). This will exclude reporting on two operations in Nevada: Round Mountain and Marigold.

GRI Content and Assurance

Barrick's 2010 Responsibility Report was prepared using the structure of the GRI Reporting Framework (GRI-G3) and the Metals and Mining Sector Supplement. The

* We report on 100 percent of the data and significant issues from our joint-venture operations where we are the operator. We no longer report on joint venture properties where we are not the operator. Where we have a 50 percent interest and jointly operate the property (currently KCGM is the only operation in that category) we report on 100 percent of the data and significant issues, whether or not our joint venture partner does the same.

GRI framework has been followed throughout the Report. The GRI Content index table is accessible online here.

Barrick has internal controls in place, including internal auditing procedures, operational and management review systems and verification processes, for assessing information and assuring that the information reported is accurate. Since 2003, Barrick has used a third-party consultancy to provide an independent external review and opinion on the credibility of the Responsibility Report content and the reliability of the data compilation process.

Since 2008, as members of the International Council on Mining & Metals (ICMM), we now externally assure our reporting using the ICMM Assurance Procedure.* For this 2010 report, we retained Bureau Veritas to provide a detailed external assurance, including assurance against ICMM's five subject matters:

- The alignment of our company's sustainability policies and procedures to ICMM's 10 Sustainable Development Principles,
- The company's self-declared application level of the G3 Guidelines,
- The company's material sustainable development risks and opportunities,
- The existence and status of implementation of systems that the company is using to manage the identified material sustainable development risks and opportunities, and
- The company's performance during the reporting period for the identified material sustainable development risks and opportunities.

Bureau Veritas interviewed employees at all levels of the company, completed a number of site visits and conducted stakeholder interviews during their assurance process.

Bureau Veritas' assurance letter is available here.

* Assurance is an evaluation method that uses a specific set of principles and standards to assess the quality of a reporting organization's subject matter and systems, processes and competencies that underlie its performance.

Independent Assurance Statement

Bureau Veritas North America was engaged to provide independent external assurance to the stakeholders of Barrick Gold Corporation over its 2010 Responsibility Report and also assess Barrick's progress on corporate responsibility issues.

Building on the previous year, the assurance process was designed to further our understanding of how Barrick identifies its material risks and emerging issues in a changing environment, and to assess Barrick's implementation of, and performance against the ICMM Sustainable Development Principles, Subject Matters and Position Statements.

Objectives of the Assurance Process

1. Provide reasonable assurance over the stated content of the 2010 Responsibility Report including representations on the Barrick website;
2. Provide impartial commentary on Barrick's alignment with ICMM Sustainable Development Principles, Position Statements and Subject Matters;
3. Acknowledge improvements from previous reporting years;
4. Propose recommendations for future development.

Barrick recognizes the need for a robust, transparent assurance process to ensure continued credibility with stakeholders and to act as a tool to drive continual performance improvement. Therefore, in addition to our commentary on the reporting processes, we provided further recommendations based on this period's assurance in a separate detailed report to the management of Barrick.

Scope and Methodology

1. A review of relevant activities undertaken by Barrick over the reporting period January 1, 2010 through December 31, 2010;
2. A review of information about Barrick's performance data, case studies and the underlying management systems for relevant information and data;
3. A review of disclosures reported under the GRI G3 Sustainability Reporting Guidelines;
4. Observations to assess alignment with ICMM Sustainable Development Principles, Subject Matters and Position Statements;
5. Interviews with internal staff and external stakeholders who have relevant input or opinions about Barrick's performance during the reporting period.

To conduct the assurance, we undertook the following:

- Source verification of performance data and factual information contained within the 2010 Responsibility Report and the online information at the Barrick website;
- Interviews and follow-up communication with management staff from Barrick corporate offices in Toronto and Salt Lake City, and with regional management staff;
- Visits to five operating mines, including North Mara and Buzwagi in Tanzania, Goldstrike in Elko, Nevada, Lagunas Norte in Peru and Porgera in Papua New Guinea;
- Interviews with numerous local stakeholders at each visited site;
- Review of processes for identification and collation of relevant information, report content and performance data from global operations.

Limitations and Exclusions:

Excluded from the scope of our work is information relating to:

- Activities outside the defined reporting period and scope;
- Statements of commitment to, or intention to undertake action in the future;

- Statements of position, opinion, belief and/or aspiration;
- Content that presents the opinions of external parties;
- Financial data audited by another 3rd party.

This independent statement should not be relied upon to detect all errors, omissions or misstatements that may exist. It represents our professional judgment based on the broad sample of interviews, observations and data.

Conclusions

Based on the work we performed, it is our opinion that:

- The 2010 Responsibility Report is accurate, reliable, free from material mistakes or misstatements and is clearly presented and understandable.
- The report is a fair representation of Barrick's performance over the reporting period and provides readers with a balanced perspective of its activities and material issues.
- The report advances Barrick's ongoing public communication about its operations, impacts, and programs for corporate responsibility.
- The report identifies and focuses on key material issues, based on the implementation of a comprehensive risk assessment process.
- The Barrick website includes updated responses to some of the key challenges Barrick faces, providing readers with continued understanding and context.

Global Reporting Initiative (GRI) G3 Sustainability Reporting Guidelines

It is our opinion the 2010 Responsibility Report has been prepared in accordance with the GRI Reporting Framework, including appropriate consideration of the Reporting Principles and necessary indicators to meet the requirements of GRI Application Level A+.

ICMM Sustainable Development Framework

It is our opinion that Barrick continues to align its operations and activities with the ICMM Sustainable Development Principles. We observed evidence to support the conclusion that the five ICMM Subject Matters have been substantially addressed.

Observed Improvements

- In 2010 Barrick implemented a formal and comprehensive High Level Risk Assessment process across all its operations. The result is that material issues at all levels have been fully documented and are discussed in the 2010 Responsibility Report.
- Barrick is establishing a Corporate Social Responsibility (CSR) Advisory Board and has appointed an independent member with a background in CSR to its Board of Directors.
- Barrick subscribed to the Voluntary Principles on Security and Human Rights.
- The Barrick website includes updated information about material issues, and the company is demonstrating more humility, accountability and transparency.
- Corporate stakeholder outreach has been strengthened with respect to corporate responsibility, creating better transparency and more direct engagement with stakeholders.
- Community relations efforts have expanded at some sites and are more proactive.
- Data collection and reporting processes are more standardized and reliable.
- Formal grievance procedures have been implemented at high-risk sites throughout the company.

Recommendations

- Site level stakeholder communications could be improved to include more information about material issues, community support, and how Barrick uses stakeholder feedback in the planning, development and operation of mining activities.
- The Biodiversity Standard has been developed but the implementation is still in the early stages at some mines. Barrick should consider adding biodiversity experts to its corporate and regional staff and at mines where there is greater need for this expertise.
- Increase the visibility and value of stakeholder input to the risk assessment process at all levels.

- Increase transparency for material issues in African Barrick Gold (ABG).

Statement by Bureau Veritas of Independence, Impartiality and Competence

Bureau Veritas is an independent professional services company that specializes in quality, health, safety, social and environmental management advice and compliance with over 180 years history in providing independent assurance services and an annual turnover in 2010 of EUR 3.1 billion.

Bureau Veritas has implemented a Code of Ethics across its business which ensures that all our staff maintains high standards in their day to day business activities. We are particularly vigilant in the prevention of conflicts of interest.

Bureau Veritas has no other commercial contracts with Barrick. Our assurance team does not have any involvement in any other projects with Barrick outside those of an independent assurance scope and we do not consider there to be a conflict between the other services provided by Bureau Veritas and that of our assurance team.

Our assurance team completing the work for Barrick has extensive knowledge of conducting assurance over environmental, social, health, safety and ethical information and systems, and through its combined experience in this field, an excellent understanding of good practice in corporate responsibility reporting and assurance.

Bureau Veritas North America
April 2011

Executive Viewpoint

Within the mining industry today, social license is becoming as important as the traditional mining license or permit. At Barrick, we recognize that the support of local communities is critical to our success. In 2010, we continued to strengthen our commitment to corporate social responsibility (CSR) and the international standards that enable us to secure our social license at our operations and projects around the world.

While we have been steadily improving our CSR performance, every year brings new challenges. We have responded by taking concrete actions to address these issues head on, and better manage and mitigate the impacts of mining over the long-term. Improvements were made in such areas as corporate governance, human rights, environmental management and community relations, which are described in this report.

Key advances include the following:

- Barrick became the first Canadian mining company to join the Voluntary Principles on Security and Human Rights in 2010, reinforcing our commitment to applying best practice in security and human rights.
- Barrick is establishing a CSR advisory board to provide independent advice and guidance on challenging social and environmental issues and to foster innovation.
- We are also appointing to our Board of Directors an independent director with relevant experience to support our commitment to CSR.

Globally, our strategy is to contribute to economic and social progress in our host communities, while conducting our business in a safe and environmentally responsible manner. We are proud to be recognized for our leadership. For the third consecutive year, Barrick was named to the Dow Jones Sustainability World Index (DJSI), ranking the company as a world leader in CSR. Barrick is also listed among the top 100 companies in the world by the NASDAQ Global Sustainability Index.

Everywhere in the world where Barrick operates, we have a "zero tolerance" policy regarding human rights abuses. At the Porgera Joint Venture in Papua New Guinea (PNG), when disturbing allegations of serious crimes involving security personnel surfaced in June 2010, we took immediate action which led to employee terminations and arrests by PNG police. All of us at Barrick condemn such behavior, which is completely incompatible with our values and commitment to protecting human rights and human dignity. We have been implementing a wide range of measures at this operation to help prevent incidents like these from reoccurring, while working with the community and experts to confront the pervasive problem of violence against women. In addition, Barrick's corporate human rights compliance structure is also being enhanced, aligned with the Ruggie Framework, to better detect and address potential human rights abuses. It will include formal human rights policies and procedures, training and other elements.

Aaron Regent
President and
Chief Executive Officer

We see our role as being a partner in building strong, healthy and prosperous communities. Our objective is mutual success. In 2010, Barrick's global economic value-added was $9.7 billion, a figure which includes employee wages, taxes and local and regional purchases. Of this amount, $42 million was invested to improve health, education and quality of life in our host communities – an increase from $24 million last year. In Peru, Tanzania, Papua New Guinea

and other developing and emerging countries, Barrick's economic contribution was $3.8 billion, generating economic growth and contributing to poverty alleviation in these areas. For example, a recent study of the Pierina mine in Peru documented a dramatic decline in local poverty rates, plummeting from 80 per cent in 1993 to 31 per cent by 2007.

In certain regions, the prevalence of poverty, gender-based discrimination and weak governance will continue to present significant challenges to our business. We are expanding our role in these communities to provide greater opportunities and stability, actively working alongside governments, NGOs and other strategic partners. At the same time, we are engaging in a more open dialogue about the complex challenges affecting our company and our industry.

We have committed to an annual independent assurance audit of our social and environmental performance and alignment with the 10 Principles of the International Council on Mining and Metals (ICMM). The first comprehensive assurance audit was conducted for Barrick's 2009 Responsibility Report, achieving positive results and generating constructive feedback. This year's assurance process has now been completed and is highlighted in this report. We are also strengthening Barrick's grievance mechanism procedures to be more responsive to issues and concerns at the local level.

On the environmental front, we have successfully implemented Barrick's Environmental Management System (EMS) at all sites and completed an independent review to identify possible areas of improvement. The results of the review are included in this report. We continue to make important progress in such areas as water use, safeguarding biodiversity, and reducing energy use and greenhouse gas emissions – in some respects setting the standard for industry best practice. As a company that champions the International Cyanide Management Code, we are now advocating that Code certification becomes standard practice across the gold mining industry. We are also partnering with respected organizations such as Conservation International and the Nature Conservancy to ensure our environmental programs are world-class.

Barrick has a strong safety culture. The cornerstone of our approach is the Courageous Leadership training program. Since 2004, 32,000 employees and contractors have taken this mandatory course. Sadly, however, six employees lost their lives at two operations this year. Any fatality on the job is one too many and is a tragic reminder of the need for continual vigilance in the workplace.

In 2011, we plan to complete the development of our community relations management system, human rights compliance initiative and complete the roll out of site-level grievance mechanisms. We also envision a greater focus on climate change, water use and tailings management. In the United States, Canada, Chile, Australia and other countries, Barrick works alongside a number of Indigenous communities. We will continue to constructively engage and collaborate with these diverse communities.

Over the past year, I believe that we have continued to demonstrate our responsiveness to the issues and challenges affecting our company and our industry. I am confident that we are taking the right steps forward, both as the gold industry leader and as a trusted partner in the communities where we operate.

Aaron Regent
President and Chief Executive Officer

Governance, Corruption and Commitments

Governance

Governance Structure

Barrick's board of directors is responsible for the stewardship of the company and for oversight of the management of its business affairs, while our senior management is responsible for the management and day-to-day operation of the company. Barrick's approach to social responsibility is framed by our Corporate Social Responsibility Charter.

The board has an Environmental, Health and Safety (EHS) Committee which is responsible for reviewing Barrick's environmental, safety and health, and corporate social responsibility (CSR) policies and programs. The EHS committee has two members who are independent board members and two members who are on the Barrick executive management team.

Barrick also has an Executive Community, Health, Environment, Safety and Security (CHESS) committee. The CHESS Committee reviews CSR performance, trends and issues, and approves CHESS policies and business plans.

The Board of Directors

In 2010, Barrick's board of directors was comprised of 14 members, eight of whom were considered independent, pursuant to the applicable corporate governance standards of securities regulatory authorities and stock exchanges.

The Chair of the board of directors is also an officer of the company. The board holds regularly scheduled sessions throughout the year during which the independent directors meet in the absence of the non-independent directors and management. The independent sessions are presided over by the Lead Director. The Lead Director was elected by the independent directors to preside at the independent sessions and to perform such other duties as the board may determine. The Lead Director facilitates the functioning of the board independent of management, serves as an independent leadership contact for directors and assists in maintaining and enhancing the quality of the company's corporate governance.

To promote the effective functioning of the board of directors and its committees, the board has adopted a set of corporate governance guidelines and formal board and committee mandates setting out the roles and responsibilities of the board and its committees.

Barrick's Compensation Committee is comprised entirely of independent directors. The committee is responsible for assisting the board in monitoring, reviewing and approving Barrick's compensation policies and practices, and administering our share compensation plans. The committee reviews and makes recommendations to the board with respect to corporate goals and objectives relevant to the compensation of the Chief Executive Officer (CEO). It also evaluates the performance of the CEO in light of those goals and objectives, and recommends to the board the compensation level of the CEO based on this evaluation. The committee is also responsible for reviewing and making recommendations to the board with respect to director and senior management compensation and succession planning for the CEO and other senior executives. Please see the

"Compensation Discussion and Analysis" section of Barrick's 2011 Management Proxy Circular for a description of Barrick's compensation policies and practices for our executive officers in 2010.

The Corporate Governance and Nominating Committee is comprised entirely of independent directors. The committee is responsible for assisting the board in establishing Barrick's corporate governance policies and practices generally, reviewing the composition of the board and its committees and evaluating the function of the board and its committees. The committee is also responsible for identifying and recommending to the board individuals qualified to become members of the board. The board then recommends director nominees to the shareholders for election at each annual meeting. In considering nominees to the board of directors, the committee assesses the ability of candidates to contribute to the effective oversight of the management of the company, taking into account the needs of the company and the individual's background, experience, perspective, skills and knowledge that are appropriate and beneficial to Barrick. The committee has just recruited an independent director who will provide guidance and oversight in corporate social responsibility relevant to the mining industry.

Shareholders, employees and other interested parties may communicate directly with the board by sending correspondence, marked to the attention of the Lead Director or the Chairman of the Corporate Governance and Nominating Committee, to the following address:

Barrick Gold Corporation,
Brookfield Place, Canada Trust Tower
161 Bay Street, Suite 3700
Toronto, ON M5J 2S1
Canada

Board Overview of Corporate Responsibility

The board EHS Committee assists the board in overseeing the company's environmental, safety and health, and CSR policies, programs and performance. The EHS Committee meets four times a year.

The committee's responsibilities with respect to environmental, safety and health, and CSR matters include:

- Reviewing and making recommendations in regard to the company's environmental, safety and health, and CSR management programs, including corporate policies and procedures,
- Reviewing and making recommendations in regard to environmental, safety and health and CSR compliance issues,
- Satisfying itself that the management of the company monitors trends and reviews current and emerging issues in the areas of environmental, safety and health and CSR, and evaluates their impact on the company,
- Reviewing incident reports to assess whether environmental, safety and health, and CSR management procedures were effective in such incidents, to make recommendations for improvement and to determine if such incidents are of significance to report to the board,
- Reviewing the scope of potential environmental liabilities and the adequacy of the environmental management system to manage these liabilities,
- Reviewing the company's safety and health performance to assess the effectiveness of safety and health programs, to make recommendations for improvement and to determine if any safety and health issues that may be identified as a result of such review are of significance to report to the board, and
- Receiving reports from management on the company's CSR performance to assess the effectiveness of the CSR program.

In all cases, the committee will, where appropriate, report to the board and make recommendations to the management of the company and/or to the board.

Executive Overview of Corporate Responsibility

The Executive CHESS Committee is comprised of our Chief Executive Officer, Chief Operating Officer and the company's most senior executives. The committee's mandate is to provide leadership, set policy and strategic direction, and ensure that an appropriate and integrated organizational structure exists

across the company in the areas of environment, health, safety, and the broader functions associated with maintaining our license to operate: sustainable development, community relations, human rights, non-government organization initiatives and government affairs. The Executive CHESS Committee meets on a regular basis, up to four times each year.

Review of Board, Committee, and Director Performance

The board has adopted an annual process to evaluate the functioning of the board, each of the committees of the board and individual directors. As part of such process, the Lead Director conducts a detailed interview with each of the members of the board relating to the performance and effectiveness of the board and the relevant committees. The interview covers matters such as the operation of the board and its committees, the adequacy of information provided to directors, board oversight and effectiveness, the board's role in evaluating the compensation of management, strategic direction and process, and the structure of the committees. The results of the evaluations are then reported by the Lead Director to the Corporate Governance and Nominating Committee and to the full board.

Vision, Values and Code of Conduct

Vision

Our vision is to be the world's best gold company by finding, acquiring, developing and producing quality reserves in a safe, profitable and socially responsible manner.

Values

- Behave like an owner
- Act with a sense of urgency
- Be a team player
- Continually improve
- Deliver results

Code of Business Conduct and Ethics

Barrick's success is built on a foundation of personal and professional integrity and commitment to excellence. As a company, and as individuals, we must guide our conduct by the highest standards of honesty, integrity, and ethical behaviour. Barrick's Code of Business Conduct and Ethics (the Code) embodies Barrick's commitment to conduct business in accordance with all applicable laws, rules and regulations, and the highest ethical standards throughout our worldwide organization. The Code has been adopted by the board of directors and applies to every Barrick employee, including the CEO and other senior executive officers, and to members of the board.

In addition to the Code, every employee, officer and director must also comply with the associated Anti-Fraud Policy, Disclosure Policy, Insider Trading Policy, Anti-Bribery and Anti-Corruption Policy, Safety and Occupational Health Policy and Environmental Policy, as well as with the policies of each particular business unit.

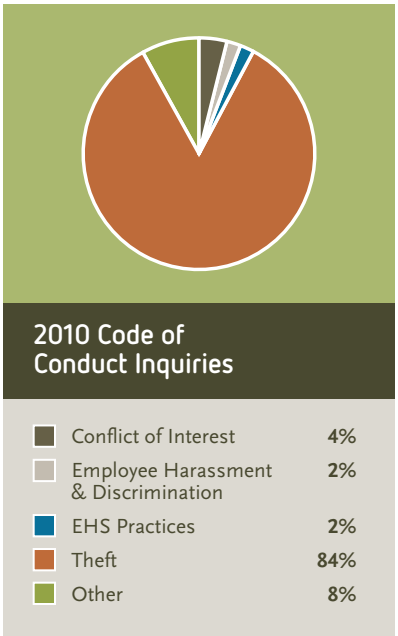
All employees are required to read the Code and associated policies, and all management and supervisory personnel are required to complete training sessions on the Code and associated policies and annually recertify their compliance. As well as adhering to the Code, we are each responsible for reporting behaviour that violates the Code. When applying the Code to our actions, each employee should seek full compliance, not only with the letter of the Code, but also with the spirit of its rules.

Violations of the Code and associated policies are grounds for disciplinary action up to and including termination of employment. In 2010, the majority of inquiries in connection with violations of the Code were related to petty theft at our operating sites. While not all the investigations relating to the complaints received in 2010 have been closed, we do not consider any of the inquiries

The Code of Conduct

All employees are required to read and acknowledge the Code, which includes policies that promote a discrimination-free and harassment-free workplace.

respecting violations of the Code in 2010 to have a significant adverse effect on Barrick's ethical culture.



Conflicts of Interest

Barrick's standards of conduct in the Code set out the responsibilities of Barrick personnel regarding conflicts of interest. Employees have an obligation to act in the best interests of Barrick and avoid conflicts of interest. In particular, they may not use, or attempt to use, their position at Barrick to obtain any improper personal benefit.

Barrick respects the right of employees to take part in financial, business and other activities outside their jobs. These activities, however, must be free of conflict with our responsibilities as Barrick employees. Barrick directors, for example, must not serve as directors or officers of, or work as employees or consultants for, a competitor or an actual or potential business partner of Barrick without prior approval of the CEO or the General Counsel.

If a conflict of interest exists, and there is no failure of good faith on the part of the employee, our policy, generally, is to allow a reasonable amount of time for the employee to correct the situation in order to prevent undue hardship or loss. However, all decisions in this regard will be in the discretion of the CEO or the General Counsel, whose primary concern in exercising such discretion will be the best interests of Barrick.

Risk Management

Effective risk management is critical to our business strategy. In 2010, the Company committed to developing and implementing a structured company-wide Enterprise Risk Management (ERM) process that ensures risks to the company are identified, assessed, and prioritized, and that mitigation strategies are monitored at the appropriate levels of the organization.

