

Company Number: 245487

COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

RESOLUTIONS

of

RIO TINTO PACIFIC HOLDINGS LIMITED


Passed on the 6 day of November 1998

At an Extraordinary General Meeting of the above-named company duly convened and held on the 6 day of November 1998 at 6 St. James's Square, London SW1Y 4LD, the following resolutions were passed:

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."



DIRECTOR

