

Case No. 79652

In the Supreme Court of Nevada

BARRICK GOLDSTRIKE MINES, INC.,

Petitioner,

vs.

EIGHTH JUDICIAL DISTRICT COURT of the
State of Nevada, in and for the County of
Clark; and the Honorable ELIZABETH
GOFF GONZALEZ, District Judge,

Respondents,

and

BULLION MONARCH MINING, INC.,

Real Party in Interest.

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Feb 10 2020 05:35 p.m.
Elizabeth A. Brown
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District Court
Case No. A785913

**BULLION'S APPENDIX TO ANSWER
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02	Order, filed in <i>Bullion Monarch Mining, Inc. v. Barrick Goldstrike Mines, Inc.</i> , United States District Court Case No. 3:09-cv-00612-MMD-WGC	11/01/18	1	18–26
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10	Opposition to Renewed Motion to Dismiss, filed in <i>Bullion Monarch Mining, Inc. v. Barrick Goldstrike Mines, Inc.</i> , United States District Court Case No. 3:09-cv-00612-MMD-WGC (FILED UNDER SEAL)	05/11/18	6	1017–1034
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1 That the foregoing is a true and correct
2 transcript of my shorthand notes so taken.

3 I further certify I am not a relative or
4 employee of any attorney of the parties, nor financially
5 interested in the action.

6 I declare under penalty of perjury under the
7 laws of Texas that the foregoing is true and correct.

8 Dated this 28th day of March, 2018.

9
10 *Deby Couvillon Green*



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Deposition of Gordon Merriam
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UNITED STATES DISTRICT COURT

DISTRICT OF NEVADA

BULLION MONARCH MINING, INC.,)
)
 Plaintiff,)
)
 v.) Case No.
) 03:09-CV-612-MMD-WGC
 BARRICK GOLDSTRIKE MINES, INC.,)
)
 Defendant,)
)
)
 _____)

DEPOSITION OF

GORDON MERRIAM

MARCH 20, 2018

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UNITED STATES DISTRICT COURT

DISTRICT OF NEVADA

BULLION MONARCH MINING, INC.,)	
)	
Plaintiff,)	
)	
v.)	Case No.
)	03:09-CV-612-MMD-WGC
BARRICK GOLDSTRIKE MINES, INC.,)	
)	
Defendant,)	
)	
_____)	

Oral deposition of GORDON MERRIAM, taken on behalf of the Plaintiff Bullion Monarch Mining, Inc., and duly sworn, was taken in the above-styled case on March 20, 2018 from 1:28 P.M. to 2:49 P.M. before Deby Couvillon Green, CSR in and for the State of Texas and in and for the State of California, and in and for the State of Utah, Registered Professional Reporter, reported by machine shorthand, at Parsons Behle & Latimer, 201 South Main Street, Suite 1800, Salt Lake City, Utah, 84111 pursuant to the Federal Rules of Civil Procedure and the provisions stated in the record or attached hereto.

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Barrick

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I N D E X

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EXHIBITS

(None marked.)

INSTRUCTIONS NOT TO ANSWER

(None)

INFORMATION REQUESTED

(None)

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1 Energy Services" that was to provide the erecting and
2 dismantling of a scaffold inside the CIL tank?

3 A. I'm familiar with the contractor, but I can't
4 remember whether it was -- would have come to me or not.

5 Q. And if a contract like that would come to you,
6 would you then be the one who executed the contract?

7 A. No.

8 Q. Who would execute the contract?

9 A. We had a delegation of authority and who had the
10 right to sign contracts or not.

11 Q. Who had the right to sign contracts for
12 Goldstrike?

13 A. The general manager and the director of
14 operations.

15 Q. And who was the director of operations at that
16 point?

17 A. I believe that was Mike Feehan.

18 THE REPORTER: Spell, please.

19 THE WITNESS: F-e-e-h-a-n.

20 Q. (BY MR. BRUST:) And where did Mike Feehan work
21 in 2009?

22 A. Salt Lake City.

23 Q. And so would there be -- was it, I guess, a
24 coexisting right to execute contracts or were there some
25 contracts that Mr. Mansanti could sign and other

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1 A. Um-hum.

2 Q. And then there were signature lines on there.
3 So there -- from the testimony from the prior deposition,
4 it sounds like there were basically a form of agreement
5 that Barrick liked to use; is that correct?

6 A. Correct.

7 Q. Okay. And then if we turn over to the next
8 page, that indicates that at least on this agreement,
9 Mr. Mansanti would have been a du- -- the duly authorized
10 person to sign that agreement, correct?

11 A. It appears so, yes.

12 Q. Okay. Okay.

13 And do you know the other initials that are
14 next to Mr. Mansanti's signature there --

15 A. Well, this looks like Tracy Miller.

16 Q. Okay.

17 A. And I don't know who the other initials are.

18 Q. So --

19 A. And I can't tell you the amount because there
20 seems to be --

21 Q. Sure.

22 A. -- another 23 pages missing here that I would
23 have looked for the dollar amount.

24 Q. Exactly. Exactly.

25 But the fact that it says Mr. Mansanti is

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1 authorized and the fact that he signed it indicates it's
2 under -- it's in his signing authority, correct?

3 A. Yeah.

4 Q. All right. And it says on here,
5 "...the...respective duly
6 authorized officers have executed
7 this Agreement..."

8 Was Mr. Mansanti an officer of Goldstrike?

9 A. You know, I don't know whether he was or not.

10 MR. PETROGEORGE: You're not planning to put
11 that in as an exhibit --

12 MR. BRUST: No --

13 MR. PETROGEORGE: -- what you just read from?

14 MR. BRUST: -- no.

15 MR. PETROGEORGE: Is there a reason?

16 MR. BRUST: Yeah. I don't need it as an
17 exhibit. I cited the -- the page --

18 MR. PETROGEORGE: Okay.

19 MR. BRUST: -- and the Bates number.

20 MR. PETROGEORGE: Just could I see that for
21 one second?

22 MR. BRUST: Of course.

23 MR. PETROGEORGE: For the record, then, I
24 want to note that the specific pages that were used --
25 because it's not a complete document --

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1 one, who owned Goldstrike in 2009?

2 A. "...who owned Goldstrike..."?

3 MR. PETROGEORGE: Vague with respect to
4 "...Goldstrike..."

5 Q. (BY MR. BRUST:) Barrick Goldstrike.

6 MR. PETROGEORGE: Still vague.

7 Q. (BY MR. BRUST:) Barrick Goldstrike Mining Corp.

8 MR. PETROGEORGE: Vague because that's not
9 the name of an entity that I'm aware of.

10 Q. (BY MR. BRUST:) Barrick Goldstrike Mines, Inc.

11 A. That, I'm familiar with.

12 Q. Okay. Who owned that in 2009?

13 A. I don't know who the owners were.

14 Q. You worked for Barrick Gold North America,
15 correct?

16 A. Correct.

17 Q. Do you know who owned Barrick Gold North America
18 in 2009?

19 A. I would be just making an assumption.

20 Q. What about for in conjunction with a roaster
21 shutdown service, a tank repair and a silo repair, is
22 that something that would reach your level?

23 A. I -- I would see it; whether it would come
24 directly to me, but I -- that would be strategic. Again,
25 a maintenance shutdown --

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1 Q. So they put together what they need?

2 A. (Nods head.)

3 Q. And what's the next step?

4 A. They would get it involved with a commercial
5 representative and we would decide whether we're going to
6 bid this, was it gonna be sole-sourced because this
7 vendor has done it before.

8 And, depending on the outcome of that, we
9 would either bid it and award it and then the contracts
10 go in place; or, if it was a sole-source, then we agreed
11 to it and we could validate that that was, you know,
12 close or reasonable dollars then, you know, we would
13 approve a sole-source.

14 Q. When you say "...a commercial
15 representative..." --

16 A. Somebody in the Purchasing Department.

17 Q. Somebody in the Purchasing Department where?

18 A. It depends on where the project is coming from.

19 Q. If the project is coming from Goldstrike.

20 A. There would be -- there would be a buyer on-site
21 that would help facilitate that and then they'd run it
22 through the -- the chain.

23 Q. Okay. Were there ever contracts that you didn't
24 see before they were signed?

25 A. I would say "yes."

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1 Q. Were there ever contracts from Goldstrike that
2 you didn't see before they were signed --

3 A. I would probably say --

4 Q. -- in 2009?

5 A. -- probably -- when you say "any," yes, I'm sure
6 there were.

7 Q. All right. Okay.

8 This is another description of services,

9 "...supervision to remove the
10 existing bull gear on your 24'-6" x
11 13'-6" FULLER SAG MILL..." serial
12 number "...90-20212-726 and replace
13 it with a new gear."

14 Is that something that you would have seen?

15 A. I would be aware of it. Whether I'd actually
16 see that or not, I can't say.

17 Q. Okay.

18 A. But I would -- I would be aware of that.

19 Q. And that --

20 A. That, again, is a major piece of equipment that
21 shuts down the plant for a while.

22 Q. All right. And "FLSmith" --

23 A. Yes.

24 Q. -- is that a company that Goldstrike worked with
25 on an ongoing basis in 2009?

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1 A. Probably Goldstrike, as well as the other mines.

2 Q. The other mines in Nevada?

3 A. They're the manufacturer of those mills.

4 THE REPORTER: "They're the manufacturer of
5 those mills"?

6 THE WITNESS: "...mills...", correct.

7 Q. (BY MR. BRUST:) Do you remember a service
8 provider called "Valley Rubber & Gasket Company"?

9 A. Sounds familiar, but I'm...

10 Q. Okay. And they were going -- the

11 "Services and Standards" attached
12 here say, "Fluid Feed Distributor" --
13 well, "...remove and replacement of
14 the following: Fluid Feed Distributor
15 Expansion Joints, First Stage
16 Secondary Cyclone Expansion Joints,
17 CO Incinerator to Heat Exchanger
18 Expansion Joint and Scrubber Fan
19 Expansion Joints."

20 Is that something that would come to your --

21 A. That doesn't come real clear, no.

22 Q. Yeah. Okay.

23 Looks like they're just providing rubber and
24 gaskets for gaskets replacement on a piece of machinery
25 out there.

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1 A. Yes.

2 Q. Yeah. Okay.

3 What about Open Loop Energy from Arizona, do
4 you remember them?

5 A. Doesn't ring a bell.

6 Q. Okay. And it -- this is interesting.

7 "Contractor to provide labor,
8 personnel," services "supervision,
9 equipment, tools and materials for
10 work to include, but not limited
11 to Equipment Repairs, Hydraulic
12 Troubleshooting, Hydraulic Component
13 Repairs, Hydraulic Jack Repairs and
14 special projects as directed by the
15 Barrick Field Representative(s)
16 on-site."

17 So were there like service personnel that --
18 almost like independent contractors that Barrick would
19 hire to repair machinery and that type of thing?

20 A. A lot of service contractors that would be
21 coming on-site --

22 Q. Um-hum.

23 A. -- we would have ongoing service agreements with
24 in that regard because we're all in the same industry;
25 all the sites would probably use those same ongoing

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1 service providers.

2 Q. And so then would -- would there have been
3 services agreements -- service agreements between each
4 mine and a company that's providing that if they're going
5 to be going to the different mines?

6 A. Can't remember what year we put it together.

7 Q. Okay.

8 A. But with these guys -- (pointing) -- we actually
9 put together an ongoing service agreement that we could
10 actually put in one document and say, "We're gonna --
11 we're gonna hire this company on behalf of these entities
12 and these mines to perform services as may be required."

13 Q. And, before that, it was each mine like
14 Goldstrike, each company had its own service agreement
15 with the provider, correct?

16 A. In the early days, yeah.

17 But during that 2009 time frame, we -- after
18 Placer Dome, we actually started consolidating as many of
19 those as possible together.

20 Q. And so did then those contracts list out all of
21 the different entities that they would be servicing?

22 A. They would have.

23 Q. And when you said, "...with these guys...", you
24 mean Parsons Beale?

25 A. Yes.

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1 Q. Do you remember a company called
2 "ABB Switzerland"?

3 A. Yes.

4 Q. What did they do?

5 A. They had to do with electrical control systems.

6 Q. And do you remember what they helped Goldstrike
7 with?

8 A. A lot of the electrical control systems they
9 have out there.

10 Q. All right.

11 A. As well as the other sites, as well.

12 Q. So then at what level and -- and what parts of
13 an agreement with the company like ABB Switzerland -- or
14 with, let's say, specifically ABB Switzerland would you
15 be reviewing?

16 A. It would be re- -- it -- depending again on
17 the length and the dollar amount of the agreement whether
18 it would actually come to me or somebody that it was
19 responsible up and direct it to me.

20 Q. So that didn't necessarily come to you?

21 A. Not necessarily.

22 Q. And if it did come to you, would those
23 communications be via email?

24 A. Sometimes.

25 Sometimes it would have been through a

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1 transmittal sheet. (Pointing.)

2 Q. How would the transmittal sheets get you to?
3 Mail or fax or do you know?

4 A. All of the above.

5 Q. Okay. And then what would you do with the
6 records of the contracts that you had like those
7 communications and the actual contracts that you were
8 involved with, would you put 'em in a file? What would
9 you do?

10 A. I did not, no.

11 Q. Who did that?

12 A. That would have been in the contracts group who
13 reported to me.

14 Q. And the contracts group was where?

15 A. Well, Bill Seybert reported to me and he was in
16 Salt Lake. And then, you know, Tony would have -- Tony
17 Astorga would have been at the SBC --

18 Q. Um-hum.

19 A. -- so it would have gone through there.

20 You know, we didn't need to keep duplicate
21 records.

22 Q. I'm just wondering where the evidence of the
23 communications with you would be.

24 A. Sometimes it would be face to face if I was
25 there. Sometimes it would be email. Sometimes it would

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1 be the document coming through the mail carrier.

2 Q. So the "...face to face..." -- "Sometimes it..."
3 was "...face to face...email..." or "...mail carrier."

4 "Mail carrier," you mean the U.S. Postal
5 Service --

6 A. Or it could just be --

7 (Simultaneous colloquy.)

8 Q. -- or FedEx or something --

9 A. -- or it could be an internal employee coming
10 back and forth.

11 Q. Okay.

12 A. Could be any number of things.

13 Q. How often did you go out to Goldstrike in 2009?

14 A. I can say I went to all the mines or was there
15 probably 25 percent of the time.

16 But, again, there's five mines out there and
17 there's Canada and later the Dominican Republic.

18 Q. Okay. So 25 percent of the time you were away
19 from Salt Lake.

20 A. Probably, yeah.

21 Q. Okay. And then part of that time was in Canada.

22 A. Um-hum.

23 Q. Where in Canada?

24 A. Toronto; Marathon, Ontario --

25 Q. Was it --

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1 A. -- Smithers, British Columbia.

2 Q. So there's a mine in Ontario, correct?

3 A. Correct.

4 Q. There's no mine in Toronto.

5 A. Not that I'm aware of.

6 Q. All right. So then what would you go to Toronto
7 for?

8 A. We would have periodic meetings with the Toronto
9 office.

10 Q. What were those meetings about?

11 A. To save -- or to share learnings, synergies and
12 so forth.

13 I had counterparts in the other regions. And
14 we would get together and share best practices.

15 Q. And then was there a -- like a supervisor of you
16 in Toronto?

17 A. Not a direct supervisor, no.

18 Q. Was there an indirect supervisor of you in
19 Toronto?

20 A. I had a dotted-line report, yes.

21 Q. Okay. And who was that with?

22 A. Going back to 2009, I believe that was David
23 Young.

24 Q. How often did you have to go to Toronto in 2009?

25 A. I would just be throwing out there that we had

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1 meetings quarterly. Somewhere. Whether it be in Toronto
2 or different regions would host some of those.

3 Q. But the dotted-line -- would the dotted-line
4 supervisor be at those meetings?

5 A. Yes.

6 Q. And then when you did go to Nevada, you split
7 your time between the five mines.

8 A. Correct.

9 Q. And what were you doing when you went there?

10 A. I'm kind of hands on, face to face. You can get
11 more out of a conversation --

12 Q. Um-hum.

13 A. -- than just emails or phone calls. And you
14 kind of get the pulse of it.

15 Plus you're dealing with the end users. And
16 those are the people that I was servicing was really the
17 end users.

18 Q. Okay.

19 A. And I -- I would stop by and see the general
20 managers, as well.

21 Q. How would you travel? Just drive?

22 A. Sometimes drive, sometimes fly.

23 Q. Did you fly commercial?

24 A. Yes.

25 Q. Okay. And then the email, you said that there

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1 was also email was a way that you communicated with them.
2 How often would you be in email communication with the
3 folks at Goldstrike?

4 A. Boy, that's hard to answer. Technology started
5 coming in and for quick answers, there could be some
6 daily, there could be some none that day. I -- I -- I
7 can't venture to say how many.

8 Q. And then so at that time period what percentage
9 of your non-face-to-face communications with Goldstrike
10 would have been email versus mail carrier?

11 A. Boy, I have no -- no way of knowing that.

12 Q. All right. Do you remember a company called
13 "DEA Incorporated"?

14 A. Sounds familiar.

15 Q. Do you remember what services they would have
16 been providing?

17 A. I'm just guessing, but I think they did some
18 kind of underground mining.

19 Q. "...fabrication of the liners
20 and...installation of...liners for
21 the Goldstrike Underground Division
22 Raise Liner Project..."

23 Does that sound familiar?

24 A. Yes.

25 Q. Is that something that you would have needed to

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1 help with?

2 A. Depending on the dollar limit.

3 Q. Do you remember if you needed to help with that
4 in 2009?

5 A. No, I don't remember.

6 Q. Okay. Do you remember there being an issue with
7 the "5110 Series Package Boiler Rearwall Replacement" for
8 Goldstrike in 2009?

9 A. No, not specifically.

10 Q. Do you remember Foster Wheeler Constructors?

11 A. Sounds familiar, yes.

12 Q. Okay. What's the "SSR-X System"? Do you
13 remember that?

14 A. Not at all.

15 Q. What about "Slope Stability Radar System"?

16 A. I have an idea what it is, but...

17 Q. Do you remember a company called "GroundProbe"
18 of "North America"?

19 A. Sounds familiar.

20 Q. Okay. Do you know anything more than it "Sounds
21 familiar" about the name --

22 A. Well, when you said this, I believe when they're
23 saying "slopes" --

24 Q. Uh-huh.

25 A. -- they make sure that the stability of the

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1 slope in the mine, they can tell whether it's moving or
2 not.

3 Q. Okay.

4 A. Just with the description you gave me --

5 Q. Yes.

6 A. -- that would be my guess.

7 Q. Okay. Do you remember anything specific about
8 the -- a contract with GroundProbe North America?

9 A. No.

10 Q. What about GS Consulting Services -- or
11 Consulting Enterprises?

12 A. Doesn't ring a bell.

13 Q. What about Hatch Associates, does that --

14 A. Yes.

15 Q. -- ring a bell?

16 Do you remember what they did?

17 A. They're an engineering firm that has specialties
18 in process.

19 Q. Process for?

20 A. Any processing of any ore.

21 Q. Okay.

22 A. Basically it's an engineering firm.

23 Q. What about an individual named "Jerry Rahn,"
24 R-a-h-n?

25 A. Doesn't ring a bell.

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1 Q. Okay. What about a Kappes, Cassiday &
2 Associates, do you remember them?

3 A. Not particularly, no.

4 THE REPORTER: Could you spell that, Counsel?

5 MR. BRUST: Sure.

6 K-a-p-p-e-s, C-a-s-s-i-d-a-y.

7 Q. (BY MR. BRUST:) Ledcor CMI, Inc. --

8 A. Yes.

9 Q. -- of Nevada.

10 Okay. What did they do?

11 A. They're an earthmover.

12 Q. And do you remember what they would have been
13 providing for Goldstrike in 2009?

14 A. As they provided for most of our mines, they
15 would do the raises on the -- the tailings ponds and they
16 would help with other earthwork projects.

17 Q. So they worked for all of the different mines?

18 A. Correct.

19 Q. All right. And would that -- would that be
20 something that the Parsons Behle project to consolidate
21 things would have ended up in a contract that was one
22 contract for Ledcor to sign for all the different sites?

23 A. If they did everything for all the sites --

24 Q. Um-hum.

25 A. -- yes.

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1 There could also be a specific contract for
2 an individual mine if there was some specific duty --

3 (Simultaneous colloquy.)

