



BARRICK GOLD CORPORATION

ANTI-CORRUPTION HANDBOOK

A Guide to Interpreting Barrick's
Anti-Bribery and Anti-Corruption Policy
and Procedure



If you receive a request
for a payment or something
of value that you think may
be for a benefit Barrick is
not entitled to,

DON'T PROVIDE IT!

INTRODUCTION

At Barrick Gold Corporation we are committed to conducting business around the world according to the highest ethical standards. Honesty and integrity are an integral part of our Company culture and values, and a core part of how we operate.

Barrick’s commitment to ethical business practices is expressed in our Code of Business Conduct and Ethics (Code of Conduct), which applies to every Barrick employee, wherever he or she may work. The Code of Conduct sets out clear expectations of ethical conduct and requires that employees obey all applicable laws and regulations, including in relation to corruption and bribery.

Our Anti-Bribery and Anti-Corruption Policy (Policy) expands on the principles in the Code of Conduct. Both documents apply to all Barrick employees, including our Executive Management. The documents, along with other policies, are posted on Barrick’s website and intranet. The Policy is designed to enforce a key requirement: that it is prohibited for any of us to provide anything of value to a government official to obtain a benefit Barrick is not entitled to receive. **Violating this requirement can lead to criminal charges, prison terms, fines and other profound consequences to the individuals involved, and to Barrick, as acts of corruption might result in government investigations, substantial fines, government monitoring, costly litigation and irreparable reputational damage.**

This Handbook is designed to help explain some of the key elements of the Policy and related Procedure. For any additional questions, please contact your country or site Barrick’s In-House Legal Counsel.



Rich Haddock
General Counsel



Jonathan Drimmer
Deputy General
Counsel



Giovanna Moscose
Vice President,
Assistant General Counsel



WHAT IS BRIBERY?

Bribery occurs when someone offers or provides anything of value to another person to gain an improper advantage, improperly influence that person's views, or obtain a benefit that the offeror is not entitled to receive. Under our Policy and applicable law, "things of value" can mean many different things. A few examples are:

- Money
- Job opportunities
- Consulting agreements
- Contributions or donations
- Gifts, meals, or entertainment
- Travel
- Use of cars or boats
- Health care or other social benefits
- Scholarships.

These are only examples, as many different kinds of things can be valued by someone.

Bribery also can be direct or indirect. Bribery is direct when the thing of value is offered or provided directly to the intended recipient. Bribery is indirect when the thing of value is (a) offered or provided to the recipient by someone acting on behalf of the offeror (such as through a consultant or agent) or (b) offered or provided to someone acting on behalf of the ultimate recipient.

WHAT IS PROHIBITED BY BARRICK?

Our Policy prohibits the direct and indirect bribery of any individual to gain any kind of benefit for the Company. Although we interact regularly with government officials for a variety of legitimate reasons, you should note that relationships with government officials carry heightened levels of risk and have been scrutinized more closely by enforcement authorities. It is important to remember that a government official can take many different forms. A few examples of government officials are:

- Politicians and their staff
- Judges
- Employees of government agencies (such as tax, immigration, mines, environment, or customs employees) and legislative bodies
- Employees of government-owned universities
- Members of the police or military
- Public hospital or university employees
- United Nations or World Bank employees
- Employees of private companies that are largely owned by the state, or which the state effectively controls
- Ambassadors and embassy personnel
- Private persons who may be performing a function for the government or who can exercise governmental powers (which can include tribal chiefs, and officers or representatives of first nation organizations or aboriginal communities)

Sometimes it is difficult to determine whether someone is a government official. For instance, determining whether someone is employed by an entity controlled by the state is not always straightforward.

As our Policy requires: **Do not bribe anyone**, whether or not he or she is a government official.

MAINTAINING ACCURATE BOOKS AND RECORDS

Our Policy also requires that our books and records be complete and accurate. All expense reports must be correct and truthful, all invoices must be reasonably detailed to understand how the amounts are determined, the nature of the service and the charges and reflect the work performed, and all finance and accounting personnel must follow approved Company processes. You should never agree to requests for false invoices or for payment of expenses that are unusual, excessive, or inadequately or improperly described.



HOW DOES MOST BRIBERY OCCUR?

Most bribery is not direct — that is, most of the time, it does not involve companies or individuals providing things of value directly to government officials. Most often, bribery is indirect. For instance, indirect bribery may involve a payment by a consultant or agent to a government official in seeking a license or permit. Or indirect bribery may be provided by a company, or a consultant or agent, to someone for the benefit of a government official such as a close relative, business associate or friend.

For these reasons, whenever a consultant, agent, or anyone else acting on our behalf is interacting directly with the government, it is critical that we closely monitor the relationship. The Legal Department should be informed of the relationship in advance to conduct due diligence and implement controls, as applicable.

As a company with a global footprint, how does the Policy apply in different countries?

The Policy is rigorously enforced in all countries. Vigilance is particularly important in developing countries where there may be weak governance institutions and perceived high risks of corruption.

What kinds of bribery issues typically come up in the mining industry?

Some of the most common issues for mining companies that may result in bribery problems are:

- Taxes and royalties
- Immigration and visas
- Customs and import/export
- Licenses and permits
- Securing concessions
- Security
- Government relations and lobbying
- Labour issues
- Land issues
- Engaging local contractors or consultants who have government ties
- Litigation and other legal matters
- Mergers and acquisitions

Some of the most common kinds of payments, or “things of value,” to government officials that may result in problems include:

- Sponsored or hosted travel
- Gifts, meals or entertainment
- Per diems (especially where the official is already receiving a government per diem)
- Scholarships for family members
- Support payments (monetary or in-kind)
- Donations to charities of officials or their family members
- Contributions to political campaigns

HOW DOES BARRICK ADDRESS THESE ISSUES?

