



100614/30

363a

Please complete in typescript, or in bold black capitals.

Annual Return

CHFP000

Company number

4345939

Company name in full

XSTRATA PLC

Date of this return

The information in this return is made up to

Day Month Year

3 1 / 1 2 / 2 0 0 8

Date of next return

If you wish to make your next return to a date earlier than the anniversary of this return please show that date here. Companies House will then send a form at the appropriate time.

Day Month Year

3 1 / 1 2 / 2 0 0 9

Registered Office

Show here the address at the date of this return

4th Floor Panton House

25/27 Haymarket

Any change of registered office must be notified on form 287

Post town

London

County/Region

UK Postcode

S W 1 Y 4 E N

Principal business activities

Show trade classification code number(s) for the principal activity or activities

7415

If the code number cannot be determined, give a brief description of principal activity

Holding companies incl head offices



A61

AN3IR6DS

09/01/2009

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
or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
For companies registered in Scotland

DX 33050 Cardiff

DX ED235 Edinburgh 1
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

Computershare Investor Services Plc ✓

The Pavilions Bridgewater Road

Post town

Bristol

County/Region

UK Postcode

B S 9 9 7 N H

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept

Not Applicable

Post town

County/Region

UK Postcode

Company type

Public limited company

☒

Private company limited by shares

☐

Private company limited by guarantee without share capital

☐

Private company limited by shares exempt under section 30

☐

Private company limited by guarantee exempt under section 30

☐

Private unlimited company with share capital

☐

Private unlimited company without share capital

☐

Please tick the appropriate box

Company Secretary

Details of a new company secretary must be notified on form 288a

* Voluntary details
(Please photocopy this area to provide details of joint secretaries)

Name

*Style/Title

Mr

Forename(s)

Richard Paul

Surname

ELLISTON

Address ††

Wrens Gardens ✓

Wrens Hill

Post town

Oxshott

County/Region

Surrey

UK Postcode

K T 2 2 0 H N

Country

UK

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address in the case of a corporation or Scottish firm, give the registered or principal office address

☐

If a partnership, give the names and addresses of the partners or the name of the partnership and office address

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

☐	Name	*Style/Title	Mr						
	Date of birth	Day	Month	Year					
		1	5	10	2	1	9	5	8
	Forename(s)	Michael Lawrence							
	Surname	DAVIS							
	Address	3 Beechworth Close ✓							
	Post town	London							
	County/Region								
	UK Postcode	N	W	3			7	U	T
	Country	UK							
	Nationality	British							
	Business occupation	Chief Executive Officer ✓							

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

☐	Name	*Style/Title	Mr						
	Date of birth	Day	Month	Year					
		0	7	10	1	1	9	5	7
	Forename(s)	Ivan							
	Surname	GLASENBERG							
	Address	7B Langhaldenstrasse ✓							
	Post town	Rushlikon							
	County/Region	8803 Zunch							
	UK Postcode								
	Country	Switzerland							
	Nationality	Australian ✓							
	Business occupation	Chief Executive Officer ✓							

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

Name *Style/Title Mr

Day Month Year
Date of birth 2 9 / 1 1 / 1 9 4 1 ✓

Forename(s) Paul Mandeville

Surname HAZEN

Address ☐ 608 Seminary Drive ✓
Mill Valley

Post town California

County/Region Ca 94941

UK Postcode

Country USA

Nationality American ✓

Business occupation Director ✓

↑↑ Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

Name *Style/Title Mr

Day Month Year
Date of birth 2 0 / 0 9 / 1 9 4 2 ✓

Forename(s) Claude Richard

Surname LAMOUREUX

Address ☐ 20 Dunbar Road ✓

Post town Toronto M4W 2X6

County/Region Ontario

UK Postcode

Country Canada

Nationality Canadian ✓

Business occupation Director ✓

↑↑ Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

Name *Style/Title Mr

Day Month Year ✓
Date of birth 1 2 / 0 7 / 1 9 3 7

Forename(s) Robert

Surname MACDONNELL

Address ↑↑ ☐ 121 New Place Road ✓
Hillsborough

Post town California

County/Region Ca 94010

UK Postcode

Country USA

Nationality American ✓

Business occupation Director ✓

↑↑ Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address

Directors

Please list the directors in alphabetical order

* Voluntary details

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name

Details of new directors must be notified on form 288a

Name *Style/Title Mr

Day Month Year ✓
Date of birth 2 2 / 1 2 / 1 9 6 0

Forename(s) Trevor Lawrence

Surname REID

Address ↑↑ ☐ 4 High Coombe Place ✓
Warren Cutting

Post town Kingston Upon Thames

County/Region Surrey

UK Postcode K T 2 7 H H

Country UK

Nationality British

Business occupation Chief Financial Officer ✓

↑↑ Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address

Company Number: 4345939
Company Name: XSTRATA PLC

Continuation of Directors:

