



BARRICK GOLD CORPORATION

GUIDELINES FOR THIRD PARTY DUE DILIGENCE AND CONTROLS

| | Version | Date |
|-------|---------|-------------------|
| Draft | 0 | November 12, 2013 |
| Draft | | December 8, 2015 |
| Draft | | June 30, 2016 |
| Final | 1 | October 25, 2016 |

| Contributors | Name | Title | Contact |
|---------------------------|------------------------|--|--|
| Reviewed and approved by: | Giovanna Moscoso | Vice President & Assistant General Counsel | gmoscoso@barrick.com |
| | Jonathan Drimmer | Vice President & Deputy General Counsel | jdrimmer@barrick.com |
| | Melanie Miller | Vice President, Supply Chain | mmiller@barrick.com |
| Administered by: | Jessie Reynolds O'Neil | Sr. Coordinator, Ethics and Compliance | j.reynolds@barrick.com |

TABLE OF CONTENTS

| | |
|---|----|
| I. Purpose | 7 |
| II. Definitions | 7 |
| A. <i>Government Officials</i> | 7 |
| B. <i>Immediate Relatives of Government Officials</i> | 8 |
| C. <i>Barrick Anti-Corruption Standards</i> | 8 |
| III. Engagement Procedures | 9 |
| IV. Risk Assessment Guidance for Third Parties | 9 |
| A. <i>Timing for Risk Assessments</i> | 9 |
| B. <i>Determining Risk Categories</i> | 10 |
| V. Due Diligence Steps | 12 |
| A. <i>Base-Level Due Diligence Steps</i> | 12 |
| B. Enhanced <i>Due Diligence for Medium Risk Third Parties and Potential HRVs</i> 12 | |
| VI. Risk Controls | 13 |
| A. <i>Base-Level Risk Controls</i> | 13 |
| B. Enhanced <i>Risk Controls for Medium Risk Third Parties and/or HRVs</i> | 13 |
| ATTACHMENT 1: Template Spreadsheet..... | 16 |
| ATTACHMENT 2: Vendor Request Form..... | 1 |
| ATTACHMENT 3: Internal Barrick Questionnaire | 1 |
| ATTACHMENT 4: External Barrick Questionnaire | 3 |
| ATTACHMENT 5: Contract Provisions..... | 6 |
| ATTACHMENT 6: Enhanced Due Diligence Questionnaire | 11 |
| ATTACHMENT 7: Red Flags | 18 |

Cheat Sheet for Third Party Relationships

Due Diligence:

| Third Party Category | Due Diligence |
|--|--|
| <p>Base-Level Due Diligence for All Third Parties (Low/Medium/High)</p> | <ul style="list-style-type: none"> • Verifying that initial steps of onboarding process have been completed: <ul style="list-style-type: none"> ○ Internal Questionnaire (Attachment 3) and External Questionnaire (Attachment 4) have been obtained in the case of suppliers, including acceptance of Barrick's Suppliers Code of Ethics; ○ Internal Questionnaire has been obtained in the case of non-supplier vendors and local suppliers (External Questionnaire is NOT required for these vendors); ○ WorldCheck search has been done (or the alternative search system tool approved by Supply Chain and Legal has been conducted); • Verifying that the bidding process (when looking at a bidding contract or government contract) is open, transparent, and fully recorded; • Verifying the accuracy and completeness of the agreement and any other tender documents; • Completing the Certified Status Application, Instructions, and Checklist (see Appendix G of the Global Vendor Onboarding Standard); and • Ensuring that the Third Party is engaged with a written contract, agreement, or PO, as applicable, that contains the standard contract provisions set forth at Attachment 5. |
| <p>Medium Risk and HRVs (as needed, based on risk level and particular findings)</p> | <p>Base-Level Due Diligence, plus:</p> <ul style="list-style-type: none"> • If no TRAC number has been obtained, ask Third Party to complete the Enhanced Due Diligence Questionnaire (see Attachment 6); • Review the initial risk assessment and due diligence files, the Enhanced Due Diligence Questionnaire, and any other relevant information identified through the risk assessment process or initial due diligence; • Direct questions to the Third Party in writing or in an interview; • Request further written verification that the Third Party is qualified for the work performed (a CV, website, or written qualifications could be obtained); • Request written verification about the commercial reasonableness of the terms of the agreement with the Third Party; • Conduct reference checks (depending on the relationship with the Third Party); • Review the criminal background/credit/litigation checks, to the extent not covered by other searches; • Conduct Embassy checks (as needed); • Conduct an in-person meeting, interview, and/or site visit (as needed); and • Approval from Chief Compliance Officer [General Counsel of Barrick, Corporate Legal] Department, (as needed). |

Risk Controls:

| Third Party Category | Risk Controls |
|---|--|
| Base-Level Risk Controls for All Third Parties (Low/Medium/High) | <ul style="list-style-type: none"> • The local Legal Department in coordination with Supply Chain will ensure that all Barrick employees that will be engaged with the Third Party have gone through Barrick's annual training and have a copy of Barrick Anti-Corruption Standards; • The requester of goods, services, or agreement, in coordination with the local Finance Department, will keep accurate and complete books and records of transactions and activities related to Third Parties (as outlined in Barrick Anti-Corruption Standards); • Supply Chain to include in the written contract, PO, or agreement with the Third Party the pre-approved anti-corruption language (see Attachment 5); • Supply Chain, at least every three years (more frequently for HRVs), will update the due diligence done on the Third Party to assess potential new risks by conducting the risk assessment process described herein and in the Global Vendor Onboarding Standard; • Legal and Supply Chain will regularly monitor a sample of Third Parties to confirm whether the work performed is the work the Third Party was hired for; and • Approvers of invoices to review all invoices provided by the Third Party to ensure that the amounts conform to the contract, the descriptions are accurate and sufficiently detailed, and any necessary supporting documents are provided. |
| Medium Risk (as needed, based on risk level and particular findings) | Base-level risk controls plus, as needed: <ul style="list-style-type: none"> • Periodically verifying that the Third Party is providing the services it was hired for; • Conducting audits or reviews of the Third Party's books and records; • Periodically reviewing the payment logistics and monitoring payments made to ensure that there are no anomalies; and • Periodically updating the External Questionnaires. |
| Third Parties with over USD \$500,000 annually spent (actual or projected) in High Risk Jurisdictions (0-49 Transparency International Corruption Perception Index) | Base-level risk controls plus: <ul style="list-style-type: none"> • Where vendors have multiple Purchase Orders (POs), for each new PO, Supply Chain or the department requesting the PO should certify in writing (including via email) that there have not been any changes that would warrant a change in the Third Party's risk level categorization. The written certification: (1) outlines the results of the most recent Appendix F risk assessment done on the Third Party and (2) certifies that nothing in the Third Party's most recent risk assessment has changed. The written certifications may be completed through an email from Supply Chain or the department requesting the PO to the local Legal Department (the Legal Department will retain a copy of certifications); |

| Third Party Category | Risk Controls |
|--|---|
| | <ul style="list-style-type: none"> • The local Finance Department will conduct a random review of 10% of the Third Party's invoices; • The department requesting the PO in coordination with the Local Legal Department should provide to the HRV an introductory packet that includes: (1) written instructions regarding Barrick's expectations related to anti-bribery and anti-corruption and (2) a written deck of slides, online training (such as through Trace International), or a certification that the Third Party's personnel providing goods or services to Barrick has already been trained in anti-bribery and anti-corruption in the last calendar year; • The Third Party's relationship owner should confirm via written email to the local Legal Department on a quarterly basis that the HRV has done/is doing the work requested by Barrick and that there are no changes in the status of the vendor being classified as an HRV; • The Third Party's relationship owner should request that the Third Party provide an annual certification of compliance with Barrick's anti-bribery and anti-corruption policies. These certifications should be tracked by the Legal Department; and • It is often a good idea for Supply Chain to request information from the Third Party, including a copy of its code of conduct related to anti-corruption and anti-bribery (depending on the size of the Third Party). |
| Other "Potential" HRVs | <p>Base-level risk controls plus:</p> <ul style="list-style-type: none"> • For Third Parties that are categorized as potential HRVs as a result of the initial risk assessment conducted by Supply Chain (in accordance with the Appendix F of the Global Vendor Onboarding Standard), the local Legal Department will then conduct the enhanced due diligence (see Section V B.), including an enhanced due diligence questionnaire, to determine whether the Third Party is a Confirmed HRV, subject to the additional risk controls listed below (see Attachment 6 for enhanced due diligence questionnaire). |
| Confirmed HRVs (as needed, based on risk level and particular findings) | <p>Base-level risk controls plus, as needed:</p> <ul style="list-style-type: none"> • Require Finance to conduct Red Flag review of all payments to the Third Party, in accordance with the Red Flag Anti-Corruption Manual (Attachment 7); • Require periodic live anti-corruption training of the key Barrick Personnel to be involved with the Third Party; • Require periodic live anti-corruption training of the key representatives of the Third Party to be involved with Barrick; • Require approval from the Legal Department before payments are liquidated; |

