

BUK TOPCO LIMITED
Company Number 7123187
(the "Company")

WRITTEN RESOLUTION OF THE SOLE MEMBER OF THE COMPANY


17 February 2010

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution

SPECIAL RESOLUTION

IT WAS RESOLVED THAT The Company's name be changed to
AFRICAN BARRICK GOLD LIMITED

The undersigned, being the sole member of the Company and entitled to vote on the special resolution stated above on 17 February 2010, hereby irrevocably agrees to the above special resolution



Signed by: Barrick Gold Corporation

Date



Faith Teo
Senior Counsel and
Corporate Secretary

Neil E. Veenman
or Vice-President, Assistant General
Counsel and Secretary

WEDNESDAY



"LSFWGHL6"

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17/02/2010

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COMPANIES HOUSE



FILE COPY

**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 7123187

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

BUK TOPCO LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England/Wales; has changed its name to:

AFRICAN BARRICK GOLD LIMITED

Given at Companies House on 17th February 2010

