

Company Number: 245487

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

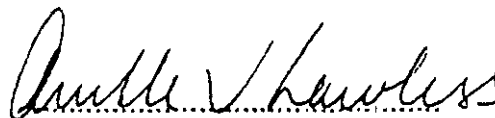
RIO TINTO PACIFIC HOLDINGS LIMITED

Passed on 29 February 2000

At an Extraordinary General Meeting of the above named Company duly convened and held on 29 February 2000 at 6 St. James's Square, London SW1Y 4LD, the following resolution was passed as a Special Resolution:

RESOLUTION

THAT, subject to the consent or sanction of the holders of the cumulative redeemable preference shares of A\$1 each in the capital of the Company being obtained in accordance with the Articles of Association of the Company, the capital of the Company be reduced by cancelling and extinguishing 920,010,000 issued ordinary shares of £1 each in the capital of the Company, registered in the name of Rio Tinto International Holdings Limited on terms that the amount paid up or credited as paid up on such shares shall be repaid to the holder thereof.



CHAIRMAN

Certified to be a true copy

  
Secretary