The Barrick ERM process is now in place and ensures that all business and operational risks identified at the site, regional and corporate levels are prioritized and escalated according to a standardized risk ranking criteria (the Barrick Risk Matrix). All high ranking priority risks from each region and from the corporate functional leads are presented to the Director of Risk Management for final consolidation and prioritization. These consolidated high priority risks are reviewed by Finance, Legal, Operations, CSR/CR and Projects prior to being escalated to our senior leadership team during quarterly business reviews, and when appropriate, to the board of directors. To ensure sustainability, the ERM process has been integrated into Barrick's existing organizational business processes via the quarterly business reviews and the annual strategic planning process. We will develop an ERM policy in 2011 and also create auditing protocols to ensure sufficient resources and related procedures are in place and maintained to support the policy.

Corruption

Barrick is committed to the highest standards of corporate governance and professional integrity and to transparency in our business practices, consistent with good governance and commercial confidentiality. Corruption is the misuse of public power for private profit, or the misuse of entrusted power for private gain. Barrick expects all employees, officers and directors to take all responsible steps to identify and raise potential corruption issues before they lead to problems.

Corruption Risk and Response

Barrick operates in many countries across the globe, including areas where there is a definite risk of exposure to corruption. In 2010, during our risk assessment process we identified five operations as located in an area having a potential for

corruption issues. In those sites, and all others where we operate, we follow the company's Code of Business Conduct and Ethics (the Code) which outlines our obligations, as a company and individually, to comply with all applicable laws and prevent and report corruption wherever we work. The associated Anti-Bribery and Anti-Corruption Policy sets out Barrick's commitment to compliance with Canada's Corruption of Foreign Public Officials Act, the U.S. Foreign Corrupt Practices Act, and applicable local anti-bribery and anti-corruption laws.

We have established a clear communication framework to ensure that concerns about ethical issues, including issues of corruption, are reported appropriately. To support compliance with the Code and associated policies, we have an Anti-Fraud Escalation Policy to ensure that suspected violations of the Code are reported to the appropriate levels of management up to and including the audit committee of the board.

In 2010, we uncovered a syndicated fuel theft ring involving a significant number of employees collaborating with external parties at ABG's Buzwagi mine in Tanzania. ABG immediately suspended or terminated the employees involved and, with the help of employees from other Barrick operations, continued production at the mine.

Public Policy Development and Lobbying

Mining is a heavily regulated industry and Barrick maintains a continuing dialogue with governments and regulators at all levels regarding regulatory issues and other items of business interest. We belong to a wide range of industry associations and also work closely with international non-government organizations to develop appropriate standards and guidelines for our industry.

Industry associations (national and international) include the following:

Australian Institute of Mining & Metallurgy

Cámara Argentina de Empresarios Mineros

Cámara Minera de San Juan (Argentina)

Cámara Minera y Petrolera de la República Dominicana

Consejo Minero (Chile)

International Council on Mining and Metals

Minerals Council of Australia

Mining Association of Canada

National Mining Association (USA)

Prospectors and Developers Association of Canada

Sociedad Nacional de Mineria (Chile)

Sociedad Nacional de Mineria, Petroleo y Energia (Peru)

Tanzanian Chamber of Mines

World Gold Council (International)

Government Dialogue

In 2010, our activities focused on working with our industry associations to assure that Barrick's position on important issues was represented. All lobbying activities are compliant with regulations and reported to authorities as required.

Legal Actions and Significant Fines

There were no significant legal actions or fines in 2010 related to corrupt practices by the company or our employees.

Commitments to External Initiatives

In keeping with our commitment to social responsibility, Barrick has adopted a number of voluntary codes and initiatives that address a range of economic, social and environmental issues. We recognize the importance of responding to these issues and have become a member of various associations / organizations that advance a social responsibility agenda.

Precautionary Approach

We recognize that there may be significant impacts to the existing natural environment both temporary and long-lasting, due to the presence of our mining operations. As a result, we use a precautionary approach throughout the life of a mine – from development through closure – by first assessing potential impacts, then evaluating how to avoid, control or mitigate these impacts.

Voluntary Memberships and Initiatives

Organization	Date of Adoption / Membership	Focus
Business for Social Responsibility	2007	BSR is a US-based, not-for-profit organization focused on sustainability and business. BSR works with its global network of more than 250 member companies to develop sustainable business strategies and solutions through consulting, research and cross-sector collaboration.
Carbon Disclosure Project	2005	The CDP is an independent not-for-profit organization holding the largest database of primary corporate climate change information in the world. Thousands of organizations from across the world's major economies measure and disclose their greenhouse gas emissions and climate change strategies through CDP, and now water management strategies through CDP-Water Disclosure.
Clinton Global Initiative	2007	Established in 2005 by President Bill Clinton, the Clinton Global Initiative (CGI) convenes global leaders to devise and implement innovative solutions to some of the world's most pressing challenges. CGI gathers government officials, business leaders and non-profit directors from all over the world, creating opportunities for them to collaborate, share ideas and forge partnerships that enhance their work.
Devonshire Initiative	2007	The DI is a forum for leading Canadian international development NGOs and mining companies to come together in response to the emerging social agenda surrounding mining and community development. Members believe that a collaborative presence between the Canadian private sector and NGOs in emerging markets can be a force for positive change. The ultimate objective of the DI is improved social and community development outcomes wherever Canadian mining companies operate overseas.
Extractive Industries Transparency Initiative	2006	The EITI is a coalition of governments, companies, civil society groups, investors and international organizations. It supports improved governance in resource-rich countries by the verification and full publication of company payments and government revenues from oil, gas and mining.
Global Business Coalition on HIV/AIDS, Tuberculosis and Malaria	2005	GBC occupies a unique place in the community of NGOs. It brings together the private sector's special capabilities and drive for measurable results to the fight against HIV/AIDS, tuberculosis and malaria. GBC is an unusual NGO, one comprised entirely of businesses.

Voluntary Memberships and Initiatives (continued)		
Organization	**Date of Adoption / Membership**	**Focus**
Global Reporting Initiative	2005	GRI developed the world's most widely used sustainability reporting framework. The framework sets out the principles and indicators that organizations can use to measure their economic, environmental and social performance.
International Council on Mining & Metals	2006	The ICMM was formed by the world's leading mining companies. ICMM members believe that by acting collectively the mining, minerals and metals industry can best ensure its continued access to land, capital and markets as well as build trust and respect by demonstrating its ability to contribute successfully to sustainable development. As members we are committed to implementing the ICMM Sustainable Development Framework.
International Cyanide Management Code	2005	The "International Cyanide Management Code For The Manufacture, Transport and Use of Cyanide in The Production of Gold" (the Code) is a voluntary industry program for the gold mining industry to promote responsible management of cyanide used in gold mining, enhance the protection of human health and reduce the potential for environmental impacts. Companies that become signatories to the Code must have their operations audited by an independent third party to demonstrate their compliance with the Code.
International Network for Acid Prevention	1998	Acid drainage is one of the most serious and potentially enduring environmental problems for the mining industry. Left unchecked, it can result in such long-term water quality impacts that it could well be this industry's most harmful legacy. Effectively dealing with acid drainage is a formidable challenge for which no global solutions currently exist. INAP is an industry group created to help meet this challenge.
Transparency International – Canada	2006	Transparency International is a global network of more than 90 national chapters to fight corruption in the national arena in a number of ways. They bring together relevant players from government, civil society, business and the media to promote transparency in elections, in public administration, in procurement and in business. TI's global network of chapters and contacts also use advocacy campaigns to lobby governments to implement anti-corruption reforms.
United Nations Global Compact	2005	The Global Compact provides a framework for businesses to align their operations and strategies with 10 universally accepted principles in the areas of human rights, labour, the environment and anti-corruption.
Voluntary Principles on Security and Human Rights	2010	The Voluntary Principles were developed out of a multi-stakeholder process involving companies and NGOs as a means of providing guidance to companies in the extractive sector on maintaining the security of their operations in a manner that respects human rights and fundamental freedoms.
World Gold Council	1987	The World Gold Council is the market development organisation for the gold industry. Working within the investment, jewellery and technology sectors, as well as engaging in government affairs, its purpose is to provide industry leadership, while stimulating and sustaining the demand for gold.

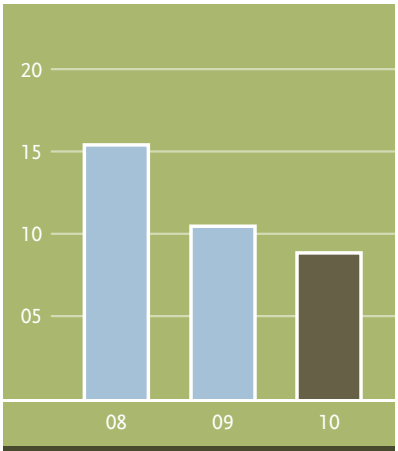
NGO Partnerships	
Abbot Fund	Muhimbili University of Health and Allied Sciences (Tanzania)
Ademi Foundation (Dominican Republic)	Nature Conservancy (USA)
African Medical and Research Foundation	Population Service International
Agualimpia (Peru)	Porgera District Women's Association (PNG)
Aid for AIDS in Nevada (USA)	Porgera Environmental Advisory Komiti (PNG)
AIDS Business Coalition (Tanzania)	Public Education Foundation (USA)
América Solidaria (Chile)	Rocky Mountain Elk Foundation (USA)
Asian Development Bank – HIV/AIDS	Rotary Australia (PNG)
Association of Private Health Hospitals (Tanzania)	Shidepha (Tanzania)
Bighorns Unlimited (USA)	South African Institute of International Affairs
Bridge2Aid	Tanzania Education Authority
Canadian Council for Africa (Canada)	Tanzania Medical Students Association
Children's Book Project for Africa (Tanzania)	Tanzanian House of Talent
Conservation International (PNG)	Tanzania National Malaria Control Program
Council of Alaska Producers (USA)	Touch Foundation (Tanzania)
Dar Independent Schools League (Tanzania)	Trout Unlimited (USA)
Ducks Unlimited (USA)	United States Agency for International Development
EnGender Health (Tanzania)	United Way of the Great Basin (USA)
Fundación Cisneros (Latin America)	Un Techo para Chile
Fundación Teletón (Chile)	Un Techo para mi País
Instituto Argentino de RSE – IARSE (Argentina)	Vocational Education & Training Authority (Tanzania)
Kainantu District AIDS Council (PNG)	Volunteer Surgical Missions (Australia-Tanzania)
Lake Cowal Foundation (Australia)	Wild Turkey Federation (USA)
Makutano (Tanzania)	World Vision Canada
Malaria No More (Tanzania)	

Employees

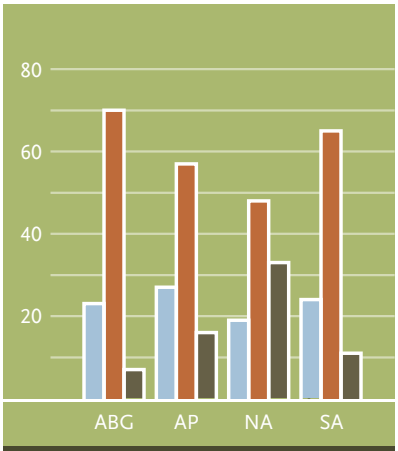
At Barrick, we recognize that attracting, retaining and motivating the best employees is a critical factor for our business. An entrepreneurial and innovative spirit is central to our success. We are committed to developing the full potential of our employees; we offer a variety of career paths, challenging work assignments, career and skills development, attractive salaries and benefits tailored to each region.

Due to the geographic and cultural diversity of our workforce, we have developed a blend of global, regional and site-based Human Resources policies and programs. We take a global approach to workforce planning and talent management to form a consistent understanding of the labour markets in which we operate. We take a regional approach to compensation and benefits, training and employee relations to address the unique labour markets and social conditions in the countries where we operate. This combined approach has allowed us to implement targeted local programs that attract, retain and motivate our staff, while reflecting local norms. Although our policies do not apply to our long-term contractors, we do review contractor policies for alignment with ours prior to retaining them.

Responsible Person:
Vice President, Human Resources



Turn-over Rate
(in Percent)



Percentage of Workforce
(by Age Category & Region)

- 18-30 years
- 31-50 years
- 50+ years

Our employees are the heart of our business.

Employment and Labour-Management Relations

Workforce and Turnover

At the end of December 2010, we employed over 20,000 workers globally. Another 25,000 contractors worked at our sites, including over 9,000 construction workers at our Pueblo Viejo and Pascua-Lama projects. Barrick's 2010 turn-over rate for employees was 8.8 percent in 2010, down from over ten percent in 2009. Most of our turn-over came from ABG (18.2%) and the Australia Pacific region (11.7%).

Benefits

Barrick conducts business in many countries and provides wages and benefits relative to regional economics. We match or exceed average wages in the countries where we operate. Men and women employed in the same job category receive the same remuneration, according to their level of experience and length of employment. Benefits provided are in line with cultural sensitivities and include a core group of health care benefits at all operations, as well as non-core regional benefits. Non-core benefits are partially determined by local competitive practices and needs, and may include pension and other retirement programs, maternity or parental leave, life and accidental death insurance, and employee assistance programs. In general, full-time employees receive our full complement of the benefits available in their region, while part-time and contract employees receive fewer benefits. Since this is locally determined, global information is not available.

Barrick has a number of instruments which provide post-retirement benefits to employees. We have qualified defined benefit pension plans (a defined benefit plan promises a specified monthly benefit at retirement) that cover some of our Canadian, United States and Australian employees and provide benefits based on employees' years of service. We have non-qualified defined benefit pension plans covering other employees and former directors of the company. As well, certain employees take part in defined contribution employee benefit plans (examples of defined contribution plans include 401(k) plans, 403(b) plans, RRSPs, employee share ownership plans, and profit-sharing plans).

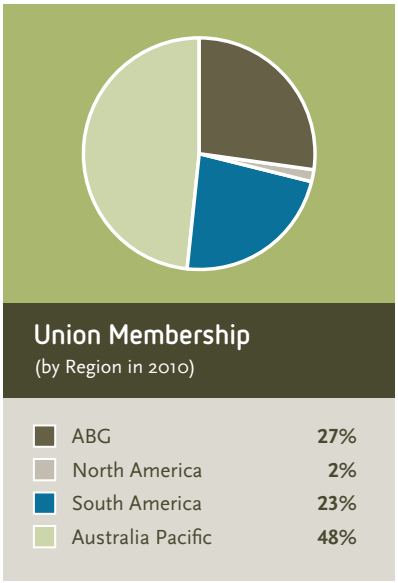
Skills development and safety training are routine activities at Barrick sites.

Communication

During major changes to our operations, we keep our employees informed through the Barrick News (our employee newsletter), targeted announcements, on-line information sessions, the company intranet and face-to-face meetings at each site as necessary. For those sites where there are collective agreements in place, we respect minimum notice periods regarding communicating operational changes.

Trade Unions

Barrick respects the rights of employees to freedom of association and collective bargaining. This includes the right of each individual employee to join a union or other labour association. We have a number of facilities around the world with unions or bargaining associations. We have worked and continue to work closely with these groups to develop and manage effective labour relations programs. In 2010, approximately 33 percent of our employees, from 17 properties, were covered by collective bargaining agreements. Approximately half of our union employees are located in the Australia Pacific region.



A strike or lockout is a work stoppage we hope to avoid by keeping the lines of communication between management and labour open and effective. Barrick did not experience any employee strikes or lockouts exceeding one week's duration in 2010. However, three of our contractors did experience strikes; two at the Pueblo Viejo project in the Dominican Republic for eight days and one at the Pascua-Lama project in Chile/Argentina for seven days.

Mine Closure and Employees

Mine closure results in layoffs and transfers; it can be disruptive to employees and their families. In order to help employees weather this transition, closure planning at our operations includes employee assistance to identify new career opportunities and transition plans as appropriate. Where possible, we may be able to offer continuing employment opportunities at other Barrick operations. In some regions, we can offer out-placement services or help with resumes and job hunting strategies.

Career Development

Personal development opportunities are an important benefit we provide to our employees. Skills development and apprenticeship programs are often available at our sites. Key in-house programs include Courageous Safety Leadership, Supervisor Development Program, Compass Technical and Professional Development Programs, Drive Safe, CI e-Learning and Project Management in Action (PMA). Regionally, other programs compliment our global curriculum and are designed to address local market capabilities and legislative requirements. Examples of such programs are the Mining Supervisor and Manager Certificate programs in Western Australia, the Graduate Engineer Gap Program in Argentina and the Intermediate Management Program in Africa. All these programs reflect a gap in required skill levels or a legislative requirement.

In addition, tuition reimbursement is provided in many cases for off-site, employment-related education. This ranges from university degree courses and technical short courses, to one- to two-day computer skills courses.

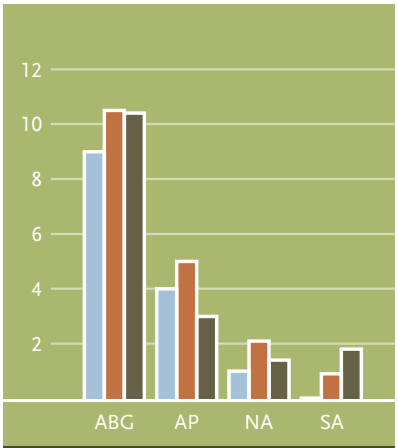
In 2010, Barrick, globally, provided 1.1 million hours of environmental, health, safety and emergency response training for employees and over 360,000 hours for contractors. Employees also completed over 1.2 million hours of technical, professional and leadership training, supported by Barrick, both on and off site.

Skill Management and Life-long Learning

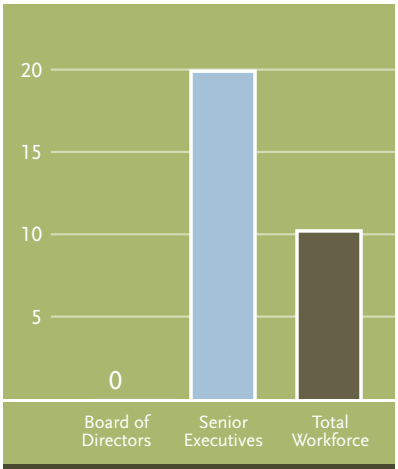
Barrick believes in life-long learning and that our employees can have multiple careers within our organization. Our career development program, known as Compass, includes career paths, development programs and performance support resources that allow us to work with our employees to help them fulfill their potential. Skills development programs are role based. We integrate individual needs with work duties and career objectives. Most of our programs are self directed and utilize on the job assignments and mentoring to enable our staff to realize their career objectives. Additionally,

Apprenticeship programs include welding and other trades.

While mining is predominantly a male industry, women are a welcome addition to our workforce.



Percentage of Expatriates
(by Region)



Female Personnel 2010
(in Percent)

professionals who participate in continuing professional development programs, offered through universities or professional associations, are eligible for company reimbursement.

Our investment in technical development sustains our ongoing

Ten percent of our workforce are female.

achievements in operational excellence. We have a professional development program for engineers and geoscientists that have joined us directly from post-secondary education. This development program is designed to accelerate the learning curve and advance the careers of our technical employees through active mentoring from more experienced professionals, targeted learning and individualized work assignments.

Barrick invests significant efforts in maintaining a leadership pipeline. Investments include programs like the Frontline Supervisor Program, a major initiative to strengthen the leadership skills of our supervisors and managers. This program builds skills for frontline personnel who have responsibility for coaching and managing employee performance. Frontline Supervisor training develops skills for providing feedback and coaching, leading change, delegating, resolving conflict, managing performance problems and motivating high performance teams. Many Barrick employees are part of our Global Succession Planning Program, which provides employees with a chance to increase their knowledge and skills by transferring them into assignments of greater complexity at other Barrick sites, both regionally and internationally.

Education and Career Management

We currently have performance review and career management processes in place for employees at all our operations and offices. Processes may vary from site to site, as Barrick has grown through acquisition and inherited different systems; however we are working to align these processes. One hundred percent of executives, senior and middle managers are covered by an annual formal performance planning and assessment processes. Supervisor and non-management individuals participate in site specific performance review processes for professional and skilled employees. Employees in work crews at our operations have regular key performance indicator assessments, often in a team format.

Diversity and Workforce Localization

A diverse workforce encourages creativity and innovation. We draw our workforce from many countries around the world, including each country where we operate, with the result that our total workforce is extremely diverse in terms of national and ethnic backgrounds. However, we are also committed to

the localization of our workforce. To this end, we first recruit the bulk of candidates for employment from the local and regional areas near our operations. In 2010, the number of expatriates at our operations varied regionally, but globally they represented just over four percent of our employees.

The workforce in the mining industry is predominantly male, and many women see this as a barrier to gaining employment in the industry. At Barrick, our focus is to employ the best person for the job; to choose people on merit. Our challenge is to ensure that we are welcoming to women so that we can employ the best among a wide candidate base. We continue to introduce policies and flexible work practices to encourage higher participation rates of women in the workforce.

There were no women on Barrick's Board of Directors in 2010. However, there are a number of women in senior management positions. As at the end of December, 2010 approximately 20 percent of our executive positions were held by women.

Equality of Wages

We consider men and women equally in our search for new employees, and both sexes are encouraged to apply in all job categories. Men and women employed in the same job category receive the same remuneration, according to their level of experience and length of employment. However, there may be a gender that is predominant in different labour categories. For example, outdoor manual labour may have a higher hourly pay than inside office workers and there may be a bias of males in the first category and females in the second. Where this is so, there may be a perceived gender bias in salary. However, this more correctly reflects a gender bias in the work categories rather than in the rates of pay.

Our People – Going Above and Beyond

Barrick employees regularly go beyond the expected, both on and off the job. We have highlighted just a few of our many 'Barrick champions' throughout this report.