4 Q. So even --

5 A. -- that they might have been doing.

6 Q. Sorry.

7 A. Um-hum.

8 Q. So even after the Parsons Behle project was put
9 in place, there would still sometimes be individual
10 contracts with specific providers if it was like a
11 one-off project?

12 A. Correct.

13 MR. PETROGEORGE: I'm gonna object to that
14 question as vague and misleading.

15 It was not a "...Parsons Behle project..."
16 It was a Barrick project that Parsons was hired to assist
17 on.

18 MR. BRUST: Well, we're just calling it a
19 "...Parsons Behle project..."

20 MR. PETROGEORGE: Well, then I'll continue to
21 object to the mischaracterization.

22 MR. BRUST: Fine.

23 Q. (BY MR. BRUST:) What about N.A. Degerstrom?

24 A. Sounds familiar.

25 THE REPORTER: Spell, please.

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1 MR. BRUST: N.A. D-e-g-e-r-s-t-r-o-m.

2 Q. (BY MR. BRUST:) You don't remember specifically
3 what they provided?

4 A. No. The name sounds familiar, but...

5 Q. Okay. Do you remember what Northern Nevada
6 Enterprises Construction provided for Goldstrike?

7 A. No.

8 Q. Do you remember what Performance Associates
9 International provided for Goldstrike?

10 A. Not particularly, no.

11 Q. Do you remember what RAM Enterprises provided
12 for --

13 A. Yes.

14 Q. -- Goldstrike?

15 Okay. What did they provide?

16 A. They're kind of an independent contractor that
17 did earthworks and they did provide labor services for
18 practically anything you needed. They would have been
19 on one of those ongoing that would have been for all
20 sites.

21 Q. Okay. Do you remember what Air Pollution
22 Testing, Inc. provided for Barrick --

23 A. I'm guessing --

24 Q. -- Goldstrike?

25 A. -- to test air.

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1 Q. So if they were to provide,
2 "Two sets of emissions
3 tests...based on...EPA referenced
4 method sampling and analytical
5 techniques" that were "listed in
6 Barrick Goldstrikes' Title V
7 Class I Air Quality Operating
8 Permit...", is that something that would rise
9 to the level -- that testing of air -- that you would end
10 up having to review or is that something that --

11 A. Probably the dollars weren't there and we had a
12 whole environmental group that had a lot more knowledge
13 than I would have.

14 Q. And that -- that environmental group was out at
15 Goldstrike, correct?

16 A. No. They were in Salt Lake.

17 Q. Okay. So then who was in the environmental
18 group that would have reviewed that?

19 A. At one time Rich Haddock was. I don't know what
20 year and who was there. There was a number of people in
21 Salt Lake in the environmental group. They had
22 representatives at all different sites, but...

23 THE REPORTER: Could you spell "Haddock."

24 THE WITNESS: H-a-d-d- -- is it -- -o-c-k?

25 MR. WEBSTER: -- -o-c-k.

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1 Q. (BY MR. BRUST:) Do you remember a company
2 called "B&H Rig and Tong Sales Inc."?

3 A. Doesn't ring a bell.

4 Q. Do you remember Bob Stumpp?

5 A. Correct, yes.

6 Q. What was his position with Goldstrike?

7 A. He was -- I don't know his exact title. But he
8 was in supply chain at Goldstrike.

9 Q. And was -- were there occasions where a
10 superintendent materials management person -- that was
11 their title -- would be authorized to sign a contract
12 rather than the general manager at Goldstrike?

13 A. Not that I'm aware of, no.

14 Q. Okay. Do you remember Slater Seeding?

15 A. No.

16 Q. Would a seeding project also be something that
17 was directed over to environmental rather than you?

18 A. It would be small dollars and so forth and the
19 mines might take care of it.

20 Q. What about Thiessen Team USA?

21 A. I'm aware of them, yes.

22 Q. Okay. And what did they provide?

23 A. I think it had to do with some grinding
24 equipment and the maintenance of it and maybe conveyor
25 belting.

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1 Q. What about Fluor Enterprises?

2 A. Yes.

3 Q. Engineer?

4 A. Engineer.

5 Q. And what kind of engineering services did they
6 provide?

7 A. They're -- they're civil. It could be anything.

8 Q. All right. And did they provide services across
9 all of the Barrick entities?

10 A. I don't think there was an ongoing, I think it
11 was as needed.

12 Q. All right. And do you remember a person named
13 "Steve Yopps"?

14 A. Yes.

15 Q. And do you remember what his title was in 2009?

16 A. Don't know his exact title. He was over the
17 process at Goldstrike.

18 Q. Do you remember if you were required to be
19 involved in the service agreement with Fluor in 2009?

20 A. Not specifically, no.

21 Q. What about Sterling Crane, do you remember them?

22 A. Yes.

23 Q. And what did they provide?

24 A. Cranes. Big, big cranes.

25 Q. Do you remember if you had to be involved with

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1 that?

2 A. No, not necessarily. Depending on the dollars
3 and...

4 Q. Okay. That was something more mine specific?

5 A. Yeah. When they did the maintenance turnaround,
6 they'd have big lifts that they've got to reach a long
7 ways and pick these real heavy pieces of equipment up,
8 replace 'em or maintain 'em.

9 Q. Did the Barrick entities in Nevada use Sterling
10 Crane for different -- all the different entities?

11 A. Pretty much, yes. Those that had process --
12 (unintelligible) --

13 THE REPORTER: I'm sorry?

14 "Pretty much" --

15 THE WITNESS: Pretty much. And those that
16 had -- specifically those who had process plants.

17 Q. (BY MR. BRUST:) What about Raintree
18 Construction?

19 A. Sounds familiar, but not...

20 Q. Yeah. They're out of Spring Creek, Nevada.

21 Do you remember what they would have done?

22 A. Well, Spring Creek's down by -- well, no, that's
23 just south of -- no, I have no idea.

24 Q. Okay.

25 A. Spring Creek. I'm trying to think where it was.

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1 Just south a little ways.

2 Q. Brahma Group.

3 A. Yes.

4 Q. What did they provide?

5 A. Again, they were kind of the general maintenance
6 earthworks laborers.

7 Q. Okay. Roaster --

8 A. Yeah.

9 Q. -- shutdown?

10 A. They would have helped with the support with
11 that, provide a lot of labor. Welders.

12 Q. What about The CAD Store, C-A-D?

13 A. I'm thinking that's an engineering.

14 Q. Um-hum. But you don't specifically remember?

15 A. No. I wouldn't have.

16 Q. Okay.

17 A. Or I doubt that I would have; yes.

18 Q. Like for plotter services --

19 THE REPORTER: "Like for" -- what?

20 MR. BRUST: Plotter, p-l-o-t-t-e-r.

21 THE WITNESS: No; not particularly, no.

22 Q. (BY MR. BRUST:) That's not something that would
23 come up to your level?

24 A. Probably not; yeah.

25 Q. Yeah.

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1 Do you remember a company called "Duckwater
2 Economic Development Corporation"?

3 A. Yes.

4 Q. What did they provide for Goldstrike?

5 A. That Duckwater is actually a Native American
6 company that did provide some trucking, I believe.

7 Q. And did they just provide the trucking for
8 Goldstrike or did they provide it for the other entities
9 in Nevada?

10 A. I think it might have been primarily Goldstrike,
11 but I think they did it with some other companies.

12 Q. Okay. What about Flander's Electric?

13 A. Yes.

14 Q. What do they provide?

15 A. They're the manufacturer of large electric
16 motors, provide the maintenance and service to go along
17 with them.

18 All sites.

19 Q. That was going to be the next question.

20 Thanks.

21 A. Thought it was.

22 Q. And then a company called "ICEC International
23 Commodities Export Corporation." Do you remember them?

24 A. No.

25 Q. Okay.

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1 MR. PETROGEORGE: Is now a good time for a
2 break?

3 MR. BRUST: Now is a good time for a
4 break.

5 (Recess from 2:27 p.m. until 2:37 p.m.)

6 MR. BRUST: I don't have any other
7 questions.

8 MR. PETROGEORGE: Okay. I have some
9 follow-up.

10 EXAMINATION

11 BY MR. PETROGEORGE:

12 Q. All right. Mr. Merriam, where did you consider
13 the corporate headquarters of Goldstrike to be located in
14 2009?

15 A. Salt Lake City.

16 Q. Who was the president of Barrick Goldstrike in
17 2009?

18 A. Greg Lang.

19 THE REPORTER: "Greg" -- what?

20 THE WITNESS: Lang, L-a-n-g.

21 Q. (BY MR. PETROGEORGE:) Where was he located?

22 A. Salt Lake City.

23 Q. In 2009 what was the relationship between
24 Goldstrike and Barrick Gold North America as you
25 understood it?

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1 Q. Was it more than weekly, less than weekly?

2 A. It was less than weekly.

3 Q. Okay. What level of oversight and authority did
4 you have with respect to contracting and procurement
5 functions relating to Barrick Goldstrike Mines?

6 A. Ultimately, I had all of it.

7 Q. While you were not an employee of Barrick
8 Goldstrike Mines, did you consider yourself an agent of
9 Barrick Goldstrike Mines with respect to the contracting
10 and procurement functions?

11 A. Yes.

12 Q. You referenced in the discussions with Mr. Brust
13 that there were supply chain employees, I think you
14 referred to them as buyers that were located at each of
15 the sites including Goldstrike; is that correct?

16 A. Yes.

17 Q. What responsibility, if any, did you have over
18 those employees?

19 A. Those employees would have been indirect to me,
20 but they would have had a -- a pretty solid line into
21 employees that worked for me.

22 Q. For instance, with respect to buyers in the
23 supply chain group at Goldstrike, who were -- who would
24 have -- who would they have had a pretty direct line that
25 worked for you?

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1 guidelines, it was direct to people who reported to me.

2 Q. Okay. When you say "direct," are we -- okay.
3 The line that I'm -- what I'm curious about is what this
4 line is.

5 A. They had two masters.

6 Q. Okay. Fair enough.

7 They had the master on paper which was their
8 supervisor was ultimately Mansanti, correct?

9 A. Ultimately, yes.

10 Q. Okay. But then informally they would talk
11 directly to your group.

12 A. Yes.

13 Q. All right.

14 A. Fair enough.

15 Q. And who set the policies for BGNA?

16 A. We didn't really do any purchasing for BGNA, so
17 I --

18 Q. Who set any of the --

19 A. -- I would -- I would have to say probably Blake
20 Measom would have been or with a different function
21 for...

22 Q. Did Barrick Gold Corp. have any oversight over
23 BGNA?

24 A. I mean we had dotted-line reports up there per
25 function, by function or by department.

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1 UNITED STATES DISTRICT COURT
 2 DISTRICT OF NEVADA
 3 BULLION MONARCH MINING, INC.,)
 4 Plaintiff,)
 5 v.) Case No.
 6 BARRICK GOLDSTRIKE MINES, INC.,) 03:09-CV-612-MMD-WGC
 7 Defendant,)
 8 _____)

9
10 REPORTER'S CERTIFICATE

11 I, Deby Couvillon Green, Certified Shorthand
 12 Reporter for the State of Texas CSR No. 8929 and for the
 13 State of California CSR No. 2791, and for the State of
 14 Utah CSR No. 10611481-7801, Registered Professional
 15 Reporter and Registered Merit Reporter, do hereby
 16 certify:

17 That the foregoing proceedings were taken
 18 before me at the time and place therein set forth, at
 19 which time the witness was put under oath by me;

20 That the testimony of the witness, the
 21 questions propounded, and all objections and statements
 22 made at the time of the examination were recorded
 23 stenographically by me and were thereafter transcribed;

24 That a review of the transcript by the
 25 deponent was requested;

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1 That the foregoing is a true and correct
2 transcript of my shorthand notes so taken.

3 I further certify I am not a relative or
4 employee of any attorney of the parties, nor financially
5 interested in the action.

6 I declare under penalty of perjury under the
7 laws of Texas that the foregoing is true and correct.

8 Dated this 28th day of March, 2018.

9
10 *Deby Couvillon Green*



11 DEBY COUVILLON GREEN, Texas CSR No. 8929
12 Expiration Date: 12-31-2019
13 California CSR No. 2791
14 Expiration Date: 8-31-2018
15 Utah CSR No. 10611481-7801
16 Expiration Date: 5-31-2020
17 Atkinson-Baker Court Reporters, Inc.
18 Firm Registration No. 32
19 Expiration Date: 12-31-2019
20 500 North Brand Boulevard
21 Glendale, California 91203
22 (818) 551-7300

23
24
25 Job No. AC02624

**Tony Astorga Email
FILED UNDER SEAL**

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Astorga, Tony (Nevada SBC)

To: Cole, Andrew (GoldStrike)

Subject: Air Pollution Testing Contract

Andy,
Attached is the final contract agreement - please assist in routing this to John Mansanti for signature authorization.

Thank you.

Tony C. Astorga
Regional Contracts Supervisor
Barrick Gold of North America
(775) 748-1117 Office
(775) 397-1637 Cell
(775) 748-1217 Fax
tastorga@barrick.com

6/8/2009

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EXHIBIT	6
WIT:	ASTORGA
DATE:	3-20-18
Deby Green, CSR	

ER 1692

**John Mansanti Contract Signatures
FILED UNDER SEAL**

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IN WITNESS WHEREOF, the Parties' respective duly authorized officers have executed this Agreement as of the Effective Date.

CONTRACTOR:

Boart Longyear Drilling Services

Name: Michael S. Van ArmanSignature: [Signature]Date: 2-23-08Title: Contracts Manager

OWNER:

Barrick Goldstrike Mines Inc.

Name: John MansantiSignature: [Signature]Date: 15 Dec 109Title: Mine Manager

Barrick Goldstrike Mines Inc.
Master Service Agreement
MCA2300497
Boart Longyear Drilling Services
Page 13 of 24

[Handwritten initials]

IN WITNESS WHEREOF, the Parties' respective duly authorized officers have executed this Agreement as of the Effective Date.

CONTRACTOR:**Boart Longyear Drilling Services**Name: Steven A. SangalliSignature: Steven SangalliDate: MARCH 9, 2009Title: VP of Operations**OWNER:****Barrick Goldstrike Mines Inc.**Name: John Mansanti

Signature: _____

Date: _____

Title: Mine Manager

Barrick Goldstrike Mines Inc.
Master Service Agreement
MCA2304510
Boart Longyear Drilling Services
Page 13 of 25

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In case of any conflict or discrepancy between any Schedule and this Agreement, this Agreement shall govern.

IN WITNESS WHEREOF, the Parties' respective duly authorized officers have executed this Agreement as of the Effective Date.

CONTRACTOR:

Air Pollution Testing, Inc.

Name: Paul Ottenstein

Signature: 

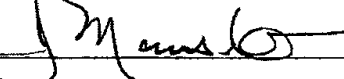
Date: 5/21/09

Title: Technical Director

OWNER:

Barrick Goldstrike Mines Inc.

Name: John Manson

Signature: 

Date: 10 Jun 09

Title: GENERAL MANAGER

Barrick Goldstrike Mines Inc.
Service Agreement 231276M
Air Pollution Testing Inc.
Page 13 of 32

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**Tony Astorga Email
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Astorga, Tony (Nevada SBC)

From: Still, Lucas (Goldstrike)
Sent: Monday, May 11, 2009 9:59 AM
To: Nevada, Contracts (Nevada SBC)
Subject: RE: CIL TANK #5 RELIGN

This is the time frame that we would like. Pre bid meeting- May 19th
Bid Due Date- May 22nd
Award date- May 25th
Mob. date- June 8th
Project completion date- August 21st

Please make it clear to the contractors that this bid is for tanks 1 and 5.

From: Astorga, Tony (Nevada SBC) **On Behalf Of** Nevada, Contracts (Nevada SBC)
Sent: Monday, May 11, 2009 9:30 AM
To: Still, Lucas (Goldstrike)
Subject: RE: CIL TANK #5 RELIGN

Lucas,
I can send out the bid package, but timeline is now an emergency - right?

What do you think is realistic for these dates:

- Pre-Bid Meeting - needed? Vendors should visit site at minimum during what time frame (from x to x)?
- Bid Due Date
- Award Date
- Mobilization Date
- Project Complete

This is a \$1,200,000 request for contract that'll need John Mansanti's authorization ultimately on the request for contract. Let me know and we'll figure out how to get this covered asap.

Thanks,

- Tony C. Astorga

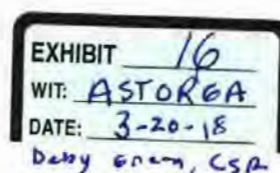
From: Still, Lucas (Goldstrike)
Sent: Monday, May 11, 2009 8:10 AM
To: Nevada, Contracts (Nevada SBC)
Subject: CIL TANK #5 RELIGN

Tony, I would like to get this job bid going as fast as possible. Over the weekend we could have possibly lost a blade on our cil tank #5 so getting these bids out is absolutely critical. If there is anything that I can do to help speed the process up just let me know.

Thanks,
Lucas

5/11/2009

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**Barrick Memo
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DATE: 03/16/09
 TO: SBC Supply Chain
 FROM: Wayne F Ross Jr
 SUBJECT: Sole Source Justification – Sterling Cranes

As per Barrick Gold Corporation's Global Sourcing Policy, Section 11 – Non-Competitive Sourcing, please accept this memo as justification and request for approval of the sole-sourcing of – Sterling Cranes for the Roaster Plant 2009 Shutdown (Scheduled for March 30-April 12).

Background

Sterling Cranes has supplied crane services at the Roaster area for the past 2 years (previous to this they were Perry Crane and provided crane services for approximately 7 years). They have a proven safety record and work efficiently with the Roaster personnel to the same standards as Barrick Goldstrike Mines, Inc.

Summary of Request

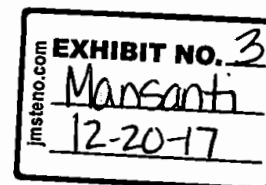
Sterling Cranes will be performing work at the Roaster plant during the Annual outage.

Details of Supplier

Sterling Cranes provides the following:

- **GRINDING AREA:** Sterling Cranes will be using their 220T crane to assist in changing out the North Dynamic Gearbox and lube system, North Dynamic upper and lower bearings, shell liners, Tile work, Baghouse inspections and repairs, Tipping valve inspections and repairs, strike plate replacement on north dynamic, labyrinth changeout, dirty air plenum baffle work and other misc jobs in the grind area as needed. Sterling Cranes will also be using their 120T crane to assist in changing out the South lower Dynamic bearing, shell liners, tile work, South Dynamic Stationary vane modifications, dirty air plenum baffle work and other misc jobs in the grind area as needed. Sterling Cranes will be providing operators and ground riggers during the annual outage.
- **ROASTER AREA:** In addition to providing their 220T crane and the 120T crane, Sterling Cranes will be supplying 2 operators to operate 2 of Barrick Goldstrike Mines, Inc. cranes (777 Manitowoc and 90T crane) to assist the Roaster crew with cleanout of the Calcine Thickener tank, Neutralization tank #2, repairs to the Wet

Barrick Gold of North America



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ESP and Regen tank #2 liners. These 2 operators are currently scheduled for night shift only.

- E&I AREA: Sterling cranes will be providing their 220T crane and operator to assist the E&I dept in changing out and aligning the Oxygen plant MAC motor.

Reason for Sole Source

The rational for sole sourcing is that:

- Barrick's cranes are already being utilized during this major outage.
- Barrick's Crane operators are also being utilized during this major outage.
- Sterling is the only Crane Company in Northern Nevada with The resources for this work.

Pricing and Costs

The total contract value.....\$301,720

Prepared By:	Signatures	Date
Name: Wayne F Ross Jr Title: Roaster Maintenance Planner Site: Roaster		3-16-09
General Manager Approval (20K – 100K)	Signatures	Date
Name: John Mansanti Title: General Manager Site: Goldstrike		17/MAR/09
Regional Approval (100K – 500K)	Signatures	Date
Name: Mike Feehan Title: Director of Operations Site: Barrick North America RBU	_____	_____
Name: Gordon Merriam Title: Manager, Contracting/Procurement Site: Barrick North America RBU	_____	_____

Barrick Gold of North America

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**Barrick Memo
FILED UNDER SEAL**

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DATE: 03/16/09
 TO: SBC Supply Chain
 FROM: Wayne F Ross Jr
 SUBJECT: Sole Source Justification – RAM Enterprises

As per Barrick Gold Corporation's Global Sourcing Policy, Section 11 – Non-Competitive Sourcing, please accept this memo as justification and request for approval of the sole-sourcing of – RAM Enterprises for the Roaster Plant 2009 Shutdown (Scheduled for March 30-April 12). The total estimated cost for this work is \$838,525.10

Background

RAM Enterprises has supplied supplemental labor for the Roaster area for the past 9 years. They have a proven safety record and work efficiently with the Roaster personnel to the same standards as Barrick Goldstrike Mines, Inc.

