

Edgar Filing: BARRICK GOLD CORP - Form 11-K

BARRICK GOLD CORP
Form 11-K
June 28, 2002

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 11-K

ANNUAL REPORT
PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the year ended December 31, 2001

HOMESTAKE 401(k)
RETIREMENT SAVINGS PLAN
(Full title of Plan)

BARRICK GOLD CORPORATION
(Issuer of Securities Held Pursuant to the Plan)

Suite 2700, 200 Bay Street
Toronto, Canada M5J 2J3
(Address of principal executive offices)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Trustees (or other persons who administer the Plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

HOMESTAKE 401(k) RETIREMENT SAVINGS PLAN

By: /s/ Jeff A. Swinoga

Jeff A. Swinoga
Director, Treasury Finance

June 28, 2002

Item 1. Financial Statements and Exhibits

- a. Financial Statements for the two years ended December 31, 2001 and 2000 and Supplemental Schedule as of and for the year ended December 31, 2001 and Report of Independent Accountants

- b. Exhibit No. 23

Consent of PricewaterhouseCoopers LLP

Edgar Filing: BARRICK GOLD CORP - Form 11-K

Homestake 401(k)
Retirement Savings Plan

Financial Statements
As of December 31, 2001 and 2000
and for the year ended December 31, 2001

Homestake 401(k) Retirement Savings Plan
Table of Contents

Report of Independent Accountants

Financial Statements

Statements of Net Assets Available for Benefits as of December 31, 2001 and 2000

Statement of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2001

Notes to Financial Statements

Supplemental Schedule

Schedule of Assets Held for Investment Purposes at December 31, 2001

Report of Independent Accountants

To the Participants and Administrator of
Homestake 401(k) Retirement Savings Plan

In our opinion, the accompanying statements of net assets available for benefits and the related statement of changes in net assets available for benefits present fairly, in all material respects, the net assets available for benefits

Edgar Filing: BARRICK GOLD CORP - Form 11-K

of the Homestake 401(k) Retirement Savings Plan (the "Plan") at December 31, 2001 and 2000, and the changes in net assets available for benefits for the year ended December 31, 2001, in conformity with accounting principles generally accepted in the United States of America. These financial statements are the responsibility of the Plan's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with auditing standards generally accepted in the United States of America, which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

June 21, 2002

Homestake 401(k) Retirement Savings Plan
 Statement of Net Assets Available for Benefits
 As of December 31, 2001 and 2000
 (in thousands)

	2001	2000
Assets		
Investments:		
Mutual Funds	\$ 5,519	\$ 6,948
Common/Collective Trusts	2,828	2,402
Barrick Gold Corporation Stock Fund	568	-
Homestake Mining Company Stock Fund	-	559
Personal Choice Retirement Accounts	20	-
	-----	-----
	8,935	9,909
	-----	-----
Participant loans	266	397
	-----	-----
Total assets	9,201	10,306

Edgar Filing: BARRICK GOLD CORP - Form 11-K

Net assets available for benefits	----- \$ 9,201 =====	----- \$ 10,306 =====
-----------------------------------	----------------------------	-----------------------------

The accompanying notes are an integral part of these financial statements.

2

Homestake 401(k) Retirement Savings Plan
Statement of Net Assets Available for Benefits
For the year ended December 31, 2001
(in thousands)

Additions to net assets attributed to:		
Interest and dividends		\$ 150
Net appreciation in the fair value of investments		51
Participant loan interest		28

		229
		=====
Contributions:		
Employer, in cash		268
Participants, in cash		795
Forfeitures		(4)

		1,059

Total additions		1,288

Deductions from net assets attributed to:		
Benefits paid to participants		2,393

Total deductions		2,393

Net decrease		(1,105)
Net assets available for benefits		
Beginning of year		10,306

End of year		\$ 9,201
		=====

The accompanying notes are an integral part of these financial statements.

3

Homestake 401(k) Retirement Savings Plan
Notes to Financial Statements
(in thousands)

Edgar Filing: BARRICK GOLD CORP - Form 11-K

1. Description of the Plan

The following description of the Homestake 401(k) Retirement Savings Plan (the Plan) provides only general information. Participants should refer to the full Plan document for a more complete description of the Plan's provisions.

