

Company registration number

4345939

# Xstrata

Limited

REPORT AND  
FINANCIAL STATEMENTS  
**2018**



# Table of contents

Officers and professional advisers	3
Strategic report	4
Directors' report	5
Directors' responsibilities statement	6
Independent auditor's report	7
Financial statements	9
Notes to the financial statements	12

# Officers and professional advisers

## **Directors**

Andreas Peter Hubmann

(Resigned: 25.03.2019)

John William Burton

Martin William Haering

Carlos Perezagua Marin

Stephan Huber

(Appointed: 25.03.2019)

## **Secretary**

Nicholas Reid

## **Registered office**

50 Berkeley Street

London

W1J 8HD

## **Headquarters and business address**

Baarermttstrasse 3

6341 Baar

Switzerland

## **Auditor**

Deloitte LLP

London, England

## **Company registration number**

4345939

# Strategic report

The directors present their strategic report for Xstrata Limited (the "Company") for the year ended 31 December 2018 to provide a review of the Company's business, principal risks and uncertainties and performance and position. The directors, in preparing this Strategic report, have complied with s414C of the Companies Act 2006.

## **Organisation and principal activity**

The Company was incorporated on 31 December 2001 (Companies House registration no. 4345939). During the year, the Company became a wholly owned subsidiary of Glencore Services (UK) Limited (the "Parent") as part of a re-organisation. The principal activity of the Company is that of an intermediate holding company within the Glencore plc group. The directors are not aware, at the date of this report, of any likely major changes in the activities of the Company in the next year. In addition, given the nature of the activities, the Company's directors believe that key performance indicators and business risks for the Company are not necessary or appropriate for an understanding of the development, performance or position of the business. The ultimate parent company is Glencore plc, a company incorporated in Jersey.

## **Business review**

As shown in the profit and loss account on page 9, the profit for the year after taxation was US\$ 126 million (2017: profit of US\$ 150 million). The balance sheet on page 10 shows that the Company's financial position at the year-end, for net assets, has decreased compared with the prior year by US\$ 46 million to US\$ 30 044 million, primarily due to losses on the Company's investment in its ultimate parent entity, which are accounted for at fair value through other comprehensive income, offset by dividend and interest income received. The directors recommend that no dividend be paid (2017: \$nil).

There have been no significant events since the balance sheet date that require disclosure or would cause any of the assets or liabilities reported in these financial statements to be restated. The Company's profitability is dependent on the quantum and timing of receipt of dividends from its subsidiaries. However, the expectation of the directors is that the Company will remain profitable in the forthcoming year.

## **Principal risks and risk governance**

The Board of Directors is responsible for approving risk management principles and policies, and ensuring that the Company's management maintains an effective system of internal controls. The management is responsible for managing risk within the framework of principles and policies approved by the Board.

### *Interest rate and foreign exchange risk*

The Company monitors its interest rate risk, considering any material exposures. The US dollar is the functional currency of the Company, as the majority of transactions are denominated in US dollars. The Company is exposed to the risks of changes in foreign currency exchange rates with regard to its activities which are not denominated in US\$, primarily its debtors balances.

### *Credit risk and performance risk*

The Company's principal financial assets are investments and debtors. The Company's credit and performance risk is primarily attributable to its debtors. Credit risk is mitigated by the fact that the Company's debtors are mainly other Group companies, which benefit from the support of the ultimate parent. The amounts presented in the balance sheet are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

Approved by the directors and signed on behalf of the Board.

John Burton  
Director  
24<sup>th</sup> September 2019



# Directors' report

The Strategic report starting on page 4 contains details of the principal activities of the Company and provides information on the Company's business during the year and indications of likely future developments.

During the year there were no changes in the capital structure of the Company.

## **Directors**

The directors who held office during the year and subsequently are shown on page 3.

## **Directors' indemnities**

The Company has made qualifying third party indemnity provisions for the benefit of its directors during the year which remain in force at the date of this report.

## **Going concern**

The company's forecasts and projections, taking into account reasonably possible changes in performance and the impact of the risks and uncertainties, indicate it is appropriate to adopt the going concern basis in preparing these financial statements.

## **Political and charitable contributions**

No charitable contributions were made during the year (2017: \$nil). No political contributions were made during the year (2017: \$nil).

## **Auditor**

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed to be reappointed as auditors in the absence of an Annual General Meeting.

Approved by the directors and signed on behalf of the Board of Directors.



John Burton  
Director

24<sup>th</sup> September 2019

# Directors' responsibilities statement

The directors are responsible for preparing the Strategic report, Directors' report, and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101.

Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 Reduced Disclosure Framework has been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# Independent auditor's report to the members of Xstrata Limited

## Report on the audit of the financial statements

### Opinion

In our opinion the financial statements of Xstrata Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the statement of other comprehensive income;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 16.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

# Independent auditor's report to the members of Xstrata Limited (continued)

## **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

## **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

## **Report on other legal and regulatory requirements**

### **Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

### **Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

### **Use of our report**

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Christopher Jones FCA (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Statutory Auditor  
London, England  
24<sup>th</sup> September 2019



# Financial statements

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2018

US\$ million	Notes	2018	2017
<b>Gross profit</b>		-	-
Other operating income	4	35	56
Other operating expenses	5	-1	-1
Loss on foreign exchange, net		-26	-3
<b>Operating profit</b>		<b>8</b>	<b>52</b>
Interest income	8	156	130
Interest expense		-38	-32
<b>Profit on ordinary activities before taxation</b>		<b>126</b>	<b>150</b>
Tax on profit on ordinary activities	9	-	-
<b>Profit on ordinary activities after taxation</b>		<b>126</b>	<b>150</b>

All activities derive from continuing operations.