Jamie Salt, *Operator at Tulawaka, ABG*
Safety champion award winner saves a life. read more

Tisha Wooley, *Environmental Geologist at Donlin Creek, Alaska*
Tisha works each year to provide warm winter clothes to underprivileged children. read more

Bill Shallvey, *Lands Manager at Cowal, Australia*
Since the beginning Bill has been committed to community engagement. read more

Lincoyán Roco Sánchez, *Mechanical Specialist at Zandívar, Chile*
Volunteering to help those in need is a way of life for Lincoyán. read more

Cullum Winn, *Mining Manager,* and **Adrian Lally**, *Environmental Coordinator at Kanowna, Australia*
Partnering with Nature Conservancy to protect biodiversity. read more

Leopold Byemelwa (Byems)
Exploration Manager, Tanzania
Safety champion award winner demonstrates an unrelenting commitment to safety. read more

Roger Souckey, *Human Resources Superintendent at Hemlo, Canada*
Roger has excelled in building relationships with First Nations communities. read more

Brian Mason
Environmental Superintendent at Ruby Hill, Nevada
Brian contributes greatly to Barrick's constructive relationship with the Western Shoshone communities of rural Nevada. read more

Human Rights and Our Employees

We believe that all our employees are to be treated with respect and dignity. We are committed to providing equal opportunity for all of our employees and contractors and to preventing human rights infringements upon our workforce, including

all forms of forced and compulsory labour and child labour, and racial and gender discrimination. Our commitment to these human rights led Barrick to become a signatory to the UN Global Compact in 2005. Barrick is also a member of the Voluntary Principles on Security and Human Rights (the Voluntary Principles) and all our security personnel are trained in the Principles (see the Society section for more information on the Voluntary Principles).

Our Code of Business Conduct and Ethics includes information on formal reporting channels and on our confidential Compliance Hotline and encourages employees to express concerns regarding ethical issues and to report human rights violations.

Discrimination

Discrimination involves the act of treating a person unequally on the basis of race, color, sex, religion, political opinion, nationality or social origin. At Barrick, we believe that every individual must be accorded equal treatment and that everyone in the company is responsible for ensuring that the workplace is free from all forms of discrimination, harassment and retaliation.

The company is committed to fair employment practices and a workplace in which all individuals are treated with dignity and respect. The company expects that all relationships among employees in the workplace will be professional and free of bias and harassment. We are committed to ensuring that both the letter and the spirit of the law are recognized with respect to promoting equal opportunity in the workplace and ensuring all persons are treated based on their merit.

Merit is the basis upon which decisions affecting employment and career development are made. The fundamental criteria are work performance, qualifications, competence, abilities, skills, knowledge and experience relevant to the job.

Any employee, supervisor, or manager who is found, after appropriate investigation, to have engaged in unlawful discrimination, victimization or harassment of another employee will be subject to appropriate disciplinary action, which depending on the circumstances, may include dismissal. In all cases, the action will be designed to ensure that there is no repetition of the conduct.

Freedom of Association

The International Finance Corporation (IFC) defines "freedom of association" as the right of employees to join organizations

Our People – Going Above and Beyond

Lincoyán Roco Sánchez, *Mechanical Specialist at Zaldivar, Chile*

Volunteering to help those in need is a way of life for Lincoyán.

Lincoyán is a founding member and current President of the Zaldivar Pro-Assistance Workers' Association, "Antonio Franco," which provides volunteers and fund-raising support for ASONIPAC, a local NGO that helps parents of children suffering from cerebral palsy and autism in the communities of Antofagasta and La Serena, Chile. These families have no other access to medical treatment for their children. Lincoyán dedicates his personal time to motivate and organize 240 employees from Zaldivar and other local companies to support teachers and therapists with the program, and to oversee the maintenance of facilities. The Association also supports the Sirenita Kindergarten in La Serena by improving safety conditions and risk prevention in their facilities. In 2010, Lincoyán led the establishment of a special therapy facility for autistic children in a school in La Serena, and he organized the Children's Day Celebration, a very successful fundraiser for ASONIPAC. He also volunteered extensively in the campaign to help the town of Lipimavida after the February 2010 earthquake in Chile.

without prior company authorization. We respect the rights of our employees to freedom of association and collective bargaining. This means that each Barrick employee has the right to join a labour organization or labour union at any of our sites. We have a number of facilities around the world with unions and/or bargaining associations. We have worked, and continue to work, closely with these groups to develop and manage effective labour relations programs.

In 2010, approximately 33 percent of our employees at 17 sites were covered by collective bargaining agreements.

Child Labour

The IFC defines "child labour" as employment of children that is economically exploitive, likely to be hazardous or to interfere with the child's education, or likely to be harmful to the child's health or physical, mental, spiritual, moral, or social development.

Information meetings at our mine sites keep our employees up-to-date on operational changes.

The legal age at which young people may work varies from jurisdiction to jurisdiction. Barrick does not knowingly employ a person who is under the legal age of employment, or where that employment would contravene the IFC definition of child labour. Barrick's minimum age for employment is 18, therefore there are no significant risks to our employees regarding child labour.

Our most significant contribution to the effective abolition of child labour is our global investment in education, such as our partnerships in the Atacama Commitment and the Intel/Cisneros Foundation Class 21 program in Chile, and our community infrastructure development projects that support schools, community centers and recreational areas across the globe.

Forced Labour

The IFC defines "forced and compulsory labour" as all work or service, not voluntarily performed, which is extracted from an individual under threat of force or penalty. This includes bonded or indentured labour or similar coerced labour arrangements. Barrick does not engage in any type of forced or compulsory labour. There were no incidents of forced or compulsory labour at our operations in 2010.

Safety and Health

Nothing is more important to Barrick than the safety, health and well-being of our workers and their families. Our safety vision of "Every person going home safe and healthy every day," supports this commitment to a safe and healthy workplace. We believe that all injuries and occupational illnesses are preventable, and there is no job worth doing in an unsafe way. Therefore, our goal is to be a zero incident company.

We believe that sound safety and occupational health practices are in the best interests of our employees, our business, our shareholders and the communities in which we operate. The Barrick Safety and Health Management System and the Courageous Leadership program support the Barrick Safety and Health Policy and endorse our vision.

As a leader within the mining industry, Barrick has, and continues to implement operational improvements that result in superior safety and occupational health performance. Our management practices fully integrate safety and occupational health evaluation, planning and design into our business development strategies. Safe production is always our goal and we are committed to improving our safety performance at every site.

We provide governance for the safety and health function as part of an integrated framework that also includes community relations, environment and security. At the board of director's level, Barrick's Environmental, Health and Safety Committee has a key oversight role to play. Committee members make an annual tour of our sites to inspect and assess first hand whether appropriate safety and health procedures and measures are in place. Regular corporate audits at our operations help ensure that safety and occupational health hazards have been identified and that effective safety and health management controls are in place. When safety and health audits identify deficiencies, our investigations attempt to recognize the fundamental causes underlying these deficiencies so that effective corrective actions can be implemented.

Barrick actively participates in the following ICMM committees: Safety and Health Task Force, Fatality Prevention Working Group and the Health Working Group.

Responsible Person:
Vice President, Safety, Health and Risk

Our emergency response teams log many hours of intensive training.

Safety

Barrick's Safety and Health Policy, Safety and Health Management System and safety and health standards and practices apply to all employees. They also apply to the contractors who work at our sites. All contractors are required to provide and maintain a safe and healthy work environment and are responsible, at a minimum, for performing work to Barrick's safety and health standards. There are nine elements in the Safety and Health Management System; they work together to ensure high performance and to facilitate continuous improvement.

All our operations have safety and health committees and conduct regular safety meetings that fit the needs and requirements of each individual site. Many of our operations conduct daily safety meetings, while others conduct meetings on a weekly basis. Joint representation of managers, supervisors and workers on our safety committees ensures that we hold each other accountable for superior safety and health practices and provide the leadership and resources needed to achieve our vision. Ad-hoc safety meetings are also conducted throughout the various functional areas within each operation, to involve all workers in eliminating unsafe conditions in the work environment. Depending on the requirements of the labour union, sites with union membership often have safety topics included in labour agreements. Activities and actions conducted by site safety and health committees are essential to embedding a culture of safety within the company.

Safety Performance

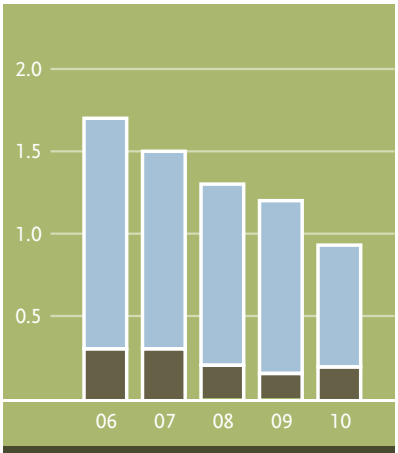
Safety performance metrics are key measures towards our goal of zero workplace incidents. These performance metrics are substantiated by audits and inspections. In 2010, while we increased our lost-time injury frequency by 25 percent over 2009, we continued an eleven year trend of improving our total reportable injury frequency rate. Since 2005, there has been a 66 percent improvement in Barrick's safety performance in total reportable injury frequency rates, there has also been a 76 percent reduction in total injuries (1,200 fewer injuries per year), resulting in a healthier workforce and a 42 percent reduction in costs.

Although we feel that the substantial improvement in our incident rate is a milestone, we know we must continue to increase our efforts so that we can improve even further. Our goal remains zero incidents.

Twenty-two reporting locations, including three operating mines and nine of Barrick's ten exploration sites, completed the year with no lost time injuries. Sixteen reporting locations completed the entire year with zero recordable injuries, and our Pueblo Viejo project, located in the Dominican Republic, reached 20 million hours worked without a lost-time incident.

Elements of the Safety and Health Management System

1. Leadership and Personal Commitment
2. Training and Competence
3. Risk Management
4. Operational Controls and Procedures
5. Health and Wellness
6. Contractor Controls
7. Incident Investigation
8. Emergency Preparedness
9. Performance Measurement and Assessment



Total Medical Treatment Injury Rate

- Medical Aid & Restricted Duty Rate
- Lost-time Injury Rate

Six fatalities, from three separate incidents, occurred in 2010. We are deeply saddened by these fatal accidents. Fatalities are unacceptable and an area of great concern to everyone at Barrick. Two employees died in an underground incident at our Goldstrike property and four employees died at Bulyanhulu, an African Barrick Gold (ABG) property. Three of the ABG fatalities resulted from a fall of ground and one was an electrocution. Teams of investigators were mobilized for these incidents. The lessons learned and many of the corrective actions, including a review of critical systems and critical tasks, are being applied globally.

Any written directive received from a regulatory agency, even those relating to minor housekeeping issues (e.g. rag bin overflowing, inadequate lighting), is considered by us to be a

regulatory action. In 2010 we received 722 regulatory actions at 15 sites, including citations for noise control, ground instability, and lack of safety barriers. At the time of this report, all regulatory actions had been corrected or were in the process of being addressed as required. Fines were received for a small number of these regulatory actions; in 2010 we received a total of $359,000 in fines at seven properties.

Safety Programs

Barrick's highly successful Courageous Leadership program continued in 2010. Quarterly training sessions were held in each region for new workers and for all workers at new projects. Refresher training courses continued as well.

Visible Felt Leadership is critical for success and will be a focus in 2011. Managers and supervisors are active in the field, coaching and mentoring employees and discussing safety to reinforce the message that "no job is worth doing in an unsafe way". The focus is making sure things are right and, when things aren't right, helping people get it right.

Operating mobile equipment remains Barrick's highest safety incident category. Therefore, we continued our focus on safe driving in 2010. Barrick invested $20 million to install real-time driver improvement devices in company vehicles worldwide. By year end, implementation was 80 percent complete. The monitoring devices trigger an alarm or a voice message if a vehicle operates unsafely, giving the driver up to 15 seconds to correct the unsafe behaviour. The devices have proven to be useful tools to coach drivers and encourage safe driving behaviours. In 2010, sites with the devices installed had a 91 percent decrease in speeding violations in company vehicles.

Our People – Going Above and Beyond

Jamie Salt, *Operator at Tulawaka, ABG*

Safety champion award winner saves a life.

Employees gathered to celebrate excellence in safety and security during a special award presentation at the Tulawaka mine in Tanzania. Barrick's COO Peter Kinver presented Operator Jamie Salt with a Safety Champion Award trophy for his efforts in saving the life of an illegal miner who had fallen from a 40-metre height. He stopped work and ran over to remove the injured person from the area due to the risk of falling rocks. He controlled the bleeding, stabilized the injury and called for help.

Safe driving monitoring devices have been installed in company vehicles.

Risk Management for Safety and Health

Risk management at every level of the organization is critical to our ultimate safety and health success. Hazard identification, risk assessment and management of change are pro-active approaches to managing concerns and issues that have the potential to create unplanned, unexpected or undesirable consequences. We have instituted risk assessments at the individual level (personal field level risk assessments), group level (team field level risk assessments) and site level (annual site level risk assessments). Risks which pose a significant threat to a site or region must be reported to the regional president or vice president for action.

Occupational Health

Occupational health refers to the identification and control of the risks arising from physical, chemical and other workplace hazards in order to establish and maintain a safe

Safety at Veladero

Barrick added a new Gazex avalanche detection system to monitor snow conditions that can lead to avalanches at this 4,500 meter high operation in the Andes. The system is integrated into Veladero's "Operation Winter", an annual winter safety program developed to protect workers from severe weather.

Mining Safety Roundtable

Barrick co-hosted the Mining Safety Roundtable meeting in the Dominican Republic in February and the Roundtable Safety Summit in Salt Lake City, USA in September. The Roundtable is a group of senior safety professionals from leading global mining companies who come together two or three times a year to share ideas for improving safety policies and practices within the industry. The group also holds a safety summit for company senior executives every two years.

and healthy working environment. These hazards may include chemical agents, dusts and solvents, heavy metals such as lead and mercury, and physical agents such as loud noise or vibration. The hazards must be assessed and monitored (to determine the risks) at a frequency that is specified by regulations or through an assessment process.

In 2008, Site Health Risk Assessments (SHRA) were conducted at most of our sites to identify potential health risks and the current controls in place to reduce or eliminate those risks. The SHRAs included efforts to ensure the work environment met the best exposure standards related to risk factors such as dust, noise, or the presence of chemicals. In 2009, we improved our capability to conduct exposure monitoring on a number of sites by building industrial hygiene capacity and training key health and safety personnel in industrial hygiene principles and techniques. Most sites now use a dedicated database that allows capture and analysis of this sampling data in order to better understand hazards and mitigate the risks. Our Safety and Health Management System requires all sites to periodically review their Site Health Risk Assessments in order to make improvements. In 2011, all regions will update their Site Health Risk Assessments.

Our sites carry out specific occupational health activities and programs, depending on the exposure at each site, including:

- Noise monitoring, audiometric testing and use of hearing protection,
- Respiratory fitness, including pulmonary function tests, and use of respiratory protection,
- Mercury, arsenic and lead biological monitoring,
- Ergonomic assessments, and
- Wellness programs.

In 2008, we identified occupational diseases across the industry; the top three included silicosis, noise-induced hearing loss, and physical strains. In 2009, through our Health Risk Assessments, we confirmed that the highest risk areas in occupational health going forward are silicosis, noise-induced hearing loss and physical strains. To that end, we have directed most of our energy to these areas in terms of data collection and mitigation strategies. In 2010 and 2011, our sites are focused on improving their data collection methods.

> "An annual risk assessment at each site IDENTIFIES RISKS and describes the controls put in place to mitigate them."

SafeSpine

The Kanowna operations in Australia have implemented some effective measures to prevent injuries from physical strain – one of the major causes of lost-time injuries for Barrick employees. A partnership with health provider Onsite Health Solutions and a proactive SafeSpine program have made a positive

difference. In the past 12 months, an exercise physiologist joined the Safety and Health team, improving the site's ability to provide education on injury prevention strategies. The goal is to reduce the number of all first aid injuries onsite. In particular, the focus has been on physical strain and sprain injuries which account for approximately 75 percent of all injuries at Kanowna.

SafeSpine is an education program focused on safe workplace practices and the use of exercises to protect the spine and to combat soft tissue injuries and postural deficiencies. A 2-hour workshop provides information about the specific risks associated with various tasks, and teaches our employees when and how to stretch to help prevent strains and sprains. The program empowers individuals to take responsibility for their own musculoskeletal health and encourages them to adopt safe practices both at home and in the workplace.

A truck driver at Kanowna stretches to limber up prior to his shift.

Kanowna has included the program in all departments and sites. Employees participate in a stretching routine at their pre-start meetings before heading off to work. Surface and administrative personnel incorporate a stretching break in their day.

The SafeSpine message is now included in staff inductions to educate our new employees on how to prevent strains and sprains. The improved awareness and increased education has helped to reduce physical strain injuries by about 60 percent during the second half of 2010 compared to the first half of the year.

Food Safety

One area of potential risk that Barrick identified through our risk assessment process was food safety at sites where catering services are provided to employees. The company felt that a food related incident had the potential for significant morbidity and probable reputational and production risk. As a result of identifying this risk, Barrick commissioned a third party consultant to travel to all sites in Africa, Australia, PNG and South America to conduct a quality assessment and to make recommendations on food hygiene standards. Subsequent to this consultation, we have developed a corporate food safety standard for all on-site catering services that follows the worldwide Hazard Analysis & Critical Control Points (HACCP) scoring system and standard. This standard includes internal audits at regular intervals and a process of external audit if minimal scores are not met or a significant food related incident occurs.

Barrick's emergency response professionals are well prepared to respond to emergencies.

Occupational Health Performance

In 2007, we began to gather data on the causes for absenteeism due to illness and in 2008 completed the first annual Health Report identifying the top causes of days lost to illness. These causes included musculoskeletal, upper respiratory and off the job injuries. These three continue to be the main causes of days lost.

Barrick recorded just over 40,000 total Illness Lost Days (includes days lost due to Malaria illnesses and illness at all projects and exploration sites) for 2010. This translates to 5.3 days per worker per year in South America, 1.9 for Australia Pacific, 1.2 for North America, 0.3 for African Barrick Gold, with a company average of 1.8 days per worker.

Community Health

Community health is a natural extension of employee health, because our employees usually live in the local community. Barrick believes that to have positive impacts on employee health, we have to address fundamental health issues in the communities in which our employees live.

To assess the community health issues and risks and to map out mitigation strategies, Barrick has incorporated a Health Impact Assessment (HIA) process, which is implemented where applicable, alongside the Environmental and Social Impact process for all new projects.

Barrick conducts the HIAs according to ICMM Guidelines and IFC standards, and we were part of the industry working group which developed the Good Practice Guidelines on HIAs for the ICMM. Health Impact Assessments allow systematic reviews of the current health status of a community by measuring existing health risks, patterns or trends. The ultimate goal of an HIA is to identify risks and then eliminate or mitigate any negative impacts, and to allow Barrick to partner with other private sector, NGO and government partners to develop comprehensive health plans and programs in the communities around our operations.

In 2010, we completed an HIA at the Reko Diq project in Pakistan, and started the HIA process at the Donlin Creek project, scheduled to be completed in 2011.

High altitude safety training is required at a number of Barrick operations.

To ensure good baseline community health data on existing operating projects, we are now planning to conduct HIAs at some of our operating projects. This process began in January 2011 at the African Barrick Gold sites and will continue into 2012.

Emergency Response

Barrick maintains emergency response teams at all its sites throughout the world. These highly trained, skilled professionals are the first responders to any mine emergency. They are experts at first aid, fire-fighting, dealing with hazardous chemicals and emergency rescues. The teams log many hours of intensive training to ensure they are well prepared to respond to emergencies. In 2010, our teams completed 72,000 hours of emergency response

Barrick Safety Leaders Win Awards

The International Society of Mine Safety Professionals (ISMSP) recognized two Barrick safety professionals in 2010

- Craig Ross, VP Safety, Health and Risk received the Highest Degree of Safety – International Award for his tireless dedication in building a positive safety and health culture
- Bruce Huber, Senior Director of Safety and Health received a Lifetime Membership Award for outstanding contribution and service to ISMSP

training. To support their training, our teams regularly compete in various mine rescue competitions with other mining companies. Many of our emergency response teams have earned awards at these competitions for rescue and fitness challenges.

Our emergency response teams reach out in times of need to the communities where we operate. Emergency Services Teams from Porgera were the first on the scene to a civilian aircraft crash in the highlands of Papua New Guinea in 2009. This response team is recognized as the only team with air rescue capability in Papua New Guinea. Emergency response teams in Tanzania and in remote areas of Australia have routinely responded to vehicle accidents in the community and, in Tanzania, have also responded to underground artisanal mining accidents.

Early in 2010, our teams responded, first to Haiti and shortly afterward to Chile, when significant earthquakes struck these areas. Although our operations were not affected in either case, we played an active role in the relief efforts.

Our People – Going Above and Beyond

Leopold Byemelwa (Byems)
Exploration Manager, Tanzania

Safety champion award winner demonstrates an unrelenting commitment to safety.

When Leopold observed unsafe performance by a drilling contractor, he addressed the situation with company senior management as well as the drilling contractor's management. He stopped the drilling rig several times to correct safety hazards and gave warnings to the respective personnel and the drilling company. When the safety breaches continued, Leopold recommended the termination of the drilling contract with the company and the contract was terminated.

In the immediate aftermath of the Chilean quake, for example, 250 volunteers from Barrick and two partner organizations worked to build emergency homes in several quake-affected communities, and the company also donated 8,000 litres of water, mattresses and blankets to local residents.

And in the Dominican Republic, we mobilized emergency responders to provide support to the victims of the earthquake in Haiti. We provided assistance to the search and rescue efforts and supplied food, water and medical supplies to those in need.

Environment

At Barrick, our goal is to minimize our footprint and safeguard the environment, now and for future generations. Responsible environmental management is central to our success as a leading gold mining company.

We are governed in our environmental management by our corporate Environmental Policy. The Policy outlines our commitment to pollution prevention, safeguarding the environment, educating our employees and communities about our environmental commitments, and applying proven management practices to prevent or mitigate negative environmental impacts. Performance indicators help us measure how well we are performing.

Application of Barrick's Environmental Management System (EMS) Standard at each of our operations helps us realize these policy commitments. The EMS Standard applies to Barrick activities at all properties, including joint ventures where we are the operator. It consists of 16 elements. Each element contains a statement of the standard of environmental conduct that Barrick expects, followed by a list of Management System Requirements. The Requirements represent the specific systems, practices, procedures or tasks that are, at a minimum, necessary to meet the Standard.

Once completely installed, the EMS provides the threshold for an operation to move to ISO 14001 registration. Barrick's South American mines are all ISO 14001 registered and several other operations in various regions are currently pursuing registration. Our goal is to register the North America region by the end of 2011, along with some individual sites in Australia.

