

Company Number: 245487

**THE COMPANIES ACT 1985**

**COMPANY LIMITED BY SHARES**

**SPECIAL RESOLUTION**

**OF**

**RIO TINTO PACIFIC HOLDINGS LIMITED**

Passed on 28 July 1999

At an Extraordinary General Meeting of the above named Company duly convened and held on 28 July 1999 at 6 St. James's Square, London SW1Y 4LD, the following resolution was passed as a Special Resolution:

**RESOLUTION**

In addition and without prejudice to any and all previous authorities to allot relevant securities given to the Directors, the Directors be generally and unconditionally authorised pursuant to and in accordance with Section 80 of the Companies Act 1985 to exercise all the powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of A\$309,000,000 and this authority shall expire on 31 December 1999.



CHAIRMAN