## STATEMENT OF OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2018

US\$ million	Notes	2018	2017
<b>Profit on ordinary activities after taxation</b>		<b>126</b>	<b>150</b>
Unrealised gain on available for sale financial instruments, net of tax of \$Nil		-	231
Loss on equity investments accounted for at fair value through OCI, net of tax of \$Nil	7,10	-166	-
<b>Total other comprehensive (loss)/ income</b>		<b>-166</b>	<b>231</b>
<b>Total comprehensive (loss)/ income</b>		<b>-40</b>	<b>381</b>

All amounts shown within Other comprehensive income relate to items that may be subsequently reclassified to profit or loss.

COMPANY REGISTRATION NUMBER +345989

BALANCE SHEET

AS AT 31 DECEMBER 2018

US\$ million

	Notes	2018	2017
<b>Fixed assets</b>			
Investments	10	25 495	25 757
<b>Current assets</b>			
Debtors	11	5 544	5 552
Cash and bank balances*		-	-
Creditors: amounts falling due within one year	12	995	1 219
<b>Net current assets</b>		<b>4 549</b>	<b>4 333</b>
<b>Total assets less current liabilities being net assets</b>		<b>30 044</b>	<b>30 090</b>
<b>Equity</b>			
Share capital	13	1 516	1 516
Share premium	13	15 377	15 377
Other reserves	13	1 320	1 486
Retained earnings		11 831	11 711
<b>Total shareholders' funds</b>		<b>30 044</b>	<b>30 090</b>

\* less than \$1 million

These financial statements were approved by the Board of Directors on 24th September 2019.

Signed on behalf of the Board of Directors



John Burton  
Director

24<sup>th</sup> September 2019

STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2018

US\$ million

	Share capital (note 13)	Share premium (note 13)	Share distributable reserves (note 13)	Other reserves (note 13)	Retained earnings	Total
<b>As at 1 January 2017</b>	1 516	8 609	6 768	1 255	11 561	29 709
Profit on ordinary activities after taxation	-	-	-	-	150	150
<i>Other comprehensive income</i>						
Revaluation of available for sale financial instruments	-	-	-	231	-	231
<b>As at 31 December 2017</b>	<b>1 516</b>	<b>8 609</b>	<b>6 768</b>	<b>1 486</b>	<b>11 711</b>	<b>30 090</b>
Impact from IFRS 9 ECL opening adjustment	-	-	-	-	-6	-6
<b>As at 1 January 2018</b>	<b>1 516</b>	<b>8 609</b>	<b>6 768</b>	<b>1 486</b>	<b>11 705</b>	<b>30 084</b>
Profit on ordinary activities after taxation	-	-	-	-	126	126
<i>Other comprehensive income</i>						
Financial assets at fair value through OCI	-	-	-	-166	-	-166
<b>As at 31 December 2018</b>	<b>1 516</b>	<b>8 609</b>	<b>6 768</b>	<b>1 320</b>	<b>11 831</b>	<b>30 044</b>

# Notes to the financial statements

## 1. GENERAL INFORMATION

Xstrata Limited is a Company incorporated in the United Kingdom under the Companies Act 2006. The Company is a private Company limited by shares and is registered in England and Wales. The address of the Company's registered office is shown on page 3. The nature of the Company's operations and its principal activities are set out in the strategic report on page 4.

These financial statements are presented in US dollars because that is the currency of the primary economic environment in which the Company operates.

These financial statements are separate financial statements. The Company is exempt from the preparation and delivery of consolidated financial statements, because it is included in the group accounts of Glencore plc (ultimate parent). The group accounts of the ultimate parent are available to the public and can be obtained as set out in note 14, as is the registered office address of the ultimate parent preparing consolidated accounts.

## 2. ACCOUNTING POLICIES

### **Basis of accounting**

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council.

In accordance with FRS 101 the Company has:

- provided comparative information;
- applied the same accounting policies throughout all periods presented;
- applied certain optional exemptions and mandatory exceptions as applicable for FRS 101.

### *Exemptions*

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to share-based payment, financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash flow statement, standards not yet effective, impairment of assets and related party transactions. Where relevant, equivalent disclosures have been given in the group accounts of the ultimate parent (the "Group").

These financial statements have been prepared under the historical cost convention, except for the revaluation of certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

## 2. ACCOUNTING POLICIES (CONTINUED)

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement purposes in these financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The Company has adopted the following principal accounting policies:

### **Adoption of revised standards**

#### *IFRS 9 - Financial Instruments*

IFRS 9 supersedes IAS 39 "Financial Instruments: Recognition and Measurement" and covers classification and measurement of financial assets and financial liabilities, impairment of financial assets and hedge accounting. IFRS 9 modifies the classification and measurement of certain classes of financial assets and liabilities and required the entity to reassess classification of financial assets from four to three primary categories (amortised cost, fair value through profit and loss, fair value through other comprehensive income), reflecting the business model in which assets are managed and their cash flow characteristics.

Changes in accounting policies resulting from IFRS 9 have been applied as at 1 January 2018, with no restatement of comparative information for prior year other than certain presentational changes. The changes for the entity were limited to the implementation of the Expected Credit Loss (ECL) Model, as set out in the paragraph 'impairment of financial assets'. A net credit loss adjustment of USD 6.0 million as at 1st January 2018 has been recognised in the opening retained earnings.

