
ANGLESEY ALUMINIUM CONSTRUCTION LIMITED

REPORT AND ACCOUNTS FOR THE YEAR ENDED
31 DECEMBER 1999



ANGLESEY ALUMINIUM CONSTRUCTION LIMITED

DIRECTORS:

B G Gale
R C Shaw

SECRETARY:

B G Gale

REGISTERED OFFICE:

6, St James's Square
London. SW1Y 4LD

AUDITORS:

None appointed
(By Special Resolution passed on 9 July
1986 in accordance with Section 262 of
the Companies Act 1985)

ANGLESEY ALUMINIUM CONSTRUCTION LIMITED

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the thirty-third Annual General Meeting of Anglesey Aluminium Construction Limited will be held at 6 St. James's Square, London, SW1Y 4LD on Tuesday, 7 March 2000 for the following purposes:-

1. To receive and, if approved, to adopt the Directors' Report and Statement of Accounts for the year ended 31 December 1999.
2. To transact any other ordinary business of the Company.

NOTE

A member of the Company who is entitled to attend and vote is entitled to appoint a proxy to attend, speak and, on a poll, vote instead of him. A proxy need not also be a member of the Company.

BY ORDER OF THE BOARD



B G GALE
Secretary

6, St James's Square
London SW1Y 4LD

7 March 2000

CONSENT TO SHORT NOTICE

WE the undersigned, being all the members of the Company entitled to attend and vote at the above-mentioned Annual General Meeting, hereby consent to the said meeting being held at the date and time specified in the above notice notwithstanding that the twenty-one days' notice required by the Companies Act 1985 has not been given.

For and on behalf of
ANGLESEY ALUMINIUM LIMITED



R C Shaw
Director

For and on behalf of
RIO TINTO NOMINEES LIMITED



B G Gale
Director

ANGLESEY ALUMINIUM CONSTRUCTION LIMITED

REPORT OF THE DIRECTORS

The Directors have pleasure in submitting their thirty-third annual report and accounts for the year ended 31 December 1999.

ACTIVITY AND REVIEW

The Company is a dormant company and did not trade during the year ended 31 December 1999.

DIRECTORS

The composition of the Board of Directors at the date of the report is shown on page 2.

DIRECTORS' INTERESTS

The directors who held office on 31 December 1999 and whose interests are not reported in the accounts of a parent company had the following interests in the ordinary shares of Rio Tinto plc (Rio Tinto), the ultimate parent company, as recorded in the register required to be kept by Section 325 of the Companies Act 1985:

	<u>Ordinary shares of 10p each of Rio Tinto</u>		<u>Options over ordinary shares of 10p each of Rio Tinto</u>				<u>Long Term Incentive Plans²</u>	
	<u>01.01.99</u>	<u>31.12.99</u>	<u>01.01.99</u>	<u>Granted</u>	<u>Exercised</u>	<u>31.12.99¹</u>	<u>01.01.99</u>	<u>31.12.99</u>
B G Gale	5,313	6,591	10,046	8,660	501	18,205	3,639	2,443

¹ Options cancelled during the year are not shown above and as such the options figure for the year end will not necessarily be equal to the sum of the opening figure and the options granted, less the options exercised.

² Represents the maximum number of ordinary shares in Rio Tinto that may be awarded to the directors at a future date as a result of their participation in the FTSE Plan and Mining Companies Comparative Plan. For further information regarding Rio Tinto's long-term incentive plans, including the FTSE Plan, Mining Companies Comparative Plan and Mining Plan, please see the Rio Tinto Group financial statements.


The directors are also deemed to have an interest in a trust fund containing 315,395 Rio Tinto shares at 31 December 1999 (1 January 1999 – 379,367) as potential beneficiaries, together with other Rio Tinto plc Group employees.

No director had a material interest in any contract or arrangement during the year to which the Company or any subsidiary is or was a party.

AUDITORS

The Company is a dormant company and at an Annual General Meeting of the Company held on 9 July 1986 a Special Resolution was passed to apply the provisions of Section 12(2) of the Companies Act 1985 and accordingly no auditors were appointed.

BY ORDER OF THE BOARD

A handwritten signature in black ink, appearing to read 'B G Gale', written over a horizontal line.

B G Gale
Secretary

7 March 2000

6, St James's Square
London SW1Y 4LD


ANGLESEY ALUMINIUM CONSTRUCTION LIMITED

BALANCE SHEET AT 31 DECEMBER 1999

	<u>Note</u>	<u>1999</u>	<u>1998</u>
FUNDS EMPLOYED			
Called up share capital	1	<u>£ 2</u>	<u>£ 2</u>
EMPLOYMENT OF FUNDS			
Cash at bank		<u>£ 2</u>	<u>£ 2</u>

The Company was dormant throughout the period 1 January 1999 to 31 December 1999.

APPROVED BY THE BOARD OF DIRECTORS ON 7 MARCH 2000.



B G Gale
Director



R C Shaw
Director

NOTES

1.	<u>CALLED UP SHARE CAPITAL</u>	<u>1999</u>	<u>1998</u>
	Ordinary shares of £1 each Authorised	<u>£100</u>	<u>£100</u>
	Allotted, called up and fully paid	<u>£ 2</u>	<u>£ 2</u>

2. **CONTROLLING PARTIES**

The Company is controlled by Anglesey Aluminium Limited which owns 100% of the issued share capital. Rio Tinto plc registered in England and Wales is the Company's ultimate holding company and also its ultimate controlling party at 31 December 1999. Copies of the ultimate parent's consolidated financial statements may be obtained from its registered office at 6, St James's Square, London.