

Company Number : 221805

COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES

RESOLUTIONS

OF

RIO TINTO TECHNOLOGY DEVELOPMENT LIMITED  
(Passed on 1 December 1998)

At an Extraordinary General Meeting of the above mentioned Company duly convened and held at 6 St. James's Square, London, SW1Y 4LD on Tuesday 1 December 1998, the following resolutions were duly passed.


SPECIAL RESOLUTION

THAT the Articles of Association contained in the document produced to the meeting and signed for the purpose of identification by the chairman of the meeting, be adopted, with effect from the close of the meeting, as the new Articles of Association of the Company in place of all existing Articles of Association of the Company.

ELECTIVE RESOLUTIONS

THAT the Company hereby elects:

- (i) pursuant to Section 252 of the Act, to dispense with the laying of accounts and reports before the Company in general meeting;
- (ii) pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings;
- (iii) pursuant to Section 386 of the Act, to dispense with obligation to appoint auditors annually.

  
R P Dowding  
Secretary