#### *IFRS 15 – Revenue from Contracts with Customers*

IFRS 15 applies to revenue from contracts with customers and replaces all of the revenue standards and interpretations in IFRS. The standard outlines the principles an entity must apply to measure and recognise revenue and the related cash flows. The entity has undertaken an analysis of the impact of the new standard and concluded that the adoption of IFRS 15 has had no impact in respect of timing and amount of revenue recognised by the entity and accordingly prior period amounts were not restated.

### **Going concern**

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the business review. The Company's forecasts and projections, taking into account reasonably possible changes in performance and the impact of the risks and uncertainties outlined above, indicate it is appropriate to adopt the going concern basis in preparing these financial statements.

### **Revenue recognition**

#### *Dividend income*

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established (if it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably).

## 2. ACCOUNTING POLICIES (CONTINUED)

### *Interest income*

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

### **Investments in subsidiaries**

Investments in subsidiaries are accounted for at cost less, where appropriate, any provisions for impairment.

### **Investment in ultimate parent entity**

The Company's investment in the ultimate parent entity represents own shares purchased for the satisfaction of previously issued share based payment awards. The own shares are held within an Employee Share Ownership Plan (ESOP) trust and are accounted for as financial asset measured at fair value through other comprehensive income (last year disclosed as an available-for-sale financial asset) using Level 1 inputs. Listed shares held by the Company that are traded in an active market are classified as being financial assets and are stated at fair value. Fair value is determined in the manner described above. Gains and losses arising from changes in fair value are recognised in other comprehensive income with the exception of impairment losses, which are recognised directly in profit or loss. Where the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously recognised in other reserves is reclassified to profit or loss.

### **Financial instruments**

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

IFRS 9 introduced an expected credit loss ("ECL") impairment model, which means that anticipated as opposed to incurred credit losses are recognised resulting in earlier recognition of impairments. The Company applies a simplified approach to measure the loss allowance using lifetime expected loss provision. The model incorporates suitable credit ratings for receivables from group entities including assumptions on recovery rates.

### *Financial assets*

Financial assets are classified into the following specified categories: financial assets 'at fair value through other comprehensive income' (FVOCI) and financial assets 'at amortised cost'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

### *Effective interest method*

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Income is recognised on an effective interest basis for debt instruments.

## 2. ACCOUNTING POLICIES (CONTINUED)

### *Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables (including due from related parties, other debtors, bank balances and cash) are measured at amortised cost using the effective interest method, less any impairment.

Interest income is recognised by applying the effective interest rate, except for short-term receivables when the effect of discounting is immaterial.

### *Impairment of financial assets*

A loss allowance for expected credit losses is determined for all financial assets, other than those at FVOCI, at the end of each reporting period. The expected credit loss recognised represents a probability-weighted estimate of credit losses over the expected life of the financial instrument. For financial assets at amortised cost, the entity recognises lifetime expected credit losses when there has been a significant increase in credit risk since initial recognition.

Objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- breach of contract, such as a default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation; or
- the disappearance of an active market for that financial asset because of financial difficulties.

For those balances that are beyond 30 days overdue it is presumed to be an indicator of a significant increase in credit risk.

If the credit risk on the financial instrument has not increased significantly since initial recognition, the entity measures the loss allowance for that financial instrument at an amount equal to 12-months expected credit loss, which comprises the expected lifetime loss from the instrument were a default to occur within 12 months of the reporting date.

The entity considers an event of default has materialised and the financial asset is credit impaired when information developed internally or obtained from external sources indicates that the debtor is unlikely to pay the entity without taking into account any collateral held by the entity or if the financial asset is more than 90 days past due unless the entity has reasonable and supportable information to demonstrate that a more lagging default criterion is appropriate. The entity writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery.

For financial assets measured at amortised cost, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit and loss account to the extent that the carrying amount at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

### *De-recognition of financial assets*

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received. On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive

## 2. ACCOUNTING POLICIES (CONTINUED)

income and accumulated in equity is recognised in the profit and loss account. On de-recognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised is recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit and loss account.

### *Financial liabilities and equity instruments*

#### *Classification as debt or equity*

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

### *Financial liabilities*

Financial liabilities are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

### **Taxation**

#### *Current tax*

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

#### *Deferred tax*

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

### **Foreign currency transactions**

Foreign currency transactions are booked in the functional currency (US\$) at the exchange rate ruling on the date of the transaction. Foreign currency monetary assets and liabilities are translated into the functional currency at rates of exchange ruling at the balance sheet date. Exchange differences are recorded in the profit and loss account. Foreign currency non-monetary assets and liabilities are not restated at balance sheet date.



### 3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

There were no critical accounting judgements or key sources of estimation uncertainty during the year ended 31 December 2018.

### 4. OTHER OPERATING INCOME

US\$ 35 million of other Operating income (2017: US\$ 54 million) relates solely to dividends from its investments.

### 5. OTHER OPERATING EXPENSES

US\$ million

	2018	2017
Other operating expenses	1	1
<b>Total</b>	<b>1</b>	<b>1</b>

### Audit fees

The audit fee is US\$ 15 000 (2017: US\$ 15 000) in respect of the Company.

### Employees

The average monthly number of employees was nil (2017: nil).

### 6. DIRECTORS' REMUNERATION

None of the directors received any fees or remuneration for their services as a director of the Company during the financial year (2017: \$nil) either from the Company or any other entity within the Glencore Group.

