

Bill of Sale for Existing Equipment

Barrick Goldstrike Mines Inc. (the "Seller"), a Colorado corporation, whose address is P.O. Box 29, Elko, Nevada 89801, in consideration of the sum of US\$190 million paid to it, receipt of which is hereby acknowledged, by these presents does hereby sell, convey, assign, transfer and deliver unto Barrick Capital Corporation (the "Buyer"), an Irish corporation, whose address is P.O. Box 3657, AIB International Centre, I.F.S.C., Dublin 1, Ireland, its successors and assigns, all of the assets (the "Assets") listed in Schedule A hereto. Notwithstanding the foregoing, (1) the term "Assets" shall not include any Excluded Asset (as defined hereafter), and (2) the Seller does not sell, convey, transfer or deliver unto the Buyer, its successors and assigns, and any purported sale, conveyance, transfer or delivery hereunder shall be expressly void ab initio with regard to, any Excluded Asset. For purposes hereof, "Excluded Asset" shall mean any asset which constitutes an ownership interest in an unpatented mining claim or millsite located and maintained pursuant to the United States Mining Law of 1872, as amended, the holding of which by foreign entities is prohibited thereunder. The Assets are conveyed subject to the lien and security interest created by that certain Deed of Trust, Mortgage, Security Agreement, Financing Statement and Assignment of Proceeds, Rents and Leases dated as of March 22, 1989, as amended, among the Seller and certain banks (the "Banks") described therein, as amended.

The Assets are sold "as is" and "where is", without warranties or representations, expressed or implied.

And the Seller hereby constitutes and appoints the Buyer, its successors and assigns, the Seller's true and lawful attorney and attorneys, with full power of substitution, in the Seller's name and stead, by, on behalf of and for the benefit of the Buyer, its successors and assigns, to demand and receive any and all of the Assets transferred hereunder and to give receipts and releases for and in respect of the same, and any part thereof, and from time to time to institute and prosecute in the Seller's name, or otherwise, at the expense and for the benefit of the Buyer, its successors and assigns, any and all proceedings at law, in equity or otherwise, which the Buyer, its successors or assigns, may deem proper for the possession of any of the Assets transferred hereunder

and to do all acts and the things in relation to the Assets transferred hereunder which the Buyer, its successors or assigns, shall deem desirable, the Seller hereby declaring that the foregoing powers are coupled with an interest and are and shall be irrevocable by the Seller in any manner or for any reason whatsoever.

And the Seller further covenants and agrees that from time to time, at the request of the Buyer and without further consideration, it will execute and deliver such documents and take such other action as the Buyer may reasonably request in order to consummate more effectively the transactions contemplated hereby. In particular, the Seller undertakes to execute and deliver such documents as may be reasonably necessary to sell, convey and transfer to the Buyer any Excluded Asset when the unpatented mining claims and millsites held by Seller become patented.

And the Seller further covenants and agrees that the covenants and agreements herein contained shall be binding upon its successors and assigns and shall inure to the benefit of the successors and assigns of the Buyer.

IN WITNESS WHEREOF, this Bill of Sale has been
duly executed and delivered by a duly authorized officer
of the Seller and accepted by a duly authorized officer
of the Buyer as of the 1st day of November, 1992, in the
City of New York, New York. *lv*

BARRICK GOLDSTRIKE MINES INC.

By: *S. Nicklam*
Title: Vice-President, Finance

~~ATLANTA HOLDINGS (in the process
of changing its name to BARRICK
CAPITAL CORPORATION)~~

By: *W. J. Lewis*
Title: Director

DAVID K. FREDERICKS
Notary Public, State of New York
No. 31-5001290
Qualified in New York County
Commission Expires August 1, 1994

My Commission Expires:

Notary Public

David K. Fredericks

SEAL

who acknowledged that he executed the instrument,
the person whose name is subscribed to the above instrument,
CAPITAL CORPORATION, personally known (or proved) to me to be
HOLDINGS (in the process of changing its name to BARRICK

Charles William David Birchall, the Director of CAPITAL
sonally appeared before me, a notary public,
on the 19th day of November, 1992, per-

STATE OF NEW YORK)
COUNTY OF NEW YORK)
ss. :
DAVID K. FREDERICKS
Notary Public, State of New York
No. 31-5001290
Qualified in New York County
Commission Expires August 1, 1994

My Commission Expires:

Notary Public

David K. Fredericks

SEAL

ment, who acknowledged that he executed the instrument.
be the person whose name is subscribed to the above instru-
GOLDSTRIKE MINES INC., personally known (or proved) to me to
Robert B. Wickham, the Vice-President, Finance of BARRICK
sonally appeared before me, a notary public,
on the 24th day of November, 1992, per-

STATE OF NEW YORK)
COUNTY OF NEW YORK)
ss. :

SCHEDULE A

TO BILL OF SALE FOR EXISTING EQUIPMENT FROM
 BARRICK GOLDSTRIKE MINES INC. (THE SELLER) TO
 BARRICK CAPITAL CORPORATION (THE BUYER)