Summary of Request

RAM Enterprises will be performing work in all areas of the Roaster plant during the Annual outage.

Details of Supplier

RAM Enterprises provides the following:

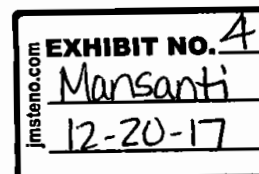
Crushing area:

- RAM Enterprises will be assisting the RUTL crew rebuilding the Gyro and MP800. 14 mechanics on 12.5 hour days, 5 days. They will be using mobile equipment and cutting and welding equipment to perform these tasks.

Grinding area:

- RAM Enterprises will be changing the transfer and discharge grates, course chamber belly liners, ball tube and arms, pie sections and shielding plates in both north and south mills. They will be using mobile equipment, overhead cranes, liner handler and cutting and welding equipment to perform these tasks. They will have 20 millwrights here on both day and night shifts, 12 hour shifts, not to exceed 7 working days in a row.

Barrick Gold of North America



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Roasting area:

- RAM Enterprises will be changing out the South Bucket Elevator Belt. They will be using their Belt winder to perform this task, this requires the use of pulleys, snatch blocks and cable. Due care must be maintained while using the cabling to keep safety the top priority. RAM will also be utilizing other mobile equipment, rigging, and giving signals to the crane. RAM will have 5 mechanics working 12.5 hour shifts.

Reason for Sole Source

The rationale for sole sourcing is that:

- We have a limited number of contract groups that we can draw from who provide this type of work. Other available contractors in the region are also being used during this shutdown on other portions of the project: Brahma, Plumblin, Mach 4 and TJS Welding.
- We need to use qualified professional contract groups familiar with our equipment to perform this work.
- Due to the limited time and resources available we wish to sole source this agreement without competitive bids.
- The internal resources required to develop scope of work documents have been limited and we are making accommodations to have a 3rd party provide these services so that we may improve the process and reduce the need for sole source justifications in the future. This will then allow us to competitively bid and seek alternative options in the future.
- Contractor has been contacted and services and resources have been reserved and site specific safety training scheduled.

Pricing and Costs

The total contract value.....\$838,525.10

Prepared By:	Signatures	Date
Name: Wayne F Ross Jr Title: Roaster Maintenance Planner Site: Roaster		3-16-09
General Manager Approval (20K – 100K)	Signatures	Date
Name: John Mansanti Title: General Manager Site: Goldstrike		17/MAR/09

Barrick Gold of North America

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000801



Regional Approval (100K – 500K)	Signatures	Date
Name: Mike Feehan Title: Director of Operations Site: Barrick North America RBU	_____	_____
Name: Gordon Merriam Title: Manager, Contracting/Procurement Site: Barrick North America RBU	_____	_____
Corporate Approval (500K +)	Signatures	Date
Name: Gregory A. Lang Title: President Site: Barrick North America RBU	_____	_____
Name: David Young Title: VP Supply Chain Site: Barrick Gold Corp.	_____	_____

Barrick Gold of North America

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**Barrick's Non-Routine Spending and
Capital Management Policy
FILED UNDER SEAL**

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BARRICK

BARRICK GOLD CORPORATION

**NON-ROUTINE SPENDING
AND
CAPITAL MANAGEMENT
POLICY**

(All dollar amounts are in US dollars unless otherwise stated)

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**BARRICK GOLD CORPORATION
AND SUBSIDIARIES**

REVISED: August 17, 2009

CONFIDENTIAL

BAR-J0038135

EXHIBIT	8
WIT:	Bolland
DATE:	3-21-18
Deby Green, CSR	

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BARRICK GOLD CORPORATION**I. INTRODUCTION**

The purpose of this policy and the associated procedures is to provide guidelines for preparing, submitting for approval, and tracking spending on capital, exploration and significant non-routine (expense) spending. These procedures generally apply to all Barrick operations and staff groups.

Development Projects under the stewardship of the Toronto Capital Project Group and other projects as determined from time to time by the Chief Operating Officer (COO), regardless of the stage in the life cycle the project resides (scoping, pre-feasibility, feasibility and execution stages), are governed by the Development Projects Spending Policy.

Regional business units are welcome to require additional controls and procedures so long as corporate requirements are met. Certain modifications to the stated procedures detailed in this policy are required for those entities in which Barrick holds a minority position or which are governed by outside boards of directors.

The Authorization for Expenditure (AFE) process as outlined in this policy is an important tool to ensure that Barrick allocates and invests its capital wisely and in the best interests of the Company and its shareholders. It provides a consistent format for presentation and analysis of information so that the many competing projects throughout the Company can be compared and judged against common benchmarks. The AFE process also serves as the formal procedure for obtaining and documenting appropriate spending authorization before committing the Company to financial obligations.

All AFEs should clearly describe the proposed expenditure, the benefits to be derived from the expenditure, the assumptions and analysis used to calculate these benefits, and where appropriate, the proper use of financial benchmarks such as the expected net present value (NPV), internal rate of return (IRR), and payback period. When estimating the future revenue from an expenditure/project, careful consideration will be given that all associated costs, such as ongoing maintenance or additional manpower requirements, are also included. Any questions on how to prepare an appropriate financial analysis should be directed to the appropriate corporate or regional office finance departments (Toronto, Salt Lake City, Lima, Santiago, Johannesburg or Perth).

AFE's must be denominated in US\$ and the actual expenditures reported in US\$ based upon the effective exchange rate realized. AFE originators remain accountable for US\$ outcomes, since it is desirable that any large foreign currency exposure embedded in the proposed transaction is highlighted to Corporate Treasury department personnel (Director, Treasury) so that mitigating action can be considered.

II. ADMINISTRATION OF POLICY**A. Spending Covered by These Policies and Procedures**

Preparation of an AFE is required for all cash outlays or commitments for amounts equal to or greater than \$50,000 for non-routine (expense) spending, and in the case of capital transactions, the amount specified within section 306.3, Property, Plant and Equipment, of the Accounting Policy Manual. Examples of the types of transactions covered under this policy are as follows:

1) Capital Expenditures

- Purchase of a new vehicle or equipment
- Capitalized overburden removal
- Development and/or extension of a mineral property / capitalized underground deferred development
- Replacement capital & major overhauls
- Infrastructure
- Closure equipment and facilities

2) Operating Expense Items

- Multi-year commitments aggregating to greater than \$5 million over the life of the contract
- Any contract with a duration greater than 3 years and with a total contract value greater than \$1 million

3) Acquisitions

- Land / mineral rights purchase
- Purchase of assets or shares in another business entity
- Increase in ownership in existing property
- Intangibles (patents, processes, etc.)

4) Non-routine Expense Items

- Expensed mining equipment
- Due diligence expenses greater than \$100,000
- Multi-year commitments
(Contracts, R&D, memberships, etc)
- Feasibility studies
- Engineering studies associated with reserve/resource development for the extension or development of a new mineral asset
- Closure projects

5) Exploration Outlays

- Equipment
- Corporate: amounts outside of approved annual budget
- Exploration under the control of the RBU: all expenditures

The appropriate Corporate or Regional Finance Department should be consulted when there is uncertainty as to the appropriate treatment of a particular item.

For greater clarity, site operating, G&A (corporate, closure), closure monitoring, and land holding costs are not covered by this policy. Updates to asset retirement obligations and closure cost estimates are governed by the ARO Change Approval Process. AFEs are required for equipment purchases and construction projects related to closure activities.

B. Authority Levels

1. General

Spending and AFE authority levels within the normal course of business are defined within Appendix I of this policy.

2. Overruns – Supplemental AFEs

The project sponsor and manager are responsible for ensuring that the approved AFE project is managed within the defined scope and authorized funding level. As covered in Section D of this policy, forecasts are to be regularly updated and reported. Where it is determined that an overrun is unavoidable, a supplemental AFE must be submitted for overruns that equal or exceed the lower of either a percentage of the original AFE dollar value, or a set amount as per the following table as soon as the likelihood of an overrun is identified.

Original AFE Value US \$	Overrun %	Overrun \$
Up to \$1 million	15%	\$75,000
> \$1 million < \$5 million	10%	\$300,000
> \$5 million < \$10 million	7.5%	\$600,000
> \$10 million	Not applicable	\$1,000,000

Supplemental AFEs are to be submitted and approval obtained **before** the overrun is incurred or a commitment made in that regard.

The request for supplemental funding shall explain the root cause of the cost increase and the mitigating actions that are being pursued to limit cost overruns. **The required approval level for the supplemental AFE is determined by combining the amount of the supplemental request with the amount of the original AFE plus anticipated future AFE requests.** If the combined total exceeds the approval delegation of the original AFE approver, the supplemental AFE must be elevated to the appropriate level for approval.

3. Other Special Approvals

The technical accuracy of the economic justifications of all projects exceeding \$10 million or which involve significant operational changes of a technical nature shall be

subject to a separate review by the Corporate Technical Services Group, Finance Department or Capital Projects Group, as appropriate in each case.

Computer software purchases >\$50,000, other than additions to existing licenses, and significant computer hardware purchases must be reviewed and approved by the Vice President, Information Management & Technology.

All transactions involving the purchase or sale of land shall be subject to approval of the Legal Department.

In the classification / presentation of AFEs the Regional CFO is required to ensure compliance with Barrick's accounting policies and US GAAP (or other accounting standard as adopted by the Company). Where it may be unclear as to the proper accounting treatment of an expenditure, the Director, Accounting Policy and External Reporting should be consulted for a ruling.

All AFEs that have the potential for an environmental impact are subject to Environmental Health and Safety department approval.

4. Ventures / Partnerships Owned Less Than 100%

For projects in which Barrick has less than 100% ownership but maintains operating control or veto power, the AFE approval process will be followed based upon Barrick's share of the proposed expenditure.

In cases where Barrick's ownership position is such that it does not have significant input in the decision and review process, an AFE or the equivalent document used to justify the decision if one exists should be submitted to the appropriate level of Barrick management on an informational basis.

C. Additional Procedures for AFE >\$10 million

In certain circumstances, such as development projects, major expansions, closure efforts, etc. it is desirable to apply more stringent controls and communications requirements. However, some transactions in excess of \$10 million are straight forward (such as the procurement of several haul trucks) and do not justify the more stringent controls and communications required by this section of the policy. In the case of straight forward transactions greater than \$10 million, relief from the additional requirements of this section can be obtained through the AFE approval process. A request for relief must be clearly documented in the comments section at the bottom of the SharePoint AFE form. The Senior Vice President, Technical Services will record his position relative to the request within the SharePoint system. The approval or denial will therefore be captured in the comments field of the workflow history. Unless written confirmation of relief is obtained, all requirements of this section are necessary.

1. Formation of Project Steering Committees

All AFEs greater than \$50 million require the formation of a steering committee whose responsibility will include ensuring that projects are completed on budget and on

schedule and providing regular formal updates to the COO. These updates will include project forecasts, schedule progress, risks and opportunities.

The Senior Vice President, Technical Services and/or Regional President / Africa Regional Vice President retain the right to request the formation of a Steering Committee and determine its composition for any project.

a) Composition of the Steering Committee

The composition of the steering committee may vary based upon the project's specific needs. The composition of a steering committee shall be reviewed with the COO within 30 days of the decision to proceed with the project and can be altered at his discretion. At a minimum, a steering committee must comprise the following positions:

- 1) Project Manager
- 2) Regional President or Africa Regional Vice President (responsible for the project)
- 3) Regional Chief Financial Officer
- 4) BGC Senior Vice President, Technical Services
- 5) BGC Controller, Operations and Capital Management
- 6) Regional Director, Technical Services
- 7) Others as designated by Regional President / Africa Vice President or BGC Senior Vice President, Technical Services

b) Role of the Steering Committee

The steering committee is charged with overseeing and making strategic decisions related to the project on behalf of BGC. Specific responsibilities include:

- 1) Monitoring and providing input on the permitting process.
- 2) Monitoring and providing input on government relations (social license, taxes, royalties, infrastructure, community relations, customs clearance, etc.).
- 3) Monitoring and providing input on significant contractual transactions (award of EPCM contractor, currency and consumable hedging, equipment selection, etc.).
- 4) Monitoring project progress
 - i. Physical facilities
 - ii. Safety
 - iii. Environment
 - iv. Local management effectiveness
 - v. Construction schedule
- 5) Project optimization efforts.
- 6) Providing input on significant human resources issues (changes to key project management, wage scales, relationships with unions, shift schedules, housing, incentive plans, etc.).
- 7) Reviewing financial status including:
 - i. Expenditures
 - ii. Commitments
 - iii. Forecasts (accuracy and timeliness)
 - iv. Contingency fund usage
 - v. Segment approvals

- vi. Cost trends and potential impact to external market communication
- vii. Input on spending deferrals
- 8) Monitor and provide input on preparation for transition to active production
 - i. Hiring
 - ii. Training
 - iii. Commission plans
- 9) Approval of scope changes within the boundaries of the project and for which the financial impact would not create an overrun over the tolerance level requiring a supplemental AFE. (Overall the scope of the project hasn't changed).

2. Determination and Management of Contingency Funds

a. Determination of Contingency Funds

Project AFEs must document and link the inherent risk of a project with the size of the contingency included for approval.

All projects need to determine contingency amounts in light of the specific circumstances associated with the proposed transaction considering uncertainty and risk. Contingency amounts should be built up based upon an assessment of the risks associated by individual line items.

The rationale for a contingency fund included in an AFE should be disclosed and must be supportable.

b. Management of Contingency Funds

Management of contingency funds provides an early indication of potential issues impacting the ability of a project to be completed at the approved cost and schedule.

All allocations and/or changes to project contingency funds are to be reviewed and approved by the Steering Committee.

A continuity schedule of contingency funds must be maintained and submitted monthly to the Steering Committee. The continuity schedule shall have two columns: 1) reconciliation of contingency fund from the end of the previous month to the end of the current reporting month, and 2) reconciliation of the contingency fund from the original project approval to the end of the current reporting month. Ideally the continuity schedule will be included in the monthly progress report issued by the project manager.

A savings or overrun from an approved segment must be reflected as an adjustment to the contingency fund.

3. Escalation

Aside from the determination of an appropriate amount for contingency funds, the project team must consider the impact of escalation to the cost of the project. The cost estimate must cover escalation of local and global prices such as increases in oil, structural steel prices, labour, etc. based upon expected inflation rates over the period of time for which the capital costs of the Project are affected.

The AFE must detail the assumptions for escalation and include a schedule that clearly identifies the amount of escalation (dollars) incorporated in the various line items of the cost breakdown. Escalation is not to be captured as contingency.

4. Project Sub-Division into Controllable Segments ("Segments")

AFE's covered by these additional procedures (>\$10 million for which relief has not been obtained) are usually focused on gaining approval for the overall project (e.g. to build a new mine) based upon feasibility level knowledge, economics and provision of a contingency amount to cover limitations embedded in the analysis such as physical quantities, pricing, omissions and unexpected events. Thus, the approval obtained provides the direction to proceed with the overall project and is not intended to provide sufficient information and documentation of process to allow project management to proceed with project expenditures.

The division of a project AFE into segments provides a mechanism to subdivide larger projects into logical components that management can review to ensure that a properly controlled process has occurred to ensure that the company is spending funds effectively towards achieving results consistent with the AFE. The segment documentation provides an audit trail of this process.

The determination of appropriate segments should take into consideration the way the project will be managed so as to minimize unnecessary work and the capability of the systems that will be used to accumulate costs.

Significant projects shall be sub-divided into logical segments that provide a basis for looking at the awarding of contracts, advancing procurement decisions, managing internally generated costs (owner's costs), and allowing for spend accountability. An AFE must be submitted for each segment and approval received before project management can commit to any expenditures. In order to practically manage the large volume of small dollar commitments which comprise owner's costs (largely comprised of salaries and periodic costs), it is suggested that an AFE for period of time (for example 3 months) be submitted.

Cost reporting should always refer to the original AFE approved and provide a breakdown of costs against each particular segment.

5. Authorization to Expend Funds Against AFE Segments Under an Approved AFE

Project expenditures have been categorized into five main segments. However, the means of segmenting a project is a matter of judgment that should mirror the specific decision making points that a project faces, such as Contracts and Purchase Commitments. It is envisioned that the paper trail will be as small as one page for simple items such as asset procurement, and will expand as necessary for more complex items such as the award of EPCM work.

The control estimate is the project cost estimate that is prepared as a result of completing basic engineering. The control estimate is the detailed project capital cost budget used to prepare the project AFE and obtain final project funding.

The following table shall govern approval authority necessary to approve AFE segments. There are two different levels of authority depending upon whether the proposed segment expenditure is within the control estimate or not.

Approving Party	Dollars within Segment Control Estimate	Dollars over or not in Segment Control Estimate
COO or his designate	\$20 M	\$10 M
SVP Technical Services	\$10 M	\$5 M
Regional President	\$10 M	\$5 M
Africa Regional Vice President	\$4 M	\$2 M
GM	(1)	(2)
Superintendent	(3)	(3)

(1) Two times authority designated in Appendix I for the AFE total.

(2) Equal to authority designated in Appendix I for the AFE total.

(3) As delegated by the GM

The five categories of AFE segments are listed below along with topics that need to be addressed in the supporting documentation to the segment AFE:

a. Award of Engineering, Procurement, Construction and Management (EPCM) or Equivalent Contract

The award of the EPCM contractor is critical to the successful completion of a significant project since it is likely to involve a large component of the total project cost. Therefore, the associated paper trail should be more significant than other types of requests for approval. The segment shall include the following information:

- i. Discuss contractor qualifications/ability to do the work on schedule and budget.
 - a. Organization strength
 - b. Technical knowledge
 - c. Summarize / comment EPCM team assigned to carry out the work
 - d. Describe control systems (owner sign-off on procurement)
 - e. Past experience (reputation)

- f. Congruence of safety and environmental standards with those of Barrick
- ii. Discuss contractual arrangement
 - a. The existence of a signed contract that addresses standard terms and conditions (such as liability, indemnification, funding, right to audit, etc.) before work commences
 - b. Financial arrangement (i.e. contract form such as cost plus, incentive or penalty clauses)
 - c. Competitiveness of rates / price
 - d. Agreed arrangement for documentation of owner approval of procurement and services subcontracted
 - e. Payment arrangements including currency to be used
- iii. Define scope of work awarded
 - a. Detailed schedule (Gantt chart)
- iv. Compare budget to project cost control estimate or approved closure plan (hours and dollars by significant work component)
- b. Asset Procurement

Discuss and confirm the following:

 - i) Alternatives reviewed and trade-offs considered
 - ii) Competitive pricing sought
 - iii) Comparison to project control estimate (approved closure cost)
- c. Service/Sub-contractor Contracts

Discuss and confirm the following:

 - i) Capability to complete job on budget and schedule
 - ii) Pricing competitiveness verified
 - iii) Comparison to project control estimate (approved closure cost)
 - iv) The existence of a signed contract that addresses standard terms and conditions (such as liability, indemnification, etc.) required by Barrick before work commences
 - v) Barrick standards met
 - a) Health & Safety
 - b) Environmental
 - c) Financial capacity to complete work
 - d) Liability protection/insurance
- d. Owner's Overhead Cost

Discuss or confirm the following:

 - i) Provide detailed schedule of costs
 - ii) Description of appropriate systems to track and forecast costs
 - iii) Comparison to project control estimate
 - iv) In the case of closure costs, comparison to existing Asset Retirement Obligation
- e. Owner's Work Retained

Discuss or confirm the following:

- i. Economics reviewed to confirm decision to do internally
- ii. Appropriate systems in place to control costs (tracking, forecasting, reporting)
- iii. Comparison to project control estimate
- iv. In the case of closure costs, comparison to existing Asset Retirement Obligation

D. Information Flow for AFEs and Reporting Requirements

1. Submission of AFEs

All AFEs and AFE segments must be submitted for approval via Barrick's AFE tracking system accessible through the intranet website unless noted otherwise within this policy. (Access is controlled by the AFE administrator). A user manual for the SharePoint system is available through a link on the AFE portal. Help is available through the administrator of the system located in the region or alternatively the administrator in Toronto.

2. Monthly Reporting

Each regional business unit shall submit to the Toronto Technical Services Group a monthly AFE register. The regions are to provide a series of capital reports that accompany or are embedded in the AFE register per the following.