On December 14, 2001, Barrick Gold Corporation (Barrick) completed its acquisition of Homestake Mining Company (Homestake). Under the terms of the merger agreement, each share of Homestake common stock was converted in 0.53 Barrick common shares, and Homestake became a wholly owned subsidiary of Barrick.

Barrick assumed sponsorship of the Plan as the successor to Homestake.

General

The Plan is a defined contribution profit sharing plan (designed to be qualified under Internal Revenue Code Sections 401(a) and 401(k)) covering all Homestake employees of the Barrick's operations in Lead, South Dakota who are covered by a collective bargaining agreement and have completed three months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

The Plan is administered by Barrick. Charles Schwab Retirement Plan Services, Inc. is the Plan's recordkeeper and investment advisor, and Charles Schwab Trust Company is the Trustee.

Contributions

Participation is voluntary. Participants may make pre-tax contributions only of between 1% and 16% of compensation subject to Internal Revenue Code limitations.

Participant's contributions, not exceeding 6% of wages or salary are matched 50% by Homestake.

Participants may make a rollover contribution to the Plan of amounts previously contributed to another qualified plan. Rollover contributions are not matched.

Each participant may cause some or all of their current or cumulative contributions, including any amounts contributed by Homestake to match contributions, to be invested in one or more of the investments made available through the Plan.

4

Homestake 401(k) Retirement Savings Plan
Notes to Financial Statements
(in thousands)

Participants' Accounts

A separate account is maintained for each participant. Each participant's account is directly credited with the participant's contribution and Homestake's matching contribution. Net earnings from each investment fund, including appreciation (depreciation) in fair

Edgar Filing: BARRICK GOLD CORP - Form 11-K

value, are allocated to each participant's account based on the ratio which the participant's account balance in that investment fund bears to the total of all participants' account balances in that investment fund.

Vesting

Participant contributions and any income (loss) thereon are fully vested at all times. Homestake matching contributions and any income (loss) thereon are vested 60% after three years of service, 80% after four years of service, and 100% after five years of service, on attainment of age 65, or on the occurrence of death or disability.

Payment of Benefits

The Plan permits withdrawal of contributions upon:

- (1) Termination of employment;
- (2) Attainment of age 59 1/2;
- (3) Death (with vested account balance paid to designated beneficiary);
- (4) Hardship.

Distribution of benefits can be made, at the election of the participant, in the form of a single lump-sum cash payment or partial payment made in a lump-sum with the remainder paid later.

Participant Loans

Participants may borrow from their vested accounts between \$1,000 and \$50,000 but not more than 50% of the value of such accounts. The loan term cannot exceed five years unless the loan is for the purchase of a principal residence, in which case, it cannot exceed ten years. These loans bear interest at prime rate plus 1%. Loans are collateralized by the borrower's vested accounts in the Plan and repayments are made through payroll deductions on at least a monthly basis.

Forfeitures

Forfeitures of Homestake matching contributions, made on behalf of former employees whose employment was terminated before such contributions were vested, are allocated to active participants at the end of each Plan year. For the 2001 and 2000 Plan years, forfeitures totaling \$4 and \$0, respectively, were allocated in proportion to the Company contributions made to the individual participant accounts during the Plan year.

5

Homestake 401(k) Retirement Savings Plan
Notes to Financial Statements
(in thousands)

2. Summary of Significant Accounting Policies

Edgar Filing: BARRICK GOLD CORP - Form 11-K

Basis of Accounting

The financial statements of the Plan are prepared under the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits at the date of the financial statements and the reported amounts of changes in net assets available for benefits during the reporting period. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

Shares and units in investment funds are valued at quoted market prices, representing the net asset value of the shares or units held by the Plan at year end.

Participant loans are valued at cost, which approximates market value.

Purchases and sales of securities are recorded on a trade-date basis, utilizing the average cost method in determining the basis of investments sold. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Withdrawals

Withdrawals of securities from the Barrick Gold Corporation Stock Fund may be made in cash, common stock, or both, and are reported at market value. Withdrawals from all other funds, including the Personal Choice Retirement Account (PCRA), are made in cash.

Effective February 2002, withdrawals from any fund can be made in cash, in kind or both, and are reported at market value.

Net Appreciation (Depreciation) in Fair Value of Investments

The Plan presents in the statement of changes in net assets available for benefits the net appreciation (depreciation) in the fair value of its investments, which consists of realized gains (losses) and the unrealized appreciation (depreciation).