I. THE PHASE I AND II MILLS, AND ALL MACHINERY, PLANT AND
 EQUIPMENT ASSOCIATED WITH THE PHASE I AND II MILLS, INCLUD-
 ING WITHOUT LIMITATION THE FOLLOWING FIXED ASSETS HAVING A
 VALUE IN EXCESS OF \$20,000.00:

Asset	Number	Description
07-06-001	07-06-010	MILL Housing
07-06-010	07-06-020	CIP Transfer MILL Machine Shop
07-06-020	07-06-024	MILL Housing and Equipment
07-06-024	07-06-027	Retain Wall/Cleanup Runway CIL
07-06-027	07-06-028	Heat Tape Crusher & Mill
07-06-028	07-06-029	Dust Suppression
07-06-029	07-06-033	Concrete Spillage Containment
07-06-033	07-06-038	Process Maintenance Shop
07-06-038	07-06-039	MILL Housing
07-06-039	07-06-041	CIP Transfer Oxide MILL
07-06-041	07-06-043	MILL Maintenance Mezzanine
07-06-043	07-06-056	MILL - 6000 STPD/HVAC Mechanic
07-06-056	07-06-058	Berg Insert DOM Ball MILL
07-06-058	07-06-061	MILL Maintenance Shop
07-06-061	07-06-062	Oxide MILL
07-06-062	06-01-008	Transformer & MCC
06-01-008	06-01-010	Vibrating Screen
06-01-010	06-01-011	Discharge Trunion Liner
06-01-011	06-01-014	Warman Slurry Pump
06-01-014	06-01-016	Ziegler Valve
06-01-016	06-01-021	Lubritio II Lube System
06-01-021	06-01-021	Chute for Sag MILL
06-01-021	06-01-027	Design and Shop Fabrication
06-01-027	06-01-031	Helical Pinion w/Shaft Intergr
06-01-031	06-01-036	Inching Drive for DOM & Ball MILL
06-01-036	06-01-038	Upgrade CIL Feed Pump
06-01-038	06-01-039	Screening Machine
06-01-039	06-01-039	CIL Piping Modifications
06-01-039	06-01-052	Payment #2 CIL Piping
06-01-052	06-01-056	Derrick Vibrating Trash Screen
06-01-056	06-01-058	Cone Crusher
06-01-058	06-01-059	Derrick Carbon Safety Screen
06-01-059	06-01-061	Clarkson Hydraulic Valves
06-01-061	06-01-062	Allen Bradley Drives
06-01-062	06-01-063	Strip Circuit Pipe Insulation
06-01-063	06-01-065	Motor, 1250 HP
06-01-065	06-01-068	Capital Spares - Gear Reducer
06-01-068	06-01-069	Capital Spares - Multi-Port
06-01-069		Capital Spare - Flash Choke

Located on certain of the WS unpatented millsites situated in N 1/2 of Section 29 and portions of the E 1/2, E 1/2W 1/2 and W 1/2NW 1/4 of Section 20, Township 36 North, Range 50 East, Mountain Diablo Meridian, Eureka County, Nevada.

II. THE PHASE I AND II AUTOClaves, AND ALL MACHINERY, PLANT AND EQUIPMENT ASSOCIATED WITH THE PHASE I AND II AUTOClaves, INCLUDING WITHOUT LIMITATION THE FOLLOWING FIXED ASSETS HAVING A VALUE IN EXCESS OF \$20,000.00:

Asset	Number	Description
06-10-001	06-10-002	Adjustable Frequency AC Drive
06-10-002	06-10-008	Grey Water Pump
06-10-008	06-10-009	Particle Size Monitor
06-10-009	06-10-010	chip screen Replacement
06-10-010	06-10-019	CIL Launder Replacement
06-10-019	07-08-005	Manlift, Simon
07-08-005	07-08-005	Site Service Piping Systems
07-08-005	07-08-010	Site Services Wire & Cable
07-08-010	07-08-010	Plant Pumphouse H.V.A.C.
07-08-010	07-08-010	Water Treatment
07-08-010	07-08-018	Plant Pumphouse
07-08-018	07-08-019	Plant Pumphouse Equipment THIC
07-08-019	07-08-020	Plant Pumphouse Bin Activators
07-08-020	07-08-021	Plant Pumphouse Equipment Agitator
07-08-021	07-08-023	Plant Pumphouse Equipment Lime
07-08-023	07-08-025	Plant Pumphouse Equipment Over
07-08-025	07-08-026	Pump House Equipment Sump Pump
07-08-026	07-08-028	Pump House Equipment Water Pump
07-08-028	07-08-029	Pump House Equipment Bins
07-08-029	07-08-031	Pump House Equipment Tanks & Pump
07-08-031	07-08-032	Pump House Equipment Distribution
07-08-032	07-08-033	Pump House Equipment Package S
07-08-033	07-08-034	Pump House Piping Systems
07-08-034	07-08-035	Pump House Equipment Process E
07-08-035	07-08-037	Pump House Equipment Switchgear
07-08-037	07-08-038	Pump House Equipment 480 Volt
07-08-038	07-08-039	Pump House Equipment Variable
07-08-039	07-08-055	Pump House Equipment Instruments
07-08-055	07-08-055	Oxide Plant Housing Structural
07-08-055	07-08-060	Improved Shell Lining
07-08-060	07-08-060	Oxide Plant Equipment Strainers
07-08-060	07-08-062	GEHO Strainer Bypass System
07-08-062	07-08-062	Oxide Plant Equipment
07-08-062	07-08-063	Water Treatment
07-08-063	07-08-063	Oxide Plant Equipment Agitator
07-08-063	07-08-065	Agitator Hub Upgrade
07-08-065	07-08-066	Oxide Plant Equipment Vaporizer
07-08-066	07-08-067	Oxide Plant Equipment Boilers
07-08-067		Oxide Plant Equipment Stacks

