

IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT
MR REGISTRAR BUCKLEY

No. 001437 of 2000

IN THE MATTER OF RIO TINTO PACIFIC HOLDINGS LIMITED

- and -

IN THE MATTER OF THE COMPANIES ACT 1985

UPON THE PETITION of the above-named Rio Tinto Pacific Holdings Limited (the "Company") whose registered office is situate at 6 St. James's Square, London SW1Y 4LD preferred unto this Court in the above matters on 3 March 2000

AND UPON HEARING Counsel for the Company

AND UPON READING the said Petition and the evidence

THIS COURT ORDERS that the reduction of the capital of the Company from the aggregate of £925,010,000 and A\$309,000,000 to the aggregate of £5,000,000 and A\$309,000,000 resolved on and effected by a Special Resolution passed at an Extraordinary General Meeting of the Company held on 29 February 2000 be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act

AND THIS COURT APPROVES the Minute set forth in the Schedule hereto

AND IT IS ORDERED:

- 1 that this Order be produced to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the said Minute; and
- 2 that notice of the registration by the Registrar of Companies of this Order and of the said Minute be published once in the Financial Times newspaper within 21 days after such registration

Dated 22 March 2000



Schedule

Minute approved by the Court

"The capital of Rio Tinto Pacific Holdings Limited was by virtue of a Special Resolution and with the sanction of an Order of the High Court of Justice dated 22 March 2000 reduced from the aggregate of £925,010,000 and A\$309,000,000 divided into 925,010,000 ordinary shares of £1 each and 309,000,000 cumulative redeemable preference shares of A\$1 each to the aggregate of £5,000,000 and A\$309,000,000 divided into 5,000,000 ordinary shares of £1 each and 309,000,000 cumulative redeemable preference shares of A\$1 each. At the date of registration of this Minute all of the said ordinary shares and all of the said preference shares have been issued and are deemed to be fully paid up."



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**Re: RIO TINTO PACIFIC HOLDINGS
LIMITED**

- and -

Re: THE COMPANIES ACT 1985

ORDER
confirming reduction
of capital

Linklaters
One Silk Street
London EC2Y 8HQ

Tel: 0171 456 2000
Fax: 0171 456 2222

Ref: DTL

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