| Third Party Category | Risk Controls |
|----------------------|--|
| | <ul style="list-style-type: none"> • Prohibit contracts that include success-based fees; • Periodically verify the qualifications and commercial reasonableness of the Third Party; • Periodically (at least every 3 years) rebid the contract; • Conduct internal or external audits, where appropriate; • Investigate, using internal and external resources, as needed, any reports of violations (and where necessary, report matters to the authorities in the relevant jurisdictions); • Request Finance to conduct a random review of a sample of the Third Party's invoices; and • Request that the Third Party provide an annual certification of compliance with Barrick's anti-bribery and anti-corruption policies. |

I. Purpose

These Guidelines are designed to assist Barrick personnel in Legal, Contract Administration, Supply Chain, Finance and Accounting, and any other functional group that contracts with vendors, including suppliers, non-supplier vendors and their relevant subcontractors (“**Third Parties**”). These Guidelines are consistent with all Barrick anti-corruption related policies, standards, procedures and guidelines (Barrick Anti-Corruption Standards, as defined below), which are applicable to every office and site where Barrick Gold Corporation exercises operational control.

Under Barrick’s Anti-Corruption Standards, potential engagements (including contracts, purchase orders, and other arrangements) with all new and renewed Barrick third party vendors, including suppliers and non-supplier vendors, as defined in the Global Vendor Onboarding Standard, need to meet certain onboarding requirements. These requirements are outlined in these Guidelines for your reference and include: (1) a risk assessment done by Supply Chain personnel to categorize the vendors as Low-, Medium-, or High- risk, (2) due diligence conducted based on the third party’s risk level, and (3) risk controls based on the third party’s risk level.

Third Party relationships addressed by these Guidelines include agreements or contracts with:

- Governments or government officials (or their immediate relatives),
- Entities owned in whole or in part by governments or government officials (or their immediate relatives),
- Individuals or entities referred to Barrick by government officials (or their immediate relatives),
- Individuals or entities who interface with foreign governments or government officials on Barrick’s behalf or benefit, and
- All other relationships so designated by a Local Vendor Compliance Committee, if one has been established.¹

II. Definitions

A. *Government Officials*

As set forth in Barrick’s Anti-Corruption and Anti-Bribery Policy, a Government Official is any appointed, elected, or honorary official or any employee of a government, a government-owned or government-controlled enterprise, a public international organization (such as the United Nations or the World Bank), or an individual acting in an official capacity for such government, entity, or organization.

¹ Per the Global Vendor Onboarding Standard, the Local Vendor Compliance Committee refers to the personnel who provide certain approvals as required by this Global Standard. The Committee includes the Local Supply Chain Country Lead, Head Country Legal Counsel or his/her designee, and the lead Senior Ethics and Compliance Personnel.

The Government Official definition encompasses officials in all levels of government (local, state/province, federal) and all branches of government (executive, legislative, and judicial). The definition often also includes political parties and party officials and candidates for political office. A person does not cease to be a government official by purporting to act in a private capacity or by the fact that he or she serves without compensation.

The Government Official definition broadly includes, without limitation: (i) politicians and their staff; (ii) judges; (iii) employees of government agencies (such as tax, immigration, mines, environment, or customs employees) and legislative bodies; (iv) employees of government-owned universities; (v) members of the police or military; (vi) public hospital or university employees; (vii) United Nations or World Bank employees; (viii) employees of private companies that are largely owned by the state, or which the state effectively controls; (ix) ambassadors and embassy personnel; or (x) private persons who may be performing a function for the government.

B. Immediate Relatives of Government Officials

As set forth in Barrick's Procedure for Implementing the Anti-Bribery and Anti-Corruption Policy, immediate relatives of a Government Official include a spouse/partner, parent or parent-in law, child or son/daughter in-law, stepson or stepdaughter, aunt or uncle, niece or nephew, sibling or brother/sister in-law of a Government Official.

C. Barrick Anti-Corruption Standards

As used in this document, the reference to Barrick's anti-corruption related policies, standards, procedures, and guidelines (Barrick Anti-Corruption Standards) includes, but is not limited to:

- The Anti-Bribery and Anti-Corruption Policy
- The Procedure for Implementing the Anti-Bribery and Anti-Corruption
- Policy for Employee Due Diligence and Contracts
- Global Vendor Onboarding Standard
- The Suppliers Code of Ethics
- The Red Flag Anti-Corruption Manual
- The Global Employee Expense Standard
- The Global Standard & Procedure for Invoice Processing and Payment
- The Global Standard for Petty Cash
- The Manual for Authorized Approval Employee

III. Engagement Procedures

For your reference, below are the main engagement procedures to keep in mind when engaging Third Parties:

Low- and Medium- Risk Third Parties: Third Parties categorized as Low- or Medium-Risk, as a result of the risk assessment described below (consistent with Appendix F of the Global Vendor Onboarding Standard), do not need to be referred to country or corporate legal counsel for **enhanced** due diligence. However, minimum controls, as described in these Guidelines should be implemented.

High-Risk Third Parties (i.e. High Risk Vendors or “HRVs”): Third Parties categorized as potentially High-Risk, as a result of the risk assessment described below, which is consistent with Appendix F of the Global Vendor Onboarding Standard, should be referred to country or corporate legal counsel for **enhanced** due diligence and the design and/or implementation of enhanced controls, as described in these Guidelines. HRVs should not perform services or be paid without the controls, processes, and approvals that are outlined in the Barrick Anti-Corruption Standards and included below for ease of reference.

Books and Records: All the risk assessment, due diligence, and internal controls applied to Third Parties should be documented and retained for the duration of the relationship plus three years after the conclusion of the relationship, in accordance with Barrick Anti-Corruption Standards.

Additionally, the implementation of these Guidelines, with respect to any identified HRVs, should be reported by country Legal on a quarterly basis to the Office of General Counsel by using the template spreadsheet identified in Attachment 1. This spreadsheet should be used as a reference for designing and approving a spreadsheet to manage HRVs in each region, in consultation with the regional or corporate counsel. Additionally, an easy-to-use Cheat Sheet of the due diligence and controls described in these Guidelines is included at the beginning of these Guidelines.

IV. Risk Assessment Guidance for Third Parties

A. *Timing for Risk Assessments*

Consistent with the Vendor Onboarding Standard, Supply Chain personnel are expected to conduct a risk assessment to categorize a Third Party at the time of initial engagement, in consultation with the local Legal Department if needed. Supply Chain personnel also are generally expected to renew the assessment every three calendar years, unless facts are identified (whether during onboarding or thereafter) that indicate more frequent onboarding is appropriate. Legal will advise if onboarding should be conducted more frequently.

If there are any changes in the Third Party's risk profile, Supply Chain should inform the local Legal Department to determine whether the Third Party's category should be changed and/or any additional due diligence would be required.²

B. Determining Risk Categories

Third Parties are categorized as either "High," "Medium," or "Low" Risk, depending on where they operate, the nature and extent of their interactions with government, their due diligence and risk profiles, and the extent of the business relationship. This categorization is important because it helps determine whether **enhanced** due diligence and risk controls are required, depending on the risk category (as detailed in the next Section).

Step 1: Consistent with the Barrick Global Vendor Onboarding Standard, a Third Party would be categorized as "Low", "Medium", or "High" after:

1. the Vendor Request Form (Attachment 2) has been filled out and Supply Chain has confirmed that there is a business need for the Third Party's services or goods and the Third Party is qualified to provide those goods or services;
2. the Internal Questionnaire (Attachment 3) **and** External Questionnaire (Attachment 4) have been obtained in the case of Suppliers, including acceptance of Barrick's Suppliers Code of Ethics;³
3. Internal Questionnaire has been obtained in the case of non-supplier vendors and local suppliers (External Questionnaire is **NOT** required for these vendors); and
4. WorldCheck search has been done (or the alternative search system tool approved by Supply Chain and Legal has been conducted).

