

363a

Please complete in typescript, or in bold black capitals.

## **Annual Return**

| :HFP000                                       |  | J01832198                  |
|---|--|----------------------------|
|   | Company number                                     | 01032190                   |
| Coi   | mpany name in full                                 | KIDD CREEK EUROPE LIMITED  |
|   |  |                            |
|   |  |                            |
|   |  | Day Month Year             |
| Date of this retu<br>The information in this  | I <b>rn</b><br>is return is made up to             | 0 1 /0 1 /2 0 0 9          |
|   |  |                            |
|   |  |                            |
| Data of a sufficient                          |  | Day Month Year             |
| Date of next retu                             |  |                            |
| earlier than the anniv                        | our next return to a date<br>ersary of this return |                            |
| please show that date<br>House will then send |  |                            |
| appropriate time.                             |  |                            |
|   |  |                            |
| Di-44 0#i                                     |  | PANTON HOUSE, 25 HAYMARKET |
| Registered Office Show here the address       |  |                            |
| this return                                   |  |                            |
| Any change of<br>registered office            | Post town  | LONDON                     |
| must be notified<br>on form 287               | County/Region                                      |                            |
|   | UK Postcode  | S  W  1  Y  4  E  N        |
|   |  |                            |
|   |  |                            |
| Principal busine                              | ess activities                                     | 19999                      |
| Show trade classifica                         | ition code number(s) for                           |                            |
| the principal activity of                     | or activities                                      |                            |
| If the code number ca                         |  |                            |
| Aire a pilai describilo                       | ar or principal activity                           |                            |
|   |  |                            |
| A   |  |                            |





A57 29/01/2009 **COMPANIES HOUSE**  When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX

for companies registered in England or Wates or Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX ED235 Edinburgh 1 For companies registered in Scotland

DX 33050 Cardiff

or LP-4 Edinburgh 2

| Register of members If the register of members is not kept at the registered office, state here where it is kept |                         | c/o XSTRATA CANADA CORPORATION                                   |  |  |
|--|-------------------------|--|--|--|
|  |                         | 100 KING STREET WEST, SUITE 6900, PO BOX 403                     |  |  |
|  | Post town               | TORONTO, ONTARIO M5X 1E3   |  |  |
| County/Region CANADA   |                         |  |  |  |
|  | UK Postcode             |  |  |  |
|  |                         |  |  |  |
| Register of Debentur   | re holders              | N/A  |  |  |
| If there is a register of deber<br>duplicate of any such register<br>is not kept at the registered of            | er or part of it, which |  |  |  |
| where it is kept   | Post town               |  |  |  |
|  | County/Region           |  |  |  |
|  | UK Postcode             |  |  |  |
| Company type   |                         |  |  |  |
| Public limited company   | /                       |  |  |  |
| Private company limite   | ed by shares            |  |  |  |
| Private company limite<br>share capital  | ed by guarantee with    | nout   |  |  |
| Private company limite<br>section 30<br>Private company limite<br>under section 30                               | •                       |  |  |  |
| Private unlimited comp   | pany with share capi    | ital   |  |  |
| Private unlimited comp   | oany without share o    | apital   |  |  |
| Company Secretary  |                         | Details of a new company secretary must be notified on form 288a |  |  |
| * Voluntary details<br>(Please photocopy<br>this area to provide   | ame *Style/Title        | MR.  |  |  |
| details of joint secretaries).   | Forename(s              | RICHARD PAUL   |  |  |
| †† Tick the box if the   | Surname                 | ELLISTON   |  |  |
| address shown is a<br>service address for the<br>beneficiary of a  | Address ††              | WRENS GARDEN   |  |  |
| Confidentiality Order granted under section 723B of the Companies  |                         | WRENS HILL   |  |  |
| Act 1985. Otherwise,<br>give your usual  | Post towr               | OXSHOTT  |  |  |
| residential address. In<br>the case of a corporation<br>or Scottish firm, give the                               | County/Region           |  |  |  |
| registered or principal office address.  | UK Postcode             | <del></del>  |  |  |
| If a partnership, give the names and addresses of  |                         | ENGLAND  |  |  |
| the partners or the name of the partnership and office address   |                         |  |  |  |