We conduct environmental audits to verify that management systems are adequate to ensure performance commitments are achieved and that our operations are in compliance with government regulations and internal standards. When audits identify deficiencies, our investigations attempt to recognize the fundamental causes underlying these deficiencies so that effective corrective and preventative actions can be implemented.

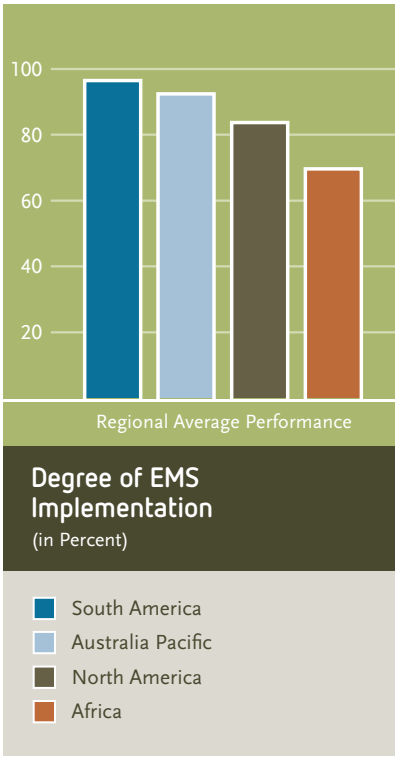
Barrick actively participates in the following ICMM committees: Environment & Biodiversity Task Force, Climate Change Working Group, Water & Mining Working Group, Integrated Mine Closure Working Group, Materials Stewardship Task Force and Mercury Working Group.

Responsible Person:
Vice President, Environment

Barrick is committed to biodiversity protection wherever we operate.

Environmental Management System

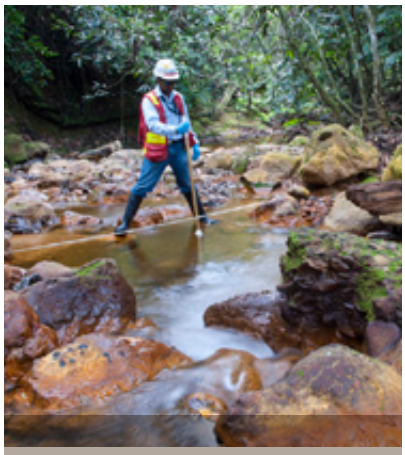
Barrick's global EMS is being implemented at all our operations. Our goal was to complete implementation by the end of 2010. A third-party assessment was conducted early in 2011 to assess the degree of completeness of the EMS implementation. The consultants looked at documentation and clarity of risks and controls related to significant environmental aspects, as well as the degree of installation. They also conducted interviews with site personnel. Regional performance



ranged from well over 90 percent for the South America region to 70 percent for African Barrick Gold (ABG). Two sites scored 100 percent. Overall, most of the sites and regions scored high on operational controls and the documentation of legal requirements. The regions were provided with an in-depth review of the findings and are now working towards a common level of implementation.

Materials

Materials used can be broadly separated into two categories; raw materials (the ore from which we extract gold, silver and copper) and process materials which are materials used in the production of gold and copper but are not part of our final product. In the following section we report on 100 percent of materials at our wholly-owned operations and our joint ventures, where we are the operator.



Water levels are monitored at the Pueblo Viejo project.

Raw materials: Barrick mines gold, silver and copper ore from both underground and open pit mines. The ore is processed on site by heap leaching or milling and chemical processing, to produce gold and copper concentrate, gold doré, and copper cathodes. In 2010, we processed over 160 million metric tons of ore at our mines.

Process materials: We use consumables and reagents in the extraction of the metals from the ores we mine. Key consumables in 2010 included fuels (discussed below in Energy), along with 153,400 metric tons of explosives, 32.3 million kilograms of cyanide, 1.1 million liters of nitric acid, 14.9 million kilograms of caustic, 155.3 million kilograms of lime and 57,300 metric tonnes of grinding media. These numbers are slightly lower than last year for two reasons: we have decided not to report on the Round Mountain and Marigold joint ventures mines because we do not operate these properties, and because the Golden Sunlight mine did not operate its mill in 2010.

The process materials above cannot be recycled. They are consumed in mining and processing applications; therefore we buy them new. We do recycle a variety of materials from our mine sites, depending on the region. These materials include, among others, paper and cardboard, scrap steel and other metals, used oil, fluorescent lights, aluminum cans, metal drums, tires and batteries.

Materials Stewardship

Materials stewardship involves environmental responsibility through both the mining process and product delivery.

Barrick's Environmental Policy and Environmental Management System Standard require that an environmental management program be in place at each site to ensure that our processes do not harm the environment and that we can mitigate any negative environmental impacts that might occur. Our main products are gold, silver and copper ore which are shipped to refiners or wholesalers. As our products are not harmful to the environment and are not sold in the retail market, our product stewardship is focused on retaining qualified shippers.

Elemental Mercury

Mercury is a naturally occurring element which is present at some operations in the ore that we process. As a result, pollution controls at these sites collect mercury as a by-product. There are potential environmental and human health risks associated with mercury and it requires effective management. It is our practice to ship mercury to a reputable refiner (Bethlehem Apparatus in the United States). For mercury shipments, strict handling, packaging and transportation procedures are in place to protect both people and the environment. In 2010, we produced 88.4 metric tons of elemental mercury from nine operations; 96 percent of that amount came from three mines, one in North America and two in in South America. Rapidly changing regulations regarding the export and transportation of mercury may soon require new ways of handling mercury sourced from our sites. We anticipate that, in the future, mercury will be contained in secure storage under Barrick's control or in government repositories if available.

We are also committed to reducing mercury emissions to air. See Mercury Air Emissions for more information.

Mercury is produced from the processing of certain ores and its disposal is carefully managed.

Cyanide Management

The Cyanide Code, developed by the International Cyanide Management Institute (ICMI) of which Barrick is a member, provides best practices for transporting, storing, using and disposing of cyanide. The ICMI monitors adherence to the Code through independent third-party audits. Eighteen of the 21 mines which use cyanide have been certified as Cyanide Code compliant. The remaining three are seeking certification.

Energy

Responsible energy use benefits the company's bottom line, the environment and the communities where we operate, and involves an ongoing focus on the efficiency of our operations. Our energy comes mainly from fossil fuels and purchased electricity. We also source power from our renewable energy projects which include solar farms, biodiesel and wind power projects. We report on 100 percent of energy and fuels at our wholly-owned operations, our joint ventures where we are the operator, and other sites and offices.

Direct Energy Consumption

Direct energy is energy that is produced and consumed by our company within the boundaries of our operations, projects, and offices. It includes fuels to run mobile equipment, to produce power and heat on-site and for Barrick owned aircraft, along with explosives used to mine the ore. We use large quantities of diesel, both to power our mining fleets and, in some cases, to generate on-site electricity. Over the past few years we have been sourcing more of our energy from renewables, including wind, solar power and biodiesel. In 2010, Barrick's direct energy consumption at our operations, joint ventures where we are the operator, and other sites and offices was 38.7 million gigajoules.

Purchased Energy Consumption

Purchased energy is energy that is produced outside the company's boundaries, purchased by Barrick and consumed on our sites. Purchased energy can include electricity and steam; however, Barrick purchases only electricity, which is drawn from national grids in the countries where we operate. The total purchased electricity consumed by Barrick at our operations, joint ventures, and other sites in 2010 was 11.4 million gigajoules or 3.2 million megawatt hours.

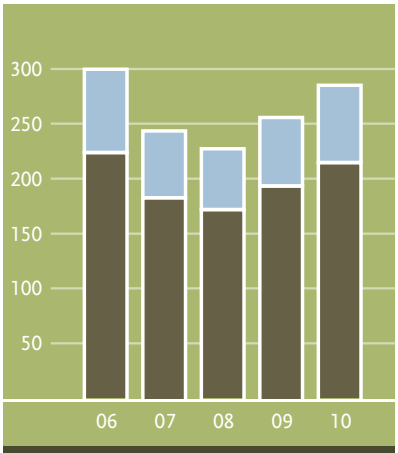
Conservation and Energy Efficiency

Barrick is committed to reducing energy consumption; we are saving energy due to conservation and efficiency improvements. All operations have conducted energy self-assessments and have identified areas for improvement in energy consumption. Our regions are now setting energy efficiency targets. We have energy champions at our operations who promote energy efficiency projects and programs. These include energy awareness education, the use of solar powered water heating and high efficiency lighting at some of our mine camps, compressor controls, ventilation fan monitoring and fuel management programs.

In 2010, energy efficiency programs saved us, globally, over 1.8 million gigajoules in energy and reduced greenhouse gas emissions by over 190,000 metric tons.

Energy Profile 2010

Electricity	22%
Diesel	48%
Gasoline	5%
Propane	5%
Natural Gas	18%
Explosives	1%
Other Fuels	1%



Energy Use Intensity
(Megajoules/Tonne of Ore Processed)

Indirect
Direct

Renewable Energy

As part of Barrick's efforts to become more energy efficient we are also working on innovative renewable energy strategies. Our growing investment in clean power has resulted in a number of initiatives. These include our jatropha biofuel project in Tanzania, our solar farm in Nevada, USA, and wind turbines in Chile and Argentina. We are looking for additional solar energy opportunities in the near future.

In 2010, 15 percent of our electrical power, both self-generated and purchased, was sourced from renewables.

Climate Change

Barrick understands that climate change is both a global and community concern. While uncertainties still exist as to the rate and magnitude of the impacts climate change will bring, these uncertainties should not delay effective action to counter the effects of this problem. In light of these risks, we must address the implications of climate change to protect our shareholders and society.

There are regulatory and physical risks related to climate change. These include the financial impact associated with legislation / regulation relating to emission levels and energy efficiency, along with significant risk to our energy supplies due to temperature changes, more frequent and severe weather, rising sea levels, increased drought and thawing permafrost. These physical changes could require more stringent design and construction standards to ensure our facilities can withstand severe weather events.

We have established an Energy Group which has been assisting our operations in assessing energy efficiency opportunities with the goal of implementing energy efficiency programs and alternative energy initiatives. To provide corporate oversight of these programs and to more directly address the issue of climate change, we developed a global climate change program in 2007. Implementation of the program has continued through 2010 and includes the development of a Climate Change Standard which has been introduced in all our regions. Regional goals and targets are now being developed. 2010 kicked off a study to better understand our exposure to climate change related energy uncertainties.

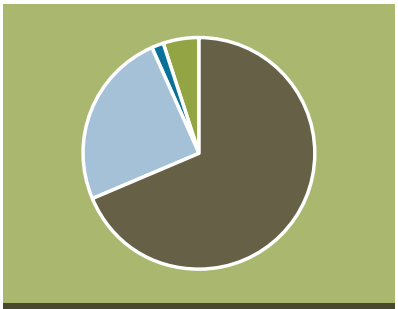
To ensure that potential financial risks associated with greenhouse gas emissions are considered in our economic decision-making, carbon emissions are being considered in all material decision-making. The evaluation of carbon emissions will depend on the type of decision being made. For acquisitions, environmental due diligence will include the calculation of a carbon footprint and the development of a carbon mitigation plan. For new projects, an energy study will be performed and will include optimization of project energy efficiencies, an assessment of carbon emissions associated with potential power supply options, the climate change-related risks and the development of a mitigation plan. This evaluation will promote consideration of energy alternatives to mitigate economic risks and minimize Barrick's carbon footprint. Our goal is twofold; to provide for Barrick's long-term competitiveness in a carbon-constrained economy, and to mitigate impacts.

The Homestake mine, closed in 2001, is an example of successful mine reclamation.

Water

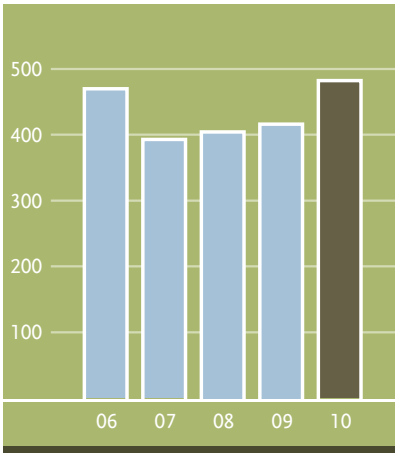
Barrick operates in some regions where there is a scarcity of water and in other areas where there is an excess of water over evaporation. However, regardless of where we operate, we understand that water availability is a critical concern for Barrick and for our stakeholders. Global trends in population growth, urbanization and land-use changes demand a strategic response to water risks. We are focused on using water wisely and believe that water should be managed as a community resource, respecting the rights of other water users.

In 2008, we increased our focus on responsible water use through introduction of a new global Water Conservation Standard. Building on the company's existing monitoring programs, the Standard has now established water conservation criteria and regular management review procedures at our sites. At a minimum, the Standard requires our operations to conduct risk assessments related to water, to implement systematic monitoring programs of water supply, storage, usage and discharge, to develop and maintain site-wide water balances, and to institute water conservation programs that address significant risks at all stages of the mine life cycle. One of the most significant characteristics of water-related risks is that the impacts of our use vary depending on local hydrological, social, economic and political factors.



Make-up Water By Type
(Ground and Surface Sources)

Fresh Water (<1,000 mg/L TDS)	69%
Brackish Water (1,000-10,000 mg/L TDS)	25%
Saline Water (10,000-30,000 mg/L TDS)	1%
Hypersaline Water (>30,000 mg/L TDS)	5%



Water Consumption Intensity
(Liters/Tonne of Ore Processed)

Therefore our water management activities need to be site specific.

Water Use

Water is essential to our mining activities. Water is used for ore processing, dust suppression, drilling rock and other activities. Use is closely monitored at all our operations and conservation opportunities are actively pursued. We obtain water from surface sources such as lakes and streams, from water captured on-site (rainwater or water pumped from an open pit, for example) or from groundwater sources. For all new projects, we review water availability options with numerous experts in the field, identifying alternative water sources and developing contingency plans, should water availability change over time.

Much of the water we use is recycled through our process facilities but some is lost through entrapment in tailings, evaporation in process ponds, through use as a dust suppressant and in other mining activities. We therefore have to add water to our process circuits. This water is called make-up water. In 2010, Barrick used 77.8 million cubic meters of make-up water at our 23 mining operations; 36.4 million cubic meters sourced from groundwater and 41.4 million cubic meters sourced from surface water. We preferentially use brackish or saline water, where available, in order to leave fresh water for other community uses. In 2010, 31 percent of our make-up water was brackish, saline or hypersaline.

Significant Effects from Water Withdrawal

Withdrawals from a water system can lower the water table, reduce

Rainwater Harvesting

At our Buzwagi operation in ABG, we have just completed two operating seasons using our industrial rainwater harvesting system.

This water system is a 75 hectare “giant lined bowl” which collects rainwater for use in our mine processes, thereby eliminating the need for ground water withdrawal. The system is performing as designed and is a success story for this property.

Our partnership with the Conservation International Foundation promotes biodiversity research near the Porgera mine.

biodiversity, cause land surface disturbance and reduce the volume of water available for others. We manage our water withdrawals to take only the minimum water needed. Our operations also recycle water through our processing systems, use saline water preferentially in arid areas when available, and either use the water pumped out of open pits and underground or, if not impacted by operations, return it to the local aquifer.

Some of our mines require dewatering operations to allow access to the ore bodies. Dewatering results in a temporary depression of the water table adjacent to the mine. Potential environmental impacts from dewatering have been identified in the environmental assessment processes at each site, and measures have been implemented to mitigate impacts.

Water Recycled and Reused

Much of the water used for ore processing is recycled through the processing facilities at our operations. This occurs either when water from one process is then used for another, such as wash bay water used for dust suppression, or when gold-laden processing water is stripped of the gold and the water recirculated back through the system.

We also look for innovative ways to reduce water use at our operations. For example, ABG uses surficial paste tailings technology at the Bulyanhulu mine in Tanzania. This filtering process removes additional water from tailings slurry which is then reused in the process plant. The dewatered tailings are then placed in an engineered tailings impoundment. Bulyanhulu is the first gold mine of its size to use this process which allows the plant to recycle more than 70 percent of its water requirements. In 2009, our Hemlo mine in Canada reduced, by 75 percent, their use of fresh water from a nearby creek by installing a pumping system which recycles dewatering water and storm water runoff back to the process system. They are now using less than four percent of the creek water allowed by their permit.

Biodiversity

Biodiversity loss due to competing land uses, including mining, is an issue of global concern and we are committed to actively enhancing our contribution to biodiversity protection. Barrick operates on five continents, from near sea level to over 4,000 meters above sea level, and our lands include a wide variety of ecosystems. We are committed to conserving and managing these lands, and the many varieties of plant and animal life that inhabit them, by working in consultation with local communities, regulators and environmental NGOs. Our sites worldwide are engaged in efforts to protect, manage and reclaim lands with a focus on enhancing the environment.

Land Management and Protected Areas

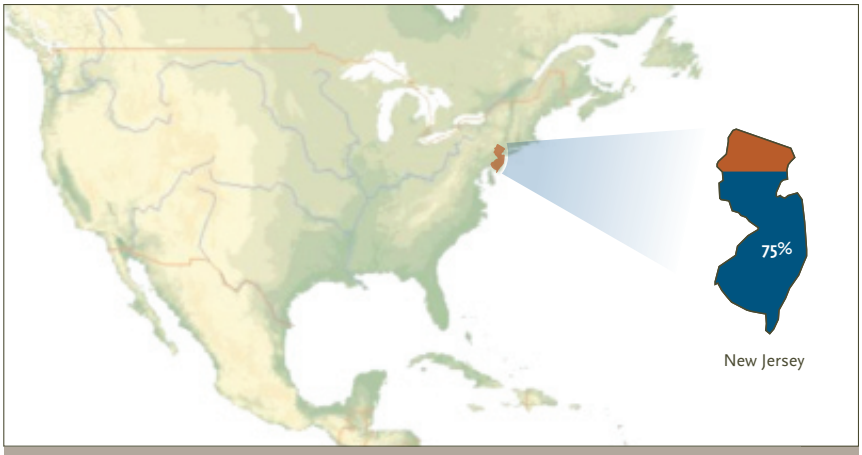
Barrick manages large areas of land, either owned or leased (including surface rights and/or mineral rights). Only a small percentage of this land – less than four percent – has been disturbed for mining activities. The rest is left in its natural state or utilized for agriculture and livestock grazing.

Some of our operations are located near World Heritage sites or in or near areas of high biodiversity value. World Heritage sites are

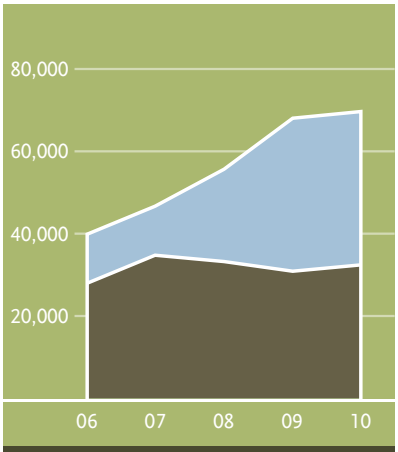
properties having outstanding universal cultural or natural value which have been identified by the World Heritage Committee. We have two operations located near World Heritage sites: the North Mara mine, located 20 kilometers west of the Serengeti National Park in Tanzania and the Veladero mine, bordering the San Guillermo Man and Biosphere Program Reserve, a buffer zone for the San Guillermo National Park in Argentina. Barrick's Biodiversity Standard requires that we neither explore nor initiate mining within World Heritage sites and that we respect the requirements of legally designated protected areas.

We also have operations located in areas identified as having sensitive habitats, including sage grouse and Lahontan trout habitat in the western United States, high Andes habitat in Argentina, Kapoche forest habitat in Tanzania, and the Lake Cowal wetland habitat in Australia. Our employees are mindful of their responsibility to protect these sensitive habitats.

In some areas we partner with environmental and community organizations to protect and manage these lands. For example, in 2005, Porgera signed a Memorandum of Understanding launching a partnership with the Conservation International Foundation, a leading North American non-government organization involved in global conservation initiatives. The purpose of this ongoing relationship is to promote biodiversity research, environmental education and nature conservation. A number of projects have been implemented near the mine site including a rapid biodiversity assessment that revealed 643 species including 16 new species of plants and eight new species of amphibians, and the establishment of a Conservation Area in the Mount Kaijende Highlands covering 800 square kilometers. It is the Porgera mine's wish to provide support to Conservation International, in order to conserve an area of PNG's living natural heritage and demonstrate that human societies are able to live harmoniously with nature.



The total area of land owned or leased globally by Barrick is 1.6 million hectares. This is approximately 75% of the area of the state of New Jersey, U.S. Only four percent of this land has been disturbed for mining activities.



The total area of land owned, leased or managed by Barrick's operations was 1.6 million hectares at the end of 2010. Of this land, 69,700 hectares (or only four percent) have been disturbed over the years by our operations. Currently, 32,400 hectares are disturbed for active mining and 37,300 hectares have been reclaimed (rehabilitated) to the agreed post-mining land use. The post-mining land use may differ from its prior condition and is the result of negotiation and agreement among various parties including governments, communities and our operations.

Managing Biodiversity

Land disturbance is an unavoidable consequence of mining. To develop a mine we remove and stockpile topsoil in order to construct roads, locate process, maintenance, warehouse and other buildings. To access the ore we dig large open pits or access underground ore bodies through tunneling. We construct waste rock storage areas, heap leach facilities and tailings storage impoundments and dams. In doing so, we impact the biodiversity of the immediate areas around our mines. We also use large amounts of water in processing and pump water out of open pits and underground mines if they are located below the water table.

However, careful planning at Barrick's operations aims to minimize the area impacted by mining activities, to mitigate our impacts, and to leave behind (upon closure) reclaimed lands that will support productive post-mining land uses. It is important to note that it is not usually possible to restore a mine site exactly as it was prior to mining, but it is possible to restore a healthy, thriving ecosystem.

Barrick has implemented controls at our operations to safeguard wildlife from mine processes and chemical exposure. These controls include barriers such as fencing and netting, the use of 'bird balls' and other covers for ponds and tanks, as well as cyanide destruction processes at some operations. Each year, in spite of these controls, a number animals and birds do manage to come into contact with process solutions at a few of our sites. See our Wildlife Mortality table for a description of these incidents.