² Changes may include changes in types of services provided, annual spend, Transparency International Corruption Perceptions Index, and/or changes in the answers to the Third Party questionnaires such as changes in government affiliations.

³ In accordance with Appendix G of the Barrick Global Vendor Onboarding Standard, if the Supplier does not accept Barrick's Supplier Code of Ethics (self-certification for the supplier has not been obtained); Supply Chain can still certify the Supplier by conducting a validation process and, if appropriate, concluding that the Supplier can be certified if:

- the vendor's internal code of ethics or business conduct have been obtained and found that it complies in all material terms with Barrick's Supplier Code of Ethics; or
- a personal interview with at least one of the senior officers of the supplier has been conducted, and their verbal responses to our questions demonstrate that they comply in all material aspects with Barrick's Supplier Code of Ethics. Use TRAC questions (Attachment 8) as interview guide; or
- a site survey of the supplier's principal supply site to Barrick has been conducted, and the observations and employee interviews (results attached) demonstrate that they comply in all material aspects with Barrick's Supplier Code of Ethics; or
- a review of third party audits, credible arms-length reporting documentation, or a compliance report (i.e. WorldCheck enhanced report) have been conducted and it demonstrates that they comply in all material aspects with Barrick's Supplier Code of Ethics.

Step 2: Supply Chain evaluates the base-level risk of a Third Party by using the decision tree that is outlined in Appendix F of the Global Vendor Onboarding Standard and included below for ease of reference.

| Actual or Projected Annual Spend, other. | Transparency International Corruption Perceptions Index (for the location where goods/services are being provided by Supplier) | | |
|---|--|---------|----------|
| | 0 – 49 | 50 – 69 | 70 – 100 |
| <ul style="list-style-type: none"> Over \$5,000,000 or Sensitive or hazardous goods or services | High | Medium | Medium |
| <ul style="list-style-type: none"> \$500,000 - \$5,000,000 or Sole supplier, or Services performed on our site | High | Medium | Low |
| <ul style="list-style-type: none"> \$0 - \$500,000 | Medium | Medium | Low |

Of note, the relevant “country” for purposes of the Transparency International Corruption Perceptions Index referenced in this Section, is the country where the services or goods for Barrick will be provided.

Step 3: In accordance with the Global Vendor Onboarding Standard (Appendix F), Supply Chain should elevate the base-level of risk to the next level if:

- the TRAC⁴ number provided has an ‘R’ suffix (failure to obtain a TRAC number would not necessarily cause the risk category to move up); or
- any of the answers to the External Barrick Questionnaire for Third Parties are: (i) “yes” to the Anti-corruption related questions or (ii) “no” to the Human Rights related questions; or
- any of the answers to the Internal Barrick Questionnaire for Third Parties are “yes” to the Anti-corruption related questions or the Human Rights related questions; or
- the review of the Third Party’s webpage and any other background materials (such as organizational structure or information in local newspapers or information via Google searches) provides new information that merits elevating the risk level.

Steps 4 and 5: After Steps 1-3, the following due diligence and risk controls should be applied, in accordance with the Third Party’s risk level.

⁴ While recommended, use of the TRAC Third Party compliance tool is not strictly required. Third Parties may also elect to go through the Barrick manual questionnaire process.

V. Due Diligence Steps

A. *Base-Level Due Diligence Steps*

After Supply Chain has conducted its risk assessment on a Third Party, Supply Chain (in coordination with the local Legal Department, as needed) should complete the following initial due diligence steps for ALL Third Parties. These due diligence steps are designed to identify whether the Third Party has any history of corruption, or other relevant allegations of impropriety, the Third Party's reputation for corruption and bribery, the Third Party's actual owners, and other facts that may require the implementation of certain controls and monitoring, or which may make the Third Party inappropriate for the services contemplated.

- Verifying that the bidding process (when looking at a bidding contract or government contract) is open, transparent, and fully recorded;
- Verifying the accuracy and completeness of the agreement and any other tender documents;
- Completing the Certified Status Application, Instructions, and Checklist (see Appendix G of the Global Vendor Onboarding Standard); and
- Ensuring that the Third Party is engaged with a written contract, agreement, or PO, as applicable, that contains the standard contract provisions set forth at Attachment 5.

B. *Enhanced Due Diligence for Medium Risk Third Parties and Potential HRVs*

In addition to the initial due diligence steps highlighted above, for potential HRVs, a local Legal Department in coordination with Barrick's Supply Chain must conduct one or more of the following due diligence steps, based on the level of risk perceived by Supply Chain and the local Legal Department, and other known or suspected facts.

- If no TRAC number has been obtained (Step 3, outlined above), ask Third Party to complete the Enhanced Due Diligence Questionnaire (see Attachment 6);
- Review the initial risk assessment and due diligence files, the Enhanced Due Diligence Questionnaire, and any other relevant information identified through the risk assessment process or initial due diligence;
- Direct questions to the Third Party in writing or in an interview;
- Request further written verification that the Third Party is qualified for the work performed (a CV, website, or written qualifications could be obtained);
- Request written verification about the commercial reasonableness of the terms of the agreement with the Third Party;
- Conduct reference checks (depending on the relationship with the Third Party);
- Review the criminal background/credit/litigation checks, to the extent not covered by other searches;
- Conduct Embassy checks (as needed);

- Conduct an in-person meeting, interview, and/or site visit (as needed); and
- Approval from Chief Compliance Officer [General Counsel of Barrick, Corporate Legal] Department, (as needed).

VI. Risk Controls

A. *Base-Level Risk Controls*

For ALL Third Parties, anti-corruption risk controls in place should include:

- The local Legal Department in coordination with Supply Chain will ensure that all Barrick employees that will be engaged with the Third Party have gone through Barrick's annual training and have a copy of Barrick Anti-Corruption Standards;
- The requester of goods, services, or agreement, in coordination with the local Finance Department, will keep accurate and complete books and records of transactions and activities related to Third Parties (as outlined in Barrick Anti-Corruption Standards);
- Supply Chain to include in the written contract, PO, or agreement with the Third Party the pre-approved anti-corruption language (see Attachment 5);
- Supply Chain, at least every three years (more frequently for HRVs), will update the due diligence done on the Third Party to assess potential new risks by conducting the risk assessment process described herein and in the Global Vendor Onboarding Standard;
- Legal and Supply Chain will regularly monitor a sample of Third Parties to confirm whether the work performed is the work the Third Party was hired for; and
- Approvers of invoices to review all invoices provided by the Third Party to ensure that the amounts conform to the contract, the descriptions are accurate and sufficiently detailed, and any necessary supporting documents are provided.

B. *Enhanced Risk Controls for Medium Risk Third Parties and/or HRVs*

Medium Risk Third Parties:

For certain Third Parties identified as Medium Risk, Supply Chain (in coordination with the local Legal Department) may determine that it is appropriate to implement ongoing and monitoring measures, in addition to those base-level risk controls listed above, given the level of risk perceived by Supply Chain and the local Legal Department, and other known or suspected facts.

These additional controls may include:

- Periodically verifying that the Third Party is providing the services it was hired for;
- Conducting audits or reviews of the Third Party's books and records by Supply Chain or other appropriate personnel;

- Periodically reviewing the payment logistics and monitoring payments made to ensure that there are no anomalies; and
- Periodically updating the External Questionnaires.

High Risk Third Parties or HRVs:

As identified in Appendix F to the Vendor Onboarding Standard, all Third Parties that have over USD \$500,000 annually spent (actual or projected) in high risk jurisdictions are considered HRVs. As HRVs, they should have in place certain risk controls in addition to the base-level risk controls outlined above. Additionally, for other Third Parties that were initially assessed as potentially High Risk, the enhanced due diligence process (see Section V B.) will help Supply Chain (in coordination with the local Legal Department) determine whether the Third Parties should be treated as HRVs or as low or medium risk.