LRC/102292A

ASSET NUMBER	MANUFACTURER	MODEL	SERIAL NUMBER
13-01-123	HITACHI	EX-1800	182-00135
13-01-131	HITACHI	EX-3500	185-00108
13-01-132	HITACHI	EX-3500	185-00109
13-01-134	HITACHI	EX-3500	185-00117
13-01-135	HITACHI	EX-3500	185-0210
13-01-141	P & H	2800XPA	2800XPA-E54615
13-01-142	P & H	2800XPA	2800XPA-E54625
13-01-143	P & H	2800XPA	2800XPA-E54975

IV. MINE EQUIPMENT-SHOVELS

Asset Number	Description
07-07-001	Gyratory Crusher

III. CRUSHER

Located on certain of the WS unpatented millsites situated in N 1/2 of Section 29 and portions of the E 1/2, E 1/2W 1/2 and W 1/2NW 1/4 of Section 20, Township 36 North, Range 50 East, Mountain Diablo Meridian, Eureka County, Nevada.

07-08-068	Oxide Plant Equipment Compressor
07-08-070	Oxide Plant Equipment Sump Pump
07-08-071	Oxide Plant Equipment Tanks
07-08-072	Oxide Plant Equipment
07-08-073	Oxide Plant Equipment
07-08-074	Oxide Plant Equipment Package
07-08-075	Oxide Plant Equipment Piping S
07-08-076	Oxide Plant Equipment Alloy PI
07-08-077	Oxide Plant Equipment Process
07-08-078	Oxide Plant Equipment Switchgears
07-08-079	Oxide Plant Equipment Transformer
07-08-080	Oxide Plant Equipment 480V Motor
07-08-083	Oxide Plant Equipment Variable
07-08-084	Oxide Plant Equipment Instrument
07-08-085	Oxide Plant Equipment Special
07-08-086	Oxygen Dip Tubes - Capital
07-08-090	Cooling Tower
07-08-090	Cooling Tower Equipment
07-08-090	Cooler System Upgrade
07-08-095	Gas Facilities Pipe Racks
07-08-100	Maintenance Housing
07-08-101	Capital Spares - Autoclave
07-08-204	Boiler Heat Exchanger
07-08-205	Allen Bradley Drive

BOOK 242 PAGE 237
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Barrick Goldstrike Mines, Inc.
92 DEC -1 P2:39
EUREKA COUNTY, NEVADA
M.N. REBAL EATL. RECORDER
FILE NO. 143302
FEE \$ 12.00

BOOK 242 PAGE 244

COPY

DECLARATION OF VALUE

Recording Date Dec 1, 1992 Book 242 Page 237 Instrument # 143302

Full Value of Property Interest Conveyed \$ -0-

Less Assumed Liens & Encumbrances -

Taxable Value (NRS 375.010, Section 2) \$ -0-

Real Property Transfer Tax Due \$ -0-

If exempt, state reason. NRS 375.090, Section ONE Explain: _____

EVREKA COUNTY

NRS 375.090 includes certain exemptions to the real property transfer tax, including subsection (1) which exempts from the transfer tax any transaction in which any interest in real property is encumbered for the purpose of securing debt. The company has received an advisory opinion from the Nevada Department of Taxation dated 11/13/92 holding that the transaction, of which the bill of sale is a part, is a transaction under which the interest in real property is encumbered for the purpose of securing the transferor's debt.

INDIVIDUAL

Under penalty of perjury, I hereby declare that the above statements are correct.

Signature of Declarant

R.L. CHAPMAN, ADMINISTRATIVE SUPERINTENDENT

Name (Please Print)

BARRECK GOLDSTRIKE MINES, INC.

P.O. BOX 29

Address

City

State

Zip

ESCROW HOLDER

Under penalty of perjury, I hereby declare that the above statements are correct to the best of my knowledge based upon the information available to me in the documents contained in the escrow file.

Signature of Declarant

Name (Please Print)

Escrow Number

Firm Name

Address

City

State

Zip