6

Homestake 401(k) Retirement Savings Plan
Notes to Financial Statements
(in thousands)

3. Risks and Uncertainties

Plan assets are invested in common/collective trusts and mutual funds, and other investment securities. Investments are exposed to various risks, such

Edgar Filing: BARRICK GOLD CORP - Form 11-K

as interest rate, market and credit. Due to the level of risk associated with certain investments and the level of uncertainty related to changes in the value of such investments, it is possible that changes in the value of one or more of such investments in the near term could materially affect participants' account balances, the amounts reported in the statements of net assets available for Plan benefits, and the statement of changes in net assets available for Plan benefits.

A portion of the Plan's assets is invested in the Barrick Gold Corporation Stock Fund and is, therefore, subject to fluctuations in the market value of such stock, which is, in turn, impacted by the market price of gold.

4. Plan Termination

Although Barrick has not expressed any intent to do so, it has the right under the Plan and subject to applicable law, to discontinue its matching contributions at any time and to terminate the Plan. In the event of Plan termination, all accumulated plan benefits will be fully vested and will be distributed to participants based on their respective account balances.

5. Plan Tax Status

The Plan obtained its latest determination letter in April 2001, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with Sections 401(a) and 401(k) of the Internal Revenue Service. This determination is subject to the adoption of proposed amendments by the Plan. Therefore, no provision for income taxes has been included in the Plan's financial statements.

6. Related Party Transactions

Certain Plan investments are units in investment funds managed by the Trustee. Therefore, these transactions are transactions with parties-in-interest.

7. Administrative Expenses

Certain administrative expenses of the Plan are paid for by Barrick.

7

Homestake 401(k) Retirement Savings Plan
Notes to Financial Statements
(in thousands)

8. Investments

Investments at December 31, 2001 and 2000 are comprised of the following:

Number of Units	\$ Value Per Unit	Fa Val (in tho
-----------------------	-------------------------	----------------------

Edgar Filing: BARRICK GOLD CORP - Form 11-K

2001

Mutual Funds at fair value:				
	Schwab MarketTrack Balanced Fund	11,266	13.53	\$ 1
	Schwab MarketTrack Conservative Fund	9,505	12.21	1
	Schwab MarketTrack Growth Fund	10,648	14.39	1
*	Schwab S&P 500 Select Fund	86,975	17.71	1,5
*	Invesco Total Return Fund	50,570	25.01	1,2
	Safeco Growth Fund	8,435	27.25	2
	Scudder Growth & Income Fund	64,537	21.06	1,3
	Templeton Institutional Foreign Equity Fund	8,412	14.47	1
*	PIMCO Total Return Institutional Fund	55,723	10.46	5

				5,5

Common/Collective Trusts at fair value:				
*	Schwab Stable Value Select	207,988	13.60	2,8

*	Barrick Gold Corporation Stock Fund	60,792	9.34	5
	Schwab Personal Choice Retirement Accounts			
	Participant loans, at book value (which approximates fair value)			2

				\$ 9,2
				=====
* Represents 5% or more of the net assets available for benefits				

8

Homestake 401(k) Retirement Savings Plan
Notes to Financial Statements
(in thousands)

		Number of Units	\$ Value Per Unit	Fair Valu Valu (in thou
		-----	-----	-----
2000				
Mutual Funds at fair value:				
*	Schwab MarketTrack Balanced Fund	12,467	14.70	\$ 18
	Schwab MarketTrack Conservative Fund	5,944	12.83	7
	Schwab MarketTrack Growth Fund	14,607	16.15	23
*	Schwab S&P 500 Select Fund	111,235	20.37	2,26
*	Invesco Total Return Fund	62,400	26.43	1,64
	Safeco Growth Fund	8,610	22.33	19
*	Scudder Growth & Income Fund	80,571	24.15	1,94
	Templeton Institutional Foreign Equity Fund	9,615	16.95	16

Edgar Filing: BARRICK GOLD CORP - Form 11-K

PIMCO Total Return Institutional Fund	22,801	10.39	23

			6,94

Common/Collective Trusts at fair value:			
* Schwab Stable Value Select	186,618	12.87	2,40

* Homestake Mining Company Stock Fund	120,206	4.65	55
Participant loans, at book value (which approximates fair value)			39

			\$10,30
			=====

* Represents 5% or more of the net assets available for benefits

All earnings on the investment funds are reinvested in and credited to each fund daily. These earnings include interest, dividends, and net appreciation (depreciation) in fair value.