### 7. IMPAIRMENTS

As part of the annual assessment of recoverability of its investments in subsidiaries and long term loans, the Company has not recorded any impairment (2017: nil). Based on the Company's annual assessment of recoverability of its investments in subsidiaries, there were no indicators of impairment noted.

The quoted share price (fair value) of the investment in ultimate parent as at 31 December 2018 is GBP 2.91 per share and in accordance with applicable requirements of IFRS 9, the decrease in fair value has been recorded in Other Comprehensive Income amounting to US\$166 million.

### 8. INTEREST INCOME

US\$ million

	2018	2017
Interest income from subsidiaries and associated companies	156	130
<b>Total</b>	<b>156</b>	<b>130</b>

## 9. TAXATION

US\$ million

	2018	2017
Current tax charge	-	-
Swiss corporation tax	-	-
<b>Tax charge on profit on ordinary activities</b>	<b>-</b>	<b>-</b>
Profit/(loss) on ordinary activities before taxation	126	150
Profit on ordinary activities multiplied by standard rate of corporation tax in Switzerland of 7.8% (2017: 7.8%)	10	12
Effects of:		
Use of tax loss carry-forward	-10	-12
<b>Tax charge for the year</b>	<b>-</b>	<b>-</b>

The Company is incorporated in the UK but by virtue of its place of effective management being in Switzerland it is tax resident in Switzerland.

The Company can benefit from the holding privilege at the Cantonal level and therefore the Company is exempt from corporate income taxes. The Company is only subject to Federal corporate income tax at an effective tax rate of 7.8%. Due to the fact that the Company has a tax loss carry-forward, no Federal corporate income tax is due.

## 10. INVESTMENTS

US\$ million

	Investments in subsidiaries	Investment in ultimate parent entity	Loans to subsidiaries	Total
<b>As at 1 January 2017</b>	<b>25 072</b>	<b>502</b>	<b>24</b>	<b>25 598</b>
Additions	-	-	2	2
Revaluations	-	231	2	233
Disposals	-	-76	-	-76
<b>As at 31 December 2017</b>	<b>25 072</b>	<b>657</b>	<b>28</b>	<b>25 757</b>
Additions	-	-	-	-
Revaluations	-	-166	-1	-167
Disposals	-	-95	-	-95
<b>As at 31 December 2018</b>	<b>25 072</b>	<b>396</b>	<b>27</b>	<b>25 495</b>

The subsidiary undertakings of the Company at 31 December and the percentage holding of ordinary share capital are set out below:

Company name	Country of incorporation	Activity	2018 Ownership	2017 Ownership
Glencore (Schweiz) AG	Switzerland	Holdings	100%	100%
Glencore (Finance) Dubai Limited	U.A.E.	Finance	90%	90%
Glencore (Nederland) BV	Netherlands	Finance	75%	75%
Glencore Coal Sales Pte Ltd	Singapore	Operating	90%	90%

The table above comprises each of the Company's direct subsidiary undertakings. Further information about their registered offices as well as each of the Company's indirect subsidiary undertakings as required by Section 409 of the Companies Act 2006 can be found in note 16. All subsidiaries listed operate in their country of incorporation and the year end for all subsidiaries listed is 31 December.

# 11. DEBTORS

US\$ million

Amounts due within one year	2018	2017
Amounts owed by group companies	5 543	5 543
Other debtors	1	9
<b>Total</b>	<b>5 544</b>	<b>5 552</b>

# 12. CREDITORS

US\$ million

	2018	2017
Amounts owed to group companies	994	1 218
Other taxation	1	1
<b>Total</b>	<b>995</b>	<b>1 219</b>

All amounts are due for repayment within one year.

# 13. EQUITY

US\$ million

Share capital (Issued, called up and fully paid)	2018	2017
3,031,371,571 ordinary shares of US\$0.50 each	1 516	1 516
<b>Share premium</b>		
Balance at 1 January	15 377	15 377
Issue of share capital	-	-
Dividends paid	-	-
<b>As at 31 December</b>	<b>15 377</b>	<b>15 377</b>

During the year, the Company became a wholly owned subsidiary of Glencore Services (UK) Limited (the "Parent") as part of a reorganisation.

The combined share premium accounts comprise capital contribution reserves of US\$ 13 487 million (2017: US\$ 13 487 million) and share premium arising from the issue of shares to the ESOP of US\$ 1 890 million (2017: US\$ 1 890 million).

## Other reserves

US\$ 935 million of Other reserves, principally originated during 2002 from the issue of shares related to the acquisition of the Duiker and Enex Groups and constitutes a capital contribution reserve. The remaining balance is comprised of fair value movements in the Company's investment in its ultimate parent.

## Dividends paid

No dividend has been declared or paid during the year (2017: \$nil).

#### 14. ULTIMATE PARENT COMPANY

The ultimate parent and controlling company is Glencore plc, a company incorporated in Jersey with registered offices at Queensway House, Hilgrove Street, St. Helier, Jersey JE1 1ES. This is the largest and smallest group for which consolidated financial statements are prepared which includes the Company. Copies of the consolidated financial statements of the ultimate parent may be obtained from Queensway House or from [www.glencore.com](http://www.glencore.com).