At many sites, we have projects specifically designed to protect rare or significant plant and animal life; at others, habitat enhancement projects are underway. Where possible, we implement native seed collection and soil management projects prior to mine development. Barrick has also established nurseries at a number of sites to grow local plant species for reforestation and revegetation during operations and once mining is complete. At some locations, such as the Pueblo Viejo project in the Dominican Republic, we are mitigating damage and revegetating areas off our property that were degraded by other land users.

Ecosystem services are the functions of ecosystems that provide benefits to people, such as fresh water, raw materials, climate and recreational services. Barrick uses ecosystem services in the course of our business. Therefore our environmental managers systems pay particular

Our People – Going Above and Beyond

Cullum Winn, *Mining Manager, and* **Adrian Lally,** *Environmental Coordinator at Kanowna, Australia*

Partnering with Nature Conservancy to protect biodiversity.

Cullum and Adrian were instrumental in reaching a Development by Design pilot program agreement with the Nature Conservancy late in 2010. Barrick will now pilot the Nature Conservancy's Development by Design conservation and mitigation program at the Kanowna mine. The science-based approach blends landscape-level conservation planning with the mitigation hierarchy – first to avoid, then minimize / restore, and finally compensate for or "offset" negative impacts to biodiversity. The Nature Conservancy is the world's largest conservation organization and Barrick is one of only a few companies and government organizations to pilot Development by Design. The Development by Design program is intended to reduce conflicts between development needs and conservation, increase cost-effectiveness of mitigation efforts and direct funding to higher-value conservation. This approach includes a landscape-level modeling tool that will help give Kanowna an advance look at its operational impact and will add to Barrick's expertise in mitigation planning.

attention to the water that we use, the plants and animals that we disturb, and the topsoil and overburden that we remove in order to mine the ore underneath.

Barrick's Biodiversity Standard, developed in 2009, formalizes our stewardship activities and environmental management strategy. It requires us to integrate biodiversity into project planning and decision-making, to assess the direct and indirect impacts of new projects (and expansions of existing projects) on ecosystem services, to design projects that avoid potentially significant impacts on biodiversity, to exploit opportunities to protect and enhance biodiversity, to consult with stakeholders and to engage in partnerships that address scientific and practical challenges relating to biodiversity protection or enhancement.

The Standard applies from exploration through mine closure with the goal of no net loss to biodiversity. The Standard is now being implemented across the company. In 2011, several operations are participating in a pilot project designed to test the Standard. The goal of the pilot project is to determine if the guidance is an effective tool for our operations to fully implement the Standard.

Specific biodiversity strategies and programs have already been implemented at operations where biodiversity has been identified as an important or material issue. We have specific programs at Bulyanhulu, Cowal, Goldstrike, Kalgoorlie-KCGM, Lagunas Norte, Pierina, Plutonic, Tulawaka and Veladero. However, all our sites have procedures in place to protect wildlife and sensitive habitats.

IUCN Red Listed Species

In 2008, Barrick's environmental professionals indentified 35 species of plants and animals on or near our mine sites that are included on the International Union for Conservation of Nature (IUCN) Red List. In 2009, we reviewed that original list and extended the review to our projects as well. We identified 92 species on the Red List. Due to acquisitions and divestitures in 2010, the 2009 total was reduced to 86. In 2010 the list was expanded to a total of 95 species; 34 plants, 26 birds and 35 animals.

The categories range from those of least concern (37 species) to those endangered (4 species). In most cases, these species are addressed in the Environmental Impact Assessments / Environmental Impact Statements for our sites. They are protected from the impacts of mining through the environmental management systems in place at our operations.

Environmental Aspects of Mine Closure

A key component of our commitment to environmental protection is mine closure planning. All our operations have closure plans in place and budgets have been developed for concurrent reclamation, along with costs identified for final reclamation after closure.

Barrick developed a Mine Closure Standard in 2009 to promote closure of our properties in a manner that is timely and cost-effective, to demonstrate our commitment to sustainable resource management and responsibility, and to provide a basis for continual improvement for all Barrick properties. All our operations have reclamation plans in place which cover the environmental aspects of closure. These plans are

We have procedures in place to protect wildlife from our mining activities.

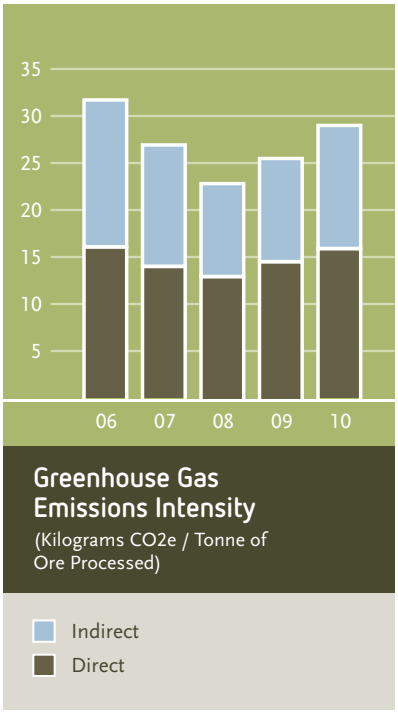
We have identified 95 species from the IUCN Red List living on or near our sites.

El Indio Closure

Barrick closed the El Indio mine in Chile in 2002 after three decades of operation. Although there were no mine closure regulations in place in Chile, Barrick created a closure plan with input from government, NGOs and local communities. The plan included a program to minimize the environmental impacts from the operation, train El Indio employees for new jobs and support local communities. Environmental aspects included reclamation of the disturbed land, the removal of the camp and mine buildings and even digging a new course for the Malo river, which had been diverted during operations. Over 2,000 employees went through training workshops to help them transition to new jobs and Barrick completed a sustainable development project which created a composting business for use in family-scale organic agriculture. This closure plan was unique in the region and the experience gained will be applied in future closures.

produced during the initial project planning and design of each site. They are reviewed and updated during operations to ensure that environmental effects are addressed and financial obligations are satisfied. Barrick has also developed corporate guidance for closure cost estimation in an effort to lead the industry in accurately estimating closure costs.

During operations, when possible, disturbed areas are contoured and revegetated after they are no longer required for active mining (this is known as concurrent reclamation). At closure, in order to return the remaining disturbed land to a stable state for post-mining land use, we remove, relocate, demolish or transfer ownership of buildings and physical infrastructure, close pits and shafts, stabilize underground workings, treat tailings and process waters appropriately, and slope, contour, cap or cover, and revegetate our waste rock facilities, leach pads and tailings impoundments. We also protect water resources and other environmental media to the extent necessary.



Barrick has taken a leading role in the design and construction of evaporative covers for both waste rock facilities and tailings impoundments, and has also won awards for its reclamation activities.

Emissions, Effluents and Wastes

Emissions, effluents and solid wastes are generated during mining and processing. Barrick reports on releases to air, water and land under community 'right to know' emissions programs. In the United States we report through the Toxics Release Inventory, in Canada through the National Pollutant Release Inventory and in Australia through the National Pollutant Inventory.

Emissions to Air

Greenhouse Gas Emissions

The weight of the scientific evidence links greenhouse gas (GHG) emissions to global climate change. Climate change is a global problem and requires a global solution. While the actions of a single company will not solve the problem, we will do our part. We are tracking our greenhouse gas emissions, investing in renewable energy technologies and working to

Dust from crushers and conveyer belts is controlled by mist sprays and dust collection systems.

achieve increases in energy efficiency across our operations.

Direct GHG emissions are emissions from sources that are owned or controlled by the company. At Barrick, direct emissions originate from burning fuel for energy and from explosives use. Indirect GHG emissions are generated at sources owned or controlled by another organization, where the energy is then used by Barrick. This includes purchased electricity.

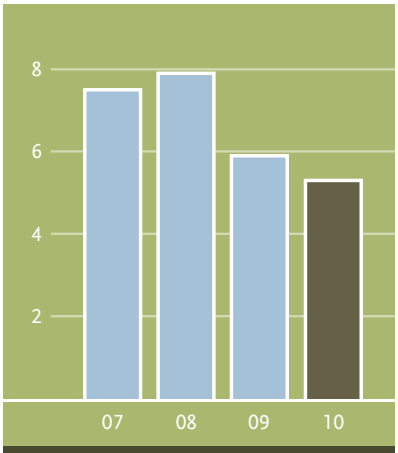
We track GHG emissions from our mining operations and, starting in 2008, from our office locations as well. In 2010, direct GHG emissions from our mining operations were 2.6 million metric tons and indirect GHG emissions totalled 2.1 million metric tons. Direct emissions from our other sites (offices, closure properties, development projects) were 253,500 metric tons and indirect emissions were 16,340 metric tons.

Transport-related activities such as business travel, employee commuting, delivery of goods and materials and products, along with waste disposal activities are known as Scope 3 emissions. Barrick does not currently track Scope 3 emissions because of the difficultly collecting the information from our operations and all other sites, globally.

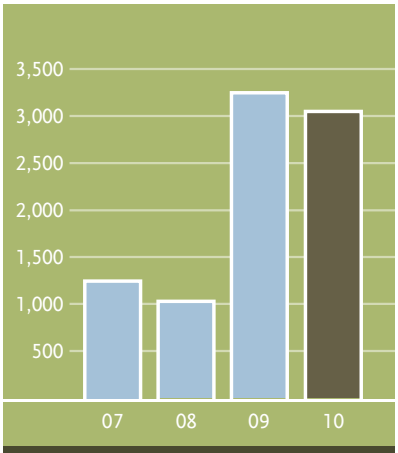
Barrick has been tracking and reporting GHG emissions from our operations for seven years now, starting with 2004 data provided to the Carbon Disclosure Project in 2005. We have also established an Energy Group which has been assisting our operations in implementing energy efficiency programs and initiatives. Energy efficiency will serve to minimize GHG emissions. Innovative energy strategies implemented or underway include: solar and wind farms, energy awareness education, the use of solar water heating and high efficiency lighting at some of our mine camps, biodiesel use at our North American underground mines, compressor controls and fuel management programs. See the Energy section of this report for more information.

Ozone-depleting Substances

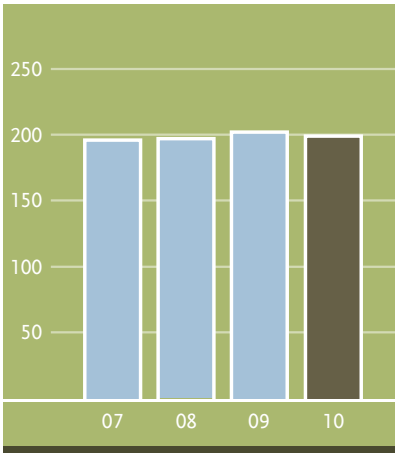
Barrick operations do not manufacture ozone depleting substances. We also do not use materials that contain ozone depleting substances, except for fire extinguishers and some refrigerants and machine shop solvents, therefore emissions of these substances are minimal.



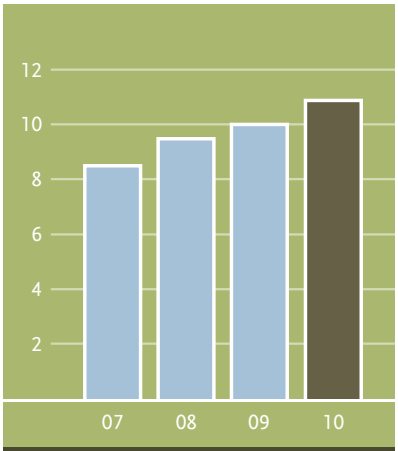
Mercury Air Emissions
(Metric Tons)



PM10 Emissions
(Metric Tons)



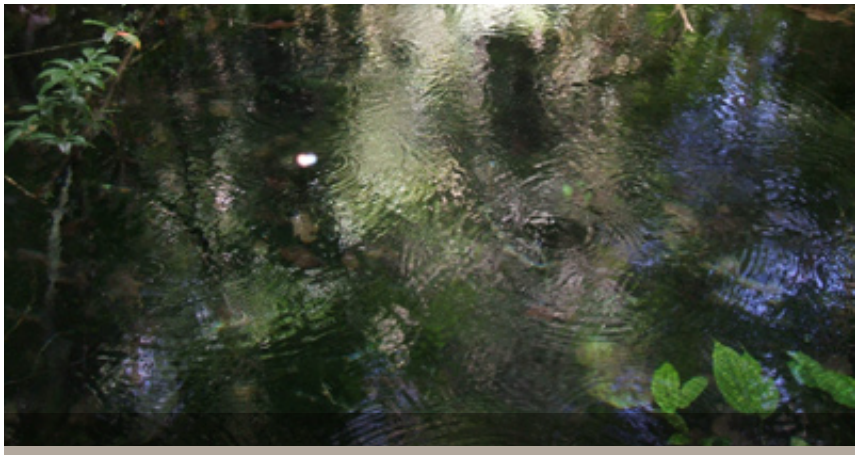
SOx Emissions
(1,000 Metric Tons)



NOx Emissions
(1,000 Metric Tons)

Other Significant Air Emissions

Dust: Dust is the most common air emission at Barrick's operations. We suppress dust emissions from roads, crushers and conveyor belt systems through the application of water to roads, the operation of mist sprays and dust collection systems at point sources and the application of chemical surfactants at some locations.



Water availability is a critical concern for Barrick and for our stakeholders.

Mercury: At a number of operations, mercury air emissions are released during the processing of mercury-containing ore. These emissions are controlled by filters and scrubbers. We are now closing out a five-year mercury abatement program at those sites, which has included a comprehensive program to measure emissions, and the installation of greater controls to significantly reduce or eliminate them. In 2010, 5.3 metric tons of mercury emissions were released to air. Over 98 percent of these emissions come from four operations; one in North America and three in the Australia-Pacific region.

Other: Barrick's other significant air emissions are produced from both mobile and stationary sources. These emissions include particulate matter, along with sulphur and nitrogen oxides. They are most often controlled by the use of filters, scrubbers, and other pollution control devices. Information on these emissions is routinely collected in Canada, Australia, and the USA and submitted to the national databases identified in the introduction to this section. In other jurisdictions, our mines may not routinely collect these data where there are no permit requirements to do so.

Water Discharges

Barrick reuses and recycles water at most sites. However, we do have 15 operations and closure properties that release mine-impacted water to the environment once it meets water quality standards or permit conditions.

Water is discharged under permit at eight operating mines. In 2010, 45.4 million cubic meters of water was discharged from these properties once it met water quality standards. Barrick Energy and six closed properties also discharge treated water to the environment. The total water discharged under permit from these properties in 2010 was 18.1 million cubic meters.

Non-processing Waste Disposal

A number of non-process wastes are generated each year at our operations. These wastes may differ by region and by operation, but typically include laboratory assay waste, scrap metals, waste oils, cans and bottles, tires, and office and camp waste. As much as possible, we try to recycle these wastes, however this is not always possible at some of our remote sites or at operations located in countries where recycling is not available.

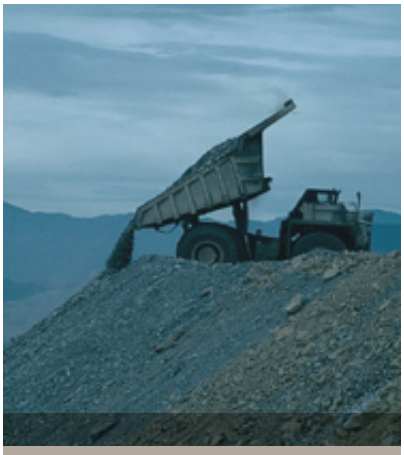
Non-hazardous waste which is not recycled is usually landfilled (either in municipal landfills or landfills constructed on the mine property) or incinerated. Hazardous waste is addressed below.

Hazardous Waste Disposal

Barrick generates hazardous waste from our operations. These wastes include batteries, fluorescent lights, oils, solvents and laboratory assay wastes. The types of hazardous wastes vary among our sites; however all are recycled or disposed of in licensed waste facilities. In 2010, 12,100 cubic meters of liquid hazardous waste and 5,700 metric tons of solid hazardous wastes were disposed of or recycled according to the appropriate regulation.

Mining and Processing Waste Disposal

Mining involves the removal of ore from the ground. To access the ore deposits, waste rock – rock which does not contain economically recoverable amounts of desired metals – must be removed. As waste rock may contain various amounts of metals that are naturally present in minerals, it must be properly managed to reduce the risk of pollution, such as acid rock drainage and metals leaching. Waste rock is placed into engineered facilities where it can be contoured, covered with soil and revegetated, or returned to completed open pits or underground mines where it can be permanently stored. At some sites, non-reactive waste rock can be used to construct road beds or dams. In 2010, we deposited 396.6 million metric tons of waste rock into engineered facilities, underground workings or into open pits.



Waste rock is disposed of in engineered impoundments which are resloped and vegetated upon closure.

Depending on the type of rock, the minerals in the rock, and other geologic properties, ore may be crushed, placed on large, leak-proof liners and chemically leached to extract the desired metals (called heap leaching), or it may be crushed, mixed with water and chemicals into slurry and sent through a processing plant to extract the desired metals. Some of our mines contain both heap leach and process plant operations.

The crushed ore in our heap leach facilities is usually the size of gravel, and this material remains after the desired metals have been extracted and all the leach solution has been recovered. At the end of operations, these heap leach facilities are normally recontoured and capped with a multi-layered soil cover that prevents rainwater infiltration and allows revegetation. The leak-proof liners underlying the heap leach facilities prevent seepage into the ground, and any residual seepage, captured by the liners after closure, is treated to meet water quality standards before being released to the environment.

Tailings are the finely-ground rock particles, usually the size of fine sand and silt, which remain after the crushed and slurried ore has been sent through our processing plants for removal of the desired metals. Tailings are most often pumped to tailings storage facilities (TSF). We try to recover as much of the process water and residual chemicals as possible beforehand for re-use in our processing plants. We also recover water from our TSFs for re-use in processing. In 2010, we deposited 58.4 million metric tons of tailings into engineered storage facilities.

Barrick designs, operates and closes waste rock storage facilities, heap leach facilities and tailings storage facilities to internationally-accepted best practice, and complies with regulatory requirements for safety and environmental protection. We have developed a tailings standard which is in final draft and under review by our technical experts. In future, it will guide the construction and management of our tailings facilities.

All design components and the overall designs of our storage facilities are subject to detailed risk assessments and critical review by fully-qualified engineers. In addition to daily inspections by fully-trained site staff, our active tailings facilities are inspected annually by the Engineer of Record or a similarly-qualified professional engineer. We also conduct regular corporate inspections and contract internationally-recognized experts to provide independent performance reviews of our operating and closed tailings facilities.

We are developing, and have in place at several mines, processes to reduce the water content in our tailings and to lessen our mine footprint. These processes include thickening tailings to the consistency of paste before delivering to the tailings storage facility, storing tailings in completed open pits and mixing tailings with cement before backfilling in underground workings. At one of our operations, tailings are blended with crushed ore and sent to the heap leach facility for additional metals recovery.

At our Porgera mine in Papua New Guinea, we deposit tailings material into a nearby river under permit. More information about Porgera and riverine tailings disposal is presented in Significant Issues and Concerns in 2010.

Barrick has implemented preventative management processes at its operations where the waste rock, heap leach and/ or tailings have demonstrated the potential to generate acid rock drainage and metals leaching. We are a member of the International Network for Acid Prevention (INAP), an organization which works to address this global mining issue.

Products

Barrick's main product is gold. Silver is recovered as a secondary product at some operations. In addition, our Zaldívar operation in Chile is a copper mine.

The company sells its production through three primary distribution channels: in the gold spot market, under gold sales contracts between Barrick and various third parties, or to independent refiners of gold and copper concentrates. We do not have customers in the usual sense and neither package nor label products for retail sale, nor advertise or market our products.

We mine gold bearing ore, producing a concentrate or doré bars. Once refined, gold and silver are stable (they do not react chemically) in the environment and are non-hazardous metals. Copper is produced as a concentrate or is processed into copper cathodes. Copper, although necessary for biological functioning, may be hazardous to plants and animals if ingested in large amounts. Recycling of our products occurs widely.

Product Life Cycle

Gold

Gold has been used as jewellery for over 6,000 years and its value as an adornment and token of affection remains strong. In some societies, gold jewellery is used as a family store of wealth in addition to adornment. Gold functions as an inflation hedge, an effective portfolio diversifier, and a currency reserve.

While jewellery and investment continue to be the primary uses of gold, thanks to its unique metallurgical properties, gold is used for medical innovations, the computer industry, the transportation and aerospace industries and for communications.

Gold bars from Barrick mines.

Among the many uses of gold are:

- Lasers used for delicate medical procedures
- Critical electronic circuitry for vehicle air-bags and telecommunication equipment
- Pharmaceutical applications
- Dentistry

Because of its high value, gold has been recycled through the ages. It is estimated that over 85 percent of all gold historically mined is still in circulation. Additional information about gold is available at www.gold.org.

Silver

Silver is produced as a secondary product at many Barrick operations. Silver has a number of unique properties including its strength, malleability and ductility, its electrical and thermal conductivity, and the ability to endure extreme temperature ranges. These properties make it a valuable element in our modern lives. Demand for silver comes from industrial uses, photography, jewellery and silverware. Together, these categories represent more than 95 percent of global annual silver consumption.

Industrial and photographic silver are the most important sources of silver recycling where silver is recovered from industrial and photographic waste water. The recycling efficiency for silver scrap is approximately 97 percent.

Additional information about silver is available at http://minerals.usgs.gov.

Copper

Copper is produced as a secondary product at the Bulyanhulu and Buzwagi mines in Tanzania and as the main product at the Zaldívar mine in Chile. Copper is a critical component in electronic equipment, in building construction and in transportation equipment. Along with gold and silver, copper is also used in jewellery design.

Naturally occurring levels of copper are not harmful to the environment or to animals. In fact, metabolisms of animals and humans require a certain level of copper to maintain good health. The amount of copper found in the human body is tiny, but it plays a critical role in a variety of biochemical processes. However, chronic exposure to excessive amounts of copper can cause liver and brain damage in animals, hence it is important to monitor copper concentrations. We routinely monitor the copper concentrations in the environment at our copper mine.

Scientists, metallurgists and product developers are continually discovering new and beneficial uses for copper and copper compounds.

Current recycling rates for copper average over 85 percent. In fact, copper's recycling rate is higher than that of any other engineering metal. Additional information about copper is available at http://minerals.usgs.gov.

