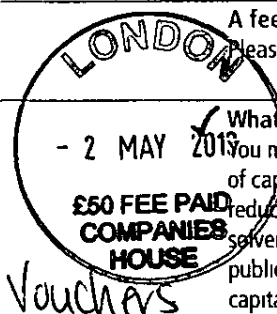


SH19

Statement of capital



A fee is payable with this form
Please see 'How to pay' on the last page



What this form is for
You may use this form as a statement of capital for a private limited company reducing its capital supported by a solvency statement; or for a private or public limited company reducing its capital supported by a court order

What this form is NOT for
You cannot use this form to complete a statement of capital for a company re-registering from unlimited to limited

THURSDAY



LD1 02/05/2013 #18
COMPANIES HOUSE

1 Company details

Company number 0 4 3 4 5 9 3 9

Company name in full Xstrata plc

→ **Filing in this form**
Please complete in typescript or in bold black capitals
All fields are mandatory unless specified or indicated by *

Statement of capital

Section 2 (also Section 3 and Section 4 if appropriate) should reflect the company's share capital as reduced by the resolution

2 Statement of capital (Share capital in pound sterling (£))

Please complete the table below to show any class of shares held in pound sterling
If all your issued capital is in sterling, only complete Section 2 and then go to Section 5

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Deferred Shares	1 00	0	50,000	£ 50,000
				£
				£
				£
Totals			50,000	£ 50,000

3 Statement of capital (Share capital in other currencies)

Please complete the table below to show any class of shares held in other currencies
Please complete a separate table for each currency

Currency US Dollars (\$)

Class of shares (E.g. Ordinary / Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
A Ordinary Shares	£4 15	0	1,010,403,999	505,201,999 50
Special Voting Share	0 50	0	1	0 50
Totals			1,010,404,000	505,202,000

① Including both the nominal value and any share premium

③ Number of shares issued multiplied by nominal value of each share

② Total number of issued shares in this class

Continuation pages
Please use a Statement of Capital continuation page if necessary

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Statement of capital

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
Totals				
❶ Including both the nominal value and any share premium		❷ Number of shares issued multiplied by nominal value of each share		Continuation pages Please use a Statement of Capital continuation page if necessary
❸ Total number of issued shares in this class				

4 Statement of capital (Totals)

	Please give the total number of shares and total aggregate nominal value of issued share capital	❶ Total aggregate nominal value Please list total aggregate values in different currencies separately For example £100 + 100 + \$10 etc
Total number of shares	1,010,454,000	
Total aggregate ❶ nominal value	£50,000 + US\$505,202,000	

5 Statement of capital (Prescribed particulars of rights attached to shares)

	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 2 and Section 3	❶ Prescribed particulars of rights attached to shares The particulars are: a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares A separate table must be used for each class of share Please use a Statement of capital continuation page if necessary
Class of share	Deferred Shares £1,00	
Prescribed particulars ❶	The holders of deferred shares have no right to receive notice of any general meeting of the Company, nor the right to attend, speak or vote at any general meeting	
Class of share	A Ordinary Shares US\$0 50	
Prescribed particulars ❶	Subject to the Companies Act and the Articles of Association of the Company, each ordinary share of the Company carries the right to attend, speak and vote at any general meeting of the Company on the basis of one vote for each registered ordinary share, and to appoint proxies to exercise their rights	

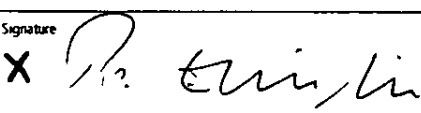
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Statement of capital

Class of share	Special Voting Share US\$0 50	① Prescribed particulars of rights attached to shares The particulars are a particulars of any voting rights, including rights that arise only in certain circumstances, b particulars of any rights, as respects dividends, to participate in a distribution, c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares. A separate table must be used for each class of share Please use a Statement of capital continuation page if necessary
Prescribed particulars ①	The special voting share carries weighted voting rights sufficient to defeat any resolution that could amend or remove any Entrenched Right, as defined in the Company's Articles of Association	
Class of share		
Prescribed particulars ①		

6

Signature

I am signing this form on behalf of the company		② Societas Europaea If the form is being filed on behalf of a Societas Europaea (SE), please delete 'director' and insert details of which organ of the SE the person signing has membership ③ Person authorised Under either section 270 or 274 of the Companies Act 2006
Signature	Signature 	
This form may be signed by Director②, Secretary, Person authorised③, CIC manager		

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Statement of capital

**Presenter information**

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

Contact name Tom Godwin

Company name Freshfields Bruckhaus Deringer LLP

Address 65 Fleet Street

Post town

County/Region London

Postcode E C 4 Y 1 H S

Country United Kingdom

DX

Telephone 020 7785 2309

**Checklist**

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have completed the relevant sections of the statement of capital
- ☐ You have signed the form
- ☐ You have enclosed the correct fee

**Important information**

Please note that all information on this form will appear on the public record

**How to pay**

A fee of £10 is payable to Companies House to reduce the share capital by Court Order or by Solvency Statement

Make cheques or postal orders payable to 'Companies House'

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1

**Further information**

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

No. 8002 of 2012

**IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT**

**IN THE MATTER OF
XSTRATA PLC**

and

**IN THE MATTER OF
THE COMPANIES ACT 2006**

**ORDER CONFIRMING A REDUCTION OF
CAPITAL**

FRESHFIELDS BRUCKHAUS DERINGER LLP
65 Fleet Street
London EC4Y 1HS
020 7936 4000
Ref JCM/PTPJ/TG (159400-0001)

SOLICITORS FOR THE COMPANY