Under our Policy, Barrick has specific requirements for a number of these areas. For any payment or support provided to a government, you must first obtain authorization through normal functional or country approval channels. Many payments then require the authorization of an Authorized Approval Employee (i.e., the General Counsel, any Barrick Head Country In-House Legal Counsel, any Senior Ethics and Compliance Personnel, or any other personnel of a Site, Country, or Corporate office designated from time to time by the General Counsel). A list of Authorized Approval Employees is posted on Barrick's intranet.

All payments or benefits provided to government agencies, or government officials, require appropriate authorization and documentation. Be sure to refer to the Procedures for Implementing Barrick's Anti-Bribery and Anti-Corruption Policy.

- **Contracts:** Any contract or support agreement with a government agency or entity must be approved by Barrick Corporate or Head Country In-House Legal Counsel. Appropriate due diligence is required before entering any such contract.
- **Meals, Gifts and Entertainment:** Only small gifts, meals and entertainment may be provided to government officials without prior approval from an Authorized Approval Employee. Gifts given without prior approval should be \$100 or less (per person or an amount determined by the sites or countries). Gifts of cash should never be given. Gifts with Company logos, or gifts which cannot be resold or which are consumable (e.g., flowers, fruit baskets), are best. Meals and entertainment involving government officials must be modest, reasonable, and related to Company business.

- **Travel:** Any request to sponsor travel by a government official must be approved by an Authorized Approval Employee. Any request for international travel or travel by a government official's spouse/partner or family must be pursuant to a written support agreement with the government. The Company may not agree to pay travel expenses for government officials that involve recreation.
- **Per Diems:** Per diem payments must be pre-approved by an Authorized Approval Employee. Per diems can only be paid where permitted by local law. The amount must be in accordance with published government rates. If no such rates have been published, or payment exceeds published rates, payment must be pursuant to a written support agreement with the government.
- **Monetary or In-Kind Support:** All monetary and in-kind government support must be authorized by an Authorized Approval Employee. All monetary support, security monetary or in-kind support (regardless of amount or value), and any other in-kind support above US\$1,000 or the amount specified in the site or country must be pursuant to a written support agreement with the government.
- **Political Contributions:** Barrick generally does not make political contributions. Any contribution on Barrick's behalf must be approved by Barrick Corporate or Head Country In-House Legal Counsel and President (or his designee).
- **Charitable and Cultural Donations:** All requests for charitable and cultural donations should be carefully considered and reviewed for legitimacy. Any charitable and cultural donation connected to government or security related or above US\$5,000 must be approved by Authorized Approval Employee. Also, it must be pre-approved by the country Executive Director if exceeds US\$10,000 or by the President (or the Chief Sustainability Officer) if exceeds US\$100,000. Any such donations must also be pursuant to a written support agreement if recipient has direct or indirect government affiliation, or it is security related or it exceeds US\$10,000.
- **Security:** All security support must be pursuant to a support agreement approved by Barrick Corporate or Head Country In-House Legal Counsel.

WHAT ARE THE REQUIREMENTS FOR CONSULTANTS OR AGENTS HIRED BY BARRICK?

Situations involving third parties such as consultants and agents require special attention.

The Company has established procedures for hiring consultants, representatives, agents, and other third parties which must be followed.

- *Before anyone at the Company hires or retains third parties*, all third parties must comply with the Global Vendor Onboarding Standard which includes questionnaires about their ownership structure, officers and other information. All third parties must also abide by our policies on third-party suppliers, including our Supplier Code of Ethics.
- *Before hiring anyone to represent us before a government agency or official, or interface with the government on our behalf*, Barrick legal must be consulted. The third party must be carefully screened, a written contract with proper terms must be completed and other appropriate controls must be considered.
- *Before hiring a consultant or agent that is recommended or referred by a government official*, Barrick legal must be consulted to examine the relationship. A referral by a government official of a consultant or agent is often a prelude to a bribery situation.
- *Before hiring a consultant or agent that is a government official (or close relative of a government official), or is owned by a government official or a relative*, Barrick legal must be consulted. This is another situation that commonly leads to corruption problems.

- *Where there are “red flags” involving a third party, you should contact Barrick legal. “Red flags” are indicators that further investigation into a situation is required. Some common red flags are requests for:*
 - payments to shell companies
 - payments to offshore bank accounts
 - payments to individuals or entities other than the contracting party
 - payments in cash
 - false invoices, and
 - other items that are outside the norm for business relationships



MY OBLIGATIONS

WHAT ARE MY OBLIGATIONS?

They are as follows:

- you must not offer or pay any bribes
- you must accurately reflect transactions in the Company's books and records
- you must report a suspected violation of the Anti-Bribery and Anti-Corruption Policy to appropriate Company management.

If you hear rumors or information that you think may create concerns under our Policy, please contact any Barrick In-House Legal Counsel, call the Compliance Hotline, or visit the Compliance Hotline website. Instructions for contacting the Compliance Hotline are available on Barrick's Intranet by clicking on the "Compliance" button.



Conflictos de Interés

- Obligación de actuar en pos de los mejores intereses de Barrick.
- "Conflicto de interés" – cuando el interés privado de un individuo interfiere o parece interferir de manera indebida con los intereses de Barrick.
- Cuando usted adopta acciones o tiene intereses privados que pueden entorpecer el desempeño de su trabajo con la compañía de manera efectiva y negativa.

If you have any questions about our Policy or require further guidance, please contact your local Barrick In-House Legal Counsel. Maintaining the highest ethical standards is a core Company value, and has been an important part of Barrick's success.

Thank you for continuing to do your part.



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