#### 15. GUARANTEES

The Company has provided guarantees for the financial obligations of a number of Group companies. Specifically, the Company has provided:

In October 2012 the Group issued US\$ denominated capital market notes in a US\$ 4 500 million four-tranche transaction comprising 3 year, 5 year, 10 year and 30 year notes. The fixed interest facilities were issued by Glencore Finance (Canada) Limited. The capital market notes comprise US\$ 1 250 million 2.05% guaranteed notes repaid in October 2015, US\$1 750 million 2.70% guaranteed notes repaid in October 2017, US\$ 1 000 million 4.25% guaranteed notes due October 2022 and US\$ 500 million 5.55% guaranteed notes due October 2042. These capital market notes are guaranteed by the Company, Glencore plc, Glencore International AG, Glencore (Schweiz) AG, Glencore Finance (Dubai) Limited and Glencore Canada Financial Corporation.

In November 2011 the Group issued US\$ denominated capital market notes in a US\$ 3 000 million four-tranche transaction comprising 3 year, 5 year, 10 year and 30 year notes. The fixed interest facilities were issued by Glencore Finance (Canada) Limited. The capital market notes comprise US\$ 800 million 2.85% guaranteed notes repaid in November 2014, US\$ 700 million 3.60% guaranteed notes repaid in January 2017, US\$ 1 000 million 4.95% guaranteed notes due November 2021 and US\$500 million 6.00% guaranteed notes due November 2041. These capital market notes are guaranteed by the Company, Glencore plc, Glencore International AG, Glencore (Schweiz) AG, Glencore Finance (Dubai) Limited and Glencore Canada Financial Corporation.

In May 2008, the Group issued GBP 500 million 7.375% fixed guaranteed notes due 2020. The notes were issued by Glencore Canada Financial Corporation. These capital market notes are guaranteed by the Company, Glencore plc, Glencore International AG, Glencore (Schweiz) AG, Glencore Finance (Dubai) Limited and Glencore Finance (Canada) Limited. In addition, the notes were swapped into US\$ currency and a floating rate with the swaps guaranteed by the Company and Glencore (Schweiz) AG.

In November 2007, the Group completed a US\$ 500 million 30-year bond issue bearing interest at 6.90% per annum. The bond was issued by Glencore Finance (Canada) Limited. These bonds are fully and unconditionally guaranteed on a senior, unsecured and joint and several basis by the Company, Glencore plc, Glencore International AG, Glencore (Schweiz) AG and Glencore Finance (Dubai) Limited.

In June 2005, the Group completed a US\$ 250 million 30-year bond issue bearing interest at 6.20% per annum. The bond was issued by Glencore Canada Corporation. These bonds are fully and unconditionally guaranteed on a senior, unsecured and joint and several basis by the Company, Glencore plc, Glencore International AG, Glencore (Schweiz) AG and Glencore International Investments Ltd.

#### 16. SUBSIDIARY UNDERTAKINGS

Additional subsidiary undertakings of the Company at 31 December 2018 and the ultimate percentage holding of ordinary share capital as required by section 409 of the Companies Act 2006 are listed below:

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Minera Alumbrera Limited	Old Parham Road 11 St. John's Antigua	active	50%
Pachon S.A.	Av. Belgrano 485 C1092AAE Buenos Aires Argentina	active	100%
Mim Argentina Exploraciones S.A.	Callejón Lemos 525 City of Mendoza Argentina	active	100%
Mim Argentina S.A.	Callejón Lemos 525 Mendoza Argentina	dormant	100%
Glencore Australia Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Cook Resource Mining Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Coal Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
United Collieries Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	95%
Glenmurrin Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Investment Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Cumnock Coal Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Isokind Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Acelight Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Minara Pastoral Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Glideco Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Cadelan Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Cobar Management Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Coal Investments Australia Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Oceanic Coal Australia Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Budroll Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Yundamindra Pastoral Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Minara Resources Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Liddell Coal Marketing Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	68%
Ravensthorpe Coal Terminal Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	74%
Oakbridge Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%
Copper NT Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Copper SA Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Cuprum Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
NSW Base Metals Pty Ltd	Level 44 Gateway, 1 Macquarie Place Sydney, NSW Australia	active	100%
Glencopper SA Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencopper NT Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Glencore Queensland Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Murrin Murrin Operations Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Australia Finance Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Australia Investment Holdings Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Australia Finance GP Pty Ltd	MACQUARIE PLACE 1 Sydney NSW 2000 Australia	active	100%
Glencore Australia Finance Partnership LP	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Glencore Australia Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Mcarthur River Mining Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Bulga Coal Sales Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%
Macquarie Coal Marketing Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	80%
NCA Marketing Company Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Ravensworth Operations Pty Limited	Xstrata Coal Pty Limited Sydney Australia	active	100%
Resource Pacific Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%
Saxonvale Coal Sales Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%
Glencore Coal Queensland Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Coal Sales Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Cumnock Management Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Mt Owen Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Mangoola Coal Operations Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Ernest Henry Mining Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Coal (NSW) Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Sphere Minerals Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Mount Isa Mines Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
AZSA Holdings Pty Limited	Macquarie Place 1 SYDNEY NSW 2000 Australia	active	100%
Glencore Finance Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Operations Australia Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Ploutos Australia Pty Limited	Macquarie Place 1 Sydney Australia	active	100%
Jonsha Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Xstrata Nickel Australia Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Cumnock No 1 Colliery Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Enex Liddell Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Abelshore Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Copper Refineries Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%