Ore mined from open pits requires crushing and processing to release precious metals.

Product Handling

Barrick sells into the worldwide gold market and, as a result, we are not dependent upon public purchasing with regard to the sale of our gold, silver and copper. Gold concentrates are sold to independent smelters for further refining. Copper is sold to copper markets and through the COMEX commodity exchange. We do not market our products. We are members of the World Gold Council. The Council works to promote the use of gold in jewellery and industrial applications, as well as to improve access to gold for investors, and maintains an active investor education program.

As Barrick does not sell or provide its products to the public, the doré bars, gold and copper concentrate and copper cathodes we produce do not carry public labeling. Therefore, there were no incidents of non-compliance with regulations concerning

product information and labeling in 2010. Also, there were no incidents of non-compliance with regulations and voluntary codes concerning health and safety impacts, customer satisfaction or marketing communications relevant to our products.

Significant Environmental Impacts and Incidents

The activities associated with mining can lead to negative environmental impacts, potentially affecting soil, water, biodiversity and human health. We work diligently to eliminate, reduce or mitigate these impacts. Significant incidents or impacts are those that cause considerable negative impacts to soils, water, biodiversity or human health.

Impacts from Products

Once refined, gold and silver are stable in the environment and are non-hazardous metals. Copper is produced as a concentrate or is processed into copper cathodes. Copper, is necessary for biological functioning; however copper compounds may be hazardous to plants and animals if ingested in large amounts. We monitor our effluents at our copper mine to ensure we are not introducing excess copper to the environment. In 2010, there were no significant environmental impacts of our products.

Impacts from Transportation

Potential impacts of transportation of products, goods and materials used at our operations and transportation of members of the workforce include: an increase in greenhouse gas emissions, the potential for traffic accidents and increased exposure of employees to dust from travel on unpaved roads.

At many of our operations we provide bus transportation for our employees to and from a site which reduces the risk of accidents, decreases the amount of dust and reduces our carbon footprint. Other operations have camp facilities so daily transportation of people is not required. Teleconferencing and video-conferencing have contributed to a reduction in employee plane travel over the past few years.

Impacts from Discharges and Runoffs

We discharge mine impacted water after treatment to the environment at 15 of our sites; eight operations, Barrick Energy, and six closure sites. At these sites, we monitor receiving water quality to ensure that discharged effluents meet permit compliance limits. Biological monitoring at some sites also ensures that we are not having a negative impact. In 2010, there were no significant environmental impacts from the permitted discharge of 63.5 million cubic meters of water. For a discussion on our riverine tailings disposal at the Porgera mine, please see Significant Incidents and Concerns in 2010.

At our operations, we direct storm water runoff and local streams away from the active mine areas so this water does not come into contact with mine chemicals. If runoff water does contact process solutions or chemicals, we capture and treat it or use it in our processing activities.

Spills and Wildlife Mortality Incidents

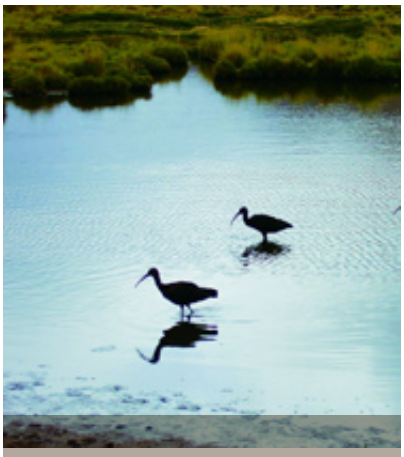
Environmental incidents at our operations most often involve small spills of oils, fuels, and chemical or

Controls are in place at our operations to exclude animals, such as these alpaca in South America, from active mining areas.

process solutions. Spill response includes cleanup and recovery, rehabilitation of the impacted area and investigation and action to prevent subsequent incidents. In 2010, there were 15 corporate reportable spills at nine of our 23 operations. Most were spills of fuels or process solutions and included 229.0 cubic meters of tailings material, 750.0 cubic meters of process solution and 71.5 cubic meters of oil and diesel. The spills were cleaned up and the areas remediated. These 15 spills were contained within mine property; three additional spills flowed off-site in 2010. The table below provides information on these three incidents.

Protection of wildlife is a priority at our operations. We exclude animals and birds from our operations by such activities as netting and covering liquids, and by fencing our active mine areas. However, each year we have a number of incidents where wildlife come into contact with chemical and process solutions. Investigation of these wildlife incidents promotes the opportunity for improvements. In 2010, there were 210 wildlife mortalities, at three sites, involving chemical and process solutions. The table on the following page provides information on these incidents.

Barrick has in place an Environment Incident Reporting Standard which is a critical part of our environmental management process. Significant spills and wildlife incidents are reported to regulatory authorities, the corporate environmental department and then to the EHS Committee of the board. These incidents are investigated and measures put in place, where appropriate, to prevent a recurrence.



Protection of wildlife is a priority at our operations.

Fines for Environmental Non-compliance

One of our goals is to operate in full compliance with all environmental regulatory requirements and permits. Any written directive from a regulatory agency, even those relating to minor housekeeping issues, is

Off-property Spills

Operation	Substance	Amount	Description of Incident
Turquoise Ridge, Nevada	mine-impacted water	583.0 cubic meters	Mine-impacted water was released into the on-site infiltration basin and subsequently to groundwater, due to a malfunction of the pumping system. There was no impact to human health, wildlife or vegetation and the soil impact was minimal as the water ran through the treatment system discharge channel to the infiltration basins.
North Mara, Tanzania	mine-impacted water	151.2 cubic meters	Mine-impacted water overflowed a sediment trap due to vandalism of the pump. The water left the mine property and flowed into a downstream valley. Results of water sampling showed that the water quality was within the Tanzanian effluent standard.
Homestake Closure Property, South Dakota	mine-impacted stormwater	75.0 cubic meters	Storm-water was discharged to the environment from emergency bypass pipelines after a major rain and hail event in August. Blind flanges will be installed on the bypass outlets to reduce the risk of leakage from the pipeline valves in the future.

considered by us to be a regulatory action. In 2010, we received 62 regulatory actions at 10 sites. By the end of 2010, most of these actions had been addressed, with corrections underway for the remainder.
We received a total of three fines, totaling $31,344 for environmental non-compliance at three operations.

Environmental Protection Expenditures

Environmental protection expenditures include the cost of environmental monitoring, mitigation of environmental contamination, purchase of equipment to reduce emissions and the disposal of hazardous waste. Reclamation activities at our closure sites contribute significantly to these costs each year. Other environmental protection costs are often not tracked separately; therefore one inclusive number is not available, However, at a minimum, environmental protection expenditures for 2010 totaled well over $64 million.

Wildlife Mortalities

Operation	Species	Description of Incident
Buzwagi, Tanzania	1 dog	Found in Tailings Impoundment Area
	1 cat	Found in Tailings Impoundment Area
	1 mongoose	Found in Process Area
	201 birds of various species found in 45 separate incidents	Found in Tailings Impoundment Area / Process Area
Cowal, Australia	2 birds	Found in Process Area
Granny Smith, Australia	4 birds	Found in Tailings Impoundment Area

Environmental protection includes cleanup and reclamation activities.

Society

Since Barrick entered the gold mining business in 1983, we have participated in the economic and social development of communities around the world. With over two dozen operations and development projects across five continents, Barrick has worked with a range of host communities, each of them unique. Despite varying socio-economic conditions, political climates and cultural histories, we consistently see a strong desire from the majority of community members to constructively engage with us to advance our mining projects, based on a mutual understanding that what is good for business is also good for society. The key to ensuring that the benefits of mining are shared with communities lies in adapting our global commitment to responsible mining so that it reflects the local realities of each of the communities where we work.

Barrick's presence brings economic opportunities to communities around our mine sites and projects. The economic contribution of our business operations provides a powerful catalyst for sustainable, long-term development in these host communities and regions. Our aim is to support a stable business environment and the development of a skilled, educated and healthy workforce.

Barrick's operations have a significant impact on the lives of people who reside in the communities around our mines. These community members grant us our social licence to operate and it is critical that we take an active interest in their development and well-being.

Throughout the life-cycle of a mine, Barrick's community relations employees are dedicated to understanding the concerns and issues facing our host communities. Our approach builds trust and mutually beneficial relationships that guide how we develop our mitigation plans and responsibly manage our risks. This engagement is a fundamental element of how we do business; ensuring that any potential impact of mining is adequately addressed, while fostering community empowerment and self-sufficiency.

Barrick focuses on long-term sustainable development which benefits local communities near our operations.

Barrick's corporate community relations team, as well as regional and site community relations employees, are guided by our Community Relations Strategy and our Community Engagement and Sustainable Development Guidelines (CE&SD Guidelines). The CE&SD Guidelines outline the principles, standards and approaches applied by Barrick during community interactions. They are based on international best practice including the International Finance Corporation (IFC) Performance Standards and ICMM's Sustainable Development Framework. The Community Relations Strategy was launched in December 2008, strengthening the community relations function across the company, enabling us to improve the management of social risks and to enhance our social license to operate.

In 2010, we developed a corporate Community Relations Standard, and made substantial advances in development of a Community Relations Management System (CRMS), which includes a global grievance procedure. The CRMS will be completed in 2011 and rolled out in phases.

Barrick actively participates in the following ICMM committees: Community and Social Development Task Force, Artisanal Mining Working Group, Resource Endowment Initiative Working Group, Indigenous Peoples Working Group and the Business and Human Rights Working Group.

Responsible Persons:
Executive Vice President, Corporate and Legal Affairs & Vice President, Corporate Social Responsibility

Stakeholder Engagement

Barrick's Stakeholder Groups

Stakeholders are people or groups that have an interest in the activities of our company. They include:

- employees
- employees' families
- prospective employees
- communities near our operations
- shareholders
- local, regional and national governments
- suppliers and contractors
- non-government and community-based organizations
- socially responsible investment groups
- academic institutions
- regulatory authorities
- professional organizations
- peer companies
- labour unions and other collective bargaining associations

Identification and Selection of Stakeholders

Our stakeholder groups vary at the global, regional and site level. Through processes of stakeholder and issues mapping, we identify who our stakeholders are at each level and what the key issues are for each stakeholder group. This activity assists us in setting strategic priorities for engagement and consultation by identifying, categorizing and mapping the relationships between stakeholders at all levels at each location where we operate. Stakeholder mapping forms the basis for our community engagement programs.

We undertake preliminary stakeholder identification during the exploration phase, followed by detailed identification as part of the Environmental and Social Impact Assessment (ESIA) at the outset of a development project. Throughout the operational phase of our mines, stakeholder identification and issues mapping continues and results are updated annually in the CE&SD plans prepared by each operation or region. Cultural awareness is one of the many keys to identifying all relevant stakeholders, including possible vulnerable and minority groups.

Community members, such as these women living near the Pueblo Viejo project, make up one of our most important stakeholder groups.

Stakeholder Engagement

Ongoing dialogue with our community stakeholders is one of the most effective tools to help us address the key issues associated with our business. Community dialogue starts at an early stage in the life of a mine – well before actual mining begins. We establish outreach programs in host communities including local village meetings, open houses, site tours, community newsletters, town-hall meetings, both formal and informal question and answer sessions, and one-on-one discussions. When needed, we also establish community liaison offices in the local towns and communities in order to provide easier access for community members to discuss issues with company representatives. We make a concerted effort to ensure these offices are community friendly, culturally appropriate and open to all. During active operations and through mine closure, we keep the lines of communication open by continuing with public meetings and, in many cases, with the formation of local community advisory groups.

Barrick responds to community and other stakeholder interests and concerns through its site-level grievance procedures, open and ongoing dialogue, press releases, the Barrick website and this annual Responsibility Report, along with our Beyond Borders quarterly report.

In 2010, Barrick held meetings in all regions with members of our host communities, local and regional governments, local non-government organizations and other interested stakeholders. We also engaged with non-community stakeholders, including international non-government organizations through one-on-one meetings, teleconferences, participation in multi-stakeholder initiatives and through our industry associations.

As part of our capacity-building activities, Barrick provides support for education.

As part of our 2009/2010 independent assurance process, third-party consultants completed interviews with external stakeholders in all four regions where we operate. Corporate stakeholders, including investor groups, non-governmental organizations, socially responsible investment analysts and industry associations, were interviewed as part of this process. Site-level interviews were conducted with community members, local landowners, business owners, Indigenous Peoples, government officials and women's groups. Results of these stakeholder interviews and our assurance consultant's recommendations were reviewed by senior management. The recommendations covered key areas including stakeholder engagement and transparency about the CSR challenges we face.

Significant Recommendations

- Enhance proactive stakeholder engagement practices at the corporate level,
- Consider a more open and visible interaction with local stakeholders where there is controversy that generates media attention,
- Consider establishing a corporate stakeholder advisory council, and
- Consider a "real-time" section on the corporate website with news and updates on events and stories that are of interest to stakeholders.

In the last year, we have made progress on the recommendations from the 2009/2010 assurance process. For example, we have significantly increased the amount of information on CSR challenges on our website and, in November 2010, we publicly announced that we will be establishing a CSR Advisory Board in 2011 to advise Barrick on CSR issues.

In 2010/11, independent third-party consultants are once again conducting site visits and stakeholder

Our community development projects support schools and community health.

interviews as part of our annual assurance process.

Community Development

Barrick is proud of the contribution we have made in the area of community development at our sites and projects. It is often through sustainable programs and initiatives, developed with our community partners, that development in a community is sustained beyond the life of the mine. Over the last 26 years, we have seen many of our host communities prosper, showing visible signs of an improved quality of life and standard of living.

In 2008, we formalized our vision as a driving force of our corporate relations strategy. The Community Relations Vision is intended to capture the key elements of our community relations approach:

- Strong collaboration with the community
- Mutual benefits for the company and the community
- A positive sustainable legacy

Leaving a positive and sustainable legacy requires a strong understanding of the social and economic relationships between the mine and the surrounding communities. A sustainable legacy also represents a shift from a traditional philanthropic approach to strategic social investment and partnership development. Barrick focuses on sustainable development to benefit local communities over the long-term. Our mines may operate in communities for 20 years or more in some cases, so we strive to provide opportunities for people to increase their skills and capabilities during that time. This can bring lasting benefits to the community while we operate and after we leave.

Providing opportunities at the local level includes direct employment, local procurement and community development projects. Associated with these examples are our efforts to develop lasting capacities which will continue after mine closure. In emerging markets with limited infrastructure, gold mining in particular has been identified as an industry

Our People – Going Above and Beyond

Bill Shallvey, *Lands Manager at Cowal, Australia*

Since the beginning Bill has been committed to community engagement.

Bill has worked with the Cowal mine since the exploration phase to establish positive relationships with the local community. After years of constructive engagement with local farmers, mine opponents, Aboriginal groups, and environmental NGOs, Cowal enjoys strong community support. Bill has always recognized the importance of good community relations to a successful mining operation, and has demonstrated his commitment to helping Cowal develop a good reputation. An example is his dedication to the Lake Cowal Foundation – a partnership with local farmers and NGOs to protect and address environmental challenges facing the region. The Foundation has coordinated approximately $8.7 million dollars in environmental projects with 34 different project partners. Cowal has received the Community and Environment Award from the New South Wales Minerals Council in 2006 for its proactive approach to community engagement and again in 2009 for its support of the Lake Cowal Foundation.

which can be an early-stage catalyst for longer-term development.

In Tanzania, for example, Barrick worked with Tanesco, the national power utility, to bring electricity to our mines and also to the small communities surrounding them. In Kakola, population 17,000, electricity used to come from expensive and dirty diesel generators. Power was considered a luxury. Now reliable, clean electricity means that shopkeepers can stay open for longer hours and sell more sophisticated electronic equipment and appliances, including televisions, refrigerators and music systems, to local residents. Business now flourishes and the quality of life for community residents has improved.

Partnerships

There are people in many of the areas where we mine who need access to clean water, food, health care, housing and education. We have dedicated significant resources to helping host communities improve their quality of life in these areas. In order to do this effectively, our community relations teams often partner with governments, non-government organizations, donor agencies and multi-stakeholder groups. Our most successful partnerships are with organizations whose focus complements our existing community programs. By carefully selecting partners that offer the knowledge and local relationships that enhance the efforts of our community relations staff, we are able to improve the quality of life in local communities.

In collaboration with our partners, we can provide access to clean water, health care, housing and education for thousands of people in the communities where we operate. These stronger communities contribute positively to our competitiveness through their ability to host thriving supplier industries, create a stable business environment, retain a skilled base of employees and provide essential services to their residents (which, in most cases, include our workers).

As an example, in rural Tanzania, ABG teamed up with Bridge2Aid, a non-governmental dental organization based in the United Kingdom (UK), to increase access to emergency dentistry by training local health workers to provide simple, but vital, dental procedures. In the past five years, Bridge2Aid's global training programs have increased access to dental care for more than one million people worldwide.

The first program at Bulyanhulu in May 2009 was a great success. The program uses UK dentistry volunteers to deliver the training. The volunteers were based at the Bulyanhulu mine for the duration of the two-week training program. The mine site provided accommodation, food and logistical support. Each trained clinical officer is now responsible for between 10,000 and 15,000 people, so the Bulyanhulu program alone increased access to emergency dental care for about 70,000 people.

The Bridge2Aid program was extended to the Buzwagi and Tulawaka mines in 2010, where additional clinical officers were trained. Through funding received from ABG in 2010, Bridge2Aid was able to provide dental instruments and sterilization equipment to trained clinical officers in the region.

Barrick worked, in Argentina, with the Jachal Farmers Association and the government of San Juan province to assist local farmers with crop diversification and product improvement.

Our People – Going Above and Beyond

Tisha Wooley, *Environmental Geologist at Donlin Creek, Alaska*

Tisha works each year to provide warm winter clothes to underprivileged children.

Tisha is from the remote Yukon-Kuskokwim region of Alaska, which has some of the highest poverty rates in the United States. She has worked with Donlin Creek for five years. To improve well-being in her region, Tisha organized an annual winter clothes drive for underprivileged school children in Bethel, Alaska, and other rural communities. Winter temperatures in the region can reach -70° F with wind chill, and many families cannot afford to buy appropriate winter clothing for their children. In 2010, as she has for the last three years, Tisha took it upon herself to collect the unclaimed "lost and found" winter clothing (e.g. hats, boots, jackets, mittens) from numerous elementary schools in Anchorage. She then worked with Donlin volunteers to sort and clean all the clothing, engaged with local newspapers and radio stations to promote the "Bethel Great Clothes Giveaway," and distributed 20 large boxes of warm winter clothing to underprivileged children in the region.

In Peru, where the Lagunas Norte and Pierina mines are located, Barrick formed a partnership with the Farming Alternative Institute to implement the Productive Highlands Program. This program is helping farmers in the community of Cahuide manage the challenges of farming more than 4,000 metres above sea level. The Productive Highlands Program is teaching local farmers how to use new farming technology and water conservation techniques to increase productivity. One year after the program was initiated, the people of the Cahuide community are producing agricultural products and livestock which they can sell in the marketplace, thereby greatly improving their livelihoods.

Stakeholder Oversight

The PEAK Committee at Porgera

At the Porgera mine in Papua New Guinea (PNG), the Porgera Environmental Advisory Komiti (PEAK) monitors and advises on the social and environmental performance of the mine and comments on its reports and activities. PEAK was established in 1997 in response to community concerns over the environmental impact of the Porgera mine. PEAK's initial activities concentrated on ensuring that external stakeholder views on environmental issues were heard and adequately addressed by the Porgera mine.

PEAK's activities were expanded in 2003, to incorporate the key social and economic issues that will affect the Porgera Valley and surrounding areas following mine closure. PEAK currently focuses its activities on waste discharge, tailings disposal, the social issues surrounding mine closure, the long-term sustainability of relocated communities, community health and education, law and order and capacity building. In 2010, PEAK published its first annual Report Card on the health of the Porgera/Strickland river system.

Citizen's Environmental Oversight Committee at Pascua-Lama

For our cross-border Pascua-Lama project in Chile and Argentina, a Citizens' Environmental Oversight Committee has been established. The objective of this committee is to provide oversight and monitoring for the project, as well as to provide a forum to enable the community to channel concerns to the company and, if needed, for conflict resolution. The committee is comprised of local authorities, community leaders and Barrick representatives. In Argentina, there is a comprehensive monitoring plan which includes active participation by the community. Independent auditors monitor the potential impacts of our operations during all phases of the project, in addition to regular on-site monitoring by the authorities. Barrick is currently conducting environmental training for community members.

Community Environmental Monitoring Group at Cowal

Barrick's Cowal mine in Australia has a Community Environmental Monitoring Group which was set-up to ensure compliance with the social and environmental requirements of the mine permit. This committee meets quarterly and consists of representatives from local government, communities, business and farming. The committee is provided with operational updates and with the opportunity to ask questions on behalf of local community members and relevant stakeholders. Outcomes from the meetings are published in the local newspaper and the minutes of the meetings are provided to the local council for distribution on their website.

Environmental and Social Impact Assessments

Environmental and Social Impact Assessments (ESIAs) are conducted at every Barrick project whether or not they are required by local legislation. Conducting such pre-development studies is consistent with Barrick's approach to mine development and is outlined in our CE&SD guidelines. The scope of the ESIA includes ancillary facilities as well, so transport routes, power plants and water extraction areas, for example, are included.

Barrick completes ESIAs in compliance with local government regulations, IFC Performance Standards and Barrick's own internal policies. An important component of the IFC Performance Standards is that management systems, monitoring and reporting, and disclosure and consultation with stakeholders are required.

The time period for an ESIA begins long before the mine has begun operations. Baseline information gathering often occurs over a 12 to 18 month period in order to collect data from all seasons and from key stakeholders. The social baseline information that is collected is extensive and covers a comprehensive range of topics including a community profile of the history of the area, the people and their cultures. Baseline information is both quantitative (demographics, employment, health, statistics, wildlife counts, soil analysis) and qualitative (perceptions of the project and the company). This information helps to inform community engagement in the future.

Community consultation is an important part of the ESIA process.

Consultation with stakeholders for ESIAs takes many forms. It includes formal engagement activities such as town hall meetings and more informal activities such as door to door visits and other participatory interactions. We work to ensure that marginalized and vulnerable community members are included in these consultations.