- A capital projects report for each site and the RBU office.
- A current year projected capital spending report for each site and the RBU office.
- Regional summary reports for each of the above.

Variances are to be highlighted and material variances explained. In the case of the capital projects report, material variances are defined as projected/actual overruns requiring supplemental AFEs and projected/actual under runs that are greater than 15% of the approved AFE value. Material variances within the projected capital spending report are defined as variances greater than 15% of the budget.

The two reports will serve as a snapshot of current capital spending and will be an integral part of worldwide capital monitoring. This will require regular updates to the forecast data by the regions to ensure that the information properly reflects the best available view of projected spending for the current year and completion of the various projects. It is envisioned that the forecast data will be updated as part of the scheduled corporate forecast cycles and in the case of higher risk projects on a more frequent basis.

The register and reports are currently maintained in Excel although the intent is to standardize capital reporting through the worldwide implementation of Oracle Projects. To ensure the integrity of the register and therefore the reports, the regions must design and implement appropriate checks and controls. At a minimum, actual expenditures must be verified against the general ledger (as reported to corporate) and authorized AFE totals reconciled to the AFE tracking system.

3. AFE Process Timing

While AFEs are required for all capital and significant expense outlays, the review process and corresponding lead time required will depend on the size and complexity of the request.

To allow sufficient time to review AFEs requiring corporate approval(s), the following timetable should be observed:

	<u>Due in Toronto</u>	<u>Returned to Originator</u>
1. AFEs requiring Board approval	At least four weeks prior to Board meeting	Upon approval of Board
2. AFEs requiring corporate approval but not Board action	As required	15 working days after receipt

E. Relationship to Annual Budget Process

The annual budget process will detail planned capital spending for the following year. The Board of Directors normally will approve the capital budget at its meeting in December of each year. Board approval of the budget as a whole authorizes individual projects but **does not allow** management to commence committing funds to a project until an AFE is completed and approved in accordance with this policy. AFEs requiring Board approval will be considered by the Board at its regularly scheduled meetings.

As part of the budget process, a one-page summary must be submitted for each capital item included in the budget submission. (The template for the one-page summary is embedded in the current Excel LOM / Budget model). The summary document is to include a comprehensive description of the item, indication of the justification category, execution profile, and the justification for the expenditure including where appropriate, an estimate of the return (financial justification). The summaries assist management in the allocation of funds for sustaining capital to the best projects across Barrick.

While it is expected that the operations and managers will plan carefully to anticipate most future capital spending requirements, AFEs may be submitted for unbudgeted projects.

F. AFE - Supplemental

A revised or supplemental AFE must be submitted for approval under any of the following circumstances:

1. The anticipated overrun requires the submission of a supplemental AFE as defined within Section B on page 5. This includes changes due to foreign exchange variances in the event that hedging has not been put into place to protect the US\$ expenditure.
2. The anticipated project cost exceeds the approval authority of the management level that originally approved the project.
3. A significant change in scope of the project is made - even if the change in scope does not increase the amount of capital required. (Refer to section G that follows).
4. No significant AFE expenditures are made during the twelve months following approval of the AFE. In some cases the AFE may simply be closed or terminated as opposed to the preparation and submission of a supplemental AFE.

Funds from an approved AFE may only be used as directed in the AFE and cannot be applied to other AFEs or projects.

G. Scope Changes – Capital Projects

Scope changes may occur as more physical and engineering information becomes available that improve a project from a capacity or efficiency perspective. The following guidance is being provided to assist in the determination of the distinction between scope and estimate changes.

1) Scope Change Definition

The original scope of a project is defined by the feasibility study and further refined by the control estimate. *A scope change occurs when the physical project delivered diverges from that contemplated by the control estimate, usually associated with changes to capacity or efficiency for reasons other than assumed risk or estimation short comings.* For example, trade-offs on capital that impact operating costs.

2) Specific Examples

The following table provides some specific change examples, a call on whether it is a scope change or not and comment supporting the determination made:

Item	Scope Change	Comment
Mining plan changed which increases pre-strip by 'X' million tons	Yes	Change in physical work based upon an unforeseen layback to access additional ounces. Change is based upon economics and safety.
Upgraded access road	Yes	The upgrade is a change in physical asset provided by project.

		Change was imposed on site for a reason deemed to be in the best interest of the company.
Deferral of a truck purchase	Yes	Change in physical assets delivered that reduces capacity.
Decision to replace rather than upgrade an existing power line	No	Though the physical assets have changed, the delivery of power to the project is unchanged. This was a risk assumed in the control estimate and should have been evaluated and incorporated in the contingency attributed to the project.
Addition of a weld shop	Yes	The control estimate envisioned that welding would occur in a truck shop bay. The addition of this building needs to be justified as superior to the original plan envisioned in the control estimate (inadequacy, health safety, etc).
Changes in road cut angles	No	Functionality of road delivered is consistent with that envisioned in control estimate. Change based upon improved geo-technical knowledge (assumed risk associated with quantities)
Change from power generation from heavy to light fuel	Yes	No change in primary functionally meets power requirements for project but does change future-operating efficiency (i.e. high operating cost later). Should document rationale for change. In this case handling and conserving potential future synergy with the project.
Addition of automatic head-grade belt sampler	Yes	Increased capability to improve resource performance by calibrating actual head-grade to what is seen in the pit blast holes not envisioned in control estimate.
Increased capital associated with crushing plant modifications that will provide flexibility to increase production capacity in the future	Yes	Delivers an asset with high potential capacity. Justifications for incurring extra costs should be documented and subject to an approval process.
Addition a warehouse	Yes	Provides for an asset not envisioned in the control estimate that impacts future operating cost structure.
Reduction in spare parts inventory with the decision to enter into a supplier equipment performance cost guarantee program	Yes	Less assets delivered and impacts future costs
Corporate drill program to increase reserves	Yes	Clearly outside of control estimate scope. Expands resource value
Change in number of trucks due to the decision to use a different capacity truck though overall fleet capacity remains consistent	Yes	Though the overall truck capacity remains consistent there are implications to the future operations costs of the project.
Discussion to procure used equipment as opposed to new equipment	Yes	Decision to procure used equipment impacts future sustaining capital and operating costs.
Deferral of leach pad construction	Yes	Reduction in capacity will impact future sustaining capital.
Increased amount of strip material to be removed	No	Estimated quantity difference from control estimate. No change in capacity or assets delivered.
Increased fuel unit rate price that impacts construction and earth works cost	No	Known pricing risk that was accepted. Reflect in escalation or mitigate risk by hedging.
Currency exposure (Euro, Aus\$, Peso, etc)	No	Represents a pricing risk that was roughly known and accepted in the control estimate. Should have been considered in determination of contingency or hedges should have been put in place to mitigate this risk.
Additional costs for winter	No	If the schedule was materially changed as a result of working

operations		through winter months it could be argued that this was scope change if it could be justified. In this case delivered product is unchanged since project not brought in before Board milestone (it is a mitigation activity to recover schedule time).
Number of communications towers increased to ensure effective functionality of communications site system -	No	Functionality of system unchanged from control estimate. Represents an estimation problem.
Additional resources to expedite permitting	No	Known process with no change to outcome. Estimation change.

H. Capitalized Development Costs – Underground Mines

Sites must submit one AFE at the beginning of each year or prior to the initiation of the scope of work for the projected annual spend on capitalized underground mine development. The AFE should reflect changes, as applicable, to the mine plan used in the annual LOM / Budget process. Documentation is to include a mine schedule, cost estimates and other relevant documents pertinent to the review and approval process.

Ideally the AFE is to be submitted with the LOM plan (mid-December). Refer to Accounting Policy Guide 306.5, Development Costs – Underground Mines, for guidance on the capitalization of development costs.

III. PREPARATION OF AFEs

A. General Content

The AFE document consists of a summary page and supporting documentation covering the spending requirements, business purpose and economic evaluation of the proposed cash outlay. The summary page is generated within the AFE Tracking system when one submits an AFE for approval. The rest of the AFE may be tailored to meet the specific circumstances of the request although an Excel template has been provided on the AFE Tracking system portal on Barrick's intranet site and within the PMToolbox.

Some regions / sites may wish to use the Excel version of the summary page during the early stages of preparing an AFE to accommodate processes unique to the region or site. Page 1 of the Excel template has been designed to mirror the AFE form in the tracking system to ensure that all pertinent information is captured in the preparation of an AFE.

Each AFE submitted for approval should contain the following:

1. Summary Page (AFE Form generated in AFE Tracking system)
2. Pages 2-4 of AFE template or comparable information.
3. Schedule of expenditures detailing requested expenditures by month and quarter in the early years.

B. AFE Form Specifics

Instructions on how to complete the AFE summary page are provided in the user manual for the AFE Tracking System. The manual is available through a link on the AFE Tracking system portal.

C. Outline for AFE Analysis and Presentation

The extent of the analysis and detail required for each AFE will vary with the dollar amount requested and the project classification. A generic thought process for preparation and analysis of all AFE types is presented below. This outline should be used as a framework, with various sections emphasized or de-emphasized depending on the magnitude and type of expenditure. An executive summary should be provided for lengthy or complex AFEs, with detailed analysis included in an appendix.

1. Introduction

This section should include a brief summary of the problem or opportunity addressed by the AFE and the recommended course of action. It should also give an overview of the basis for the recommendation.

2. Background

Provide relevant background information that would help senior members of management, not as familiar with the project, understand why it is important to the Company. Avoid superfluous information that may serve as a distraction from the immediate decision being considered; only include information that may impact the decision on whether to fund the proposed project.

This section also should provide a more detailed description of the problem or opportunity that is being addressed by the AFE.

3. Proposed Solution

Clearly describe how spending the proposed funds will solve the problem or exploit the opportunity identified in the background discussion. This includes indicating how the funds will be spent, who will perform the work, the level of confidence in the cost and benefit estimates as well as identified risks associated with the project. For business combinations, this section should include a summary of the terms of the transaction.

4. Alternatives Considered

To fully understand the merits of the proposed project, management must understand why this is the best possible solution out of the alternatives considered. By clearly and concisely describing the various alternatives and why they were ultimately rejected, the AFE will demonstrate that a thorough evaluation has been conducted and lend credibility to the recommendations. The option of maintaining the status quo (i.e., to continue with current practices) should also be included.

In some instances, alternatives are rejected because they do not provide the best financial return. If so, provide the same level of detailed analysis, including critical assumptions and risks, which accompany the recommended solution.

5. Justification / Economics

In general, this section should compare the economics of the project versus the next best alternative. Include and set forth clearly:

- a. Description of assumptions, with supporting information when appropriate,
- b. SWOT analysis,
- c. Spending schedule,
- d. NPV, IRR, maximum cash out and payback period,
- e. Net Income and Net Cash Flow (by year if appropriate). For major projects, both incremental and full project income and cash flow figures should be provided. For example, if an AFE is presented which requests monies for a major mine expansion, both incremental (expansion only) and full project income and cash flows should be presented. These details may be appended.

In preparing this section of the AFE, the following definitions of key terms apply:

- a. Internal Rate of Return (IRR): Is a measure of the interest or discount rate that equates the present value of future cash inflows to the initial investment outlay required. This should be a pre-tax calculation.
- b. Net Cash Flow, \$ MM: A project's total pre-tax cash flows, with no adjustment for the time value of money.
- c. NPV, \$ MM: The present value of the project's pre-tax cash flows discounted and presented in a table showing 0%, 5%, and 10%.
- d. Payback, Years: The number of years required to recover the initial investment after significant initial outlays have commenced.
- e. Maximum Cash Out: The project's point of highest cumulative cash outflow. This does not necessarily occur at the end of a year. For example:

	<u>1998</u>	<u>1999</u>	<u>2000</u>	<u>2001</u>	<u>2002</u>	<u>2003</u>
Capital Outlay	\$(2,000)	\$ -	\$ -	\$ -	\$ -	\$ -
Net Revenues	<u>1,000</u>	<u>200</u>	<u>250</u>	<u>500</u>	<u>500</u>	<u>500</u>
Annual Cash Flow	(1,000)	200	250	500	500	500
Cum. Cash Flow	(1,000)	(800)	(550)	(50)	450	950

Maximum cash out occurs at the time of the initial outlay at the beginning of 1998, and would be expressed as \$2 million, even though the net exposure is only \$1 million by year end.

- f. Payback occurs early in 2002. Assuming that spending commences on 1/1/98 and the cash flows in 2002 are uniform over the year, payback in this case is approximately 4.1 years.
- g. SWOT Analysis: Listing of strengths, weaknesses, opportunities and threats associated with the project.

For complex, higher risk projects, sensitivities should be included with the resulting impact on the AFE's IRR and NPV (5%).

D. Guidelines for Quantification of Justifications for Spending

Since it is difficult to provide a quantifiable justification for some types of expenditures or projects, the following guidelines have been provided:

1. Environmental / Health & Safety AFEs: It is very difficult to provide economic justification for government mandated expenditures other than the prevention of an operation's shut down or the minimization of costs in the future. However, the proposed plan should be justified as either being the only technically feasible alternative or as being the most cost effective of several alternatives or other logical reason.

2. Maintenance / Replacement AFEs: Whenever possible, equipment replacement should be based on maintenance cost savings and / or improved productivity. A trade-off analysis must be prepared for rebuilds versus replacement with new equipment.
3. Cost Savings / Capacity Expansion / New Project AFEs: These AFEs require the greatest economic analysis but have benefits which are readily quantifiable. The AFE must include a justification / economics section as described in C (5) above.

Regardless of the above guidelines, a comprehensive financial justification is required for the following categories.

- Increase Capacity
- Productivity Improvement
- Cost Savings
- Mine Acquisition

Projects for which the primary justification is financial should have a minimum internal rate of return of 5%.

E. Staged Projects – Multiple AFEs Associated With One Expenditure/Project

In certain situations approval for an expenditure may be sought in stages. For example, it may be desirable to complete detailed engineering for a project prior to requesting overall approval to proceed. The engineering design work would provide the basis for the estimate of the total project costs. In this situation, an AFE for the engineering design would be submitted for authorization to proceed with the engineering only. At a later date a second AFE may be submitted for the value to execute the project.

Staged AFEs are not considered supplemental or segment AFEs. However, the value for the approval process of all related AFEs is the combined total of “previous AFE requests” + “current AFE request” + “anticipated AFE requests”. The requester must indicate previous and anticipated future AFE values in the submission of any AFE.

IV. POST-COMPLETION ECONOMIC EVALUATION (PCEE)**A. Procedure**

To evaluate the effectiveness of the Company's capital investment policy, post completion evaluations of major capital projects will be completed as follows:

1. A post completion economic evaluation ("PCEE") will be performed by the appropriate operational management for major authorized projects that equal or exceed \$5 million in total value (including capital, lease expenditures and extraordinary expenses) and which approval was justified on its financial merits.
2. The PCEE is required to be performed within one year after the project is completed. A project is normally defined as completed when the authorized expenditures are completed, the facilities and equipment are in place and the "returns" projected for the project have begun to accrue.
3. A PCEE Summary Sheet and Management Evaluation Letter are to be forwarded to the Senior Vice President, Technical Services. The PCEE Summary Sheet is to be signed by the responsible Regional President or Vice President, and Regional Chief Financial Officer.

B. Instructions1. Purpose

The PCEE Summary Sheet and Management Evaluation Letter are designed to summarize the relevant information needed to compare the actual financial results of a completed capital investment project in terms that are consistent with the originally approved AFE.

2. General

The PCEE Summary Sheet will highlight the important factors used to compare the Approved AFE with the actual / revised forecast performance. The Management Evaluation Letter will provide a detailed explanation of the differences between the approved AFE evaluation and the current forecast.

3. Preparation of PCEE Summary Sheet

- a) Project Name – Enter the descriptive title of the original AFE.
- b) Region / Site – Enter the region name and site (or location) that originated the AFE.
- c) Date Prepared – Enter the date the PCEE was prepared by the originating location.
- d) AFE Number – Enter AFE number from the original Project AFE.

- e) Project Timing – Enter the initial dates indicated in the AFE and the actual dates for start-up and completion of the project.
 - f) Project Funds – Enter the amount of funds requested and authorized in the approved column. In the actual column, reflect actual project expenditures. In the variance better / (worse) column, enter difference between approved and actual amounts. On the capital line, enter amounts for capitalized items. On the expense line, include the project related expense items.
 - g) Net Cash Flow – Enter the net cash flow by year as projected in the original AFE and revised figures based on the current financial evaluation.
 - h) Financial Performance – This is a comparison of the key financial indicators (IRR, NPV, and payback period) between the original evaluation and the currently revised evaluation.
 - i) Signatures – After the PCEE has been completed and reviewed by local management, the PCEE Summary Sheet should be signed by the person responsible for the implementation, and the operation's General Manager and Financial representative.
4. The Management Evaluation Letter should be organized around and focused on the following considerations:
- a) Overall Project Summary. Each evaluation should be prepared with an overall summary of the objectives / results of the project.
 - b) Project Performance. The completed project should be described with the performance commitments outlined in the originally authorized AFE, including:
 - i) Savings, actual or projected
 - ii) Benefits, actual or projected
 - iii) Financial results, actual or projected

V POST COMPLETION CONSTRUCTION AUDIT (for projects >\$50M)

Within one to two months of the completion of a construction project > \$50 million, defined by when the asset is ready for its intended use and enters into the production stage as defined by Barrick's Accounting Policy Guide 306.1 – Mine Construction Costs, a joint site (owner and EPCM), regional and corporate team will undertake an audit to enable the corporation to learn lessons from the project so that the execution of future projects can benefit from the experience gained. The team participants will be designated by the site General Manager, Regional President or Africa Vice President and Senior Vice President, Technical Services. The Senior Vice President, Technical Services will lead this audit and is responsible to ensure that the audit occurs and report is generated.

The scope of the review will be all encompassing but will include the following areas:

1. Design
2. Permitting, Government and Community Relations
3. Planning
4. Procurement and Logistics
5. Equipment selection
6. Project Management
7. Staffing & Human Resources
8. Site Services
9. Health & Safety Programs
10. Security
11. Project Controls and Reporting
12. Construction Execution
13. Commissioning
14. Preparations for Operations

Information sources for the audit will include communications from individuals (construction and operations), written reports and site tours.

At the completion of the audit a draft written report will be generated and circulated to those involved before the report is finalized and released to Barrick's COO, CFO and Regional President or Africa Vice President.

It is important to note that these audits are in no way intended to displace any audit/assurance activity undertaken by Barrick's Global Internal Audit Department.

VI MERGERS, ACQUISITIONS AND EQUITY INVESTMENTS

1. The information required to judge the prudence of an equity investment is comprised of both tangible and intangible information. Tangible information would include descriptions of existing assets, financial strength, historical performance, etc. Intangible information would include financial and production projections, exploration potential, judgments on the capability of the management team etc. In many cases intangible information and strategic reasons determine whether an investment proceeds since very few companies trade at or below their discounted cash flow.

An AFE for an equity investment should consider Barrick's assessment of the following topics and address those that are relevant in the circumstances:

- a) Description of underlying operating assets.
- b) Discussion of risks and opportunities to improve existing assets.
- c) Value of land positions held by the target.
- d) Target's access to funds necessary to exploit exploration potential.
- e) Discussion of management capability and our ability to influence them to enhance value.
- f) Value of connections management group brings to the table.
- g) Net asset value of the target.
- h) Relative stock multiple versus alternative investments.
- i) Discussion of external risks associated with the investment (country, tax, etc.)
- j) Discussion of why market premium is appropriate.
- k) Accounting methodology applicable to investment and impact on Barrick reporting.
- l) Due diligence efforts completed on underlying assets and financial data.
- m) Fit with Barrick strategic vision.

2. Information Flow (AFE Tracking System)

Given the sensitive nature of these types of transactions, AFEs for mergers, acquisitions and equity investments are not to be submitted via Barrick's AFE tracking system.

3. Post Transaction Review

Within twelve months of the effective date of any transaction greater than \$50 million, a post transaction review will be undertaken to enable the corporation to learn lessons from the transaction so that future capital market transactions can benefit from the experience gained.

The team participants will be designated by the Vice President, Corporate Development or Director, Corporate Development as is appropriate for the transaction in question. The team's responsibility will be to ensure that the review occurs and a report is generated. Upon completion the report will be distributed to the Executive Vice President, Exploration & Corporate Development, COO, and CFO.

