

AFRICAN BARRICK GOLD LIMITED

Company Number 7123187

(the "Company")

**STATEMENT OF COMPLIANCE PURSUANT TO SECTION 644(5) OF THE
COMPANIES ACT 2006 (THE "ACT")**

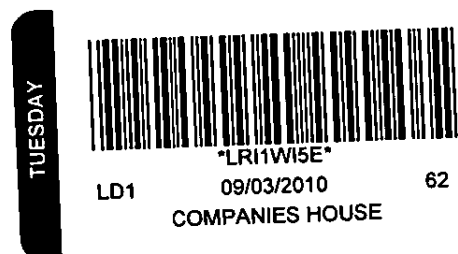
This statement of compliance is made on 9 March 2010, for the purpose of registering with Companies House in England and Wales, a special resolution of the Company of 9 March 2010 relating to a reduction of the share capital of the Company in accordance with Chapter 10 of the Companies Act 2006 (the "**Special Resolution**", a copy of which is attached hereto as **Exhibit I**)

We, the directors named below (being all the directors of the Company as at the date of this statement), do hereby confirm that

- The solvency statement made by the directors of the Company pursuant to Section 643 of the Act, (a copy of which is attached hereto as **Exhibit II**), was made not more than 15 days before the date on which the Special Resolution was passed
- The Special Resolution was provided to the members of the Company in accordance with Section 642(2) of the Act, prior to those members passing the Special Resolution

Signed by

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Aaron W Regent, Director

Date 9 March 2010

Kevin Jennings, Director

Date 2010

James Cross, Director

Date 2010

Andre Falzon, Director

Date 2010

Robert Godsell, Director

Date 2010

Greg Hawkins, Director

Date 2010

Michael Kenyon, Director

Date 2010

Stephen Galbraith, Director

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Derek G Pannell, Director

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Date . 2010

James Cross, Director

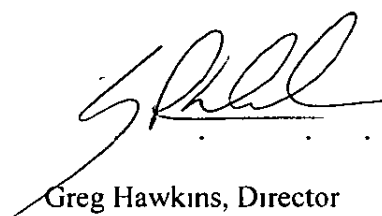
Date 2010

Andre Falzon, Director

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Robert Godsell, Director

Date . 2010



Greg Hawkins, Director

Date *9 March* 2010

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Date 2010

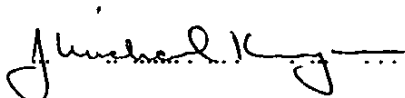
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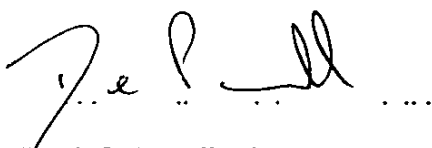
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Date 2010

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Stephen Galbraith, Director

Date 2010



Derek G Pannell, Director

Date . 9 March 2010