Name: Sir Stephen Arthur ROBSON

Address: 1 Holly Villas ✓
Wellesley Avenue
London
W6 0UW

Date of Birth 30/09/1943 ✓

Nationality: British

Occupation Non Executive Director ✓

Name: David ROUGH

Address Burford House ✓
The Drive
Belmont
Surrey
SM2 7DP

Date of Birth 01/01/1951 ✓

Nationality British

Occupation Consultant
✓

Name: Ian Charles STRACHAN

Address 30 Bloomfield Terrace ✓
London
SW1W 8PQ

Date of Birth 07/04/1943 ✓

Nationality British

Occupation Director ✓

Company Number: 4345939
Company Name: XSTRATA PLC

Name Willy Reinhard STROTHOTTE ✓
Address 50 Berkeley Street
London
W1J 8HD

Date of Birth 23/04/1944 ✓

Nationality German ✓

Occupation Chairman ✓

Name Santiago ZALDUMBIDE ✓

Address Begonia
4 Soto De La Moraleja
Madrid
28109
Spain

Date of Birth 08/08/1942 ✓

Nationality Spanish ✓

Occupation Director ✓

Company Number: 4345939
Company Name: XSTRATA PLC

50,000 Deferred Shares £1.00

Brian Azzopardi (Address)	Gubelweg 13 Oberageri CH-6315 Switzerland	25,000
Benny Levene (Address)	Unit 1 "Redleaf" 7 Gladswood Gardens Double Bay NSW 2028 Australia	25,000
Total		<u>50,000</u>

One Special Share of US\$ 0.50

Law Debenture Corporation plc 5 th Floor, 100 Wood Street, London EC2V 7EX	1
Total	<u>1</u>

RUN: 1803 DATE . 02012009 ***
02/01/09] page . 1
XSTRATA PLC/XST

ANNUAL RETURN 02/01/08 TO 31/12/08

*** [00.14

Companies House ref. 04345939 Annual Report Date: 31122008
Holder Name & Address Cls
Balance

HSBC GLOBAL CUSTODY NOMINEE (UK) ORD *** OPENING BAL.

275,766,500
LIMITED <636246>,
8 CANADA SQUARE
LONDON

Date	Bought	Sold
100108		-2,260,895
100108		-2,512,156
220108		-129,084
220108		-116,173
230108		-2,529,437
230108		-2,810,542
240108	2,985,158	
240108	3,316,909	
300108	2,990,156	
300108	3,322,462	
040208	2,217,942	
040208	2,464,429	
130208		-2,082,617
130208		-2,314,065
200208	741,975	
200208	824,433	
250208	1,986,579	
250208	2,207,354	
120308		-2,191,504
120308		-1,972,315
170308	1,978,837	
170308	2,198,751	
180308		-2,085,395
180308		-1,876,818
200308		-196,445
200308		-218,276
270308		-2,564,117
270308		-2,307,659
280308		-10,365,153
090408	2,554,740	
090408	3,278,461	
220408	594,499	

220408
080508
080508
200508
200508
030608
030608
200608
200608
040708
040708
150708
150708
180708
180708

880,757
1,893,722
2,805,569
386,886
573,177

1,667,421
1,125,486

2,016,112
2,986,892

-1,952,426
-2,892,542

-5,244,459
-3,539,939

-3,289,540
-2,220,395

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02/01/09} page 2
XSTRATA PLC/XST

ANNUAL RETURN 02/01/08 TO 31/12/08

*** [00:14

Companies House ref. 04345939
Holder Name & Address
Balance

Cls

Annual Report Date 31122008

Date	Bought	Sold
220708		-2,450,243
220708		-1,653,881
010808	2,791,835	
010808	4,136,136	
040808		-1,991,003
040808		-2,949,695
070808		-3,992,371
070808		-2,694,797
120808		-4,123,569
120808		-2,783,353
190808		-2,721,148
190808		-4,031,410
260808	3,141,112	
260808	4,653,592	
020908		-4,091,505
020908		-2,761,711
030908		-5,171,511
030908		-3,490,700
080908		-7,032,768
080908		-4,747,024
110908		-6,802,605
110908		-4,591,667
150908	3,019,753	
170908		-8,507,694
170908		-3,714,396
220908		-1,270,569
230908	9,234,678	
250908		-4,489,189
290908		-6,444,316
300908		-18,079,173
300908	9,263,639	
031008		-9,263,639
031008		-9,263,639
071008		-18,969,498