| Directors Please list the directors in al * Voluntary details In the case of a | phabetical order       | Details of new directors must be notified on form 288a |
|--|------------------------|--|
| director that is a corporation or a Scottish firm, the                         | Name *Style/Title      | <del></del>  |
| name is the corporate or firm name   | Date of birth          | Day Month Year  1 3 / 0 5 / 1 9 4 7                    |
|  |                        | RICHARD PAUL   |
| dd Tiek the hey if the   |                        | ELLISTON   |
| †† Tick the box if the address shown is a service address for the              | Address ††             | WRENS GARDEN   |
| beneficiary of a<br>Confidentiality Order<br>granted under section             |                        | WRENS HILL   |
| 723B of the Companies Act 1985. Otherwise, give your usual                     | Post town              | охѕнотт  |
| residential address. In the case of a corporation or Scottish                  | County/Region          | SURREY   |
| firm, give the registered or principal office address.                         | UK Postcode            | K T 2 2 0 H N  |
| audress.   |                        | ENGLAND  |
|  | Nationality            | L COMPANY OF OPETABLY                                  |
| Bu   | siness occupation      | COMPANY SECRETARY                                      |
| Directors Please list the directors in al * Voluntary details                  | phabetical order       | Details of new directors must be notified on form 288a |
| unector triat is a   | me *Style/Title        | MR.  |
| corporation or a<br>Scottish firm, the<br>name is the                          |                        | Day Month Year   |
| corporate or firm<br>name  |                        | 2 1 10 5 11 9 6 5<br>IAN                               |
|  | Forename(s)<br>Surname | NAVA I A   |
| †† Tick the box if the address shown is a service address for the              |                        | I 52 ST. JAMES' AVENUE                                 |
| beneficiary of a Confidentiality Order granted under section                   | 7,44,1952              | ]  |
| 723B of the Companies<br>Act 1985. Otherwise,                                  | Post town              | HAMPTON HILL   |
| give your usual<br>residential address. In<br>the case of a                    | County/Region          | MIDDLESEX  |
| corporation or Scottish<br>firm, give the registered<br>or principal office    | UK Postcode            | T W 1 2 1 H N  |
| address.   |                        | ENGLAND  |
|  | Nationality            |  |
| Bu   | siness occupation      | TREASURER  |
|  |                        |  |
|  |                        |  |

| Issue share capital Enter details of all the shares in issue at the date of this return  | Class (e.g.<br>Ordinary/Preference)   | Number of shares issued                      | Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock) |
|--|---|--|--|
|  | ORDINARY  | 100  | £100   |
|  |   | 1  |  |
|  |   |  |  |
|  |   |  |  |
|  | Totals  | 100  | £100   |
| Traded public companies A traded public company means a company any of whose shares are shares admitted to trading on a regulated market   | Please tick this box if your conceptible company at any time of this return   |  |  |
| List of past and present shareholders (use attached schedule where appropriate)  | Please tick the appropriate be  | ox below:                                    | On paper In another format   |
| Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.  | A full list of shareholders for a private or non-traded public company is enclosed. Please complete Schedule A.   |  |  |
| Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two | A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. Please complete Schedule B. |  |  |
| returns.   | A list containing shareholder   | changes is enclosed                          |  |
|  | → For private or non-trac<br>complete Schedule A  | led public companies, <b>ple</b><br><b>\</b> | ase  |
|  | → For traded public com<br>Schedule B   | panies, <b>please complete</b>               |  |
|  | There were no shareholder of  | changes in this period                       | $\checkmark$   |
| Certificate  | I certify that the information of knowledge and belief  | given in this return is true t               | to the best of my  |
| Signed   | Kr. this  | tu   | Date 26 Jan 2009   |
| * Please delete as appropriate  When you have signed the return, send  | *(director / <del>cocretary)</del>  |  |  |
| it with the fee to the Registrar of<br>Companies. Make cheques payable to<br>Companies House.  | This return includes (er  | continuation sheets                          |  |
| You do not have to give any contact information in the box opposite but if   | JANICE FERNANDES  |  |  |
| you do, it will help Companies House to contact you if there is a query on the   | 01-416-775-1517   |  |  |
| form. The contact information that you give will be visible to searchers of the  | L   | <del> </del>                                 |  |
| public record.   | DX number   | DX exchange                                  |  |
|  |   |  | Pane 4   |