<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Bulga Coal Management Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%
The Wallerawang Collieries Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%
Rolleston Coal Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Newlands Coal Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Liddell Coal Operations Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Coal Assets Australia Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Collinsville Coal Company Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Togara Coal Sales Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	70%
Oaky Creek Coal Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Sidero Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Projects Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Clermont Coal Operations Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Technology Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Xstrata Nickel Australasia Operations Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Nicias Investments Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Coal (NSW) Processing Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Enx Ulan Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Clermont Coal Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
XT Co Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Enex Oakbridge Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
AZSA Pastoral Holdings Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Carbon Transport And Storage Corporation (CTSCO) Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Colinta Holdings Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Newpac Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Murrin Murrin Holdings Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Bauxite Resources Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Australia Oil Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Noranda Pacific Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Gabume Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Ocal Macquarie Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Xman Services Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Bowen Coke Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Mintrade Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Chemopil Australia Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Gila Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Vistajura Pty Ltd	Macquarie Place 1 Sydney 2330 Australia	active	100%
Owljura Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Midas Hawk Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Xstrata Nickel Australasia Investments Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Xstrata Nickel Australasia Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Mount Isa Pacific Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Resource Pacific Investments Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Helios Australia Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Coal Corporate Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Glencore Coal Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
North Queensland Stevedoring Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
HV Coking Coal Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Aurum Hawk Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Pegasus Hawk Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Enex Foydell Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
MIM Resource Development Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Mount Margaret Mining Pty Ltd	Macquarie Place 44 Sydney Australia	active	100%
M.I.M. International Exploration Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Helios Hawk Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Coal Logistics Services Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Anotero Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Austral Operations Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Glencore Coal Low Emissions Research And Development Corporation (GCLERD) Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Oxyfuel Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Wandoan Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Enex Togara Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Glencore Coal Projects Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
NC Coal Company Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Red Rock Coal Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Cook Coal Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Oaky Creek Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Hail Creek Coal Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Hail Creek Marketing Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	82%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Valeria Coal Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
ACN 080 803 461 Pty Limited	Macquarie Place 1 Sydney Australia	dormant	100%
Actway Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Associated Steamships Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
AZSA Australia Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Blair Athol Coal Pty. Ltd.	Macquarie Place 1 Sydney 2000 Australia	active	71%
Black Rock Minerals Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	66%
Bulga Coal Pty Limited	Macquarie Place 1 Sydney Australia	active	78%
Bulga Underground Operations Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%
Clermont Region Support Services Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Coalex Holdings Pty Ltd	Macquarie Place 1 Sydney Australia	active	78%
Coalex (Sales) Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	78%
Collinsville Coal Operation Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Cook Coal Handling Services Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Foybrook Tenements Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	68%
Genders Mining Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	78%
Glendell Mining Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Glendell Tenements Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Hail Creek Coal Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Integra Mining Operations Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Hadenis Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Jerrys Plains Coal Terminal Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Kohuke Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Koilada Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Liddell Coal Loader Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Liddell Coal Preparation Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	68%
Liddell Collieries Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	68%
Liddell Southern Tenements Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Liddell Tenements Pty Limited	Xstrata Coal Pty Limited Sydney Australia	active	68%
Mauritanian Holdings Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Mcilwraith Mceacharn Operations Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Mcilwraith Mceacharn Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Mcilwraith Mining Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Miniere Mining Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Mt Owen Tenements Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Narama Investments Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Newlands Northern Underground Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Noranda Pacific No 2 Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Oakwell Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	78%
Ravensworth Coal Management Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Ravensworth Coal Processing Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	78%
Ravensworth East Coal Management Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Resource Pacific Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%
Resource Pacific Leases Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	78%
Resource Pacific Services Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	78%
Rolleston Developments Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Saxonvale Coal Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%
Sphere Iron Ore Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Sphere Mining Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Sphere Resources Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Sybota Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	dormant	78%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Tagus Holdings Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	dormant	78%
Tagus Properties Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	78%
The Lithgow Valley Colliery Company Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	78%
The Newcastle Wallsend Coal Co Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	78%
United Coal Sales Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	95%
United Wambo Oc Operations Pty Limited	Macquarie Place 1 sydney 2000 Australia	active	100%
Ulan Coal Mines Ltd	Macquarie Place 1 Sydney 2000 Australia	active	90%
Ulan Surface Operations Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	90%
Ulan West Operations Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	90%
Valley Coal Pty Limited	Macquarie Place 1 Sydney 2000 Australia	dormant	100%
Wandoan Coal Holdings Pty Limited	Macquarie Place 1 Sydney 2000 Australia	active	100%
Wandoan Coal Pty Ltd	Macquarie Place 1 Sydney 2000 Australia	active	100%
Perly Ltd	Victoria Street 22 HM 12 Hamilton Bermuda	active	100%
Glencore Cerrejon Ltd	Victoria Street 22 HM 12 Hamilton Bermuda	active	100%
Glencore Grain Finance Holdings Bermuda Limited	Victoria Street 22 HM12 Hamilton Bermuda	dormant	100%
Glencore Grain Finance Bermuda Limited	Victoria Street 22 HM 12 Hamilton Bermuda	dormant	100%
XNC Finance Ltd.	Victoria Street 22 HM 12 Hamilton Bermuda	active	100%