The ESIA process may also include an inventory of community-based organizations and non-governmental organizations in the area and engaging those organizations in consultation. Data gathering and the engagement process are not limited to only the communities and stakeholders from the area of direct influence, but includes stakeholders from the broader area of indirect influence as well. This allows a large number of stakeholders to be involved, which is crucial for the development of social management and mitigation plans.

At the Pueblo Viejo project in the Dominican Republic, community engagement began five years before the baseline data gathering began for the ESIA. The consultation process involved key stakeholders including various levels of governments,

community groups (e.g. women's groups, business associations and farmer's associations), community members (e.g. teachers, health care providers, and local landowners) and other community representatives. The ESIA consultation process included a census of 1,268 households in 34 communities near the project. Although the consultation process for the ESIA is now complete, community consultation is still ongoing and now covers 101 communities over the entire project area (including the mine site, transmission line route and power plant). Consultation is now focused on general project information, along with Social Management Action Plans which guide our community development programs and priorities.

Community consultation for the Pascua-Lama project started in 2000 and continues today. The ESIA process has included consultations in both Chile and Argentina, including both those regulated by law and consultations undertaken as part of Barrick's stakeholder engagement program. Barrick community relations employees have participated in over 1,000 community meetings since that time including, in 2010, 253 meetings, 80 presentations to community groups and neighbourhood associations and 17 public events held to present the Pascua-Lama project. The project's community relations employees have also conducted ad hoc seminars on key topics of concern to stakeholders (such as cyanide management, hazardous material transportation and water quality and quantity), and engaged in a comprehensive door-to-door education campaign.

Local stakeholders at our Cerro Casale project in Chile include government, local authorities, NGOs and civil society, community leaders and community members, and representatives and members of the Indigenous Colla community. The ESIA consultation process is ongoing with these stakeholders and includes:

- A detailed disclosure of project information to key stakeholders,
- The collection of baseline data,
- An impact assessment, and proposed mitigation and management planning involving stakeholder participation, and
- Disclosure and feedback with key stakeholders regarding the impact assessment and proposed mitigation plans.

In 2010 we hosted 29 meetings in the Casale project area with a total of 785 attendees. These meetings included six open houses, two workshops, and numerous meetings with local authorities and other stakeholder groups. We held informal meetings with union members, community associations, industry, governments and local farmers. We also participated in the Atacama Business Roundtable.

Consultation with the Indigenous Colla community began in 2009 and included the formation of a Technical Working Table. In 2010 we continued both formal and information interactions with the Colla.

Public meetings provide an opportunity to present information and listen to concerns.

At our Reko Diq project in Pakistan, consultations with stakeholders began in 2004 and are ongoing. Prior to commencement of the latest round of consultations, the project community relations staff identified and updated the list of project stakeholders and reviewed community preferences with respect to choices of consultation methods and tools. A combination of methods is being used for effective communication and to maximize reach and coverage. Stakeholders include regulatory agencies and non-governmental organizations, local government, tribal/village leaders, and community members (male and female) from the local villages.

In 2010, we held feedback consultations on the ESIA with institutional stakeholders in Islamabad and communities near the project site and in the transportation corridor.

These consultations included discussions with political and government representatives, tribal representatives, NGOs, local business people and the media. In Pakistan, culturally appropriate consultation is critical. Therefore, we consulted with both men's and women's groups in separate meetings. The topics discussed included impacts and mitigation measures and project information (e.g. how much gold and copper is actually produced, why the project is designed the way it is with pipeline and transport routes).

Sustainable development is only truly successful when local communities are involved and integrated into the entire process. Thus, during the ESIA process, while community consultation is vital to ensure that the communities are included and can be committed to the mining project, another crucial component is that, after the projected impacts have been identified and the management plans developed, there is further consultation on how to mitigate those impacts. This is an important part of the ongoing engagement process and ensures meaningful participation in the ESIA.

Capacity Building

Capacity building is a long-term, continuing process involving activities which strengthen the knowledge, abilities, skills and behaviour of individuals and improve institutional structures and processes such that a community or region can efficiently meet its goals in a sustainable way.

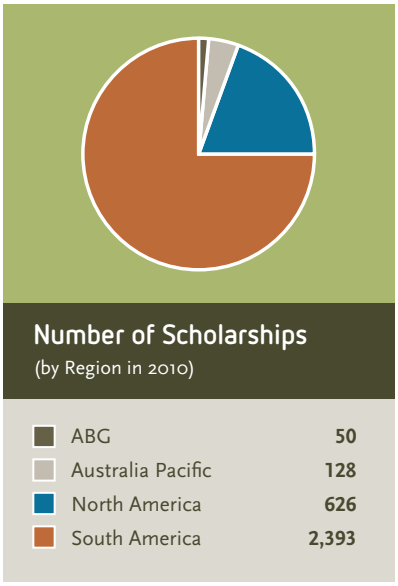
For Barrick, capacity building activities are tailored to local needs and can include infrastructure development (e.g. building roads, power sources, schools, medical clinics and water wells), apprenticeship programs, support for community initiatives, training and education opportunities and scholarships for community members.

Our community relations employees work closely with host communities to create and implement capacity building programs that take into account local issues, concerns and needs, and focus on long-term sustainable development.

For example, the Porgera mine in Papua New Guinea supports the Porgera District Women's Association (PDWA) by providing financial and infrastructure support on a number of initiatives. One such initiative is the Micro-credit Scheme which enables women to establish their own business enterprises, in turn creating independent financial capacity and a sustainable source of income. To date, more than 228 women have taken advantage of the loan facility with a repayment rate of 95 percent.

Economic Contributions to Communities and Countries

In addition to capacity building programs, Barrick's direct economic contributions to host communities and governments are sizable. They include employee wages and benefits, taxes and royalties paid to governments, purchases of goods and services from local and regional suppliers, charitable donations, scholarships and support for community initiatives and non-mining infrastructure development. In 2010, Barrick contributed $9.7 billion to the local and regional/national economies of our host countries.



Understanding local issues leads to the development of appropriate community programs.

Wages

Barrick conducts business in many countries and generally provides wages relative to regional economics. We exceed average wages in the countries where we operate. Our entry level wage is much higher than the minimum wage in each country where we operate except for Tanzania, where AGB is located. There was a change in legislation in 2009 that means that our entry level wage for Tanzania is now the same as the minimum wage set by legislation. Benefits provided are in line with cultural norms and include a core group of health care benefits at all operations, as well as non-core regional benefits. Non-core benefits are partially determined by local competitive practices and needs, and may include superannuation and other retirement programs, maternity or parental leave or employee assistance programs. Wages and benefits totalled $1.7 billion in 2010.

Total Value Added
(in Millions of Dollars)

Royalties & Taxes	1,760
Wages and Benefits	1,680
Regional Goods & Services	3,990
Local Goods & Services	2,260

Local and Regional Purchases of Goods and Services

Barrick gives preference to purchasing goods and services locally or regionally when possible. However, as a mining company, we must purchase high cost capital equipment (trucks, shovels, mills, etc.) and most bulk reagents where they are available. This is most often outside local or regional areas in developing countries. In 2010, we continued expansion of our local supplier development programs aimed at stimulating economic growth and creating business opportunities in communities where few economic opportunities previously existed. These programs are designed to generate business benefits and sustainable development for local communities by increasing the capacity of local suppliers. Supporting capacity building of our local and regional suppliers can increase the economic sustainability of local businesses beyond the life of the mine. For example, the IPI Group in Papua New Guinea has successfully grown from a limited supplier to the Porgera mine to become a national company, now commercially diversified into food service and catering, warehousing and storage, and transportation and haulage. In 2010, we spent $6.3 billion on local and regional goods and services.

Barrick pays competitive salaries wherever we operate.

Local Employment

Employment is a direct potential benefit of a mining operation and often a key expectation of local communities. Barrick is committed to the localization of our workforce. Local employment increases the net positive benefits to host communities by enhancing skills and providing income. Barrick reaps positive benefits too; local hiring can potentially provide us with significant cost savings on accommodation and transportation that might be required for non-local employees.

We recruit the bulk of candidates for employment from the local and regional areas near our operations. As an example, each ABG mine is putting in place mechanisms to enable the maximization of local employment opportunities, such as Bulyanhulu's local community cooperative (Ibuka). ABG has also developed programs to help local community members gain the skills

necessary for employment in the mining industry. In 2011, ABG will conduct an initial adult education basic literacy program in the communities around the Buzwagi mine, where basic literacy is a requirement for employment.

Regional senior management staff is hired as often as possible from the host communities or host nations. However, in some regions qualified people are not available locally and we hire outside of the region as well. In 2010, the number of expatriates at our operations varied regionally, but globally they represented just over four percent of our employees.

Infrastructure Development

Barrick believes that it is critical to share the benefits of mining with the communities, regions and nations where we operate. One way of doing this is to contribute to the construction and maintenance of local infrastructure. For Barrick, significant areas of infrastructure development and investment include building schools and medical clinics and the construction of local services such as water supply, power and sewer projects. What we build depends on the needs of individual communities. As an example, over the past few years ABG has invested over $100 million extending the Tanzanian national electrical grid to our mine sites, thereby providing access to electricity for neighbouring villages and those along the route. The introduction of electricity has helped to bolster basic services such as health care and education in local communities and has lead to an increase in small businesses in the villages. In 2010, we invested, globally, over $27 million in community initiatives and infrastructure development.

Significant infrastructure development activities include building schools and medical clinics.

Indirect Economic Impacts

Direct economic impacts are often measured as the value of transactions between a company and its stakeholders, while indirect economic impacts are the results – sometimes non-monetary – of these transactions. Indirect economic impacts are an important part of our economic influence in the context of community sustainability. They will vary depending on local circumstances and are difficult to quantify. They include impacts from the spending of wages and salaries by our employees and contractors, as well as by the employees of our supplier industries, along with improvements in community health and livelihoods in communities where we provide clean water, medical and education facilities.

A study, by Consultora Malthus, of the socio-economic impact of Barrick's Veladero mine in the San Juan Province, Argentina, was completed in 2009 and explores both the direct and indirect impacts on local communities. The study identified clear trends of socio-economic improvement in such indicators as the percent of the population living in poverty conditions and general mortality rates. Also of note was both an absolute and relative increase in employment in San Juan Province versus the rest of the country. A second study, also by Consultora Malthus, was completed in 2010. It looked at development in areas adjacent to the Pierina mine in Peru and identified convincing evidence of the relationship between Pierina's presence and the considerable reduction in poverty in the surrounding area.

Human Rights and Society

As a mining company with many operations in developing countries, we have a significant responsibility for respecting and upholding human rights. We recognize that the scope and breadth of human rights is far reaching. As stated in the UN Universal Declaration of Human Rights, "everyone has the right to a standard of living adequate for the health and well-being of himself and of his family, including food, clothing, housing and medical care and necessary social services" and "everyone has the right to an education." Barrick's Corporate Social Responsibility Charter affirms our commitment to observe the fundamental tenets of human rights. This commitment is imbedded in our corporate culture and is aligned with the principles in the Declaration. An initial draft of a Barrick Human Rights policy was developed in 2010, and will be finalized in 2011.

Our CSR Charter affirms our commitment to respect human rights.

Barrick makes an active and positive contribution to human rights through programs that provide access to education, clean water and health services for the communities neighbouring our mines. In 2010 we joined the Voluntary Principles on Security and Human Rights (the Voluntary Principles) to help guide us in maintaining the safety and security of our operations within a framework that also ensures respect for human rights and fundamental freedoms.

Human Rights and Procurement Agreements

Barrick requires our suppliers to adhere to our applicable standards and policies. We developed a Supplier Code of Ethics which was implemented in 2008, and we screen our suppliers according to this Code. The Code is designed to help suppliers understand the business and ethical standards they must follow in any business dealings with, or on behalf of, Barrick. In all business dealings with Barrick, suppliers shall comply with the principles of the UN Global Compact which address human rights, along with all applicable local laws and the suppliers own code of ethics policy. By the end of 2010, 40 percent of our significant suppliers, comprising 60 percent of spend, had self-certified or were in the process of certifying with our Supplier Code of Ethics. A number of suppliers who have not self-certified have their own robust ethical codes.

Human Rights and Security

Barrick explores and operates in places in the world where our employees and assets may need to be protected from various security threats. Security challenges vary greatly by location. To address these challenges we have developed a global Security Policy and a comprehensive Security Management System. These documents include Barrick's commitment to the Voluntary Principles on Security and Human Rights. We believe that effective security controls, standards, policies and procedures contribute to the safety and protection of employees as well as the communities in which we operate.

At many of our operations we employ security staff or retain security contractors to protect our employees, products and company assets. At locations in developing countries where security risks are often elevated, we may employee or contract a significant number of security officers. Effective security is a combination of physical security measures and strong community support. Competent security personnel play an essential role in both these areas.

Before employing or contracting security personnel, background checks are done; this is often challenging where central records are not held or not reliable. As part of our security system, all security employees and security contractor personnel are instructed in the Voluntary Principles on Security and

Human Rights and the company's commitment to adhere to them; this includes undertaking specific human rights training approved by Barrick.

We have categorized our operations according to the security risk in the region. Procedures, infrastructure and protective equipment are employed to different extents at different operations, based on the security threats. In some instances, security personnel may carry defensive weapons or use trained dogs to provide protection. Barrick has focused on the use of less-than-lethal munitions as a part of its security approach. All security managers and security officers who carry firearms have received specific training on human rights, the Voluntary Principles and Barrick's Use of Force Procedure which is aligned with the United Nations Guidelines for the Use of Force and Firearms by Law Enforcement Officials (as required by the Voluntary Principles). Personnel who carry firearms are required to be trained in, and sign off on, this procedure on an annual basis.

Security and human rights issues at our Porgera mine in PNG are explained in more detail in Significant Incidents and Concerns in 2010.

Indigenous Relationships

Barrick recognizes that Indigenous Peoples have strong attachments to their traditional lands and livelihoods. Barrick's engagement with Indigenous Peoples, wherever we operate, is based on respect, honest open dialogue and provision of information in an accessible format. Our teams around the world engage and consult with Indigenous Peoples in a fair, timely and culturally appropriate manner throughout the life of a mine.

Barrick promotes economic self reliance among Indigenous communities near our operations through employment opportunities, business enterprise support, economic diversification and where possible, through preferential contract consideration for Indigenous-owned suppliers.

Relationships between mining companies and Indigenous Peoples are multi-faceted and ever evolving. Constructive engagement between Barrick and Indigenous Peoples can greatly benefit local communities, leading to improved infrastructure (e.g. access to clean water, power, roads), support for education and health services, cultural heritage preservation, employment and business opportunities, increased income flows through royalty streams and compensation payments, and environmental restoration and protection (e.g. through reforestation initiatives, improved fire management).

As a member of the International Council on Mining and Metals (ICMM), Barrick endorses the ICMM Position Statement on Mining and Indigenous Peoples. The Statement promotes constructive relationships between the mining and metals industry and Indigenous Peoples

We engage with Indigenous People in a fair, timely and culturally appropriate manner.

based on respect, meaningful engagement and mutual benefit. To learn more about ICMM's resources on Indigenous Peoples, click here.

Our most extensive and rewarding engagement with Indigenous Peoples has been with the Wiradjuri Condobolin community near the Cowal mine in Australia, Western Shoshone tribes in rural Nevada, Diaguita communities of the Huasco Alto near our Pascua-Lama project in Chile, the Colla community of the Jorquera River and its tributaries near our Cerro Casale project in Chile,

the Aboriginal communities near the Granny Smith mine in Western Australia, the Tahltan First Nation at the recently closed Eskay Creek mine in British Columbia, Alaska native communities neighbouring the Donlin Creek project and the Pic Mobert First Nation near the Hemlo mine in Ontario.

Agreements, Capacity Building and Cultural Preservation

The Pic Mobert First Nation

At the Hemlo mine in northern Ontario, Canada, Barrick continues to fulfill the terms of the socioeconomic agreement signed with the Pic Mobert First Nation, which was updated in 2009. The agreement creates new opportunities for the Pic Mobert people to develop skills for current and future mining opportunities, along with support for the development of First Nation-led businesses and involvement in environmental stewardship. In the fall of 2010 Barrick, in collaboration with Anishinabek Employment and Training Services, Confederation College, Pic Mobert First Nation and Pic River First Nations, launched an innovative Mining Essentials Training Program for First Nation peoples at the Hemlo mine and surrounding area. This program is the first of its kind in Canada.

Australian Aboriginal Communities

The Wiradjuri people are recognized as the Traditional Owners of the Lake Cowal area, near the Cowal mine in Australia. We worked collaboratively with the Wiradjuri Council of Elders and the Registered Native Title applicants to develop the Native Title Agreement (signed in 2003) and the Cultural Heritage Management Plan (CHMP). Under the terms of the Agreement, Barrick agreed to support the Wiradjuri community in the areas of environmental and cultural heritage, employment, training and education, and business development. As a result of the Agreement, the Wiradjuri Condobolin Corporation (WCC) was established to facilitate business, education and employment opportunities for the Wiradjuri people. The WCC established the Wiradjuri Cultural Heritage Company that Barrick employed to manage Wiradjuri heritage protection activities during the mine's development and ongoing operation. The CHMP facilitated the development of a Ground Disturbance Procedure (GDP) for the Cowal mine. This GDP is a comprehensive process that requires Wiradjuri people come to site and complete an on-the-ground assessment ensuring no cultural heritage material is destroyed. At the height of our development activities, over sixty Wiradjuri cultural heritage field officers, working with qualified archaeologists, were responsible for identifying and preserving many artefacts found at the site. At completion of mine's operation, we are committed to work with the Wiradjuri cultural heritage officers and archaeologists to replace the artefacts.

The Wiradjuri Study Centre (WSC) is nearing completion with the official opening planned for early 2011. The

Our People – Going Above and Beyond

Roger Souckey, *Human Resources Superintendent at Hemlo, Canada* has excelled in building relationships with First Nations communities.

In addition to his numerous responsibilities, Roger has excelled in community relations activities, especially building strong relationships with the First Nations communities in and around the town of Marathon and the Hemlo operations. Many years ago, he initiated and developed constructive relationships with the Pic River and Pic Mobert communities, and was instrumental in establishing the first Socio-Economic Agreements with these groups. The agreements include labour contracts, training opportunities, monthly implementation meetings, site closure planning and educational opportunities. Roger works tirelessly to ensure Barrick's interests and the First Nations communities are aligned.

WSC is an inclusive centre that aims to develop socio-economic opportunities for Wiradjuri people through culturally appropriate employment and training programs. The centre will also welcome non-Aboriginal people through tourism, language class and a range of other programs and initiatives. Also under the Agreement, since 2004 the Wiradjuri Scholarship Program has supported 23 young Wiradjuri people to attend University. In 2010, seven scholarships were awarded in collaboration with the WCC. The Wiradjuri Traineeship Program, launched in 2010, is aimed at building the capacity of young Wiradjuri people living in the local community. The program employed trainees at the mine throughout last year, and in 2011 the program will expand by developing partnerships with local industry.

Cross-cultural understanding is an important element for encouraging employment opportunities for Indigenous Peoples at our sites and for fostering a culturally-sensitive work environment for Indigenous and non-Indigenous employees. Through the Wiradjuri Cultural Heritage Company, comprehensive cultural heritage induction courses are provided for all new Barrick employees and contractors who interact with Indigenous Peoples. The training is designed to help employees and contractors understand the issues linked to Indigenous Peoples to help sensitize them about the positive and negative impacts on Indigenous People from Barrick's activities. Barrick has invested $400,000 on this training, with approximately 2,000 employees and contractors having participated to date.

Barrick has also developed strong relationships with Aboriginal communities near the Granny Smith mine in Western Australia. The mine joined forces with community leaders and two other nearby gold mining companies in 1997 to create the Laverton Leonora Cross Cultural Association (LLCCA). Click here for more information.

The Diaguita

In Chile, the Diaguita community is highly concentrated in the Alto del Carmen municipality near the Pascua-Lama project. Throughout 2010, we continued to advance cultural preservation through the Diaguita Ancestral Recovery Program (Rescate Ancestral Diaguita) by organizing workshops on traditional techniques for making woven and ceramic handicrafts. Barrick also launched a sustainable farming and livestock support program in 2010, aimed at providing financial support and technical expertise to Diaguita farmers to help them improve farming and agricultural practices. To learn more about Barrick's commitment to the Diaguita and other community initiatives in the Huasco Valley, click here.

The Colla

Also in Chile, Barrick is engaged with the Colla Community of the Jorquera River area, located near the Cerro Casale project. Throughout 2010, we participated in formal and informal meetings with Colla leaders and community representatives, including Technical Working Tables. The focus of these consultations was to provide the Colla with timely and relevant information on the project, including the contents of environmental baseline studies, in an

Cultural heritage induction courses are provided for new Barrick employees and contractors at the Cowal Mine.

accessible and culturally appropriate manner. In 2010, Barrick launched a program to provide phone satellite connectivity to the Colla Community Centre, benefitting over 70 community members.

Alaska Natives

Throughout 2010, the Donlin Creek project team continued extensive consultations with community members from 56 remote native villages in the Yukon-Kuskokwim (YK) region of Southwest Alaska. This year Donlin developed a partnership with the Yukon Kuskokwim Health Corporation, the Alaska Native Tribal Health Consortium and the State of Alaska to complete a Health Impact Assessment which will be conducted in 2011. At this early stage of the project, the Donlin team is dedicating significant resources to study the subsistence traditions and cultural heritage of the YK region. This includes funding Traditional Knowledge Surveys in conjunction with the State of Alaska, Department of Fish and Game, Division of Subsistence. These harvest data surveys will help to better understand which species are being harvested for consumption and the volume and quality of the subsistence harvests. The Donlin Creek Project also provided financial support for the Bering Sea Elders Advisory Group, which convened tribal elders from 34 remote villages to discuss fishery management with scientists and State representatives. In 2010, the Donlin team worked closely with the native village of Crooked Creek (located 20 kilometers from the project site) to collect cultural heritage baseline data and conduct an archaeological evaluation to ensure that the proposed project does not disturb cultural resources. Click here for an article on this cultural preservation initiative.

An information meeting provides an opportunity for community members to discuss the Donlin Creek project.

