Notice of 2017 Annual Meeting

Meeting Information

Date: April 25, 2017
Time: 10:00 a.m., Toronto time
Location: John Bassett Theatre of the Metro Toronto Convention Centre
          255 Front Street West, Toronto, Ontario, Canada

Fellow Shareholders:

You are invited to attend Barrick’s 2017 Annual Meeting of Shareholders (the "Meeting") at which you will be asked to vote:

- To elect 15 director nominees;
- To appoint PricewaterhouseCoopers LLP as our auditor for 2017; and
- To approve our non-binding advisory vote on our approach to executive compensation.

Shareholders will also transact any other business properly brought before the Meeting. Following the conclusion of the formal business of the Meeting, management will make a presentation on Barrick’s 2016 operating and financial results and strategic priorities.

Barrick’s Board of Directors has approved the contents of this Notice and Circular and the sending of this Notice and Circular to our shareholders, each of our directors, and our auditor.

If you plan to attend the Meeting in person, you will need to register with our transfer agent, CST Trust Company ("CST"), at the registration desk to obtain an admission card before entering the Meeting. Please see page 5 for further instructions.

If you are unable to attend the Meeting in person, you may view the live webcast of the Meeting on our website at www.barrick.com.

Your vote is important. As a shareholder, it is very important that you read this material carefully and then vote your common shares of Barrick ("Common Shares"). You are eligible to vote your Common Shares if you were a shareholder of record at the close of business on February 24, 2017. You may vote in person or by proxy. Please see page 4 for further instructions on how you can vote.

By Order of the Board of Directors,

Dana W. Stringer
Vice President, Corporate Secretary and Associate General Counsel
March 17, 2017

General Information

In this Circular, "you", "your" and "shareholder" refer to the common shareholders of Barrick. "We", "us" or "our", "the Company" and "Barrick" refer to Barrick Gold Corporation, unless otherwise indicated. Information in this Circular is as of March 16, 2017, unless otherwise indicated. All references to US $ or $ are to U.S. dollars and all references to Cdn $ are to Canadian dollars. The annual average exchange rate for 2016 reported by the Bank of Canada was US $1.00 = Cdn $1.3248.