- (a) Third Parties with over USD \$500,000 annually spent (actual or projected) in High Risk Jurisdictions (0-49 Transparency International Corruption Perception Index)

In addition to the base-level risk controls outlined above (see Section VI A.), ALL Third Parties with over USD \$500,000 (actual or projected annual spend) in high risk jurisdictions should have in place additional risk controls. These additional risk controls are expected to include:

- Where vendors have multiple Purchase Orders (POs), for each new PO, Supply Chain or the department requesting the PO should certify in writing (including via email) that there have not been any changes that would warrant a change in the Third Party's categorization. The written certification: (1) outlines the results of the most recent Appendix F risk assessment done on the Third Party and (2) certifies that nothing in the Third Party's most recent risk assessment has changed.⁵ The written certifications may be completed through an email from Supply Chain or the department requesting the PO to the local Legal Department (the Legal Department will retain a copy of certifications);
- The local Finance Department will conduct a random review of 10% of the Third Party's invoices;
- Supply Chain in coordination with the Local Legal Department should provide an introductory packet that includes: (1) written instructions regarding Barrick's expectations related to anti-bribery and anti-corruption and (2) a written deck of slides, online training (such as through Trace International), or a certification that the Third Party's personnel providing goods or services to Barrick has already been trained in anti-bribery and anti-corruption in the last calendar year;
- The Third Party's relationship owner should confirm via written email to the local Legal Department that the HRV has done/is doing the work requested by Barrick

⁵ Changes may include changes in government affiliation, types of services provided, or annual spend.

and that there are no changes in the status of the vendor being classified as an HRV;

- The Third Party's relationship owner should request that the Third Party provide an annual certification of compliance with Barrick's anti-bribery and anti-corruption policies; and
- It is often a good idea, in consultation with the Legal Department, for Supply Chain to request information from the Third Party, including a copy of its code of conduct related to anti-corruption and anti-bribery (depending on the size of the Third Party).

(b) Other Potential HRVs

For Third Parties that are categorized as potential HRVs as a result of the initial risk assessment conducted by Supply Chain (in accordance with the Appendix F of the Global Vendor Onboarding Standard), the local Legal Department will then conduct the enhanced due diligence (see Section V B.), including an enhanced due diligence questionnaire, to determine whether the Third Party is a Confirmed HRV, subject to the additional risk controls listed below (see Attachment 6 for enhanced due diligence questionnaire).

(c) Confirmed HRVs

For Third Parties that are confirmed as HRVs, Legal should assess whether, in addition to the base-level risk controls outlined above (see Section VI A.), additional risk controls are appropriate. These might include:

- Require Finance to conduct Red Flag review of all payments to the Third Party, in accordance with the Red Flag Anti-Corruption Manual (Attachment 7);
- Require periodic live anti-corruption training of the key Barrick Personnel to be involved with the Third Party;
- Require periodic live anti-corruption training of the key representatives of the Third Party to be involved with Barrick;
- Require approval from the Legal Department before payments are liquidated;
- Prohibit contracts that include success-based fees;
- Periodically verify the qualifications and commercial reasonableness of the Third Party;
- Periodically (at least every three years) rebid the contract;
- Conduct internal or external audits, where appropriate;
- Investigate, using internal and external resources, as needed, any reports of violations (and where necessary, report matters to the authorities in the relevant jurisdictions);
- Request Finance to conduct a random review of a sample of the Third Party's invoices; and
- Request that the Third Party provide an annual certification of compliance with Barrick's anti-bribery and anti-corruption policies.

ATTACHMENT 1: Template Spreadsheet

TEMPLATE: LIST OF POTENTIAL AND CONFIRMED HRVs IDENTIFIED - [COUNTRY] UPDATED AS OF [DATE]

- Country HRV list to be maintained by country/site Legal and Supply Chain
- Country HRV list to be stored in the respective country/site document management repository system and the compliance SharePoint site: <http://cantorsp2/workspaces/EC/Shared%20Documents/Forms/AllItems.aspx>
- Country HRV list to be updated as new potential HRVs are added into the list. It should be a “live” document and updated on a regular/daily basis

| Columns/information to be filled/provided by Supply Chain | | | | | | | | | | Columns/information to be filled/provided by Legal | | | | | Columns/information to be filled/provided by Supply Chain & Legal | | |
|---|----------------------|--------------|--------------------------------------|--------------------------------------|--------------------------------------|--|-------------|-------------------|--|--|--|---|----------------------------|--|---|--|------------------------------------|
| # | Potential HRV's name | Barrick User | TRAC obtained? (choose YES or NO) | Ext Q obtained (choose YES or NO) | Int Q obtained (choose YES or NO) | Contract / PO / Written Agreement? (choose YES or NO) | World Check | Annual Spend 2015 | Products and Services/ and potential interaction with Government | Other Relevant Information | Due diligence completed? (choose YES or NO) | Conclusion of the Due Diligence (include commentary to summarize the rationale for the classification of vendor as HRV or no HRV) | HRV? (choose YES or NO) | To be flagged in Oracle? (choose YES or NO) | Controls | Controls Implemented? (choose YES, NO, Partially or N/A) ⁽¹⁾ | Controls pending of implementation |
| | | | | | | | | | | | | | | | | | |

ATTACHMENT 2: Vendor Request Form

As a minimum the following information must be captured in the Operating Units Vendor Request Form (see Global Vendor Onboarding Standard for additional details):

- Name of Vendor
- Remit to information
- Vendor Addresses, phone numbers, e-mail address, and facsimile numbers
- Reason for vendor setup
- Type of product / service being provided
- Estimated annual spend of vendor in USD
- One time or recurring vendor
- Barrick mine sites or office locations which vendor setup is for.
 - Requester Information
 - Requester name
 - Requester phone number
 - Requester e-mail
 - Requesting department
- Payment terms
- Approvals
- Does the relationship require approval by an Authorized Approval Employee (AAE) or Legal Counsel as per the procedure for implementing the Anti-bribery and Anti-Corruption Policy?
- Has the required approval as per the procedure for implementing the anti-bribery and Anti-Corruption Policy been obtained already? If so, please attach.

ATTACHMENT 3: Internal Barrick Questionnaire

To be completed by the Responsible Supply Chain Representative or their delegate, or the underlying department requesting the set-up and certification of a Vendor, as applicable.

1. To your knowledge, is the third party owned¹ in whole or in part by a government entity, a government official or an immediate relative of a government official?

YES NO

2. To your knowledge, does the third party employ a government official or an immediate relative of a government official?

YES NO

3. Was the third party referred to Barrick by a government official or an immediate relative of a government official?

YES NO

4. Will the third party represent Barrick or interface with a government agency or official on Barrick's behalf or benefit?

YES NO

5. To your knowledge, does the third party have a history of corruption or been the subject of any other relevant allegations of impropriety?

YES NO

If any of the above answers are "yes," please explain:

B. Human Rights related questions:

1. Are you aware of any charge, conviction, or formal accusation of any human rights related abuses in the past against the Vendor or any of its employees (such as forced, bonded, trafficked or child labour; workplace discrimination and harassment; security-related abuses; health, safety and environmental abuses)?

YES NO

2. Are you aware of any specific facts that create a concern that the Vendor or any of its employees may commit a human rights related abuse (such as forced, bonded, trafficked or child labour; workplace discrimination and harassment; security-related abuses; health, safety and environmental abuses)?

YES NO

If any of the above answers related to the human rights questions are "yes," please explain:

¹ Excluding a shareholding less than 5% in a public company listed on a stock exchange.

C. Please provide the information below:

Supplier/Local Supplier:

Location where goods/services will be provided by the Supplier: _____

Estimated annual spend with Supplier in USD: _____

Site(s) or Country(ies) _____

Non-supplier Vendor:

Purpose of the onboarding and certification requested:

Estimated annual spend with Supplier in USD: _____

Site(s) or Country(ies) _____

Requester

Name _____ Signature _____

Position _____ Date _____

Supply Chain Representative

Name _____ Signature _____

Position _____ Date _____

ATTACHMENT 4: External Barrick Questionnaire

To be provided to the Third Party, and reviewed by the Responsible Supply Chain Representative with the Supplier.

TRAC Number Provided?

YES

NO

TRAC Number: _____

*If no TRAC Number, please use Enhanced Due Diligence Questionnaire in lieu of this one (Attachment 6).

A. Anti-Corruption related questions:

1. Is your company owned⁷ or controlled in whole or in part, directly or indirectly, by (a) the government, or (b) a government agency?

YES

NO

2. (a) Are you or any employees of your company a government official, or (b) is your company owned⁸ in whole or in part, directly or indirectly, by a government official⁹?