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| Directors Please list the directors Voluntary details In the case of a   | in alphabetical order  | Details of new directors must be notified on form 288a |  |
|--|--|--|--|
| director that is a<br>corporation or a<br>Scottish firm, the   | Name *Style/Ti   | tle [  |  |
| name is the corporate or firm  | <b>.</b>   | Day Month Year   |  |
| name   |  | th /   |  |
|  | Forename   |  |  |
| †† Tick the box if the address shown is a  |  | ne   |  |
| service address for the  | θ Address ††   | f† [   |  |
| Confidentiality Order<br>granted under section<br>723B of the Companie   |  |  |  |
| Act 1985. Otherwise, give your usual   | Post to  | vn   |  |
| residential address. In<br>the case of a<br>corporation or Scottis   | County/Regi  | on [   |  |
| firm, give the registere<br>or principal office<br>address.  | ed UK Postco   | de   |  |
| address.   | Coun   | ry   |  |
|  | National   | ity  |  |
|  | Business occupati  | on [   |  |
|  |  |  |  |
| <b>-</b>   |  |  |  |
| Directors Please list the directors Voluntary details  | in alphabetical order  | Details of new directors must be notified on form 288a |  |
| Please list the directors *Voluntary details In the case of a director that is a corporation or a  | in alphabetical order  Name *Style/Ti  |  |  |
| Please list the directors * Voluntary details  In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm   | ·  | Day Month Year   |  |
| Please list the directors * Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the  | Name *Style/Ti   | tle  |  |
| Please list the directors *Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name  | Name *Style/Ti   | Day Month Year  th / /                                 |  |
| Please list the directors * Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name   †† Tick the box if the address shown is a service address for th  | Name *Style/Ti  Date of bii  Forename  Surnar  | tle  |  |
| Please list the directors *Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name  †† Tick the box if the address shown is a service address for th beneficiary of a Confidentiality Order   | Name *Style/Ti  Date of bil  Forename  Surnar  Address   | Day Month Year  th /                                   |  |
| Please list the directors * Voluntary details  In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name  †† Tick the box if the address shown is a service address for th beneficiary of a Confidentiality Order granted under section 723B of the Companie Act 1985. Otherwise,   | Name *Style/Ti  Date of bil  Forename  Surnar  Address   | Day Month Year  th / /                                 |  |
| Please list the directors * Voluntary details  In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name  †† Tick the box if the address shown is a service address for th beneficiary of a Confidentiality Order granted under section 723B of the Companie Act 1985. Otherwise, give your usual residential address. In the case of a   | Name *Style/Ti  Date of bil  Forename  Surnar  Address  Post too  County/Regi                              | Day Month Year  th /                                   |  |
| Please list the directors * Voluntary details  In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name  †† Tick the box if the address shown is a service address for th beneficiary of a Confidentiality Order granted under section 723B of the Companie Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottis firm, give the registers                     | Name *Style/Ti  Date of bil  Forename  Surnar  Address  Post too   | Day Month Year  th /                                   |  |
| Please list the directors * Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name  †† Tick the box if the address shown is a service address for th beneficiary of a Confidentiality Order granted under section 723B of the Companie Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottis   | Name *Style/Ti  Date of bil  Forename  Surnar  Address  Post too  County/Regi                              | Day Month Year  th                                     |  |
| Please list the directors * Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name  †† Tick the box if the address shown is a service address for th beneficiary of a Confidentiality Order granted under section 723B of the Companie Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottis firm, give the register or principal office   | Name *Style/Ti  Date of bil  Forename  Surnar  Address  Post too  County/Reginate  UK Postco               | Day   Month   Year                                     |  |
| Please list the directors * Voluntary details  In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name  †† Tick the box if the address shown is a service address for th beneficiary of a Confidentiality Order granted under section 723B of the Companie Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottis firm, give the registers or principal office | Name *Style/Ti  Date of bill Forename Surnar  Address  Post too County/Reginated UK Postco County National | Day   Month   Year                                     |  |
| Please list the directors * Voluntary details  In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name  †† Tick the box if the address shown is a service address for th beneficiary of a Confidentiality Order granted under section 723B of the Companie Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottis firm, give the registers or principal office | Name *Style/Ti  Date of bill Forename Surnar  Address  Post too County/Reginated UK Postco County National | Day   Month   Year                                     |  |