071008	-12,983,593
101008	-6,274,101
101008	
131008	-15,562,503
141008	
141008	6,274,101
141008	15,562,503
141008	12,707,307
151008	15,765,304
151008	9,340,641
151008	8,432,062
161008	
161008	-27,340,891
171008	-24,653,415
171008	-10,953,897
171008	-9,859,386
201008	-19,887,480

RUN- 1803 DATE 02012009 ***
02/01/09] page 3
XSTRATA PLC/XST

ANNUAL RETURN 02/01/08 TO 31/12/08

*** [00:14

Companies House ref 04345939
Holder Name & Address
Balance

Annual Report Date 31122008
Cls

Date	Bought	Sold
201008		-17,788,258
211008	15,189,843	
211008	16,980,216	
221008	13,239,827	
221008	14,762,642	
231008		-22,545,849
231008		-20,215,846
241008		-22,044,507
241008		-19,793,246
271008		-20,185,392
271008	11,083,325	
281008	6,222,717	
281008		-6,222,717
051108	25,089,559	
051108	73,625,737	
071108	26,118,225	
071108		-10,852,383
101108		-8,176,089
101108		-6,070,686
121108	5,469,663	
121108	7,366,622	
131108		-6,972,311
141108		-16,022,036
141108		-14,606,403
181108		-7,639,822
191108		-24,078,307
191108		-24,789,199
211108		-630,084
211108		-17,832,486
251108	12,123,237	
261108	5,950,229	
261108	9,659,418	
271108	9,557,322	
271108	12,871,944	

281108	12,493,383	-8,918,686
281108	9,276,245	-12,011,818
021208		-19,190,213
031208		-14,248,591
031208		-11,372,732
041208		-6,189,738
041208		-15,808,149
051208	15,808,149	
051208		-19,202,779
081208	19,202,779	
081208	20,527,923	
101208	10,184,339	
111208		

RUN: 1803 DATE : 02012009
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XSTRATA PLC/XST

ANNUAL RETURN 02/01/08 TO 31/12/08

*** [00:14

Companies House ref. 04345939 Annual Report Date: 31122008
Holder Name & Address Cls

Balance

Date	Bought	Sold
151208		-7,132,827
161208	10,868,764	
191208	2,383,369	
221208		-20,456,983
221208		-16,374,585
231208		-10,873,615
231208	10,873,615	

ORD *** CLOSING BAL

43,500.333

HSBC GLOBAL CUSTODY NOMINEE (UK) ORD *** OPENING BAL.

28,910,933
LIMITED <636258>,
8 CANADA SQUARE
LONDON

100108	2,260,895		
220108	116,173		
230108	2,529,437		
240108			
300108			-2,985,158
040208			-2,990,156
130208			-2,217,942
200208	2,082,617		
250208			-741,975
120308			-1,986,579
170308	1,972,315		
180308	1,876,818		
200308	196,445		
270308	2,307,659		
090408			
220408			-2,554,740
080508			-594,499
200508			-1,893,722
030608			-386,886
200608	1,952,426		
040708			-1,125,486
150708	3,539,939		

-2,016,112

180708	2,220,395	
220708	1,653,881	-2,791,835
010808		
040808	1,991,003	
070808	2,694,797	
120808	2,783,353	
190808	2,721,148	
260808		-3,141,112
020908	2,761,711	
030908	3,490,700	
080908	4,747,024	
110908	4,591,667	
170908	3,714,396	
220908	1,270,569	-9,234,678
230908		
250908	4,489,189	

RUN 1803 DATE 02012009
02/01/09] page 5
XSTRATA PLC/XST

ANNUAL RETURN 02/01/08 TO 31/12/08

*** [00 14

Companies House ref 04345939
Holder Name & Address
Balance

Annual Report Date: 31/12/2008
Cls

Date	Bought	Sold
290908	6,444,316	
300908		-9,263,639
031008	9,263,639	
031008	9,263,639	
071008	12,983,593	
101008	6,274,101	
131008	15,562,503	
141008		-12,707,307
151008		-9,340,641
161008	27,340,891	
171008	10,953,897	
201008	19,887,480	
211008		-16,980,216
221008		-14,762,642
231008	22,545,849	
241008	22,044,507	
271008	20,185,392	
281008	6,222,717	
051108		-73,625,737
071108		-26,118,225
101108	6,070,686	
121108		-5,469,663
141108	16,022,036	
191108	24,078,307	
211108	17,832,486	
251108		-12,123,237
261108		-9,659,418
271108		-9,557,322
281108		-9,276,245
021208	8,918,686	
031208	14,248,591	
041208	11,372,732	
051208	15,808,149	
081208	19,202,779	