YES

NO

3. (a) Are you or any employees of your company the immediate relative of a government official, or (b) is your company owned in whole or in part, directly or indirectly, by an immediate relative of a government official?

YES

NO

4. Were you referred to Barrick by a government official or an immediate relative of a government official?

YES

NO

5. Will your company potentially represent Barrick or interface with a government agency or official on Barrick's behalf or benefit?

⁷ Excluding a shareholding less than 5% in a public company listed on a stock exchange.

⁸ Excluding a shareholding less than 5% in a public company listed on a stock exchange.

⁹ A Government Official is any appointed, elected, or honorary official or any employee of a government, a government-owned or government-controlled enterprise, a public international organization (such as the United Nations or the World Bank), or an individual acting in an official capacity for such government, entity, or organization. The definition encompasses officials in all levels of government (local, state/province, federal) and all branches of government (executive, legislative, and judicial). The definition often also includes political parties and party officials and candidates for political office. A person does not cease to be a government official by purporting to act in a private capacity or by the fact that he or she serves without compensation. It broadly includes, without limitation: (i) politicians and their staff; (ii) judges; (iii) employees of government agencies (such as tax, immigration, mines, environment, or customs employees) and legislative bodies; (iv) employees of government-owned universities; (v) members of the police or military; (vi) public hospital or university employees; (vii) United Nations or World Bank employees; (viii) employees of private companies that are largely owned by the state, or which the state effectively controls; (ix) ambassadors and embassy personnel; or (x) private persons who may be performing a function for the government.

YES

NO

6. Has your company ever been charged or convicted of bribery, corruption or fraud?

YES

NO

If any of the above answers related to the anti-corruption questions are "yes," please explain:

B. Human Rights Related Questions:

B.1 FOR SUPPLIERS WHO PROVIDE GOODS AND SERVICES ON-SITE:

1. Does your company have processes in place to ensure that it does not infringe on the human rights of employees and third parties (such as forced, bonded, trafficked or child labour; workplace discrimination and harassment; security-related abuses; health, safety and environmental abuses)?

YES

NO

2. Are you sub-contracting, and if so, does your company have processes in place to ensure that its suppliers do not infringe on the human rights of employees and third parties?

YES

NO

3. Does your Company have processes in place to report, investigate, and remediate actual or potential human rights related infringements?

YES

NO

4. Is it accurate to say that neither your company nor any of your employees have ever been charged, convicted, or formally accused of any human rights related abuses in the past (such as forced, bonded, trafficked or child labour; workplace discrimination and harassment; security-related abuses; health, safety and environmental abuses)?

YES

NO

If any of the above answers related to the human rights questions are "no," please explain:

B.2 FOR ALL OTHER SUPPLIERS:

1. Is it accurate to say that neither your company nor any of your employees have ever been charged, convicted, or formally accused of any human rights related abuses in the past (such as forced, bonded, trafficked or child labour; workplace discrimination and harassment; security-related abuses; health, safety and environmental abuses)?

YES

NO

2. Is it accurate to say that you are NOT aware of any specific facts that create a concern that your company or any of your employees may be accused of any human rights related abuses (such as forced, bonded, trafficked or child labour; workplace discrimination and harassment; security-related abuses; health, safety and environmental abuses) in the context of providing goods or services to Barrick?

YES

NO

If any of the above answers related to the human rights questions are "no," please explain:

C. Self-certification:

Supplier acknowledges having read Barrick's Supplier Code of Business Conduct and Ethics and agrees to comply with its principles and requirements:

The person whose signature appears below is authorized to certify on behalf of [COMPANY] and any direct or indirect subsidiaries and/or affiliates, wherever located, including but not limited to [COMPANY], that the foregoing is true and correct. The undersigned acknowledges that some of the information furnished above includes personal data, whose collection and disclosure may be subject to local data protection or privacy laws. The undersigned acknowledges and consents that the personal data may be transmitted to Barrick or its advisors in Canada and the United States of America, as well as to its affiliates, some of which may be established in countries other than the country or countries in which the undersigned has been established and/or is doing business, and that Barrick may review and maintain any personal data furnished above for legitimate business purposes. The undersigned hereby affirms that his or her disclosure of personal data to Barrick complies fully with any and all applicable data protection or privacy laws.

The information provided above is, to the best of my knowledge and belief, accurate, current and complete and does not contain any untrue statements of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading. I agree to notify Barrick promptly of any material changes to the information provided herein, for the duration of our engagement.

Name _____ Signature _____
Position _____ Date _____

ATTACHMENT 5: Contract Provisions

When entering into a contract with a government entity or with a supplier of goods and services that may interact with a government entity on Barrick's behalf, you should include an anti-corruption provision in the contract to protect Barrick from potential liability from the government entity or supplier engaging in corrupt practices. The language that should be included in this provision depends on the party involved and should be coordinated with the local Legal Department.

1. Contracts with Government Entities

If you are entering into a contract with a government entity, the contract should have an anti-corruption provision that includes the following:

- the parties agree to comply with applicable anti-corruption language, including the FCPA, CFPOA and the laws of the local jurisdiction of the government entity;
- the parties agree that no government official must receive a personal benefit from the agreement;
- the parties agree that no representative of the Company is authorized to make or direct payments that violate anti-corruption laws; and
- the details of the agreement, including payments to the government entity must be transparent to third parties.

Below is a suggested sample provision that includes these elements. You should consult an in-house counsel in negotiating an agreement with a government entity to ensure a sufficient anti-corruption provision is included in the agreement.

Section • *Anti-Corruption*

The Government and the Company agree to comply with all applicable anti-corruption laws, including the United States Foreign Corrupt Practices Act and Canada's Corruption of Foreign Public Officials Act and applicable local laws ("Anti-Corruption Laws"). The parties further agree that no Government Official is receiving or must receive any financial or other benefit in their individual or personal capacity, directly or indirectly, through this Agreement or any of the arrangements contemplated herein. The parties further agree that the Company, its employees, directors, officers, and any other representatives have not been and are not authorized to make or promise any payment, either directly or indirectly, of money or other assets, to Government Officials, or the immediate

family members of a Government Official, in order to secure any improper advantage for the Company or influence the decision of a Government Official.

Section • Transparency

The Government and the Company acknowledge that this Agreement is not intended to remain confidential, and the Government and the Company may disclose to third parties this Agreement, in whole or in part, as well as any payments made or in-kind benefits provided to the Government in connection with this Agreement.

2. Contracts with High Risk Third Parties

If you are entering into a contract with an enhanced high risk third party, the contract should have an anti-corruption provision that includes the following:

- the parties agree to comply with applicable anti-corruption language, including the FCPA, CFPOA and the laws of the local jurisdiction of the government entity;
- warranty that the supplier and its subcontractors will not make or offer payments to government officials that violate anti-corruption laws or are otherwise for the purpose of influencing the decisions of government officials;
- warranty that the supplier is not a government official nor are its directors, officers, key employees or more than 5% of its shareholders;
- breach of the provision entitles immediate termination upon notice;
- if the provision is breached, Barrick can withhold, suspend or recover payments;
- Barrick may request the supplier to undergo training;
- Barrick may audit the company's records to ensure compliance; and
- Barrick may request certification of compliance with the anti-corruption provision.

For particularly high risk suppliers, Barrick may request certification of compliance with each invoice submitted. Below is a suggested sample provision that includes these elements. You should consult an in-house counsel in negotiating an agreement with a high risk supplier to ensure a sufficient anti-corruption provision is included in the agreement.

Section • Anti-Corruption

(a) The Parties recognize that [the Company] desires to comply with all applicable anti-corruption laws, including the United States Foreign Corrupt Practices Act and Canada's Corruption of Foreign Public Officials Act and applicable local laws ("Anti-Corruption Laws"). Consistent with this, [Supplier/Consultant] hereby warrants that, in connection with the provision of services under this Agreement, it, its employees, directors, officers, and any other representatives of [Supplier/Consultant] must not offer, make or promise any payment, either directly or indirectly, of anything of value, to any government, political party or international organization official, candidate or person acting on behalf of any of the foregoing (hereinafter collectively referred to as "Government Officials"), or the immediate family members of such Government Officials (hereinafter collectively referred to as a "Payment"), in order to secure any improper advantage for [Supplier/Consultant] or [the Company] or any other such Payment prohibited under Anti-Corruption Laws (a "Prohibited Payment"). In addition, regardless of legality, [Supplier/Consultant] must make no Payment to a Government Official, either directly or indirectly, if such Payment is for the purpose of influencing decisions or actions with respect to the subject matter of this Agreement or [the Company]'s business activities. [Supplier/Consultant] further warrants that none of its directors, officers, shareholders holding more than 5% of its shares, or senior managers responsible for the provision of services under this Agreement are Government Officials or immediate family members of such Government Officials. [Supplier/Consultant] acknowledges that no employee of [the Company] must have authority to give any direction to [Supplier/Consultant] or its agents, either written or oral, to make or promise any Payment prohibited by the foregoing. The foregoing warranty must be continuing in effect throughout the term of this Agreement and [Supplier/Consultant] must immediately notify [the Company] should any aspect of such warranties cease to be complete and accurate.