The scope of the review will be all encompassing but will include the following areas if relevant:

1. Transaction execution
2. Due diligence efforts
3. Integration efforts (if applicable)

It is important to note that these reviews are in no way intended to displace any audit/assurance activity undertaken by Barrick's Global Internal Audit Department.

VII POLICY APPLICATION TO TORONTO EXPLORATION GROUP

As part of the annual budgeting process the Toronto Exploration Group determines which projects are to be included in the budget. In addition to the project work, the annual exploration budget also includes funds for generative work, remediation of dormant properties, land holding costs and general and administrative costs. For clarification, costs included in the approved budget do not require approval under this policy.

The following expenditures are covered by the policy and require the generation of an AFE:

1. All capital equipment acquired (as per policy section II A).
2. Unbudgeted exploration projects.

AFEs generated by the Exploration Group need not be loaded on Barrick's AFE tracking system provided the department maintains documentation acceptable to Barrick's compliance and internal audit departments.

APPENDIX I – AUTHORITY LEVELS

Spending and AFE authority levels within the normal course of business are as follows:

TITLE	AUTHORITY LEVEL ⁽⁶⁾⁽⁷⁾	
	Budgeted	Unbudgeted
President and CEO	>\$10,000,000	>\$5,000,000
COO of BGC	10,000,000	5,000,000
Designated Senior Executives of BGC ⁽¹⁾	5,000,000	0
Other Vice Presidents of BGC	2,000,000	0
General Manager – (Category A Mines ⁽²⁾)	1,000,000	0
General Manager – (Category B Mines ⁽³⁾)	500,000	0
General Manager – (Category C Mines ⁽⁴⁾)	250,000	0
General Manager – (Category D Mines ⁽⁵⁾)	100,000	0

(1) As designated by the CEO. Currently includes: CFO, Executive and Senior Vice Presidents, Regional Presidents

(2) Currently includes: Cortez, Goldstrike, Veladero, Zaldivar.

(3) Currently includes: Bulyanhulu, Kanowna, KCGM, Osborne, Plutonic, Porgera.

(4) Currently includes: Buzwagi, Cowal, Granny Smith, Hemlo, Lagunas Norte, Pierina, Round Mountain, Turquoise Ridge.

(5) Currently includes: all other properties including Bald Mountain, Darlot, Eskay, Golden Sunlight, Lawlers, Marigold, North Mara, Storm, Ruby Hill, Tulawaka.

(6) Any transaction outside of the normal course of business will require VP approval (e.g. power contracts, labor agreements)

(7) The above table of spending authority limits applies to the total value of a project and/or expenditure irrespective of the form (i.e. purchase order, contract, commitment, etc.). For greater clarity, with the exception of segment AFEs, the value determining the approval level for AFEs is the combined total of "previous AFE requests" + "current AFE request" + "anticipated AFE requests"; **the total projected value of the expenditure/project.**

(8) Exploration and closure personnel shall have spending authority as delegated by the Regional Presidents or Vice President under their authority

Approval of an AFE requires the signature of an individual with sufficient authority. It is not necessary for lower levels of the organization to sign an AFE unless special approvals are required (such as IT).

For greater clarity, the Regions have no authority level for items/projects not included in the current year capital budget. The current year budget is defined by the submission date of the AFE. For example, an AFE submitted in December of year 2008 must reference the budget year 2008.

Once an AFE has been approved, it is not necessary to have its related contracts approved by Corporate – except in those cases explicitly defined within section II, Other Special Approvals.

The above table does not encompass all delegations for all levels of management. It is anticipated that those listed above will, in turn, delegate some portion of their respective authority level down one or more layers in the organizational hierarchy but remain responsible

for spending under their authority. Although this would vary on a case-by-case basis, any delegation of authority must not exceed one-half of a manager's authority. There should be appropriate documentation of this delegation.

The categorization of the mines is an annual process and is based on production, operating costs, capital expenditures, control risk and management judgment.

Unbudgeted Capital Expenditures/Projects - Substitutions

The process for the submission and approval of unbudgeted capital expenditures/projects put forward as substitutions is as follows.

1. Consideration must be given to maintaining regional spending for the current year at the approved budget level. As such, any submission for an unbudgeted item must include the identification of a item (or items) in the budget of equal or greater value that will be either deferred (existing AFE approved item) or removed (unapproved AFE item) from the current year spend profile. The requestor must explain the reason for the substitution and impact on production and/or operating costs for the current year
2. AFEs requesting the substitution of a budgeted item(s) for an unbudgeted item, as outlined in 1 above, are to be forwarded to the Controller, Operations & Capital Management. Subject to verification of the substitution, if the total value of the AFE is equal to 50% or less of the region's authority for budgeted capital expenditures then the AFE will be approved. If the total value of the AFE exceeds 50% of the region's authority for budgeted capital expenditures then the AFE will be processed up the authority matrix for consideration.

Unbudgeted Capital Expenditures/Projects – Without Substitutions

The process for the submission and approval of unbudgeted capital expenditures/projects put forward as incremental to the current year spend profile is as follows.

1. AFEs submitted for unbudgeted items without substitution and therefore, if approved, would result in an increase in the current year spend profile, are to be submitted to the Controller, Operations & Capital Management. In addition to the requirements detailed in the Non-routine Spending & Capital Management policy, the AFE must include an explanation of the reasons why the item is critical to the current year. The impact on production and/or operating costs for the current year is to be included.
2. Subject to the AFE meeting all the requirements, the Controller, Operations & Capital Management will release the AFE for consideration by the appropriate level of senior management.

Temporary Coverage

It is recognized that coverage is required in situations in which individuals in positions of authority are unavailable due to a temporary leaves of absence such as vacation. Provided the absence is for no more than 30 days, a replacement can be assigned by the immediate manager of the individual on leave. The temporary assignment must be documented, including the start and end dates of the assignment. Properly executed documentation must be received by the

Corporate AFE Administrator before the change can be reflected in the AFE Tracking System authority tables.

Should the temporary leave of absence exceed 30 days, additional authorization is required from one of the following: President and Chief Executive Officer, Executive Vice President and Chief Operating Officer or Executive Vice President and Chief Financial Officer.

**Barrick Policy # SC 2
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**Policy # SC 2****Sourcing**

Rev. 8

Distribution: Global

Last Revised: August 3, 2009

Purpose

This Policy is intended to govern all aspects of the sourcing process between Barrick, its suppliers and its prospective suppliers. This Policy applies to all Barrick Supply Chain Employees. It is intended to supplement all applicable laws, rules, regulations and other corporate policies, including the *Code of Business Conduct and Ethics*.

For the purpose of this Policy, a "Supply Chain Employee" is defined as being a Barrick employee in one or more of the following areas: Supply Chain, Procurement, Logistics, Materials Management, Supplier Contracts, Purchasing, Inventory Management, Warehouse Management, Receiving and Shipping.

1. General Policy Statement

Barrick's philosophy is to ensure that its sourcing practices are based on the principles of healthy competition, lowest total cost of ownership, continuous improvement and a focus on health, safety and environmental protection.

During the sourcing process it is imperative that all Barrick stakeholders be consulted for their input and that they be invited to participate as a member of the sourcing team. Sourcing activities must be conducted in a manner to ensure that the best overall value for Barrick is achieved.

It is intended that each Barrick Regional Business Unit (RBU) will develop region specific operating procedures which reflect the principles and limitations set out in this Policy and that provide more detailed procedural guidance.

2. Marketplace Analysis

As a pre-requisite to any global sourcing exercise a marketplace analysis should be performed. At the regional level, a marketplace analysis should be performed when the Regional SCM Leader deems it necessary. A marketplace analysis is a detailed review of the total available supply and the total estimated demand for a particular product in a given market. Marketplace analysis enables the buyer to get to know and understand, in a specified geographic area, all key suppliers, their value offerings, their demand and the overall direction in which the market is heading. Marketplace analysis identifies the market dynamics so the buyer can make an educated supply decision based on current supply and demand forecasted figures.

The scope of the marketplace analysis should be consistent with the scope of the procurement exercise. That is, a global Request for Proposals (RFP) would require a global analysis and a regional RFP would require a regional analysis and preferably both a regional and global analysis). It is recommended that the analysis cover a period that is at least twice as long as the proposed duration of the supply arrangement. (For example, a three-year supply agreement would require a six-year market analysis). It is suggested that this marketplace analysis be 1/3 historical and 2/3 forecast.

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Sourcing

Last Revised: August 3, 2009

3. Global vs. Regional vs. Local

Supply chain groups in Barrick operate at the local, regional and global level. Regional or global sourcing results in better leverage. Better leverage typically gives better pricing, stronger contractual agreements and stronger relationships. When sourcing locally, a Supply Chain Employee should consult with the responsible Regional Sourcing Manager to determine whether that particular good or service should be sourced regionally or locally. It is important to note that many regions, projects or mines may have certain obligations or commitments with respect to local supply. These obligations must be evaluated before any regional or global opportunity is considered.

While the sourcing process should always seek to generate business efficiencies for Barrick, "buying locally first" where possible will support economic development in the region and strengthen relations with the community by responding to one of their key expectations. At the same time, Barrick aims to support sustainable local businesses. As a result, Barrick should not compromise on safety, cost, quality, timeliness, and other requirements in meeting its local procurement objectives. In the long term, subsidizing local businesses will not contribute to their long term viability in a competitive national and international environment.

Supply Chain Employees are requested to consult section 4.2.2 of Barrick's *Community Engagement and Sustainable Development Guidelines* and Barrick's *Local Procurement Guidelines* for more details as to local procurement. Please note that Barrick's Supply Chain Policies take precedence over the aforementioned guidelines.

When sourcing regionally, a Supply Chain Employee should consult with the Corporate Supply Chain Group to determine whether the particular good or service should be sourced globally. This determination should be made on a case-by-case basis. However, the marketplace analysis conducted should indicate the preferred scope of the sourcing activity. To date, the following commodities have been identified as global sourcing opportunities: cyanide, explosives, tires, grinding media, computer equipment and insurance. It is left to each region to determine the regional vs. site specific commodities. Supply Chain Employees are invited to consult Attachment # 2 to this policy for a list of Global and Regional spend categories.

4. Supplier Pre-Qualification

Based on the results of the marketplace analysis, a large number of potential suppliers may need to be ranked and vetted. As a "best practice" a supplier qualification process should be considered. The supplier pre-qualification process should employ a common set of criteria to efficiently determine and eliminate the suppliers that do not meet Barrick's requirements.

In some cases, the supplier pre-qualification process may require a Supply Chain Employee to issue a Request for Information to suppliers. In other cases, suppliers may be eliminated based on their documented failure to meet Barrick specifications, minimum required lead times, or for substantial, documented factual concerns, including health, safety, environment, legal or social concerns.

Appropriate documentation of the supplier pre-qualification process is critical including written communications with the suppliers. Particular care should be taken with respect to documentation relating to suppliers that are eliminated and the reasons for their elimination.

A supplier qualification process is not mandatory. It is an acceptable practice to vet suppliers as part of a tender assessment/ bid evaluation process.

5. Due Diligence

Following the completion of the supplier pre-qualification phase, it is recommended that an appropriate due diligence be conducted. This due diligence may include meetings with suppliers, site visits, customer visits, reference checks and research with third parties. Financial background checks (e.g. with Dun & Bradstreet) and verification with government tax and health and safety authorities should also be conducted at this time. The supplier due diligence process should determine if there are any external reasons to eliminate a potential supplier from the sourcing process. Records of this review shall be retained in the sourcing files. In particular, it is necessary to verify the US Department of Treasury's list of restricted or prohibited suppliers each time a new supplier or contractor is engaged. The US Department of Treasury, Office of Foreign Assets Controls ("OFAC") publishes a regularly updated list of prohibited suppliers that can be viewed at www.treas.gov/offices/enforcement/ofac/sdn/.

6. Requirements Definition

The requirements definition phase is the most important part of the sourcing process. Great care must be taken to describe Barrick's desired quality, quantity and schedule requirements. Whenever possible, Supply Chain Employees should express Barrick's requirements in terms of quality specifications, performance specifications, actual deliverables, desired outcomes, production targets, etc. Supply Chain Employee should not use the specifications from any particular supplier as the basis for a Barrick requirement. Barrick requirements must clearly express the business and operational objectives that need to be met or exceeded.

However, in the case of generic commodities and bulk-manufactured items, it is acceptable to specify a standard product specification "or its equivalent", but in more technical tenders, care should be taken to avoid quoting a particular supplier's specifications, part numbers and/or model numbers as the specified benchmark.

During the requirements definition phase, all relevant internal stakeholders should be consulted for their input.

7. Competition

In order to solicit the best bids, it is necessary to provide the most accurate, current information to suppliers. In a competitive sourcing process, all suppliers should be provided with the same quality and quantity of information. When a question is received from a supplier during a bid process, the questions and answers must be provided to all bidders in a manner that ensures that all bidders receive the same information.

Written quotes from at least two and preferably three qualified suppliers should be obtained as back-up for all agreements or purchase orders for goods and services valued at greater than US \$20,000 (or its equivalent in another currency). Each region, project and/or mine site location may set their own lower threshold for competitive quotes. In addition, the Supply Chain Group in any

region, project and/or mine may request competitive quotes in any case where it determines that there is an opportunity to lower cost or add value through the competitive bidding process.

Each region, project or mine should also determine the requirement (including monetary threshold) for the use of sealed bids. In general the use of sealed bids is encouraged on all large, complex tenders. In cases where sealed bids are used, a formal bid opening process must also be implemented. This bid opening process must provide for a documented "Bid Opening Summary" which must be approved by at least two Barrick Supply Chain Employees (or in the case of projects, two Barrick Supply Chain Employees, or two supply chain professionals from Barrick's consulting engineers).

8. Bid Evaluation

Supplier bids must be assessed in a consistent manner using criteria that were established prior to bids being received. Bid evaluation criteria must be developed in cooperation with all relevant Barrick stakeholders. These criteria should not be changed during a bid process. Bids are to be evaluated based on the concept of the lowest total cost of ownership. (See section 8 b)

A bidding process or the criteria used in any bidding process should not be structured in a manner that favors any bidder or any particular solution. If a bidding process is changed for any reason, then this amended process must be applied to, and communicated to, all bidders. If a bidding process is extended in time, then any extension must apply equally to all bidders. When bids are being evaluated, care must be taken to give each supplier the same consideration and opportunity.

Care must be taken not only to maintain a level playing field but also to maintain at all times the *perception* of a level playing field. Tender recommendations must be formally documented, approved and kept on file. Bids should be evaluated based on all of the information provided by suppliers in their bids with respect to the following:

a) Technical Evaluation

Bids must be assessed using predetermined performance criteria, technical specifications and technical standards. Technical specifications are to be based on Barrick's operational criteria, Barrick technical specifications and standards. In the case of generic commodities and bulk-manufactured items, it is acceptable to specify a standard product specification "or its equivalent", but in more technical tenders, care should be taken to avoid quoting a particular supplier's specifications, part numbers and/or model numbers as the specified benchmark.

Supply Chain Employees should solicit the input of relevant internal customers, end-users and internal stakeholders with respect to their respective evaluations.

b) Total Cost of Ownership

Whenever practicable, bids should not be assessed based on price alone, but rather on the concept of lowest total cost of ownership ("TCO"). The specific parameters that will be appropriate to be considered as part of the TCO analysis will vary on a case-by-case basis.

In order to build an effective TCO model, the primary consideration is to develop a cross-functional TCO evaluation team that includes participants who can address the full life cycle of the particular good or service. The costs relating to the full life cycle of a particular good or service may include the costs to purchase, transport, store, operate or use, maintain and dispose.

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The following six steps should be considered when building a TCO model.

1. Map the full life cycle of the product or service and develop TCO categories
2. Determine the cost elements for each category.
3. Determine how each cost element is to be measured.
4. Gather the data and quantify the costs.
5. Develop a cost timeline. For the length of the lifecycle, place each cost element identified in step 4 at the appropriate time.
6. Bring all costs to a net present value.

For more information on TCO analyses, please see the Contracting and TCO White Paper, appended as Attachment # 1.

c) Loss Control and Risk Assessment

A frequently overlooked factor in the sourcing process is the assessment of the risk surrounding each supplier and their respective offering. Risk categories include:

- Financial risk (What is the financial health of the supplier?)
- Commercial risk (What are the specific business risks involved in this particular offering?)
- Technical risk (Has this ever been done before?)
- Logistics risks (What are the risks surrounding the packaging and shipping)
- Schedule risk (What is Barrick's risk if the item is delayed/damaged?)

In each case, it is recommended that these risks be formally evaluated and a relative risk assessment score assigned to each risk category for each potential supplier. Suppliers may then be ranked according to their overall risk assessment. If risk factors are identified with the preferred supplier, mitigating factors should be included in the supply contract.

d) Health, Safety and Environment

Bids must be assessed for health, safety and environmental concerns. This assessment should be based on impartial and reliable data and facts, including previous experience at Barrick and references from other customers. Industry associations and government authorities may also be contacted for data and references where appropriate.

e) Special Environmental Considerations

As a special environmental consideration, Barrick has determined that it will only purchase sodium cyanide from suppliers that have signed the *International Cyanide Management Code for the Manufacture, Transport, and Use of Cyanide in the Production of Gold*.

9. Negotiations

There are three distinct phases to any negotiation, namely:

- The planning phase

- The discussion phase
- The documentation phase

The best results from any negotiation are obtained when appropriate effort has been expended in each phase.

In the negotiation-planning phase, it is recommended that a written set of objectives and a range of acceptable and unacceptable outcomes for each objective be developed.

In the discussion phase both parties should express their desired outcomes. The eventual agreement will be somewhere in between. Strive for a "win-win" position. A few recommended negotiating tips are shown in Attachment 3:

In the documentation phase, key considerations include:

- There should be a comprehensive written agreement.
- All contract terms and conditions must be approved by Barrick legal.
- Barrick contract forms are preferred over vendor contract forms.
- Technical specifications should be clearly defined and referenced.
- All logistics considerations between the source of supply and the final delivery point must be clearly defined. (Refer to specific International Chamber of Commerce Shipping Terms (INCOTERMS 2000) definitions).

10. E – sourcing

Current technology allows for various e-sourcing opportunities including reverse auctions, spend visibility, transaction automation, on-line sourcing and document management. Barrick's e-sourcing capability will be enabled at the corporate level for the regions, projects and mines.

11. Non-competitive Sourcing

Notwithstanding Section 7, "Competition" above, there may be cases where business or marketplace drivers require non-competitive (sole source) procurement. In such cases and where the value of the non-competitive sourcing is in excess of US \$ 500,000 (or its equivalent in another currency), a sole source justification memorandum must be prepared and approved in advance by the relevant Regional President and the Senior Vice-President of Supply Chain Management. In the case of Capital Projects, sole source approval shall be obtained from the Senior Vice President of Capital Projects and the Senior Vice-President of Supply Chain Management. This memorandum must set forth the full business justification for the non-competitive sourcing activity and it must include a price analysis of the recommended prices vs. the current marketplace.

For clarification, in the event of a formal tender process, where only one bidder responds, this is to be treated as a non-competitive (sole source) procurement.

Non-competitive (sole source) procurement is also permitted where original equipment manufacture ("OEM") replacement parts are required to be purchased. In the case of OEM replacement parts, sole source approval is not required regardless of the value of the non-competitive (sole source) procurement.

Non-competitive (sole source) procurement is also permitted in the case of emergency situations where health, safety, environment, plant integrity or mine production is in immediate jeopardy. In such emergency cases no sole source approval is required regardless of the value of the emergency procurement; however notification should be provided to the relevant Regional President, Senior Vice President of Capital Projects and the Senior Vice-President of Supply Chain Management.

Regional sole source approval levels are shown in the table below:

Region	Level 1	Level 2	\$500 K and greater
North America	\$ 20 K to \$ <100K Site General Manager	\$ 100 K to <500K Regional SCM Manager and Regional Director of Operations	Per above
South America	\$ 20 K to \$ <100K Site General Manager	\$ 100 K to <500K Regional SCM Manager and Regional Director of Operations	Per above
Australia / Pacific	\$ 0 K to \$ <250K Site General Manager	\$ 250 K to <500K RBU Commercial Manager	Per above
Africa	N/A	\$ 100 K to <500K Site General Manager, Regional SCM GM and Regional VP	Per above

12. Commodity Hedging

A few key currency and commodity hedging related considerations for the sourcing process are:

1. As a preference, use US dollars for all large value (greater than US\$ 1 million) purchase commitments.
2. Advise Barrick Corporate Treasury of all large value (greater than US\$ 1 million) non-US dollar purchase commitments. (In these cases, obtain both US dollar and non-US dollar pricing proposals from the supplier and evaluate both options with Treasury.)
3. Commodities that can be hedged include fuel, lime, natural gas and steel.
4. Arrange for hedging via Barrick Corporate Treasury, not via the supplier.
5. Commodities that cannot be hedged include caustic, tires, cyanide and cement.
6. Commodities should be made "hedge friendly" by:
 - Setting the price in US dollars.
 - Establishing a base purchase price that is tied to the base commodity price on a recognized commodity exchange index (e.g. the New York Mercantile Exchange (NYMEX)).
 - Negotiating a purchase price that is expressed in terms of base price + margin + transportation costs

13. Waivers

Waivers of the provisions of this Policy may only be granted by the Senior Vice-President, Supply Chain Management.