<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Glencore El Pachon Limited	Victoria Street 22 HM12 Hamilton Bermuda	active	100%
Pachon Project Ltd	Victoria Street 22 HM12 Hamilton Bermuda	active	100%
Glencore International Investments Ltd	Victoria Street 22 HM 12 Hamilton Bermuda	active	100%
Glencore SA Holdings Ltd	Victoria Street 22 HM 12 Hamilton Bermuda	active	100%
Ronlis Limited	Victoria Street 22 HM 12 Hamilton Bermuda	active	100%
Glencore Investment Holdings Australia Ltd	Victoria Street 22 HM12 Hamilton Bermuda	active	100%
Qhawaq Mining Andina S.R.L.	Avenida 6 de agosto La Paz Bolivia	active	99%
Glencore Exploração Mineral Do Brasil Ltda	Av Prof. Mário Werneck 882/801 30.455-610 Belo Horizonte Brazil	dormant	100%
Mineracao Mount Isa Do Brasil Limitada	Av/ Beira Mar, Room 704, Part. Rio de Janeiro Brazil	dormant	100%
Jumelles Limited	Wickham's Cay II VG1110 Road Town British Virgin Islands	active	50%
Marblin Business Corp.	Wickham's Cay II VG1110 Road Town British Virgin Islands	dormant	100%
Parlua Limited	Wickham's Cay II VG1110 Road Town British Virgin Islands	active	100%
Glencore Holdings Canada Ltd	King Street West 100 M5X 1E3 Toronto Canada	active	100%
Glencore Canada Financial Corp.	King Street West 100 M5X 1E3 Toronto Canada	active	100%
Glencore Finance (Canada) Limited	King Street West 100 Toronto Canada	active	100%
Canadian Electrolytic Zinc Limited	Boulevard Cadieux 860 Salaberry-De-Valleyfield Canada	active	100%
GCBC Management Services Limited	King Street West 100 Toronto Canada	active	100%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Societe Miniere Raglan Du Quebec Ltd/Raglan Quebec Mines Ltd	avenue de l'Aéroport 1 120 Rouyn-Noranda Canada	in liquidation	100%
Glencore Coal Canada Limited	King Street West 100 Toronto Canada	active	100%
Glencore Canada Corporation	King Street West 100 M5X 1E3 Toronto Canada	active	100%
1787393 Ontario Ltd	King Street West 100 M5X 1E3 Toronto Canada	dormant	100%
Boreas Coal Limited	King Street West 100 403 Toronto Canada	active	75%
First Coal Corporation	West Georgia Street 650 V6B4N9 Vancouver Canada	active	75%
Glencore Coal Canada Resources Limited	King Street West 100 Toronto Canada	active	75%
Kidd Creek Timber Ltd	King Street West 100 Toronto Canada	dormant	100%
New Brunswick Zinc Limited	Queen Street, Suite 400 371 Fredericton Canada	dormant	100%
N-Nif Holdings Limited Partnership	King Street West 100 Toronto Canada	active	100%
N-Nif Holdings Ltd	King Street West 100 Toronto Canada	active	100%
Noranda Ipco Inc./Sopi Noranda Inc.	King Street West 100 Toronto Canada	dormant	100%
N-Zinc Ltd	King Street West 100 Toronto Canada	active	100%
Kabanga Holdings Ltd	c/o Campbell Corporate Services Limited Grand Cayman Cayman Islands (British West Indies)	active	83%
Glencore South America Limited	South Church Street George Town Cayman Islands (British West Indies)	active	100%
Glencore Chile Spa	Avenida Costanera Sur 2730 Santiago de Chile Chile	active	100%
Energia Austral S.A.	Av. Costanera Sur 2730 Santiago Chile	active	66%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
Xstrata Chile Norte Inversiones S.A.	Ave Costanera Sur 2730 Santiago Chile	active	100%
Complejo Metalurgico Altonorte SA	Panamericana Norte Km.1348, Sector La Negra Antofagasta Chile	active	100%
Pachon Transportes Y Servicios Limitada	Av. Costanera Sur 2730 Santiago Chile	active	100%
Xstrata Chile Servicios Corporativos Limitada	Avenida Costanera Sur 2730 Santiago Chile	active	100%
Energia E Inversiones Limitada	Av. Costanera Sur 2730 Santiago Chile	active	100%
Compania Minera Lomas Bayas	Camino Minsal S/N km. 35 Antofagasta Region Chile	active	100%
Glencore Exploraciones Limitada	Av. Costanera Sur 2730 Santiago Chile	active	100%
Jangleglade Limited	Berkeley Street, 50 W1J 8HD London Great Britain	active	100%
Mount Isa Holdings (UK) Limited	Botany Road Northfleet Great Britain	dormant	100%
Britannia Refined Metals Limited	Botany Road DA11 9BG Northfleet Great Britain	active	100%
Britannia Refined Metals Retirement Plan Ltd	Botany Road DA11 9 BG Northfleet Great Britain	dormant	100%
Glencore Guernsey Limited	Westbourne St Peter Port Guernsey	active	100%
Glencore Technology Hong Kong Pty Limited	13/F, Gloucester Tower The Landmark Queen's Road 15 Central Hong Kong	active	100%
Glencore Zinc Ireland Limited	Unit No. 1, Dromkeen Industrial Park Limerick Ireland	active	100%
Glencore Recycling Inc. (Malaysia) Sdn. Bhd.	7-A Lorong Pulau Tikus 10350 Penang Malaysia	active	100%
Sphere Mauritania S.A	Rue 43-032 1448 Nouakchott Mauritania	active	90%