(b) [Supplier/Consultant]'s failure to abide by this provision must be deemed a material breach of this Agreement entitling [the Company] to terminate the Agreement immediately upon written notice. Without prejudice to any other remedies that may be available to [the Company] under applicable law, [the Company] must have the right to withhold or recover funds reasonably believed to be used for a Prohibited Payment from [Supplier/Consultant]. [The Company] must also be entitled to suspend payments to [Supplier/Consultant] based on credible evidence that [Supplier/Consultant] has breached the warranty set forth in the above paragraph, and to offset or withhold payments to the extent [the Company] determines, in its reasonable discretion, that the making of such payments could subject [the Company] to liability of penalty under applicable law. [The Company] must have the right to request that [Supplier/Consultant]'s employees and the employees of its agents or sub-contractors performing services under this Agreement receive training (by [Supplier/Consultant], [the Company] or a third party and at [the Company]'s cost) in Anti-Corruption Laws applicable to the activities being performed by [Supplier/Consultant] under this Agreement. [The Company] must have the right upon reasonable written notice to audit [Supplier/Consultant]'s books and records with respect to the provision of

services to [the Company] for the limited purpose of confirming that [Supplier/Consultant] is in compliance with this provision. [Supplier/Consultant] will provide, and will require that its personnel, agents and subcontractors provide, such periodic certificates of compliance with the above paragraph, upon request by [the Company] and will provide such information as [the Company] may reasonably request in order to verify such compliance.

3. Contracts with Suppliers in other jurisdictions

If you are entering into a contract with a High Risk Third Party, the contract should include an anti-corruption provision which addresses the following:

- the parties agree to comply with applicable anti-corruption language, including the FCPA, CFPOA and the laws of the local jurisdiction of the government entity;
- warranty that the supplier and its subcontractors will not make or offer payments to government officials that violate anti-corruption laws or are otherwise for the purpose of influencing the decisions of government officials;
- warranty that the supplier is not a government official nor are its directors, officers, key employees or more than 5% of its shareholders;
- Barrick may audit the company's records to ensure compliance; and
- Barrick may request certification of compliance with the anti-corruption provision.

Below is a suggested sample provision that includes these elements. You should consult an in-house counsel in negotiating an agreement with a supplier to ensure a sufficient anti-corruption provision is included in the agreement.

Section • Anti-Corruption

The Parties recognize that [the Company] desires to comply with all applicable anti-corruption laws, including the United States Foreign Corrupt Practices Act and Canada's Corruption of Foreign Public Officials Act and applicable local laws ("Anti-Corruption Laws"). Consistent with this, [Supplier/Consultant] hereby warranty that, in connection with the provision of services under this Agreement, it, its employees, directors, officers, and any other representatives of [Supplier/Consultant] must not offer, make or promise any payment, either directly or indirectly, of anything of value, to any government, political party or international organization official, candidate or person acting on behalf of any of the foregoing (hereinafter collectively referred to as "Government Officials"), or the immediate family members of such Government Officials (hereinafter collectively

referred to as a "Payment"), in order to secure any improper advantage for [Supplier/Consultant] or [the Company] or any other such Payment prohibited under Anti-Corruption Laws (a "Prohibited Payment"). [The Company] must have the right upon reasonable written notice to audit [Supplier/Consultant]'s books and records with respect to the provision of services to [the Company] for the limited purpose of confirming that [Supplier/Consultant] is in compliance with this provision. [Supplier/Consultant] will provide, and will require that its personnel, agents and subcontractors provide, such periodic certificates of compliance with the above paragraph, upon request by [the Company] and will provide such information as [the Company] may reasonably request in order to verify such compliance.

ATTACHMENT 6: Enhanced Due Diligence Questionnaire

1. Company Name and Address of principal place of business:

COMPANY LEGAL NAME: _____
STREET ADDRESS: _____

CITY: _____ STATE/PROVINCE: _____
COUNTRY: _____ POSTAL CODE: _____
TELEPHONE: _____ FACSIMILE: _____
WEBSITE ADDRESS: _____
CONTACT PERSON: _____
E-MAIL ADDRESS: _____

2. Company Name and Address in country where services will be performed:

COMPANY LEGAL NAME: _____
STREET ADDRESS: _____

CITY: _____ STATE/PROVINCE: _____
COUNTRY: _____ POSTAL CODE: _____
TELEPHONE: _____ FACSIMILE: _____
WEBSITE ADDRESS: _____
CONTACT PERSON: _____
E-MAIL ADDRESS: _____

3. Bank Name and Address for payment, including company account name and number:

BANK NAME: _____
STREET ADDRESS: _____

CITY: _____ STATE/PROVINCE: _____
COUNTRY: _____ POSTAL CODE: _____
TELEPHONE: _____ FACSIMILE: _____
ACCOUNT NAME: _____
ACCOUNT NUMBER: _____

4. Has your company ever tendered work for Barrick or any of its affiliates in the past?

YES NO

b) If YES, please provide relevant details, including the date, nature of the work, the location of the work, the Barrick entity involved, and any other relevant facts.

5. Which of the following best describes the Company?

- Individual / Sole Proprietor Partnership Publicly Traded Corporation
 Private Corporation Limited Liability Partnership
 Other (describe):

6. If your company is a corporation, where and when it was incorporated and where is its registered address (if different from above)? If your company is a partnership, where and when was it founded?

LOCATION: _____

DATE: _____

7. If your company or the parent of your company is not a publicly listed company, list *all* owners, partners and shareholders in your company (percentage should total 100%) unless there are more than 15 shareholders. If there are more than 15 shareholders, then list any person, company or other entity who either (i) owns more than 2% of the shares in your company, (ii) is himself or herself a government official,¹⁰ (iii) is an official of a political party, (iv) is currently a candidate for public office or (v) has a close relative (by blood or marriage)¹¹ who is a government official, political party official or current candidate for public office. If any of the listed owners are other than individuals, please provide that ownership information on a separate page.

| NAME | PERCENT |
|------|---------|
| | |
| | |
| | |
| | |
| | |
| | |

b) If your company is a subsidiary of another company, provide the information given in response to question 7 a) for any person or entity that, directly or indirectly, controls 25% or more of the shares of your company.

c) Are you performing any services for any governmental authority (local, state, or national)?

¹⁰ "Foreign government" for purposes of this Questionnaire is construed to mean governments other than Canada or the U.S. "Government official" is broadly interpreted to include any person: (a) who is an officer or employee of a foreign government, state-owned entity, or public international organization (e.g. UN, World Bank), or any department, agency, or instrumentality thereof, including enterprises that are majority owned or controlled by a foreign government or public international organization (e.g., public hospitals and universities, utilities, or government controlled businesses); or (b) who acts in an official capacity for or on behalf of any foreign government or public international organization. Examples of individuals covered by (b) include, but are not limited to, individuals engaged by foreign governments (including private individuals appointed by such entities) to provide advice involving a governmental function (e.g., experts, consultants, members of advisory panels or boards, etc.).

¹¹ References in this Questionnaire to "family" or "close relative" include parents, brothers and sisters, and children, as well as the spouses/partners of such persons.

YES NO

If YES, please provide relevant details, including the nature of the work, any official position you hold, the government entity on whose behalf you are performing services, any pay you receive for those services, and any other relevant facts.

8. How long has your company been in business and what were its approximate revenues in its last fiscal year?

b) Please list any prior names that your company has used, and the reason for any changes.