14. Distribution

The Corporate Supply Chain Department is responsible for communicating this Policy. It will be posted on the Barrick intranet.

15. Attachments

- 1) Contracting and TCO White Paper, dated April 10, 2006
- 2) List of Global vs Regional Spend Categories
- 3) Negotiating Tips

16. References

The following Barrick Gold Corporation corporate policies and/or guidelines apply to all Supply Chain Employees and are included by reference:

- *Barrick Gold Corporation Code of Business Conduct and Ethics*
- *Barrick Gold Corporation Anti-Bribery and Anti-Corruption Policy*
- *Barrick Gold Corporation Disclosure Policy*
- *Barrick Gold Corporation Supply Chain Policy # SC1, entitled "Relations with Suppliers"*
- *Barrick's Corporate Social Responsibility Charter*
- *Barrick's Community Engagement and Sustainable Development Guidelines*
- *Barrick Local Procurement Guidelines*
- *International Cyanide Management Code for the Manufacture, Transport, and Use of Cyanide in the Production of Gold.* (www.cyanidecode.org)

17. Revisions

Date of Issue	November 11, 2004
Date of Last Revision	August 3, 2009
Content Owner:	Senior Vice-President of Supply Chain Management

ATTACHMENT # 1



Global Supply Chain Management

Contracting and Total Cost of Ownership ("TCO")
White Paper

Issued: April 10, 2006

Barrick Gold Corporation
Sourcing
Last Revised: August 3, 2009

Policy SC 2

Page 9 of 18

BARRICK'S VALUE APPROACH TO CONTRACTING

Vision:

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

1. INTRODUCTION

Barrick's contracting policy is to:

"Purchase the service/supply/equipment that satisfies the operational requirement in a safe and environmentally sensitive manner at the lowest total cost of ownership at an acceptable level of risk."

This paper outlines how Barrick implements this policy.

2. OPERATIONAL REQUIREMENT

All procurement action is initiated by the identification of an operational requirement for a service or supply.

Requirements may be either:

- Prescriptive – a detailed description of what is required and how it is to be provided **(input based)** ; or
- Functional – a description of the outputs required and any constraints that must be met **(output based)**.

Barrick's preference is for a functional specification as it provides maximum opportunity for the supplier/contractor to offer an optimum or innovative solution that utilizes its specific skills and expertise to the benefit of both supplier/contractor and Barrick.

Barrick's preference is therefore a contracting strategy in which Barrick defines **WHAT** is required and asks suppliers/contractors to propose **HOW** they will satisfy the requirement.

3. SAFETY

Safety is paramount.

Barrick's vision of **"everyone going home safe and healthy every day"** extends to its contractors, their subcontractors, and suppliers.

Barrick's philosophy is:

"For Barrick, the only acceptable health and safety goal is to eliminate every injury and job-related illness. We believe that this goal is achievable, and progress toward it enhances both the well-being of employees and the success of our operations."

We are committed to performing every job in a safe and healthy manner. Work-related injury or illness is unacceptable and we are committed to the identification, elimination, or control of workplace hazards for the protection of ourselves and others. Everyone is responsible for workplace safety. No job is worth doing in an unsafe way. None”.

It is Barrick's policy to pre-qualify suppliers/contractors and invite only suppliers/contractors who are able to demonstrate an acceptable safety record to tender. In addition every Request for Tender will require the supplier/contractor to detail how the supply/service will be provided safely and to confirm acceptable safety performance.

Barrick will not contract with a supplier/contractor that does not share Barrick's commitment to safety or that has a poor safety record.

Where a contractor does not have an established written health and safety program, Barrick may assist with the development and implementation of a program.

Safety is not negotiable and will not be traded against cost. Proposals will be first assessed for safety. Proposals that incorporate unsafe work methods will be eliminated from further evaluation. Additional weighting will be given to solutions that eliminate safety risks.

A site/task specific safety management plan, approved by Barrick, is required prior to the commencement of any work.

4. ENVIRONMENTAL PROTECTION

“Barrick is committed to protecting the environment wherever the Company is exploring for new resources, or developing, operating or closing mines. Barrick believes that anything short of best environmental management is unacceptable. Environmental excellence is a strategic business objective.”

It is Barrick's policy to only contract with suppliers/contractors who are able to demonstrate a commitment to best environmental management and an acceptable performance record.

Every Request for Tender will require the supplier/contractor to identify environmental risks and outline the procedures that will be implemented to manage the risk.

Environmental protection is not negotiable and will not be traded against cost. Proposals will be assessed for environmental risks. Proposals that incorporate unacceptable risk will be eliminated from further evaluation. Additional weighting will be given to solutions that minimize environmental risks.

A site/task specific environmental management plan, approved by Barrick, is required prior to the commencement of any work.

5. SOCIAL RESPONSIBILITY

"At Barrick, we are committed to making a positive difference in the communities in which we live and work. We recognize that responsible behavior is our calling card, creating opportunities to generate greater value for our shareholders, while at the same time fostering sustainable development in the communities and countries where we operate."

Barrick is committed to social responsibility as defined by the World Bank:

"Corporate Social Responsibility is the commitment of business to contribute to sustainable economic development – working with employees, their families, the local community and society at large to improve the quality of life, in ways that are both good for business and good for development."

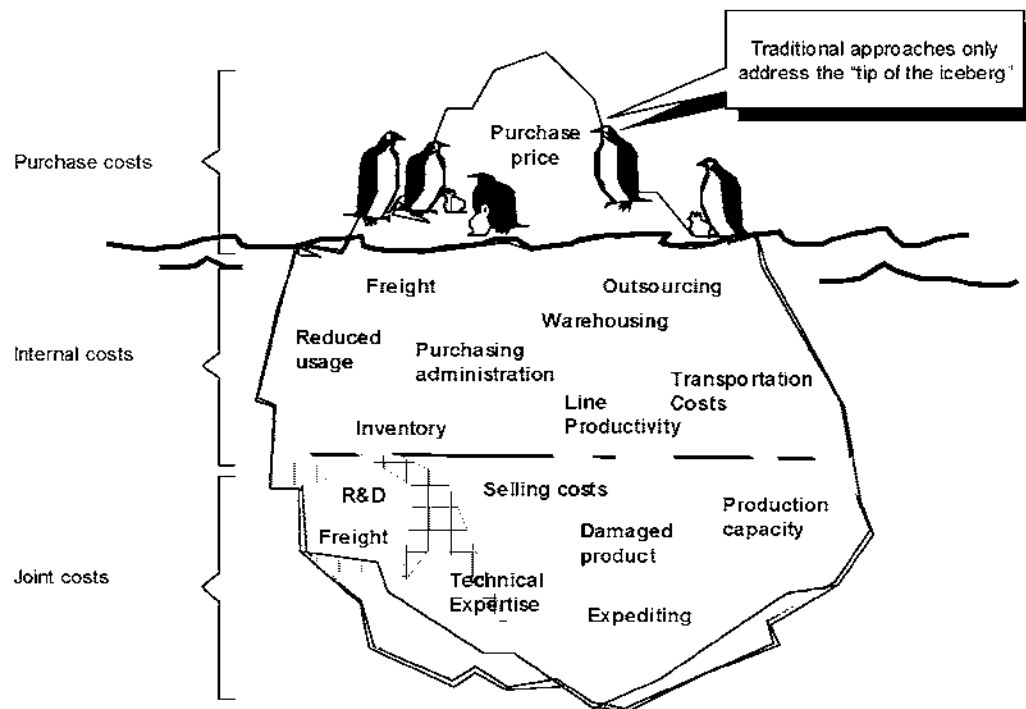
Barrick will consider social, cultural, environmental, governmental, and economic factors when defining the operational requirement for tender.

From a suppliers/contractors perspective, Barrick's social responsibility objectives are likely to be reflected in requirements for local employment, training and procurement. Barrick acknowledges that these requirements may impose additional obligations on suppliers/contractors but expects its suppliers/contractors to actively support social responsibility commitments.

6. TOTAL COST OF OWNERSHIP

Barrick's policy is to purchase the service/supply/equipment that satisfies the operational requirement in a safe and environmentally sensitive manner at the lowest total cost of ownership.

Total cost of ownership (TCO) is a purchasing tool and philosophy which is aimed at understanding the true cost of buying, transporting, storing, using and disposing of a particular good or service from a particular supplier.



In determining the cost of a service/supply Barrick will prepare a whole of life "Total Cost of Ownership" (TCO) model that will include:

Acquisition Costs

The cost of acquiring the capability:

Capital Costs
Mobilization
Commissioning
Residual Value
Purchase Price
Supplier Economics
Planning Costs
Quality Costs

- Inspection
- Returns

Taxes

- Customs Duties and Tariffs
- Regional Trade Agreements
- Income-Base Shifting

Financing Costs

Operating and Ownership Costs

The cost of owning and operating the equipment to satisfy the operational requirement:

Labour Costs
Fuel
Consumables

	Depreciation
	Community Development
	Supply Chain Costs
	▪ Administration
	▪ Transportation
	▪ Inventory
	Customer service
	▪ Risk Costs
	▪ Cycle Time Costs
Maintenance	The cost of maintaining the equipment:
	Labour
	Parts
	Consumables
	Community Development
	Downtime Costs
	Warranty Costs
Implementation and Closure Costs	The cost of implementation and closure
	including
	Mobilization
	Demobilization,
	Changeover costs
	Lost Production
	Community Non-Value Added Costs
	Environmental Costs
	Disposal Costs
	Product Liability Costs
	Salvage Values

TCO and Net Present Value Analysis (NPV)

NPV Analysis is conducted when sourcing equipment/capabilities that will be used / maintained over number of years.

NPV analyzes present values of the initial expenditure along with the likely future revenue and expenditure streams.

The present value of a sum of future cash flows discounted by a required rate of return, if greater than zero suggests accepting the investment, if less than 0 suggests rejecting the investment. NPV = 0 is the point of indifference.

Mathematically TCO is represented by the following equation:

$$TCO = A + P.V. \sum_{i=1}^n (T_i + O_i + M_i - S_n)$$

Where:

A = delivered acquisition cost
P.V. = net present value
 T_i = training costs in year i
 O_i = operating/ownership costs in year i
 M_i = maintenance costs in year i
 S_n = salvage value in year n

7. EVALUATION PROCESS

Barrick's tender evaluation process is conducted as follows:

Stage 1

An "entry gate" evaluation to confirm that:

- a.) the proposal appears to satisfy the operational requirement;
- b.) sufficient information is provided to enable detailed evaluation;
- c.) the services/supply will be delivered safely; and
- d.) the services/supply will be delivered in a manner that minimizes environmental risk.

Proposals must satisfy all the requirements above to proceed to detailed evaluation.

Stage 2

A detailed evaluation incorporating:

- a.) comparative assessment of the relative merits of proposals; and
- b.) development of a life cycle cost model.

Comparative Assessment

Prior to the release of tender documentation, Barrick will prepare an evaluation sheet listing the features sought and their relative weightings. The scoring system is normalized so that a merit score out of a possible 100 points is given.

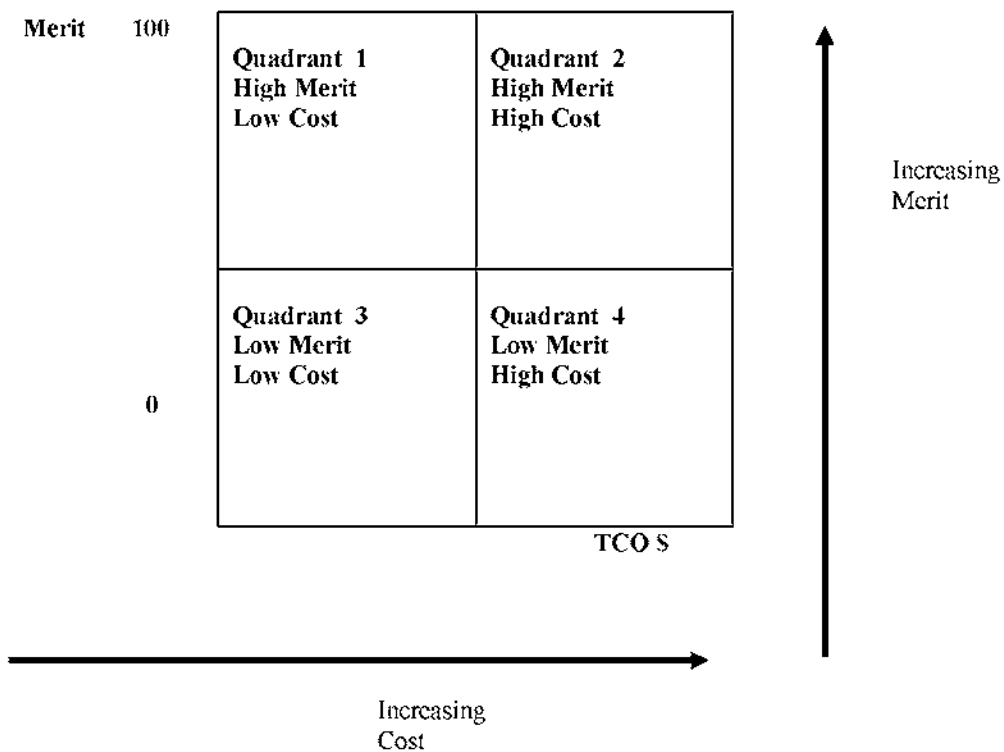
The higher the merit scores the lower the risk to Barrick.

TCO

A detailed TCO model is prepared using NPV methodology.

Merit Cost Trade Off

The relative merit and cost of options is graphed as follows:



It is Barrick's experience that in the majority of cases the proposal decision is clear in that there will be a clearly preferred "High Merit Low Cost" option. In the very rare number of cases where there is a possible trade off between higher merit and acceptable but lower cost options this will be a management decision to be taken by the impacted, mine, project or region.

ATTACHMENT # 2

Global Spend Categories:

- Cyanide
- Explosives
- Tires
- Grinding Media
- Computer Equipment
- Insurance

Regional Spend Categories:

- Cement
- Contract Mining
- Drill Bits and Drill Steel
- Drilling Services
- Electrical Supplies
- Electricity
- Equipment Rentals
- Filters
- Fuel (Diesel)
- Ground Support Materials
- Hardware
- Logistics and Transportation Services
- Lubricants
- Mobile Equipment
- MRO Items
- Office Supplies
- Pumps and Components
- Pipes valves and fittings
- Safety Items
- Shot Crete
- Steel
- Temporary Personnel

ATTACHMENT # 3

Negotiating Tips

Set negotiation objectives

- Define your objectives, your alternatives and your walk-away positions.
- Estimate the other side's issues and walk-away positions.
- Learn as much as you can about their business and about the deal.
- Think and behave strategically.
- Consider the strategy employed by the other side.
- Plan for the negotiation (don't be tactical).
- Ask questions and listen.

Power analysis

- Which side has more power? Why?
- What is each side's best alternative to reaching an agreement?

Evaluate the consequences of no agreement

- What happens if we do not come to agreement?
- What happens if the other side does not come to agreement?

Be aware of tactics

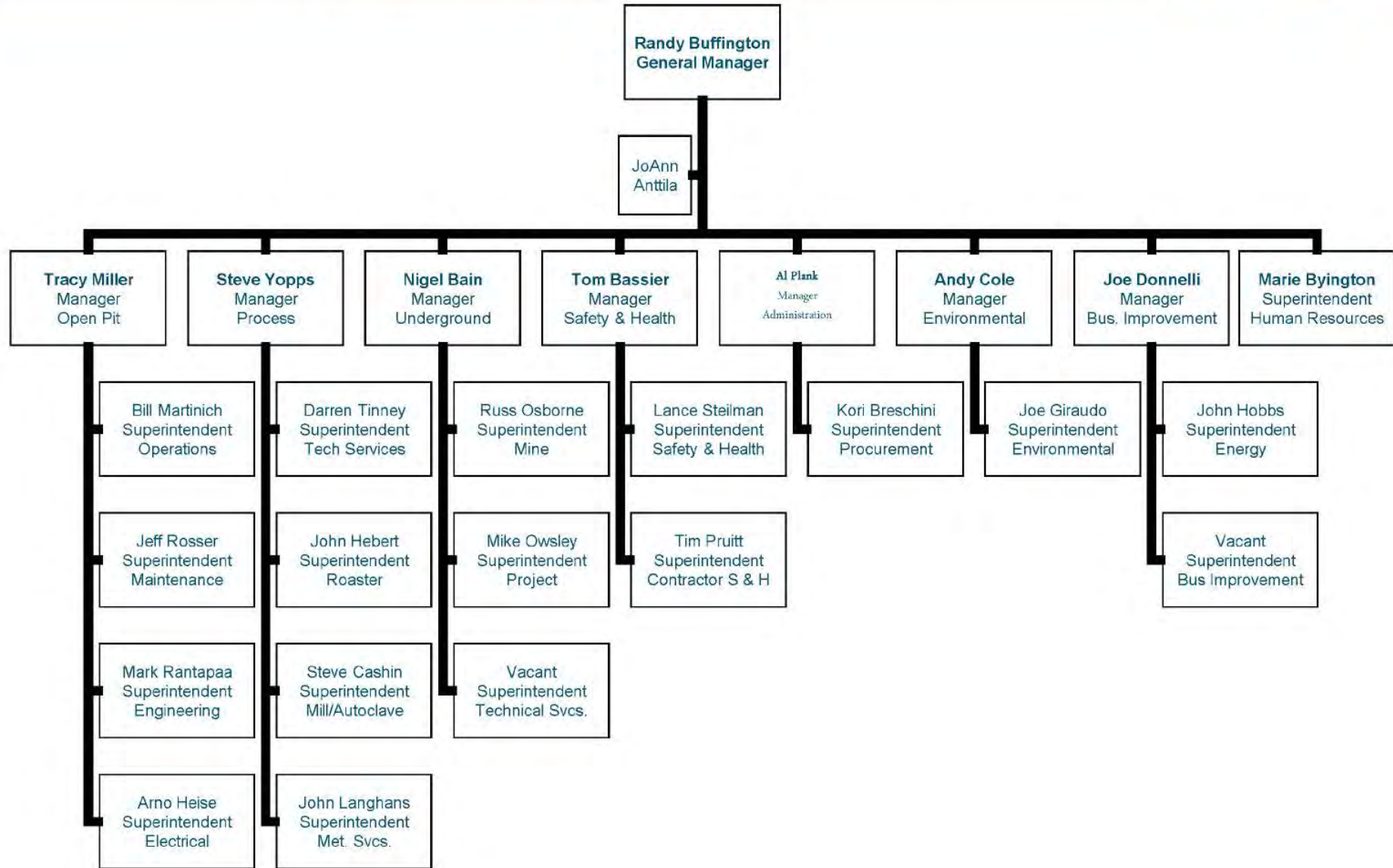
- Start with a few easy "wins" for both sides.
- Clearly express your objectives.
- Keep a log of trade offs.
- Be aware of the concept of "anchoring". (Anchoring is where one party sets a position early on, based on the concept that making the first offer affords a bargaining advantage). Use anchoring if it suits your strategy, but be aware that the other side may be using it on you.
- Remember to use the TCO analysis in your discussions.

**Senior Management Chart
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Barrick Goldstrike Mines Inc. Senior Management



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CONFIDENTIAL

**NDEP Correspondence
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STATE OF NEVADA

Department of Conservation & Natural Resources

DIVISION OF ENVIRONMENTAL PROTECTION

Jim Gibbons, Governor

Allen Blaggi, Director

Leo M. Drozdoff, P.E., Administrator

July 2, 2009

Mr. John Mansanti, General Manager
Barrick Goldstrike Mines Inc.
P.O. Box 29
Elko, Nevada 89803

RE: Source Test Protocol Review for 2009 Annual Compliance Testing,
Class I Air Quality Operating Permit No. AP1041-0739.02 (FIN A0005)

Dear Mr. Mansanti:

The Nevada Division of Environmental Protection - Bureau of Air Pollution Control (NDEP-BAPC) reviewed the "Test Protocol - Emissions Compliance Demonstration" prepared on behalf of Barrick Goldstrike Mines, Inc. (Barrick) by Air Pollution Testing, Inc (APT), received on June 13, 2009. The tests are being conducted to comply with the annual emissions compliance tests required for various systems by Permit AP1041-0739.02.