Company	Address	Status	Percentage
Sphere Lebtheinia S.A.	Nord Tevragh-Zeina 383 F BP 1448 Nouakchott Mauritania	active	100%
Jumelles M Limited	Floor, Newton Tower, Sir William Newton Street 19th Port Louis Mauritius	active	50%
XCM LLC	Chinggis Avenue-13 210648 Ulaanbaatar Mongolia	in liquidation	100%
Glencore (Nederland) B.V.	Blaak 31 3011GA Rotterdam Netherlands	active	100%
Glencore Holdings (South Africa) B.V.	Blaak 31 3011GA Rotterdam Netherlands	active	100%
Glencore Nikkelverk AS	Vesterveien 31 4613 Kristiansand Norway	active	100%
Vesterveien 43 AS	Postboks 604 4606 Kristiansand Norway	active	100%
Compania Minera Antapaccay S.A.	Pasaje Los Delfines 159 Surco, Lima Peru	active	100%
Glencore Investments Antamina Sociedad Anónima Cerrada	Pasaje Los Delfines 159 Lima Peru	active	100%
Noranda Antamina S.R.L.	Pasaje Los Delfines 159 Lima Peru	active	100%
Glencore Peru Holding SA	Pasaje Los Delfines 159 33 Lima Peru	active	100%
Samaxo S.A.C.	Pasaje Los Delfines 159 Lima Peru	active	100%
Minera Mount Isa Peru S.A.	Calle Preciados 149,07 Higuereta Peru	dormant	100%
Mining Project Development Congo S.A.U.	Quartier OCH Moungali III J363V Brazzaville Republic of Congo	active	50%
Glencore Holdings (Panama) S.A.	Avenida Roberto Motta y Costa del Este Panama City Republic of Panama	active	100%
Kaldaron S.A.	Costa del Este Ave. and Roberto Motta Ave. Panama Republic of Panama	active	100%
OOO Energo Resurs	Novinsky boulevard 31 123242 Moscow Russia	active	100%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
OOO Neftegaseasing (LLC Neftegaseasing)	Smolenskaya square 3 121099 Moscow Russia	active	100%
Cumnock Coal Sales Pte Limited	Temasek Avenue 1 039192 Singapore Singapore	active	100%
Macquarie Coal Sales Pte Limited	Temasek Avenue 1 039192 Singapore Singapore	active	100%
NCA Coal Sales Pte Limited	Temasek Avenue 1 039192 Singapore Singapore	active	100%
Oaky Creek Coal Sales Pte Limited	Temasek Avenue 1 039192 Singapore Singapore	active	100%
Ravensworth Underground Coal Sales Pte Limited	Temasek Avenue 1 039192 Singapore Singapore	active	100%
Rolleston Coal Sales Pte Limited	Temasek Avenue 1 039192 Singapore Singapore	active	100%
Glencore Coal Sales Pte Limited	Temasek Avenue 1 039192 Singapore Singapore	active	100%
Liddell Coal Sales Pte Limited	Temasek Avenue 1 039192 Singapore Singapore	active	100%
Harbour Insurance Pte Ltd	8 Marina View 09-05 Singapore Singapore	active	100%
Glencore Coal Sales (Services) Pte Limited	Temasek Avenue 1 039192 Singapore Singapore	active	100%
Glencore Operations South Africa Proprietary Limited	Melrose Boulevard 23 2196 Johannesburg South Africa	active	97%
Char Technology (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	active	97%
Duiker Mining (Pty) Limited	Melrose Boulevard 23 2196 Johannesburg South Africa	dormant	97%
Glencore Holdings South Africa (Pty) Ltd	Melrose Boulevard 23 2196 Johannesburg South Africa	active	100%
Glencore Property Management Company Proprietary Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	active	97%
African Carbon Manufacturers (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	active	97%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
K2016200284 (South Africa) (Pty) Ltd	Melrose Boulevard 23 2196 Johannesburg South Africa	active	100%
GSAOIL (Pty) Ltd	Melrose Boulevard 23 Gauteng South Africa	dormant	100%
Glencore South Africa Oil Investments (Pty) Ltd	Melrose Boulevard 23 2196 Melrose North South Africa	active	100%
African Carbon Producers (Proprietary) Limited	Floor 39 2196 Johannesburg South Africa	active	97%
African Carbon Union (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	active	97%
African Fine Carbon (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	active	97%
Alloys Power Generation Proprietary Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	dormant	97%
Beestkraal Platinum Mines (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	dormant	72%
Breyten Coal Farms (Pty) Limited	Melrose Boulevard 23 2196 Johannesburg South Africa	dormant	64%
Consolidated Metallurgical Industries (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	dormant	97%
Eland Platinum Holdings Proprietary Limited	Melrose Boulevard 39 Johannesburg South Africa	dormant	97%
Eland Platinum Mines (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	active	97%
Glencore Services (Pty) Ltd	Melrose Boulevard 39 2196 Melrose North South Africa	active	100%
Golden Ribbon Trading 300 (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	dormant	68%
Madibeng Platinum (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	dormant	82%
Platoon Trade And Invest 96 (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	dormant	97%
PSV Resources Kroondal (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	active	63%

<b>Company</b>	<b>Address</b>	<b>Status</b>	<b>Percentage</b>
PSV Resources Marikana (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	active	79%
Sebenzana Business Development Services (Pty) Ltd	Melrose Boulevard 23 2196 Johannesburg South Africa	dormant	97%
Tavistock Collieries (Pty) Limited	Melrose Boulevard 23 2196 Johannesburg South Africa	dormant	97%
Xstrata Char Group (Proprietary) Limited	Melrose Boulevard 39 2196 Johannesburg South Africa	in liquidation	97%
Asturiana De Zinc S.A.U.	Zona Industrial 1 San Juan De Nieva Spain	active	100%
Constructora De Castrillon S.A.U.	Arnao Castrillon Spain	active	100%
Mecanizaciones Y Fabricaciones S.A.U.	Avenida de la Playa 2 San Juan De Nieva Spain	active	100%
Xstrata Coal Marketing AG	Baarermattstrasse 3 6341 Baar Switzerland	active	100%
Tironimus AG	Baarermattstrasse 3 6341 Baar Switzerland	active	100%
Glencore (Schweiz) AG	Baarermattstrasse 3 6341 Baar Switzerland	active	100%
Glencore Finance (Dubai) Limited	Gate Village Building No. 1, Unit 9, Level 2 Dubai United Arab Emirates	active	100%