9. Provide **three** commercial business contacts who will be in a position to discuss your company's relationship, business ethics, and reputation in the business community.

| | | | |
|-------------------|--|-----------------|--|
| COMPANY 1: | | | |
| Contact: | | | |
| Job Title: | | E-Mail Address: | |
| Address: | | | |
| City: | | State/Province: | |
| Country: | | Postal Code: | |
| Telephone: | | Facsimile: | |

| | | | |
|-------------------|--|-----------------|--|
| COMPANY 2: | | | |
| Contact: | | | |
| Job Title: | | E-Mail Address: | |
| Address: | | | |
| City: | | State/Province: | |
| Country: | | Postal Code: | |
| Telephone: | | Facsimile: | |

| | | | |
|-------------------|--|-----------------|--|
| COMPANY 3: | | | |
| Contact: | | | |
| Job Title: | | E-Mail Address: | |
| Address: | | | |
| City: | | State/Province: | |
| Country: | | Postal Code: | |
| Telephone: | | Facsimile: | |

10. Is any employee, manager, owner, director, shareholder, or partner of your company (i) a government official, (ii) an official of a political party, or (iii) a candidate for public office?

YES NO

b) If YES, describe the government entity (country, agency, branch, committee, etc) with which they are affiliated, their title and dates of service and, in the case of political party officials and candidates for public office, the party of which they are an official or the public office they are seeking. Please also describe whether the government or political entity who they are affiliated with has been or will be involved in any matters (whether regulatory, commercial or otherwise) relating to Barrick.

11. List all senior managers and directors of your company (attach additional pages if necessary):

| NAME | TITLE |
|------|-------|
| | |
| | |
| | |

12. List all owners, directors, managers, or employees of your company (by name and title) who will be engaged in matters while performing services for Barrick that involve interfacing with government officials (attach additional pages if necessary):

| NAME | TITLE |
|------|-------|
| | |
| | |
| | |

13. Have any of the individuals listed in your response to question 12 been a government official, an official of a political party, or a candidate for public office within the past 2 years?

YES NO

b) If YES, identify the individual and describe the government entity (agency, branch, committee, etc) with which they are/were affiliated, their title and dates of service and, in the case of political party officials and candidates for public office, the party of which they are/were an official or the public office they currently are/were seeking. Please also describe whether the government or political entity who they are affiliated with has been or will be involved in any matters (whether regulatory, commercial or otherwise) relating to Barrick.

| NAME | ENTITY | TITLE | DATES |
|------|--------|-------|-------|
| | | | |
| | | | |
| | | | |

14. Do any of the individuals listed in your response to question 12 have a close family relationship, either by blood or marriage, with a government official, political party official or candidate for public office?

YES NO

b) If YES, identify the individual and describe the government entity (agency, branch, committee, etc) with which the family member is affiliated or, in the case of political party officials and candidates for public office, the political party of which they are an official or the public office they currently are seeking as well as their title and relationship to the listed. Please also describe whether the government or political entity who they are affiliated with has been or will be involved in any matters (whether regulatory, commercial or otherwise) relating to Barrick.

| NAME | ENTITY | TITLE | RELATIONSHIP |
|------|--------|-------|--------------|
| | | | |
| | | | |
| | | | |

15. Do any of the individuals listed in your response to question 12 have a business relationship (including joint ownership of a company) with a government official who would be in a position to influence government decisions that are made regarding Barrick, or otherwise provide a commercial advantage to your company or Barrick?

YES NO

b) If YES, identify the individual and the government official by name, describe the relevant government entity (agency, branch, committee, etc), the government official's title and the nature of the relationship with the individual (joint owners, etc.) Please also describe whether the government or political entity who they are/were affiliated with has been or will be involved in any matters (whether regulatory, commercial or otherwise) relating to Barrick.

| NAME | ENTITY | TITLE | RELATIONSHIP |
|------|--------|-------|--------------|
| | | | |

| | | | |
|--|--|--|--|
| | | | |
| | | | |

16. Would any government official, relative of a government official, political party official or current candidate for public office receive any funds or other advantages in connection with the proposed agreement or Barrick?

YES NO

b) If YES, identify the government official by name, describe the relevant government entity (agency, branch, committee, etc.), give the government official's title, describe the funds or advantages that would be provided to the government official and provide the same information for political party officials and current candidates for public office.

| NAME | ENTITY | TITLE | AMOUNT |
|------|--------|-------|--------|
| | | | |
| | | | |
| | | | |

17. Has your company, or any of its employees, officers, or directors, or any of the individuals listed in response to questions 7, 10, 11, or 12 been involved during the past 10 years in any legal proceedings involving allegations of fraud, bribery or corruption?

YES NO

b) If YES, please provide details (e.g., date of claim(s), type and amount of claims, result of the investigation or proceeding) on a separate page.

18. Has your company, or any of its employees, officers, or directors (whether or not listed in response to questions 7, 10, 11 or 12), been accused of committing a human rights violation¹², or been involved in any criminal proceeding or criminal investigation of any kind in the past 10 years?

YES NO

b) If YES, please provide details (e.g., date of claim(s), type and amount of claims, result of the investigation or proceeding) on a separate page.

19. Does your company utilize workers who are under 18, workers who are indentured for any reason, or workers who have been engaged through coercion or fraud?

YES NO

b) If YES, please provide details on a separate page.

20. Do public or private security entities provide security for your company?

¹² For purposes of this Questionnaire, a "human rights violation" would include:

- Violations of labor rights, including the use of forced labor, trafficked labor, prison labor, or underage labor;
- Discrimination, based on nationality, sex, race, religion, ethnicity, or other characteristics, in any of its activities;
- Physical abuses, including assault, sexual assault or rape, kidnapping, killings, attacking protestors, or cruel, inhuman and degrading treatment;
- Property rights involving forced evictions, or improperly denying individuals the right to own or enjoy property; or
- Violations in the legal system, such as prison abuses, arbitrary arrest, or the denial of a fair trial.

YES NO

b) If YES, please provide details (e.g., nature of the security service, required training and licensing, armed (hard or soft ammunition), etc.) on a separate page.

21. Does your company plan to use any other companies (subcontractors), including subsidiaries, affiliates, partnerships or joint ventures of your company, or individuals other than your own employees to perform services under the proposed agreement?

YES NO

b) If YES, identify the name and address of the subcontractor or individual, describe the relationship to your company and the activities it will perform as a subcontractor.

| NAME/ADDRESS | RELATIONSHIP | ACTIVITIES |
|--------------|--------------|------------|
| | | |
| | | |
| | | |

22. Please provide us with any code of conduct you may possess, and describe any anti-corruption, human rights, or other legal compliance training provided to Company employees.

23. Does your company maintain relevant insurance related to the business activities associated with the services being proposed?

YES NO

b) If YES, identify the type of insurance, its scope, and whether it covers your employees and third parties.

24. Has your company ever declared bankruptcy, failed to meet obligations to pay creditors, or failed to complete a contract because of your company's financial constraints?

YES NO

b) If YES, please provide the details on a separate page.

25. Has your company ever had a contract cancelled because of conduct that failed to comply with human rights standards, or based on alleged misconduct of any sort?

YES NO

b) If YES, please provide the details on a separate page.

26. Do any of the employees, directors, or officers, of your company have close relatives at Barrick, or business relationships with Barrick employees? If yes, please identify the relevant employees, directors or officers, the close relatives at Barrick, and/or the nature of the relevant business relationships?

The person whose signature appears below is authorized to certify on behalf of the company that the foregoing is true and correct. The undersigned acknowledges that some of the information furnished above includes personal data, whose collection and disclosure may be subject to local data protection or privacy laws. The undersigned acknowledges and consents that the personal data may be transmitted to Barrick or its advisors in Canada and the United States of America, as well as to its affiliates, some of which may be established in countries other than the country or countries in which the undersigned has been established and/or is doing business, and that Barrick may review and maintain any personal data furnished above for legitimate business purposes. The undersigned hereby affirms that his or her disclosure of personal data to Barrick complies fully with any and all applicable data protection or privacy laws.

The information provided above is, to the best of my knowledge and belief, accurate, current and complete and does not contain any untrue statements of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading. I agree to notify Barrick promptly of any material changes to the information provided herein, for the duration of our engagement.

(Signature) _____
(Date)

(Printed or Typed Name) _____
(Title)

ATTACHMENT 7: Red Flags

The purpose of conducting due diligence on a third party is to identify suspicious circumstances or red flags that create a greater risk of a violation. Corruption or bribery red flags include the following. For additional details, please see Barrick Red Flags Manual.