The Protocol identifies the following emission systems for testing: Boiler #4, autoclave circuit (System 5, S2.024), Ore Roasting Process (System 18, S2.209), Quench Process (System 19, S2.201-S2.211 - 2 stacks), Carbon Kiln #2 Drum (System 61), Autoclave Circuit (System 66, S2.015-S2.020 - 4 stacks), Ore Fines Feed System (System 103B, S2.316), and the Autoclave Mixing Tank (System 106, S2.319).

- System 5 will be source tested for NO_x using EPA Reference Method (RM) 7E.
- System 18 will be tested for PM/PM₁₀, SO₂, NO_x, VOC (as NMOC) and opacity (visible emissions) using RM 1-5/202, 6C, 7E, 25A, and 9, respectively.
- System 19 (2 stacks) will be tested for PM/PM₁₀ and opacity (visible emissions) using RM 1-5/202 and 25A, respectively.
- System 61 will be source tested for PM/PM₁₀ and opacity (visible emissions) using RM 1-5/202 and 9, respectively.
- System 66 (4 stacks): Prior to establishing a test protocol for the autoclaves, the NDEP-BAPC requests a meeting with Barrick and APT. Concerns regarding low exhaust flow rates, insufficient manometer sensitivity, low sample volume, and apparently low production throughputs have variously led the NDEP-BAPC to question the results Title V compliance tests conducted in 2006, and the validity of Title V and mercury emission tests conducted in 2007 and 2008 on the autoclaves. The NDEP-BAPC requests that Barrick set up a meeting during the week of July 13-16 at the mine site with representatives of the NDEP-BAPC and APT to discuss how the autoclaves are operated and to establish a test protocol that ensures that the tests are representative and accurate.

Barrick Goldstrike Mines Inc.

July 2, 2009

Page 2

- System 103B will be source tested for NO_x, CO, and PM/PM₁₀ using EPA Reference Method (RM) 7E, 10, and 1-5/202 respectively.
- System 106 will be source tested for PM/PM₁₀ using EPA Reference Method (RM) 1-5/202.

Source emissions tests must be conducted in accordance with the requirements established in the Permit AP1041-0739.02 and with applicable state and federal regulations. **The absence of cyclonic flow must be verified before testing any system for particulate matter, and documentation of the verification included within the final report.** For all particulate matter test runs, the NDEP-BAPC requires a minimum sample volume of 60 dscf; test runs must be conducted for up to two hours in an effort to collect this minimum sample. For all gaseous species test runs, the NDEP-BAPC requires minimum test duration of 1 hour. Any deviations to the federal reference test methods must be approved by the Director prior to conducting the tests.

The source tests must be conducted at the maximum fuel consumption rate, production rate and/or heat input rate (if applicable) established for each system in Permit AP1041-0739.02. The NDEP-BAPC requires an analysis of the sulfur content of the ore processed during the testing of Systems 18 and 66, whose sulfur content may affect SO₂ emission rates. Please refer to the attachment, **"SOURCE TEST REQUIREMENTS AND REPORTING GUIDELINES,"** for a complete description of the general requirements for sampling and source testing.

Any emission limit exceeded at the time of the source test must be reported immediately (within 24 hours) to the NDEP-BAPC as required by NAC 445B.232 **"Excess emissions."** Emissions exceedances will be evaluated in accordance with the Air Quality regulations and may result in a Notice of Alleged Air Quality Violation and Order (NOAV). Failure to properly report an exceedance of a permitted emissions limit is also subject to a potential NOAV.

The NDEP-BAPC requires the submittal of a complete test report in accordance with NAC 445B.252 **"Testing and sampling."** Please refer TRC to the **"GUIDELINES"** (attached) for the reporting requirements and preferred report format. The NDEP-BAPC reserves the right to have Barrick resubmit the test report if the guidelines are not met. Test Reports must be submitted to the NDEP-BAPC within 60 days of the conclusion of the tests.

Testing is scheduled to begin on July 8, 2009. Because of the duration of the test program, please notify this office at least 24 hours in advance of any changes to the test dates. NDEP-BAPC staff may be present for the testing. If you have any further questions regarding this matter, please call me at (775) 687-9470.

Sincerely,



Julio Sandoval
Compliance and Enforcement Branch
Bureau of Air Pollution Control

JS

Barrick Goldstrike Mines Inc.

July 2, 2009

Page 3

Enc. SOURCE TEST REPORT GUIDELINES
EPA M5_PM SOURCE TEST DATA TEMPLATE

cc w/enc.: Andy Cole, Barrick Goldstrike Mines (via email)
Katie Laird, Barrick Goldstrike Mines (via email)
Chris Keefe, APT Inc., 5530 Marshall St., Arvada, CO 80002 (via email)

cc w/out enc.: Files (A0005)

Route to w/o enc.: Greg Remer, NDEP
Matthew DeBurle, NDEP
Larry Kennedy, NDEP

CERTIFIED MAIL: 7006 3450 0000 5064 3450

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**John Mansanti Correspondence
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Barrick Goldstrike Mines, Inc.
P.O. Box 29
Elko, NV 89803
www.barrick.com

July 30, 2009

Dear Business Partner,

I write to inform you of a change in our ore processing plans which may impact your company's business with Barrick Goldstrike for the remainder of 2009 and beyond.

In response to the declining availability of sulfide refractory ores needed to run our Autoclave circuit, we expect to cease operating ~~of~~ a portion of the circuit, effective September 1, 2009. Beginning with employee and public notifications today, we are working to provide new job assignments to about 100 Barrick Process Division employees at Goldstrike and at our other mines in the Region. We are confident that we can retain all employees who wish to remain with Barrick.

We do recognize that our decision to reduce production capacity may impact your business and I encourage you to discuss these changes with your contacts at Goldstrike or in our Supply Chain Group in Elko. I do hope that our relationship with your company continues as we move beyond this transition and on to many more years of production at Goldstrike.

Best regards,

John Mansanti
General Manager

Barrick Goldstrike

**Form of Proposal
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Form of Proposal: Stack Emissions Testing Project

Title V Permit and Nevada Mercury Control Program Permit

**Barrick Goldstrike Mines Inc. (Goldstrike)
Carlin, Nevada Mine Site**

Proposal prepared for:
Tony C. Astorga, Regional Contracts Supervisor
Barrick Goldstrike Mines Inc.
27 Miles North of Carlin
Carlin, Nevada 89822

Proposal reviewed by:


Paul Ottenstein
Technical Director

Proposed Test Dates:
July 2009

APT Project Number: BAR9144

DENVER OFFICE
5530 Marshall Street
Arvada, CO 80002
(303) 420-5949
FAX (303) 420-5920
(800) 268-6213

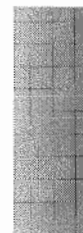




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Project Number BAR9144
Test Proposal – Compliance Stack Emissions Testing (4-14-09)

1. Introduction

The following proposal is submitted in response to the Barrick Goldstrike Mines Inc. (Goldstrike) Request for Quotation (RFQ) titled Barrick Goldstrike Mines, Inc. Request for Quotation: Compliance Stack Emissions Testing, dated March 23, 2009. Air Pollution Testing (APT), Incorporated has carefully read the complete document and takes no exceptions to any of the terms, conditions and other provisions of the RFQ.

As a part of their current Title V Permit and their Nevada Mercury Control Program (NMCP) Permit, Goldstrike is required to perform periodic source testing at stationary sources throughout their Carlin, Nevada mine site. The purpose of the subject emissions testing program is to comply with these testing requirements.

APT proposes to conduct emissions tests at each of the required sources in strict accordance with U.S.E.P.A. reference test methods to determine the compliance status of each source. In general, at each emission point of interest, triplicate test runs will be performed for each analyte of interest. Samples for off-site analysis will be hand-delivered to the APT laboratory facility in Arvada, Colorado for in-house analysis.

The APT Senior Project Manager (PM) in charge of the project will be responsible for ensuring that all emissions data and samples are collected in a manner suitable for the generation of a defensible, accurate emissions testing report for demonstration of regulatory compliance. The Senior PM will be responsible for ensuring that all applicable QA/QC procedures detailed in all the EPA Reference Methods are strictly followed.

All of the reporting requirements will be adhered to with regards to format, number of copies, etc. Two complete, separate test reports, one for the Title V testing and one for the NMCP testing, will be provided to Goldstrike within 30 days of the completion of the testing. Compliance with this requirement is greatly assisted by APT having in-house mercury analysis capabilities. Our laboratory successfully participated in an audit program with the Nevada Division of Environmental Protection (NDEP) using our Perkin Elmer Cold Vapor Atomic Absorption Spectrometer (CVAAS), and routinely analyzes mercury samples for compliance demonstration programs as well as Relative Accuracy Test Audits.

For this test program, it is proposed that mercury and particulate matter samples will be shuttled from Carlin, NV to our Arvada, CO laboratory on a weekly basis for analysis the following week. This will allow us to provide mercury and particulate matter results for all but the last week of sampling while the test teams are still on-site.

The test methods, sampling and analytical procedures, quality assurance / quality control activities, test schedule, test report details, and costs details are provided in the following pages.

Project Number BAR9144
Test Proposal – Compliance Stack Emissions Testing (4-14-09)

2. Staff Experience and Capabilities

APT test teams, including the senior project manager proposed for this program, have quite a bit of direct experience at the Goldstrike Carlin facility. While most of the sources in the current program are fairly routine, the autoclave scrubbers present unusual challenges. APT test teams have sampled these sources isokinetically using procedures approved by the NDEP, even at the 90% and higher moisture levels.

An organizational chart is provided on the following page. This chart provides a brief résumé for key personnel, providing the title, degree, and years of direct experience in this field (number in parentheses). Not included in the chart is the pool of technicians (most with over a year of experience and a science degree), and various additional office support staff.

It is proposed that the field test team be lead by Mr. Alex Mongold. Because it is almost certainly necessary to perform the testing with two test teams in order to meet Goldstrike's scheduling desires, a second test team will be headed by Mr. Isaac Legare.

With regards to our experience and the quality of service we provide, a Statement of Qualifications (SOQ) is available at the APT website www.airpollutiontesting.net. In the SOQ is a Representative Client List which provides contact names and telephone numbers for a number of past clients. I strongly encourage you to contact any or all of the clients provided in the SOQ to learn more about the level of service provided by APT. Experience with all of the test methods required for the subject test program (and virtually all other source emissions test methods) is provided in the client list.

A review of the Conditions of the RFQ does not indicate any unusual work hazards for emissions testing personnel. In all cases, APT personnel will conduct themselves in a manner consistent with the procedures detailed in the current APT Safety Manual, which is available for review upon request. APT personnel all have current MSHA training, participate in a DOT-certified random drug testing program, Browz Group experience and have extensive on-site safety training at mining and other industrial facilities throughout the Western United States.

Project Number BAR9144
Test Proposal – Compliance Stack Emissions Testing (4-14-09)

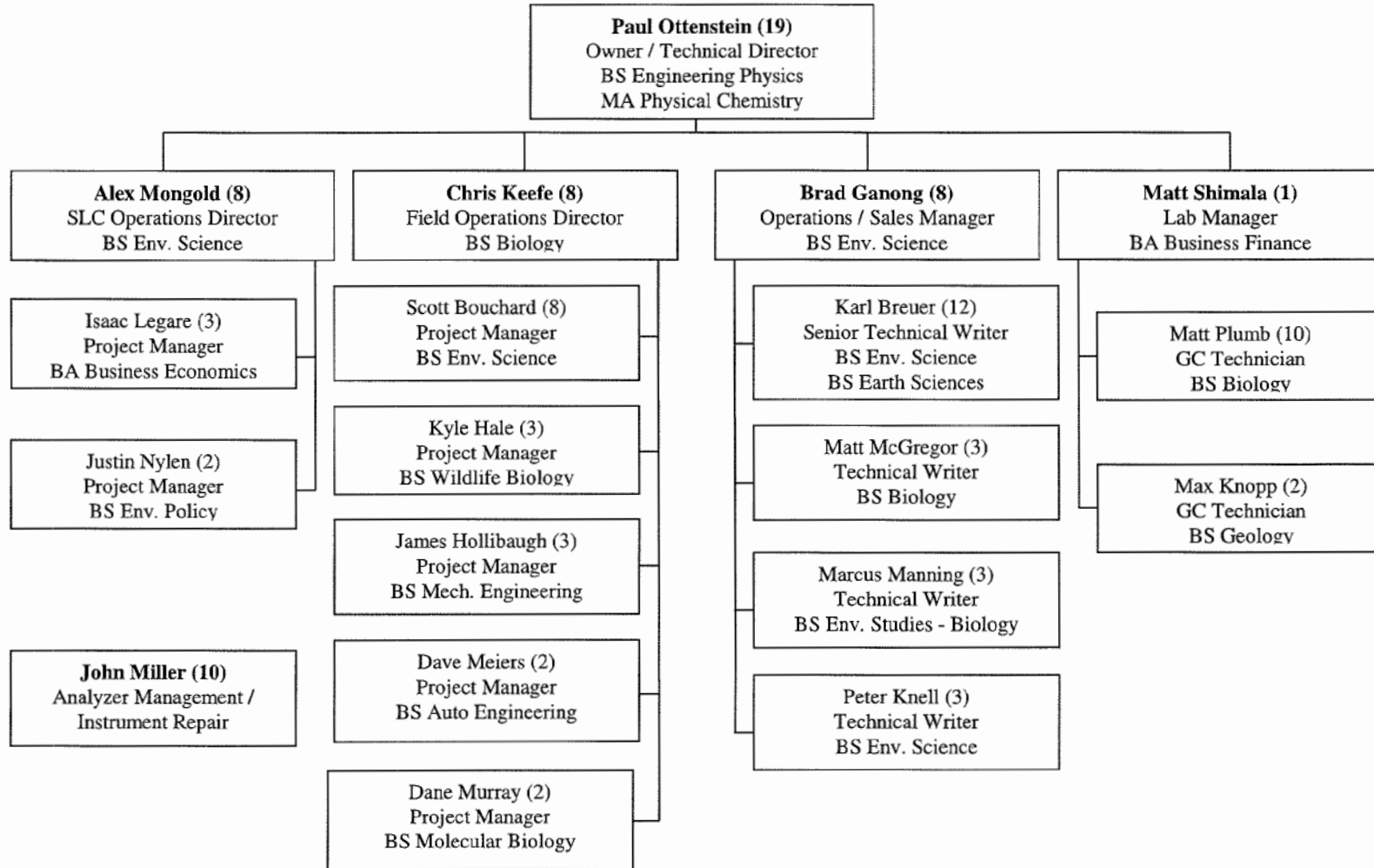


Figure 2.1 : Staff Organizational Chart

Project Number BAR9144
Test Proposal – Compliance Stack Emissions Testing (4-14-09)

3. Testing Schedule

A six-person test team will be required for four weeks to complete the testing. Testing will occur five days per week, primarily during daylight hours, during client requested dates in July of 2009. The schedule provided in Table 3.1 is an estimate. It is understood that production issues and other plant concerns may require that the schedule change. APT test teams will be flexible, and test according to the scheduling constraints imposed by Goldstrike personnel.

All Title V sources will have triplicate 6-minute Method 9 opacity observations recorded on the same day as the permit tests. Exhaust gas volumetric flow rate will be determined at all stacks during all tests to allow calculation of mass emission rates. The flow rate value will come from either a Method 29 sampling train (which effectively incorporates Methods 1 – 5) or from a Method 5 train (which incorporates Methods 1 – 4). Only System 5 does not require particulate or mercury testing. Methods 1 – 4 will be used at this source to allow calculation of mass emissions.

Project Number BAR9144

Test Proposal – Compliance Stack Emissions Testing (4-14-09)

Barrick Goldstrike Mines Inc. - Carlin, Nevada Mine Site Estimated Test Schedule Summary				
July 6 UA in town Safety in town, plant tour Start setup at Roaster	July 7 System 15, Roaster Mill Circuit #1 Method 29 3 runs, 2-hr each System 18, Roaster #1/2 Methods 5/202 3 runs, 2-hr each Methods 6, 7E, 25A 3 runs, 1-hr each	July 8 System 16, Roaster Mill Circuit #2 Method 29 3 runs, 2-hr each System 18, Roaster #1, #2 Method 29 3 runs, 2-hr each	July 9 System 19A, Roaster #1 Quench Tank Methods 5, 29 3 runs, 2-hr each System 19B, Roaster #2 Quench Tank Methods 5, 29 3 runs, 2-hr each	July 10 System 66 Autoclave Scrubbers 1, 2/3 Setup
July 13 System 66 Autoclave Scrubbers 1, 2/3 Methods 5, 202 3 runs, 2-hr each Method 11 3 runs, 1-hr each	July 14 System 66 Autoclave Scrubbers 1, 2/3 Method 29 3 runs, 2-hr each Method 6 3 runs, 1-hr each	July 15 System 66 Autoclave Scrubbers 4, 5/6 Setup	July 16 System 66 Autoclave Scrubbers 4, 5/6 Methods 5, 202 3 runs, 2-hr each Method 11 3 runs, 1-hr each	July 17 System 66 Autoclave Scrubbers 4, 5/6 Method 29 3 runs, 2-hr each Method 6 3 runs, 1-hr each
July 20 System 68, Refinery Method 29 3 runs, 2-hr each System 61 Carbon Reactivation Kiln #2 Method 29 3 runs, 2-hr each	July 21 System 68, Refinery Method 29 3 runs, 2-hr each System 61 Carbon Reactivation Kiln #2 Method 29 3 runs, 2-hr each	July 22 System 70, Assay Furnace Method 29 3 runs, 2-hr each System 61 Carbon Reactivation Kiln #2 Method 29 3 runs, 2-hr each	July 23 System 103B, Ore Fines, M5/202, 7E, 10 (6, 25A ⁽¹⁾) System 61 Carbon Reactivation Kiln #2 Methods 5/202 3 runs, 2-hr each	July 24 System 106, Autoclave Mixing Tank Methods 5/202 3 runs, 2-hr each System 5, Boiler #4 Methods 1-4, 7E 3 runs, 1-hr each
July 27 System 67 A, B, C Mercury Retort Circuit #1 – 3 Setup System 67A, Mercury Retort Circuit #1 Method 29 3 runs, 2-hr each	July 28 System 67B, Mercury Retort Circuit #2 Method 29 3 runs, 2-hr each System 67C, Mercury Retort Circuit #3 Method 29 3 runs, 2-hr each	July 29 Final Equipment Breakdown, Sample and Data Organization		
(1) The RFQ indicates SO ₂ and VOC testing at system 103B, although the permit may not require it. This can be addressed at the Test Protocol stage.				

Table 3.1 : Testing Schedule Summary

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Test Proposal – Compliance Stack Emissions Testing (4-14-09)

4. Methods

APT proposes to test in accordance with the U.S. Environmental Protection Agency (EPA) source emissions test methods listed in Table 4.1 below. The methods are referenced in 40 CFR Part 51, Appendix M (Method 202) and 40 CFR Part 60, Appendix A (all other methods). For all emission parameters in Table 4.1 with the Laboratory listed as “APT, On-site”, computer-reduced data will be provided to Goldstrike personnel during each test to allow an assessment of the unit performance during the test program.