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| Directors Please list the directors in alphabetical order * Voluntary details In the case of a director that is a  |            |               | Details of new directors must be notified on form 288a |
|--|------------|---------------|--|
| corporation or a   | Name       | *Style/Title  |  |
| Scottish firm, the name is the   |            |               | Day Month Year   |
| corporate or firm<br>name  |            | Date of birth |  |
|  |            | Forename(s)   |  |
| †† Tick the box if the   |            | Surname       |  |
| address shown is a<br>service address for th<br>beneficiary of a   | e Addro    | Address ††    |  |
| Confidentiality Order<br>granted under section   |            |               |  |
| 723B of the Companie<br>Act 1985. Otherwise,<br>give your usual  | <b>!S</b>  | Post town     |  |
| residential address. In<br>the case of a<br>corporation or Scottis   | С          | County/Region |  |
| firm, give the registere or principal office   |            | UK Postcode   |  |
| address.   |            | Country       |  |
|  |            | Nationality   |  |
|  | Busines    | ss occupation |  |
| Directors Please list the directors Voluntary details  | in alphabe | etical order  | Details of new directors must be notified on form 288a |
| In the case of a director that is a corporation or a Scottish firm, the  | Name       | *Style/Title  | Day Month Year   |
| name is the corporate or firm name   |            | Date of birth |  |
|  |            | Forename(s)   |  |
| †† Tick the box if the   |            | Surname       |  |
| address shown is a<br>service address for the<br>beneficiary of a  | ie         | Address ††    |  |
| Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottisl firm, give the registere or principal office address. |            | ]             |  |
|  |            | Post town     |  |
|  | C          | County/Region |  |
|  |            | UK Postcode   |  |
|  |            | Country       |  |
|  |            | Nationality   |  |
|  | Busine     | ss occupation |  |
|  |            |               | Page 6   |

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This must only be completed by private and public limited companies that have not traded on a regulated market

## Schedule A for private or non-traded public companies List of past and present shareholders

| Company number       | (Please use a continuation sheet if required) |
|----------------------|---|
| Company name in full | KIDD CREEK EUROPE LIMITED                     |
|                      | 1   |

- > Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- > You must provide a "full list" of all company shareholders on:
  - The company's first annual return following incorporation
  - · Every third annual return after a full list has been provided
- > List the company shareholders in alphabetical order or provide an index
- > List joint shareholders consecutively

## Do not give shareholder address information

|                                 | Class and number of               | Shares or amount of stock transferred (if appropriate)          |                                  |  |
|---------------------------------|-----------------------------------|---|----------------------------------|--|
| Shareholder's name only         | shares or amount of<br>stock held | Class and number of<br>shares or amount of stock<br>transferred | Date of registration of transfer |  |
| Name Xstrata Canada Corporation | 100 Ordinary                      | n/a   | n/a                              |  |
| Name                            |                                   |   |                                  |  |
| Name                            |                                   |   |                                  |  |
|                                 |                                   |   |                                  |  |
| Name                            |                                   |   |                                  |  |
| Name                            |                                   |   |                                  |  |
| Name                            |                                   | _   |                                  |  |
|                                 |                                   |   |                                  |  |
| Name                            |                                   |   |                                  |  |
| Name                            |                                   |   |                                  |  |
|                                 |                                   |   |                                  |  |
| Name                            |                                   | ·   |                                  |  |
|                                 |                                   |   |                                  |  |

This must only be completed by companies that have traded on a regulated market and must show the details of shareholders who held at least 5% of the issued shares of any class of the company at any time during the period

## Schedule B for traded public companies List of past and present shareholders

| Company number       | 01832198                  |
|----------------------|---------------------------|
| Company name in full | KIDD CREEK EUROPE LIMITED |
|                      | 1                         |

- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a list of all company shareholders who held at least 5% of the issued shares of any class of the company on:
  - The company's first annual return following incorporation
  - · Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- > List joint shareholders consecutively

|                                | Class and number of               | Shares or amount of stock transferred (if appropriate)          |  |
|--------------------------------|-----------------------------------|---|--|
| Shareholder's name and address | shares or amount of<br>stock held | Class and number of<br>shares or amount of stock<br>transferred | Date of<br>registration<br>of transfer |
| Name                           |                                   |   |  |
| Address                        |                                   |   |  |
|                                | N/A                               |   |  |
| UK Postcode L L L L L L L      |                                   |   |  |
| Name                           |                                   |   |  |
| Address                        |                                   |   |  |
|                                |                                   |   |  |
| UK Postcode L L L L L L L      |                                   |   |  |
| Name                           |                                   |   |  |
| Address                        |                                   |   |  |
|                                |                                   |   |  |
| UK Postcode L L L L L L L      |                                   |   |  |
| Name                           |                                   |   |  |
|                                |                                   |   |  |
| Address                        |                                   |   |  |
|                                |                                   |   |  |
| UK Postcode L L L L L L L L    |                                   |   |  |