-20,527,923
-10,184,339
-10,868,764
-2,383,369

101208
111208
161208
191208
221208
231208

20,456,983
10,873,615

ORD *** CLOSING BAL

151,244,660

ORD *** OPENING BAL

HSBC GLOBAL CUSTODY NOMINEE (UK)
32,123,900
LIMITED <654182>
8 CANADA SQUARE
LONDON

2,512,156
129,084
2,810,542

100108
220108
230108
240108
300108

-3,316,909
-3,322,462

RUN. 1803 DATE 02012009 ***
02/01/09] page 6
XSTRATA PLC/XST

ANNUAL RETURN 02/01/08 TO 31/12/08

*** [00 14

Companies House ref 04345939
Holder Name & Address
Balance
Annual Report Date. 31122008
Cls

Date	Bought	Sold
040208		-2,464,429
130208	2,314,065	
200208		-824,433
250208		-2,207,354
120308	2,191,504	
170308		-2,198,751
180308	2,085,395	
200308	218,276	
270308	2,564,117	
280308	10,365,153	
090408		-3,278,461
220408		-880,757
080508		-2,805,569
200508		-573,177
030608	2,892,542	
200608		-1,667,421
040708	5,244,459	
150708		-2,986,892
180708	3,289,540	
220708	2,450,243	
010808		-4,136,136
040808	2,949,695	
070808	3,992,371	
120808	4,123,569	
190808	4,031,410	
260808		-4,653,592
020908	4,091,505	
030908	5,171,511	
080908	7,032,768	
110908	6,802,605	
150908		-3,019,753
170908	8,507,694	
300908	18,079,173	
071008	18,969,498	

101008
141008
141008
151008
161008
171008
201008
211008
221008
231008
241008
271008
281008
051108

-6,274,101
-15,562,503
-15,765,304
-8,432,062

24,653,415
9,859,386
17,788,258

-15,189,843
-13,239,827

20,215,846
19,793,246

-11,083,325
-6,222,717
-25,089,559

RUN- 1803 DATE . 02012009 ***
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XSTRATA PLC/XST

ANNUAL RETURN 02/01/08 TO 31/12/08

*** [00-14

Companies House ref. 04345939
Holder Name & Address
Balance

Annual Report Date. 31/12/2008
CLs

Date	Bought	Sold
07/11/08	10,852,383	
10/11/08	8,176,089	
12/11/08		-7,366,622
13/11/08	6,972,311	
14/11/08	14,606,403	
18/11/08	7,639,822	
19/11/08	24,789,199	
21/11/08	630,084	
26/11/08		-5,950,229
27/11/08		-12,871,944
28/11/08		-12,493,383
03/12/08	12,011,818	
03/12/08	19,190,213	
04/12/08	6,189,738	
05/12/08		-15,808,149
08/12/08		-19,202,779
15/12/08	7,132,827	
22/12/08	16,374,585	
23/12/08		-10,873,615

ORD *** CLOSING BAL

142,056,340

#####

Total	CLs	REG	HOLDERS	UNITS
	ORD	GBR	8433	977,670,540

#####

Issue share capital
Enter details of all the shares in issue at the date of this return

cdrom

Class (e.g. 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)
☒ Deferred £1 00	50,000	£50,000
☒ Ordinary US\$0 50	977,670,540	US\$488,835,270
☒ Special US\$0 50	1	US\$0 50
Totals	50,000 977,670,540	£50,000 \$488,835,270

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 company was a traded public company at any time during the period of this return



List of past and present shareholders

(use attached schedule where appropriate)

Please tick the appropriate box 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 returns

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.**

☐
☒

A list containing shareholder changes is enclosed

☐
☒

→ For private or non-traded public companies, **please complete Schedule A**

→ For traded public companies, **please complete Schedule B**

There were no shareholder changes in this period

☐

Certificate

I certify that the information given in this return is true to the best of my knowledge and belief

Signed

R. Elliston

Date

8 January 2009

* Please delete as appropriate

When you have signed the return, send it with the fee to the Registrar of Companies. Make cheques payable to Companies House

*(director / secretary)

This return includes continuation sheets
(enter number)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record

Richard Elliston - Company Secretary

25/27 Haymarket

London SW1Y 4EN - Tel +44 20 7968 2885

DX number DX exchange