Barrick Goldstrike Mines Inc. - Carlin, Nevada Mine Site Sampling and Analytical Methods Summary			
Gas Parameter	Method	Analytical Method	Laboratory
Gas Flow Rate	Methods 1, 2	thermocouple and draft gauge	APT on-site
Oxygen, Carbon Dioxide	Method 3A	paramagnetic and NDIR analyzers -Servomex Series 1400	
	Method 3	wet chemical analysis (Orsat or Fyrite apparatus)	
Moisture	Method 4	gravimetric / volumetric	
Sulfur Dioxide	Method 6	barium chloride / thorin titration	
Nitrogen Oxides	Method 7E	chemiluminescent analyzer -TECO Model 42	
Visible Emissions	Method 9	APT certified observer	
Carbon Monoxide	Method 10	gas filter correlation analyzer -TECO Model 48	
Hydrogen Sulfide	Method 11	iodometric titration	
Volatile Organic Compounds	Method 18 ⁽¹⁾ /25A	flame ionization analyzer -JUM Model VE-7 (or equivalent)	
Particulate Matter	Method 5	gravimetric	APT Arvada, CO
Condensible Particulate Matter	Method 202	gravimetric	
Mercury	Method 29	Cold vapor atomic absorption spectroscopy (CVAAS)	
(1) Method 18 samples will be collected in Tedlar bags for off-site methane/ethane analysis to correct field VOC data to non-methane/ethane values			

Table 4.1 : Sampling and Analytical Methods Summary

Project Number BAR9144
Test Proposal – Compliance Stack Emissions Testing (4-14-09)

5. Test Program Summary

At each of a variety of sources (as directed by Goldstrike personnel), sampling will be conducted for one or more of the pollutant parameters listed in Table 4.1. Stack gas volumetric flow rate and molecular weight measurements (Methods 1 - 4) will be conducted at each source to allow calculation of pollutant mass emission rates.

A "test" at each source will generally consist of triplicate 60-minute or 120-minute sampling periods, and will generally require at least one full test day. The mercury and particulate testing generally require 120-minute test runs, with a target volume (not a requirement) of 60 dry standard cubic feet (dscf). This will be adhered to at all sources by conducting 120-minute tests for PM and Hg at all sources. The 60 dscf target will generally be achieved except at the autoclave scrubber stacks where this would impose test times of 12 hours or more per test run with the collection of as much as 10 – 15 liters of condensate per test run.

Testing for a single pollutant or a similar group of pollutants can generally be accomplished with either a 2-person or 3-person test team (depending on the sampling location and pollutant). This proposal provides for a 6-person test team for the program to allow two full test teams to be working simultaneously, including a certified Method 9 observer. This size test team will be able to complete the testing in approximately 4 weeks (see the schedule in Section 3).

6. Test Method Details

6.1. Stack Gas Flow Rate and Moisture Content

Stack gas velocity, volumetric flow rate and H₂O content will be measured in accordance with Methods 1, 2 and 4.

Each sampling period will consist of conducting a temperature and differential pressure traverse of the stack using a K-type thermocouple and an S-type pitot tube. In order to ensure accurate gas velocity data, the S-type pitot tube (or tubes) used in the sampling program will be wind-tunnel calibrated prior to sampling. Although EPA Method 2 allows use of an assumed coefficient of 0.84 for geometrically calibrated S-type pitot tubes, the wind-tunnel calibration coefficient is considered more accurate and typically provides lower emission rates. At all sources, a cyclonic flow check will be performed and documented prior to emissions testing.

Concurrent with each traverse, a sample of gas for moisture determination will be extracted from the stack at a constant flow rate of approximately 0.75 cubic feet per minute (cfm). The gas sample will pass through a stainless steel probe, a series of 4 chilled glass impingers, and a calibrated dry gas meter.

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Prior to sampling, the first two impingers will each be seeded with 100 milliliters of water. The third impinger will be empty. The fourth impinger will be seeded with 250 grams of dried silica gel. Following sampling, the moisture gain in the impingers will be measured gravimetrically and volumetrically to determine the moisture content of the stack gas.

All of the above data will be combined to calculate the stack gas velocity and volumetric flow rate in units of feet per second (ft/sec) and standard cubic feet per hour (scfh).

6.2. Particulate Matter, PM₁₀, CPM

Particulate emissions will be determined in accordance with EPA Methods 1 through 5 and 202 (except System 19 which does not require condensable PM). For compliance demonstration purposes, all PM will be considered to be PM₁₀ as allowed in the permit.

Each Method 5 sampling period will consist of extracting a gas sample from the stack along a grid of points at an isokinetic flow rate. The gas sample will pass through an in-stack nozzle, a heated stainless steel or glass probe, across a tared glass fiber filter, through a series of chilled glass impingers, and through a calibrated dry gas meter. A sample of gas at the dry gas meter outlet will be collected in a Tedlar bag.

Following sampling, the moisture gain in the impingers will be measured volumetrically and gravimetrically to determine the moisture content of the stack gas. The filter and an acetone rinse of the probe and nozzle will be quantitatively recovered for gravimetric analysis to determine the PM content of the stack gas. The contents of the Tedlar bag will be analyzed for oxygen and carbon dioxide content with Orsat or Fyrite apparatus.

For the CPM (Method 202) measurement, prior to sampling, the first three impingers will be seeded with 100 milliliters of water each. The fourth impinger will be seeded with 250 grams of dried silica gel. Following sampling, the moisture gain in the impingers will be measured gravimetrically to determine the moisture content of the stack gas. The impinger contents will be collected, along with a series of methylene chloride rinses, for off-site gravimetric analysis using the procedures outlined in EPA Method 202. On-site nitrogen purging will be conducted when warranted by stack constituents.

The above data will be combined with concurrently collected flow data to calculate the particulate concentration and emission rate in units of grains per dry standard cubic foot (gr/dscf), pounds per hour (lb/hr), and any other client requested units.

6.3. Diluent (O₂ and CO₂), Nitrogen Oxides, Carbon Monoxide and Volatile Organic Compounds

Diluent, NO_x, CO and VOC emission concentrations will be measured in accordance with

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Methods 3A, 7E, 10 and 25A respectively. The Method 25A total hydrocarbon data will be corrected to non-methane/ethane (NMEOC) values using the results of off-site analysis of Tedlar bag samples in accordance with Method 18. The NMEOC values will be used for compliance demonstration.

Each sampling period will consist of extracting a gas sample from the stack at a constant flow rate of approximately three liters per minute (lpm). The sample will pass through a refrigeration-type gas conditioner to remove moisture, and into a Servomex Series 1400 paramagnetic O₂ / NDIR CO₂, a Thermo Environmental Instruments (TECO) Model 42 chemiluminescent NO_x analyzer, a TECO Model 48H gas filter correlation infrared CO analyzer, and a JUM Model VE-7 flame ionization analyzer (the gas conditioner will be bypassed for the VOC measurement). The gas concentrations will be displayed on the analyzer front panels in units of either parts per million, dry volume basis (ppmvd) or dry volume percent (%vd), logged as 1-minute averages to a computerized data acquisition system (CDAS), and recorded on a strip chart.

Before and after each sampling period, the analyzers will be challenged with EPA Protocol 1 calibration gases to calibrate the instruments, verify linearity of response, and quantify zero and span drift for the previous sampling period. To ensure no system bias, the analyzer calibrations will be conducted by introducing all gases to the analyzers at the sampling probe tip at stack pressure.

Following sampling, the CDAS data will be averaged in 1 minute increments, corrected for instrumental drift, and reported as average diluent and pollutant emission concentrations for each sampling period. The concentration data will be combined with concurrently collected stack gas flow rate data to calculate mass emission rates.

6.4. Visible Emissions

VEs will be observed and recorded by an APT EPA Method 9 certified opacity observer. Triplicate six-minute (a series of twenty four observations taken every fifteen seconds) observation periods will be conducted at each source where required.

6.5. Hydrogen Sulfide

H₂S concentrations will be determined in accordance with EPA Method 11.

Each sampling period will consist of extracting a gas sample from the stack at a constant flow rate of approximately 1 liter per minute. The gas sample will pass through a teflon sample line, through a series of five chilled midget glass impingers, and through a calibrated dry gas meter.

Prior to sampling, the first impinger will be seeded with 15 milliliters of 3% hydrogen

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peroxide. The second impinger will be empty. The third, fourth and fifth impingers will each be seeded with 15 milliliters of cadmium sulfate absorbing solution.

Following each sampling period, the contents of the third, fourth and fifth impingers will be recovered for subsequent iodometric analysis using the titration procedures outlined in Method 11. In accordance with Method 11, all titration will be conducted on-site within 1 hour of sampling.

The above laboratory and field data will be used to calculate the H₂S concentration in units of ppmvd. The concentration data will be combined with concurrently collected gas flow data to calculate emissions in units of lb/hr.

As a QA/QC measure, field blank samples of the sampling and analytical reagents will be collected and analyzed concurrent with the emission samples.

6.6. Sulfur Dioxide

Sulfur Dioxide (SO₂) emissions will be determined in accordance with EPA Method 6. Sampling procedures are similar to those described in Section 6.5 for hydrogen sulfide with the following modifications.

Prior to sampling, the first impinger will be seeded with 15 milliliters of 80% isopropyl alcohol to absorb SO₃ and H₂SO₄ from the gas stream. The second and third impingers will contain 15 milliliters of 3% hydrogen peroxide to absorb SO₂ from the gas stream. The fourth impinger will contain dried silica gel to absorb any remaining moisture from the gas stream.

Following sampling, the impinger contents will be quantitatively recovered for subsequent barium chloride / thiorin titration analysis (as detailed in Method 6) to determine the SO₂ emission concentrations. These data will be combined with stack gas flow data to calculate emissions in units of lb/hr.

6.7. Mercury

Mercury emissions will be determined in accordance with EPA Methods 1 – 4 and 29.

Each Method 29 sampling period will consist of extracting a gas sample from the stack along a grid of points at an isokinetic flow rate. The gas sample will pass through an in-stack nozzle, a heated glass probe, across a tared glass fiber filter, through a series of chilled glass impingers, and through a calibrated dry gas meter. A sample of gas at the dry gas meter outlet will be collected in a Tedlar bag.

At the start of sampling, the first two impingers will be filled with 100 ml of 10% hydrogen

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peroxide/5% nitric acid. The third impinger will be empty. The fourth and fifth impingers will contain 100 ml of 4% potassium permanganate/10% sulfuric acid. The sixth impinger will contain 250 grams of dried silica gel.

Following each sampling period, the filter, a series of dilute nitric acid rinses of the probe and nozzle, and the contents of the impingers will be recovered for subsequent CVAAS analysis. AAS analysis will be conducted using cold vapor (CV) for Hg in order to provide the lowest possible analytical detection limits. The contents of the Tedlar bag will be analyzed for flue gas O₂ and CO₂ content using an Orsat or fyrite instrument. The laboratory data will be combined with field data to calculate the total Hg emissions in units of micrograms per dry standard (1 atmosphere and 68°F) cubic meter (µg/dscm), µg/dscm corrected to 7% oxygen (µg/dscm @ 7% O₂), lb/hr and any other client-requested units.

6.7.1. Supplemental QA/QC Procedures – Mercury

As required by the method, a sample of unexposed impinger solutions and a set of three filters will be analyzed along with the emission samples. Additionally, a field blank will be acquired during the test program. The blank train will be assembled at the sampling location, leak checked three times, and recovered. The recoveries will be analyzed like a regulatory sample to quantify background concentrations.

7. Reporting

Reporting will comply with NDEP guidelines and Goldstrike requirements. Two draft test reports (Title V testing and NMCP) will be provided to the client no more than 30 days following completion of the field testing. Two (or more as needed) bound copies of the final reports, along with any requested electronic submittals, will be provided within 48 hours of acceptance of the draft report.

8. Warranties

8.1. Data Quality Assurance

APT guarantees that the delivered reports will be the results of the performance and operation of the calibrated instruments used in the field sampling program. Data will be reported as taken during testing, and will be converted to client requested tables, graphs, and units.

8.2. Equipment Quality Assurance

APT guarantees that all testing equipment supplied and used by APT during the field sampling program will operate in compliance with all reference method performance specifications in the applicable test methods. All testing equipment supplied and used by

Project Number BAR9144
Test Proposal – Compliance Stack Emissions Testing (4-14-09)

APT during the field sampling program will be modified, repaired, or replaced at the expense of APT promptly if it fails to function in accordance with applicable performance specifications.

9. Costs

Tables 9.1 and 9.2 provide the pricing by method and by source. The prices are complete and include all travel and living costs, equipment costs, sampling, analysis and reporting. Also included in the pricing is the preparation of a Test Protocol for review and acceptance by NDEP personnel. APT is able to commit to providing this document within 48 hours of award of the contract to APT. The price also includes the weekly transport of PM/CPM and mercury samples from the Carlin site to the APT Arvada laboratory for 1-week turn-around on the analytical work.

No additional charges from APT will be incurred by Goldstrike except for charges resulting from delays in the testing program which are in no way the fault of APT personnel. These delays will be billed at \$480 per hour to the extent that the 6-person test team remains on-site beyond the estimated schedule. If the test team remains on-site for additional days, living expenses will be charged at \$200 per person-day and equipment expenses will be charged at \$200 per test method per day. Weekend and/or evening work and/or mobilization, and work days in excess of eight hours will not result in premium charges.

Project Number BAR9144

Test Proposal – Compliance Stack Emissions Testing (4-14-09)

Barrick Goldstrike Mines Inc. - Carlin, Nevada Mine Site Periodic Source Testing Program Costs by Method			
<i>Activity</i>	<i>Test Team Size</i>	<i>Est. Hrs.</i>	<i>Cost</i>
Mobilization / Demobilization ⁽¹⁾ SLC, Utah → Carlin, NV	6-person	8 hrs (round-trip)	\$5,100
Full Equipment Setup Day Necessary at System 66 – one day per stack	3-person	8 hrs	\$2,550
Method 29 Hg Testing 3 runs, 2-hrs each	3-person	10 - 12 hrs	\$5,200
Methods 5/202 PM/CPM Testing 3 runs, 2-hrs each (includes 3 x 6-min M9)	3-person	8 – 10 hrs	\$3,500
Methods 1 – 4 Exhaust Flow Testing 3 runs, 1-hr each (includes 3 x 6-min M9)	3-person	8 hrs	\$2,900
Method 6 SO ₂ Testing 3 runs, 1-hr each (added to M 5/202 source)	No change	No change	Add \$400
Method 11 H ₂ S Testing 3 runs, 1-hr each (added to M 5/202 source)	No change	No change	Add \$400
Method 7E NO _x Testing 3 runs, 1-hr each (added to M 5/202 source)	No change	No change	Add \$200
Method 10 CO Testing 3 runs, 1-hr each (added to M 5/202 source)	No change	No change	Add \$200
Methods 18/25A VOC Testing 3 runs, 1-hr each (added to M 5/202 source)	No change	No change	Add \$400
(1) Goldstrike will be charged SLC mobilization amounts, even if projects necessitate staffing from the Arvada, Colorado facility.			

Table 9.1 : Testing Costs Summary by Method

Project Number BAR9144

Test Proposal – Compliance Stack Emissions Testing (4-14-09)

Barrick Goldstrike Mines Inc. - Carlin, Nevada Mine Site Periodic Source Testing Program Costs by Source			
Activity	Test Days	Table 9.1 Charges	Total Cost
Mob / Demob, SLC, Utah → Carlin, NV	1 day, 6-person	\$5,100	\$5,100
System 5, Boiler #4 Methods 1 – 4, 7E	1 day, 3-person	\$2,900 + \$200	\$3,100
System 15, Roaster Mill Circuit #1 Method 29	1 day, 3-person	\$5,200	\$5,200
System 16, Roaster Mill Circuit #2 Method 29	1 day, 3-person	\$5,200	\$5,200
System 18, Roaster #1 / #2 Method 29, Methods 1-5/202, 6, 7E, 18/25A	2 days, 3- person	\$5,200 + \$3,500 + \$400 + \$200 + \$400	\$9,700
System 19A/B, Roaster #1/#2 Quench Tanks (2) Method 29, Methods 1-5 (no 202) ⁽¹⁾	2 days, 3- person	2 x \$5,200	\$10,400
System 61, Carbon Reactivation Kiln #2 Method 29 (x 3), Methods 1-5/202	4 days, 3- person	3 x \$5,200 + \$3,500	\$19,100
System 66, Autoclave Scrubbers (4) Method 29, Methods 1-5/202, 6, 11	6 days, 6- person	4 x (\$2,550 + \$5,200 + \$3,500 + \$400 + \$400)	\$48,200
System 67A/B/C, Mercury Retort Circuit (3) Method 29	3 days, 3- person	3 x \$5,200	\$15,600
System 68, Refinery (2) Method 29	2 days, 3- person	2 x \$5,200	\$10,400
System 70, Assay Furnace Method 29	1 day, 3-person	\$5,200	\$5,200
System 103B, Ore Fines Methods 1-5/202, 7E, 10 (6, 18/25A ⁽²⁾)	1 day, 3-person	\$3,500 + \$200 + \$200 + (\$400 + \$400 ⁽²⁾)	\$3,900 (\$4,700 ⁽²⁾)
System 106, Autoclave Mixing Tank Methods 1-5/202	1 day, 3-person	\$3,500	\$3,500
Estimated Total		\$144,600 (\$145,400 ⁽²⁾)	
(1) System 19A/B apparently does not require CPM testing. If this is the case, the Method 29 sampling train may be used for the front half PM measurement at no extra charge beyond the Method 29 cost. (2) The RFQ indicates SO ₂ and VOC testing at 103B. The permit does not make this requirement clear, and pricing is provided with or without this extra testing.			

Table 9.2 : Testing Costs Summary by Source

9

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No. 18-17246

IN THE UNITED STATES COURT OF APPEALS
FOR THE NINTH CIRCUIT

BULLION MONARCH MINING, INC.,

Plaintiff-Appellant,

v.

BARRICK GOLDSTRIKE MINES, INC.,

Defendant-Appellee.

APPEAL
from the United States District Court
for the District of Nevada
Miranda M. Du, District Judge, Presiding
D.C. No. 3:09-CV-612-MMD-WGC

**APPELLANT'S EXCERPTS OF RECORD
VOLUME 9 OF 9 (UNDER SEAL)**

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UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA

BULLION MONARCH MINING, INC.,

Plaintiff,

vs.

BARRICK GOLDSTRIKE MINES, INC.,

Defendant.

Case No. 03:09-CV-612-MMD-WGC

[FILED UNDER SEAL]

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21	Form of Proposal: Stack Emissions Testing Project, BAR-J0000559-74 [FILED UNDER SEAL]	1	237–252
22	Contract Summary, BAR-J0001027 [FILED UNDER SEAL]	2	253
23	Tony Astorga Email Re: Authorization to Close Contracts, BAR-J0008295 [FILED UNDER SEAL]	2	254
24	Deposition Excerpts of Andy Bolland, dated March 21, 2018 [FILED UNDER SEAL]	2	255–265
25	Barrick Meeting Minutes, BAR-J0029346 [FILED UNDER SEAL]	2	266
26	Nevada Department of Taxation Net Proceeds of Minerals Tax Statement of Gross Yield and Claimed Net Proceeds [FILED UNDER SEAL]	2	267–269
27	Andy Cole Correspondence to Nevada Division of Environmental Protection, BAR-J0009832-33 [FILED UNDER SEAL]	2	270–271
28	Deposition Excerpts of Rich Haddock, dated March 21, 2018 [FILED UNDER SEAL]	2	272–285
29	Chart of Entity Addresses and Officers, BAR-J0006190-94 [FILED UNDER SEAL]	2	286–290
30	Barrick's Annual Resolution of the Board of Directors, BAR-J0002223-38 [FILED UNDER SEAL]	2	291–306
31	Barrick's Regional Crisis Management Plan, BAR-J0003156-71 [FILED UNDER SEAL]	2	307–322
32	Barrick's Office List, BAR-J0004176-78 [FILED UNDER SEAL]	2	323–325
33	Barrick Goldstrike Mines, Inc.'s Responses to Bullion Monarch Mining, Inc.'s Jurisdictional Requests for Production of Documents, dated November 30, 2017 [FILED UNDER SEAL]	2	326–344
34	Excerpts of Barrick's Annual Information Form for Year Ended December 31, 2009	2	345–348
35	Elko Daily Article "Barrick Opens Office in Henderson," by Marianne Kobak McKown, dated September 27, 2015	2	349–353
36	Barrick Goldstrike Mines Inc. Nevada Secretary of State Business Entity Information	2	354–358
37	Elko Daily Article "Goldstrike Focused on Being Best in Class," by Marianne Kobak McKown, dated June 11, 2016	2	359–368

1 Dated this 11th day of May, 2018.

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CERTIFICATE OF SERVICE

Pursuant to Fed. R. Civ. P. 5 and Local Rule 5-4, I certify that I served the foregoing “Tabs 22–33 of Appendix of Exhibits to ‘Opposition to Renewed Motion to Dismiss’ (Volume 2)” through the U.S. Mail, postage pre-paid, and by electronic mail to the following:

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Dated this 11th day of May, 2018.

/s/ Adam Crawford
An Employee of Lewis Roca Rothgerber Christie LLP

Contract Summary
FILED UNDER SEAL

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