A young "stakeholder" in Alaska.

The Western Shoshone

Barrick has a long record of constructive engagement with the Western Shoshone people of the western United States. Since 2005, quarterly dialogue meetings with Western Shoshone tribal leaders and community representatives have included senior company managers, including the President of Barrick's North America Region, who has attended every meeting since 2006. All Western Shoshone are welcome at these meetings. The tribal communities take turns hosting the meetings and develop each agenda in collaboration with Barrick representatives.

As a result of this constructive engagement, a Collaborative Agreement between Barrick and four Western Shoshone tribes was signed in 2008. The Agreement has led to increased recruitment and employment opportunities for Western Shoshone-owned businesses. The Agreement also established the Western Shoshone Educational Legacy Fund, which is now valued at more than $1 million and has provided more than 300 college and vocational scholarships for Shoshone students of all ages. More than 100 scholarships were awarded in 2010. The Legacy Fund has paid out $489,000 to date and will continue to grow to serve future generations.

Western Shoshone tribes throughout rural Nevada have a regular source of information about Barrick and our initiatives within their communities

Our People – Going Above and Beyond

Brian Mason, *Environmental Superintendent at Ruby Hill, Nevada*

Brian contributes greatly to Barrick's constructive relationships with the Western Shoshone communities of rural Nevada.

His knowledge of Shoshone history, traditions and their natural connections to the land have been of great value, both in the planning, permitting and construction of the Cortez Hills Project and in the continuing operations at Ruby Hill. Brian has shared this knowledge with many of his coworkers, which helps us all in dealing with the sensitive and complex issues related to Nevada's Shoshone communities. Brian also voluntarily organizes and escorts groups of Shoshone elders for traditional pine nut picking in remote areas on Barrick property and public lands. He has also coordinated and transported groups of Shoshone to native language conferences in Salt Lake City, as part of a major cultural preservation program funded by Barrick.

through the quarterly Barrick/Shoshone Journal. This publication is delivered directly to each Western Shoshone community in northeastern Nevada. Please see the Fall 2010 edition which features testimonials from Western Shoshone students who have received scholarships through the Western Shoshone Educational Legacy Fund.

In 2010, we continued to promote Western Shoshone employment at Barrick operations. A Western Shoshone consultant was hired in 2009 to recruit potential employees in remote Shoshone communities, providing coaching on filling out job applications, interview training and clearly outlining the expectations of employment at Barrick. This outreach work continues. Through this program, all self-identified Native Americans are guaranteed an interview for employment with Barrick.

In 2010, Barrick established a Western Shoshone Cultural Advisory Group (WSCAG) to provide input on early stage mining projects and operations. The Advisory Group is comprised of elders and members of several Western Shoshone tribes and meets monthly. This group provides an additional forum for shared understanding between Barrick and the Western Shoshone.

As we have for many years, Barrick supported cultural preservation and community initiatives benefiting Western Shoshone tribes in rural Nevada during 2010. These include the Summer Youth Employment Program for tribal youth of both the Duckwater Shoshone and Yomba Shoshone Tribes, Adult Basic Education classes provided by Great Basin College for the Duck Valley Shoshone-Paiute Tribe and Duck Valley/Owyhee Combined School's Shoshone language preservation program. Owyhee is the only public school in Nevada that offers instruction in the Shoshone language. In 2010, the Ely Shoshone Elders' Center was constructed with $198,000 in funding from Barrick. The Center is a partnership between Barrick and Western Shoshone communities and will enable the Ely tribe to provide social services to a growing number of Shoshone elders in the community. The project also created much-needed employment for tribal members. Click here for more information on the Western Shoshone Elders' Center.

Barrick has been the primary supporter of the University of Utah Shoshone Language Preservation Program, contributing over $500,000 to this program over the last four years. Click here for more information on our cultural preservation initiatives in Nevada.

The Cortez Hills project in Nevada has been the subject of a legal action in the US courts. To learn more about this lawsuit involving some Western Shoshone, see Significant Incidents and Concerns in 2010.

The Tahltan First Nation

Throughout the life of the Eskay Creek mine in Canada, Barrick demonstrated a commitment to corporate social responsibility by creating a positive legacy for the Tahltan First Nation and the communities where employees lived and worked. This commitment has been sustained throughout closure and will continue for years to come.

The Eskay Creek mine operated from 1994 to 2008. The site is located in north western British Columbia in the region identified as the traditional territory of the Tahltan First Nation, comprised of the Tahltan Indian Bands and the Iskut First Nation. Throughout its operational history, the relationship between the Eskay Creek mine and the Tahltan First Nation was collaborative and positive, focusing on employment and training for local communities and on economic opportunities for local contractors. While the mine was in operation, 34 percent of employees were First Nations, and since closure 37.5 percent of closure employees and long-term contractors are First Nations. During its operation, the mine contributed over $130 million to local communities through wages and donations to community initiatives.

We made it a priority at Eskay Creek to hire Tahltan members and provide skills training and subsidies to support the creation of Tahltan-led businesses. A Collaborative Agreement was signed in 2004 by the Tahltan and Iskut Bands, the Tahltan Central Council and Barrick. Barrick provided financing to establish the Tahltan Nation Development Corporation (TNDC) and helped to support it in later years. This initiative, along with social programs to benefit local communities, was included in the Collaborative Agreement. In 2008 Barrick provided $1 million for the establishment of a Wellness Centre for the Tahltan First Nation, and we will also make a $500,000 donation to the Iskut Community Centre in 2011. Throughout the life of the mine, Barrick contracted the TNDC for access road maintenance and haulage of both backfill and waste. Spatsizi-Sodexho, a Tahltan joint venture, provided catering and housekeeping services to the mine. During the closure phase, TNDC and additional private Tahltan owner/operators have provided equipment for a long haul clean-up project from Kitwanga to Albino Lake. In the coming years, TNDC will continue to participate with on-site requirements such as road maintenance, reclamation and haulage. Since closure in 2008, TNDC has received over $2.5 million in contracts from Eskay Creek. Please see the attached "Open letter to Barrick Gold from the Tahltan Nation Development Corporation".

A Tahltan contractor works on reclamation activities at the closed Eskay Creek mine.

Artisanal Mining

Many people around the world maintain their livelihoods through artisanal and small-scale mining (ASM). The individuals and groups engaged in ASM near our operations are key stakeholders and we engage with them with a view to a safe, healthy and profitable coexistence.

In early 2007, in collaboration with the government of Tanzania, Barrick initiated a program to assist the ASM communities near our North Mara and Bulyanhulu mines. An external expert was hired to ensure the program design incorporated lessons from other experiences in

the ASM sector. In 2008 and 2009, Barrick continued to develop this program. Our goal is to continue to review and assess opportunities to work with these artisanal mining communities to help them transform their activities into regulated, safe, productive and sustainable small-scale mining operations. During 2010, the program focused on undertaking risk assessments in relation to potential projects.

In Papua New Guinea (PNG), where there is also a concentration of artisanal miners near our Porgera mine, we are working in collaboration with the PNG government and local communities to establish programs which enhance the income-generating potential of artisanal mining, or to provide alternative livelihood options. For example, our Porgera mine has partnered with a PNG vegetable marketing cooperative, Alele, to help re-establish livelihoods in the highlands potato industry.

In 2010, there were a number of allegations of human rights abuse at our Porgera mine involving artisanal miners and Barrick security personnel. For more information on this issue, please see Significant Incidents and Concerns in 2010.

Resettlement

Barrick works together with host governments to manage, in a manner consistent with local laws and international best practice, the resettlement of people that may be affected by our operations. Engagement of affected communities is the cornerstone of Barrick's commitment and the key to successful resettlement programs.

In alignment with the IFC standards on resettlement, we seek to avoid, or at least minimize, involuntary resettlement by exploring alternative project designs. Where resettlement is required, a Resettlement Action Plan (RAP) is prepared. A comprehensive RAP includes an entitlement framework, comprehensive compensation standards, livelihood development programs, and ongoing monitoring and evaluation, to deliver our commitment to improve or, at least, restore the livelihoods and standards of living of displaced persons.

Resettlement activities continued at Porgera and North Mara in 2010, along with follow-up activities (livelihood restoration, monitoring, etc.) related to previous resettlement at the Pueblo Viejo project and at Buzwagi.

We are committed to improve or, at least, restore the livelihoods and standards of living of people and communities should they need to be resettled.

Mine Closure and Communities

Barrick has a role to play in contributing to the long term sustainability of the communities surrounding our mines. In the past, closure planning has been the responsibility of operation management and had focused primarily on employees, reclamation efforts and environmental stewardship. However, there is now a greater focus on social closure planning. The social aspects of mine closure will affect the future of the stakeholders we have partnered with, the communities who have welcomed us and our integrity as a socially responsible company. Social closure planning in collaboration with communities and the local authorities is, therefore, essential.

Most closure planning activities take place during development and operations and focus on promoting capacity building. We support education and skills development, and

work in close collaboration with local economic diversification programs where they exist, in order that a healthy, sustainable community can continue to flourish once closure is complete. In 2010, we continued development of our guidelines for social closure.

Each mine site completes a Closure Social Impact Assessment (CSIA), targeted for three years prior to closure of the operation. CSIAs focus on identifying the social risks and impacts to a community from mine closure and are followed by the development of mitigation plans to address these risks and impacts.

At our Pierina mine in Peru, exploration efforts extended the life of the mine through 2013; however, social closure planning had begun years earlier in response to the original date for closing. Stakeholder consultation is critical during this pre-closure phase, and the community relations team at Pierina continued to engage with local communities on closure issues even with the extended life of the mine. Consultation continues today.

Social closure planning focuses on capacity building in communities.

At our Porgera mine in Papua New Guinea, closure is likely to be more than 10 years away, yet integrated closure planning has already commenced with a detailed examination of the social impacts and risks to the communities in the Porgera valley following mine closure.

Significant Incidents and Concerns in 2010

Issues in Papua New Guinea

Human Rights and Security at Porgera

In late June 2010, Human Rights Watch, an international NGO, provided specific, detailed information to Barrick concerning alleged sexual assaults against local women by Porgera mine security personnel. Barrick took action in response to these allegations of serious crimes and, in cooperation with the PNG police, conducted a comprehensive investigation which has resulted in a number of arrests and employee terminations. Employees found to have breached Barrick's policies and those who had knowledge of but did not report assaults against women, were terminated. Additional actions are currently underway and include:

- Renewed human rights training and monitoring of Porgera security personnel through a 'real time' tracking system,
- Recruitment of more female security staff,
- Improvement of internal and third-party grievance mechanisms,
- Enhanced support for the Porgera District Women's Association,
- Third-party research on sexual assault and violence against women in PNG to ensure any future company-supported interventions are appropriate,
- Enhancements to Barrick's corporate human rights compliance structure, including development of a formal human rights policy, and
- Continued involvement in the multi-stakeholder Restoring Justice Initiative, designed to address local law and order problems and build the capacity of the PNG justice system.

Riverine Tailings Management

Barrick acquired the Porgera mine as a result of the acquisition of Placer Dome Inc. in 2006. The mine discharges tailings to the Strickland River system under a permit from the PNG government. Upon acquiring its 95 percent interest in the mine, Barrick conducted a comprehensive, two-year study to review and evaluate alternatives to improve and/or reduce the discharge of tailings to the river system. The study identified significant risk factors in ensuring a stable foundation for a large tailings storage facility, due to the instability that can accompany the high rainfall, deep soil cover and very steep terrain common in the PNG highlands. This risk would exist

Open dialogue with community members can help reduce concerns within communities.

during construction and operation of a tailings impoundment and following mine closure as well. In addition, social factors such as law and order challenges and the presence of illegal miners were identified as significant risk factors. Therefore, riverine tailings disposal will continue at this time with the following improvements and modifications to improve tailings quality and reduce tailings discharge:

- A new $35 million paste backfill plant became operational in 2010. Approximately 10 percent of tailings that would have otherwise been released are now blended with cement and stored permanently underground,
- Plans are in place to increase ore production from the underground mine, resulting in an opportunity to store more tailings underground in the mine as backfill,
- In 2007, cyanide destruction of carbon-in-pulp was improved to further break down cyanide compound in tailings,
- In November 2009, the mine was officially certified under the International Cyanide Management Code, and
- Consistent with Barrick's Environmental Management Program, the operation is currently pursuing ISO 14001 certification.

The Porgera Environmental Advisory Komiti (PEAK) is an independent stakeholder group that monitors and advises on the social and environmental performance of the mine and comments on its reports and activities. The Strickland River 2009 Report Card was released by the PEAK committee in 2010. The Report Card focuses on the health of the Porgera/Strickland river system.

Cortez Hills, the Western Shoshone and Litigation

The Cortez Hills project in Nevada was the subject of a legal action in the courts throughout 2009 and 2010 in response to US Bureau of Land Management (BLM) approval of the project in November 2008. The plaintiffs, including the Western Shoshone Defence Project and Great Basin Resource Watch, alleged that the BLM failed to fully consider all impacts of the Cortez Hills project prior to announcing the approval. In December 2009, the Ninth District Court of Appeals ordered an additional environmental analysis of the project by way of a Supplemental Environmental Impact Statement (SEIS), and in April 2010 the District Court allowed the project to continue under a modified mine plan, pending completion of the SEIS.

The federal BLM has now issued a Record of Decision approving the SEIS for the Cortez Hills mine,

effective March 15, 2011. This Record of Decision removes the modifications to the mine plan and enables the operation to immediately revert to its original scope.

Barrick continues to actively engage with Western Shoshone tribal leaders and community members in Nevada. In recent years, this engagement has focused on discussion of Western Shoshone cultural and historical traditions.

In late 2008, Barrick signed an historic Collaborative Agreement with leaders of several Western Shoshone communities to improve education, business and employment opportunities for the Western Shoshone and to enhance awareness of Native culture. The Collaborative Agreement also establishes a Western Shoshone Educational Legacy Fund tied directly to revenues from the Cortez Hills mine. The Fund is already providing financial support for Western Shoshone seeking higher education opportunities.

Tanzania – Tigithe River Pollution

In May 2009, effluent from the North Mara mine spilled into the Tigithe River after vandals stole PVC plastic lining from a waste water containment pond, allowing acidic waste water to seep from the pond. Monitoring of the river by Barrick detected pH levels of 4.8 in the river, too acidic for most fish to survive or for drinking. Barrick redirected the water and replaced approximately 40,000 square meters of pond liners

over the next few months. Water quality in the area downstream of the spillage continues to improve. It is currently approaching normal. At the time of the spill, it was alleged that people and livestock had been exposed to the contaminated water and had fallen ill as a result. However, an investigation into these claims was inconclusive, as no direct evidence of harm was found.

The Tanzanian government suspended the water discharge permit for the North Mara mine as a result of the spill. In June 2010, Tanzania's Minister of Water and Irrigation declared that, following a range of mitigation measures adopted by the mine, the river is now free of pollution. Barrick is currently applying to have the permit suspension removed. We anticipate that will happen in 2011.

Glossary

Artisanal and Small-Scale Mining
A distinction is made between artisanal mining which may involve only individuals and families, and small-scale mining which may be more extensive and more mechanized. They both share some or all of the following characteristics: exploration of small or marginal deposits, low capital input, labour-intensive, poor access to markets and support services, low standards of occupational health and safety, and significant environmental impact.

Basic Salary
A fixed amount paid to an employee for performing his/her duties. This does not include any additional remuneration such as that based on years of service, overtime work, bonuses, benefits payments or any additional allowances (e.g. transportation allowances).

Biodiversity
The variability among living organisms and the ecosystems of which they are part – this includes diversity within species, between species and within ecosystems.

By-product
A secondary metal or mineral product, such as silver, recovered in the milling process.

Capacity Building
Activities and initiatives which strengthen the knowledge and skills of individuals and improve structure and processes such that communities can grow and develop in a sustainable way.

Collective Bargaining Agreement
Agreements between a company and one or more workers' organizations, or, in absence of such organizations, the representatives of the workers duly elected and authorized by them in accordance with national laws and regulations

Corporate Social Responsibility
CSR is a form of corporate self regulation integrated into a business model where companies embrace the responsibility for the impact of their activities on the environment, consumers, employees, communities and stakeholders. In essence CSR honours the triple bottom line – People, Planet and Profit.

Corruption
'The abuse of entrusted power for private gain.' This includes such corrupt practices as bribery, fraud, extortion, collusion, conflict of interest and money laundering. In this context, it includes an offer or receipt of any gift, loan, fee, reward or other advantage to or from any person as an inducement to do something that is dishonest, illegal or a breach of trust in the conduct of a company's business.

Discrimination
The act and the result of treating a person unequally by imposing unequal burdens or denying benefits, rather than treating the person fairly on the basis of individual merit. Discrimination can also include harassment, defined as a course of comments or actions that are unwelcome, or should reasonably be known to be unwelcome, to the person towards whom they are addressed.

Ecosystem Services
The benefits people obtain from ecosystems. These include provisioning services such as food and water, regulating services such as flood and disease control, cultural services such as spiritual, recreational, and cultural benefits, and supporting services such as nutrient cycling that maintains the conditions for life on Earth.

Environmental Protection Expenditures
All expenditures on environmental protection by a business or on its behalf, to prevent, reduce, control and document environmental aspects, impacts and hazards. It also includes disposal, treatment, sanitation and clean-up expenditures.

Forced or Compulsory Labour
All work and services which are exacted from any person under the menace of any penalty and for which the person has not offered her/himself voluntarily (ILO Convention 29, Forced Labour Convention). The most extreme examples are slave labour, prison labour and bonded labour, but debts can also be used as a means of maintaining workers in a

state of forced labour. Withholding identity papers, requiring compulsory deposits or compelling workers, under threat of firing, to work extra hours to which they have not previously agreed, are all examples of forced labour.

Freedom of Association
Workers and employees may establish and join organizations of their own choosing without the need for prior company authorization.

Governance Bodies
The committees or boards responsible for the strategic guidance of the organization, the effective monitoring of management and the accountability of management to the broader organization and its stakeholders.

Greenhouse Gas Emissions
Gaseous emissions to the atmosphere that contribute to climate change. Direct emissions are from sources owned by the company or operated on its properties. Indirect emissions are from sources not owned by the company, but occur as a result of its activities (purchased electricity).

Human Rights
A human right is a right to which all human beings are entitled. These rights are internationally defined and recognized and identified in international conventions such as the United Nations Universal Declaration for Human Rights, 1948.

ICMM
The International Council on Mining and Metals. ICMM was established in 2001 by major mining companies to act as a catalyst for performance improvement. Today, the Council brings together 19 mining and metals companies, as well as 30 national and regional mining associations and global commodity associations. ICMM's activities are aimed at strengthening CSR performance and enhancing our contribution to sustainable development.

IFC
International Finance Corporation. IFC, a member of the World Bank Group, fosters sustainable economic growth in developing countries by financing private sector investment, mobilizing capital in the international financial markets and providing advisory services to businesses and governments. The goal of the IFC is to improve lives, especially for the people who most need the benefits of growth.

Indigenous Peoples
Indigenous Peoples are those whose social, cultural, political and economic conditions distinguish them from other sections of the dominate national community, or who are regarded as Indigenous on account of their descent from the population which inhabited the country, or a geographical region to which the country belongs, at the time of conquest or colonization or the establishment of present state boundaries. Indigenous Peoples, irrespective of their legal status, retain some or all of their own social, economic, cultural and political institutions.

IUCN Red Listed Species
The IUCN Red List is a list of globally threatened plants and animals provided by the International Union of Conservation of Nature.

Joint Venture
The partnership of two or more companies in a specific operation, each agreeing to share (according to ownership percentage) profit or loss. Operational control often depends on ownership percentage.

Lobbying
Refers to efforts to persuade or influence persons holding political office, or candidates for such office, to sponsor policies, and/or to influence the development of legislation or political decisions. This can relate to lobbying governments at any level or international institutions.

No Net Loss
The application of mitigation measures (such as biodiversity offsets) that should achieve measurable conservation outcomes and that can reasonably be expected to result in no net loss of biodiversity.

Occupational Disease
A disease arising from the work situation or activity (e.g. stress or regular exposure to harmful chemicals), or from a work-related injury.

Open Pit
A mine where the minerals are mined entirely from the surface.

Post Closure Land Use
The condition of a mine property, after the cessation of all mining and mine closure activities, relative to the activities that the property can then support (e.g. wildlife habitat, agriculture, etc.).

Protected Area
A geographically defined area that is designated, regulated or managed to achieve specific conservation objectives.

Public Policy Development
Organized or coordinated activities to effect government policy formation.

Reclamation
The process by which lands disturbed as a result of mining activity are modified to support beneficial land use once mining is complete. Reclamation activities may include the removal of buildings, and other physical remnants of mining, closure of tailings storage facilities, leach pads and other mine facilities, and contouring, covering and revegetating disturbed areas.

Regulatory Action
Written directives from a regulatory agency specifying that an existing condition must be corrected. Due to varying degrees of regulatory oversight, this common definition of regulatory action is used by Barrick for consistent reporting purposes.

Renewable Energy
Renewable energy is derived from natural processes that are replenished constantly. This includes electricity and heat generated from solar, wind, ocean, hydropower, biomass, geothermal resources, biofuels and hydrogen derived from renewable resources.

Riparian
An area around a stream or another watercourse which has distinctive vegetation and other characteristics which separate it from the land beyond the riparian zone. Healthy riparian zones provide a variety of important ecosystem services and they are often important habitats for wildlife.

Security Personnel
Individuals employed for the purpose of guarding the property, assets and employees of an organization, for crowd control, and for escorting persons, goods and valuables.

Significant Impact
Impacts that may adversely affect the integrity of a geographical area, either directly or indirectly, by substantially changing its ecological features, structures and functions across its whole area and over the long-term. This means that the habitat, its population level, and/or important species cannot be sustained or are significantly reduced.

Social inclusion
The active or demonstrable engagement with disadvantaged and vulnerable groups.

Turnover
Number of employees who leave the organization voluntarily or due to dismissal, retirement or death in service.

World Heritage Sites
World Heritage Sites are sites (such as a forest, mountain, lake, desert, monument, building, complex or city) identified by UNESCO's World Heritage Program. The program catalogs, names and seeks to conserve sites of outstanding cultural or natural importance to the common heritage of humanity.