The Schwab MarketTrack group of funds are hybrid funds that invest in stocks, bonds and cash. The Schwab MarketTrack Conservative Fund seeks income and more growth potential than an all bond fund. The Schwab MarketTrack Balanced Fund seeks to provide maximum total return including both capital growth and income. The Schwab MarketTrack Growth Fund seeks high capital growth with less volatility than an all stock portfolio.

The Schwab S&P 500 Select Fund invests in substantially the same stocks in the same percentage weightings as the Standard & Poor's 500 Composite Stock Price Index seeking to approximate as closely as practicable the rate of return of that index.

The Invesco Total Return Fund seeks reasonably consistent total returns over a variety of market cycles by investing in a combination of equity securities and fixed income securities.

The Safeco Growth Fund seeks long-term capital growth. The fund normally invests in common stocks of smaller size companies but may also invest in stocks of companies of all sizes.

The Scudder Growth & Income Fund seeks long-term capital growth and current income. The fund invests primarily in dividend-paying common stocks, preferred stocks, and convertible securities with growth potential.

9

Homestake 401(k) Retirement Savings Plan
Notes to Financial Statements
(in thousands)

The Templeton Institutional Foreign Equity Fund seeks long-term capital growth through a flexible policy of investing in stocks and debt obligations of companies and governments outside the United States.

Edgar Filing: BARRICK GOLD CORP - Form 11-K

The PIMCO Total Return Institutional Fund is a broad market bond fund which invests in a diversified portfolio of fixed income securities with varying maturities.

The Schwab Stable Value Select invests primarily in guaranteed investment contracts, synthetic guaranteed investment contracts and U.S. Treasury and agency securities.

The Barrick Gold Corporation Stock Fund invests in shares of Barrick Gold Corporation.

On December 14, 2001, the Barrick Gold Corporation Stock Fund was frozen and no new monies from any sources may be added.

Prior to the acquisition of Homestake by Barrick, as described in Note 1, the Homestake Mining Company Stock Fund invested in shares of Homestake Mining Company.

The Schwab Personal Choice Retirement Account ("PCRA") is a Schwab individual brokerage account available under the Plan. This account allows participants to select a broad range of stocks, bonds or mutual funds. However, certain investments and securities are not permitted in the PCRA. Plan participants could allocate up to 25% of their total account balance to the PCRA. Effective January 1, 2001, this percentage was increased to 50%.

10

Homestake 401(k) Retirement Savings Plan
 Schedule H, Line 4i
 Schedule of Assets Held for Investment Purposes
 At December 31, 2001

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment (Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value)
*	Charles Schwab Investment Management	Schwab Stable Value Select (207,988 units)
*	Charles Schwab Investment Management	Schwab MarketTrack Balanced Fund (11,266 units)
*	Charles Schwab Investment Management	Schwab MarketTrack Conservative Fund (9,505 units)
*	Charles Schwab Investment Management	Schwab MarketTrack Growth Fund (10,648 units)
*	Charles Schwab Investment Management	Schwab S&P 500 Select Fund

Edgar Filing: BARRICK GOLD CORP - Form 11-K

		(86,975 units)
*	Charles Schwab Retirement Plan Services, Inc.	Barrick Gold Corporation Stock Fund (60,792 units)
	Invesco	Invesco Total Return Fund (50,570 units)
	Safeco Asset Management	Safeco Growth Fund (8,435 units)
	Scudder Kemper Investments	Scudder Growth & Income Fund (64,537 units)
	Templeton Investment Counsel, Inc.	Templeton Institutional Foreign Equity Fund (8,412 units)
	Pacific Investment Management Company	PIMCO Total Return Institutional Fund (55,723 units)
*	Participant loans	(Repayable over five years unless it is for purchase of a principal residence which is repayable over ten years. Rate during 2001 ranged from 6.50% to 10.5%).
*	Charles Schwab Retirement Plan Services, Inc.	Personal Choice Retirement Accounts
*	Represents party-in-interest to Plan	