- ✓ A reputation for corruption in the country where the work will occur, or where the contractor normally operates
- ✓ Contractor has reputation for, media reports of, allegations of, or past involvement in corruption or fraud matters
- ✓ The nature of the services involves interaction with officials, or often involves local corruption in the country
- ✓ Contractor refuses to accept anti-corruption training, or sign contractual language regarding bribery
- ✓ Contractor refuses to certify compliance, or does not have a Code of Conduct addressing bribery and corruption
- ✓ Contractor refuses to provide complete information or required disclosures, or provides inaccurate information
- ✓ Contractor refuses to retain receipts or keep accurate books and records
- ✓ Contractor requires payment to be made to a third party, or in a different country or currency, or to a personal account
- ✓ Contractor requests an unusually large commission
- ✓ Contractor has a vague description of services, and poorly explained invoices
- ✓ Contractor requests for reimbursement are poorly-documented, or there are questionable expenses
- ✓ Contractor makes large or frequent political contributions
- ✓ Contractor has business ties to relevant foreign officials, or is related to relevant foreign officials
- ✓ Contractor uses use a shell or holding company or blind trust (i.e. unusual corporate structure)

- ✓ Financial difficulties (e.g. prior bankruptcy, negative reference, reported net loss or qualified auditor's statement)
- ✓ Contractor has an apparent lack of qualifications in his industry, or inadequate staffing for the project
- ✓ Contractor owned in part by government entity or government official
- ✓ Contractor discloses intention to work with a non-vetted third party contractor
- ✓ Compensation inconsistent with market rates for like services (high or low)
- ✓ Contractor approaches you near an official decision time, says he has a good relationship with the official
- ✓ Contractor worked in same government office in the last few years

Questions to identify red flags:

- Does the agent seek payment in cash, to a foreign account, in a foreign currency, the account of a third-party, or a personal account?
- Does the agent request broken up payments that could be paid in lump sum?
- Does the agent emerge shortly before a government decision is to be made?
- Does the agent request payment in advance or partial-payment soon before a procurement decision?
- Does the agent request reimbursement for extraordinary, ill-defined or last-minute expenses?
- Does the agent present a vague description of services in the contract or invoice?
- Does the agent have a relative in a government position, especially one who works in a procurement or decision-making position or is a high-ranking official in the department that is the target of the agent's efforts?
- Does the agent refuse to disclose owners, partners or principles?
- Has anyone at the agent been accused and/or convicted of a crime?
- Does the agent use shell or holding companies that obscure ownership without credible explanation?

- Has the agent been specifically requested by a customer or referred by a government official?
- Has the agent been recommended by an employee with enthusiasm out of proportion to qualification?
- Does the agent have a business that seems understaffed, ill-equipped or inconveniently located to support the proposed undertaking?
- Does the agent have little to no expertise in the industry in which it seeks to represent Barrick?
- Is the agent insolvent or have significant financial difficulties (both current and historical)?
- Is the agent ignorant or indifferent to the local laws and regulations governing the region in question and the agent's proposed activities/services in particular?
- Has the agent identified a business reference who declines to respond or is evasive in responses?
- Does the agent use subcontractors that are not closely trained, managed or vetted?
- Are the agent's prices very high or low, as compared to what is typical?
- Is the agent subject to credible rumors or media reports of inappropriate payments or behaviors?
- Does the agent refuse to agree to anti-bribery provisions, or to retain accurate books and records and receipts?

ATTACHMENT 8: TRAC Interview Questions

1. Has the TRAC Applicant ever been the subject of, or is it in the process of, any voluntary or involuntary bankruptcy, liquidation or similar proceeding?
(REQUIRED) [Yes/No/Not Applicable]

2. In the past five years, has the TRAC Applicant, the Authorized Representative or, to your knowledge, any owner, ever admitted guilt for, been convicted of, (or are any currently under official investigation for) violating any laws or regulations governing (1) the purchase or sale of goods or services to or from a government entity; or (2) donations, contributions, honoraria, or any other form of remuneration to any government official; or (3) the offer, payment or acceptance of a bribe; or (4) any other serious criminal act, including crimes involving moral turpitude?
(REQUIRED) [Yes/No/Not Applicable]

3. In the past five years, has the TRAC Applicant, the Authorized Representative or, to your knowledge, any owner, ever admitted guilt for, been convicted of, (or are any currently under official investigation for) tax evasion, money laundering, terrorist financing or of violating securities, commodities trading or antitrust laws?
(REQUIRED) [Yes/No/Not Applicable]

4. Has the TRAC Applicant, the Authorized Representative or, to your knowledge, any owner ever been debarred from bidding on or competing for government contracts in any country or for the United Nations, the World Bank or any other international financial institution? (REQUIRED) [Yes/No/Not Applicable]

5. The TRAC Applicant certifies that it has a policy in place prohibiting the offer, payment and acceptance of bribes by people associated with it, including employees, subsidiaries and agents and any other person or entity who performs services for the TRAC Applicant. (REQUIRED) [Yes/No/Not Applicable]

6. The TRAC Applicant certifies that it complies - wherever it does business - with all applicable laws and with any international standards to which it subscribes regarding forced labor, slavery, human trafficking and the worst forms of child labor. (REQUIRED) [Yes/No/Not Applicable]

7. Has your company (or any business concern controlled by your company or, to your knowledge, any of your owners, employees, officers or directors) ever admitted guilt for, been convicted of or currently under investigation for Trade Control violations (such as violations of export controls, sanctions, and anti-boycott laws or regulations)? (REQUIRED) [Yes/No/Not Applicable]

TRAC Questionnaire

8. Has your company (or any business concern controlled by your company, or, to your knowledge, any of your owners, employees, officers or directors) ever been placed on any restricted parties' lists (For example: United Nations Consolidated List, European Commission Terrorism List, U.S. Department of Commerce Denied Persons List, Unverified List or Entity List; U.S. Treasury Department's Specially Designated Nationals List, etc.)? (REQUIRED) [Yes/No/Not Applicable]

9. Does your company (or any business concern controlled by your company or, to your knowledge, any of your owners, employees, officers or directors) have any offices or other operations in Cuba, Iran, North Korea, the Republic of Sudan or Syria? (REQUIRED) [Yes/No/Not Applicable]

10. Has your company (including any business concern controlled by your company or, to your knowledge, any of your officers, directors, employees, or owners), ever donated, sold, exported, re-exported or otherwise transferred, purchased or imported, directly or indirectly through third countries or parties, equipment, products, funds or services to or from Cuba, Iran, North Korea, the Republic of Sudan or Syria or otherwise serviced (or requested services in relation to) products located in these countries without the requisite license in place? (REQUIRED) [Yes/No/Not Applicable]

11. A DUNS number is not required for this review, but please include yours here if you already have one: [X]

12. Do any of the products that your company supplies contain** any of the following minerals or their derivatives? ***"Contain" means that any of the listed minerals or their derivatives are necessary to the functionality or production of the products that your Company supplies (including any such minerals or their derivatives that you source directly or indirectly from third parties): -Columbite-tantalite (coltan) or derivatives (e.g., Tantalum) -Cassiterite or derivatives (e.g., Tin) -Wolframite or derivatives (e.g., Tungsten) -Gold (collectively, "Conflict Minerals") (REQUIRED) [Yes/No/Not Applicable]

13. If you answered yes to the previous question, are all of your company's products manufactured using entirely recycled and/or scrap sources? (REQUIRED) [Yes/No/Not Applicable]

14. If you answered No, or Don't Know to the previous question, do any of these minerals used by your Company originate from the Democratic Republic of the Congo (DRC), or a country that adjoins the DRC (Angola, Burundi, the Central African Republic, the Republic of Congo, Rwanda, Sudan, Tanzania, Uganda, and Zambia)? (REQUIRED) [Yes/No/Not Applicable]

15. If you answered Yes, or Don't Know, to the previous question, were these minerals sourced from a certified conflict-free smelter or refiner? Lists of conflict

free smelters and refiners are available from such groups as the Electronic Industry Citizenship Coalition (EICC). (REQUIRED) [Yes/No/Not Applicable]
TRAC Questionnaire

16. Have you queried your own supply chain regarding the presence of conflict minerals in the materials that are sent to your activity? (REQUIRED) [Yes/No/Not Applicable]

17. Please report the percentage of your suppliers who have been queried regarding conflict minerals and responded. [0.00]