

— for the record — Company Name

#### **CLEVELAND POTASH LIMITED**

# 363s Annual Return

> Please check the details printed in blue on this statement.

> If any details are wrong, strike them through and write the correct details in the "Amended details" column.

> Please use black pen and write in capitals.

Company Type **Private Company Limited By Shares** Company Number 915392 Information extracted from Companies House records on

> "Amended details" column. See notes for guidance for list of activity codes.

21st October 2001

Section 1: Company details



B. 705386.

Ref: 915392/03/10		Current	tetails	Amended	COMPANIES HOUSE	10/11/01
>	Registered Office Address If any of the details are wrong, strike them through and fill in the correct details in the "Amended details"	Boulby Mine Loftus Saltburn By The Sea <del>-Yorkshire</del> TS13 4UZ		Address  CLEVEZAMP		
	column.			UK Postcod	e	
>	Register of Members If any of the details are wrong, strike them through and fill in the correct details in the "Amended details"	Address where the Register is held  At Registered Office		Address		
	column,			UK Postcod	e	_
>	Register of Debenture Holders If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Not Applic	able	Address  UK Postcod	ie	
<u> </u>	Principal Business	SIC Code	Description	SIC CODE	Description	
	Activities  If any of the details are  wrong, strike them through  and fill in the correct details  in the "Amended details"  column.	1450	Other mining and quarrying			
		÷ .				
>	Please enter additional principal activity code(s) in	:		. <u> </u>		

# Section 2: Details of Officers of the Company

		Current details	Amended details
- >	Company Secretary If any of the details for this	Name Alexander Francis PACE BONELLO	Name
	person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Alexander Flancis PACE BONELLO	Address
		Address Waratah 6A High Street Great Broughton Middlesbrough	
		Cleveland TS9 7EH	UK Postcode
			Date of change / /
	Particulars of a new Company Secretary must be notified on form 288.		Date Alexander Francis PACE BONELLO ceased to be secretary (if applicable)
	Director If any of the details for this	Name David Connal CATHER	Name
	person are wrong, strike them through and fill in the		Address
	correct details in the "Amended details" column.	Address Keepers Retreat 6 Mill Close Old Birstall Leicester	
		Leicestershire	
		LE4 4EN	UK Postcode
		Date of birth 18/08/1959	Date of birth / /
		Nationality British	Occupation
		Nationality Dittish	Date of change / / /
	Particulars of a new Director must be notified on form	Occupation Director	Date David Connal CATHER ceased to be director (if applicable)
	288. Director	Name	Name
	If any of the details for this person are wrong, strike	Roger Edward COCKCROFT	
	them through and fill in the		Address
	correct details in the "Amended details" column.	Address	
	Amended details column.	Wyke House Littlethorpe	
		Ripon	
		North Yorkshire HG4 3LG	UK Postcode
			Date of birth
		Date of birth 06/01/1941	Nationality
		Nationality British	Occupation
		naconanty orden	Date of change / / /
	Particulars of a new Director must be notified on form	Occupation Marketing Director	Date Roger Edward COCKCROFT ceased to be director (if applicable)
	288.		//

> Director Il any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.  Address TO South Approach Moor Park Northwood Middlesex HA6 2ET  Date of birth 07/05/1941  Nationality British  Occupation Date of change /  Date James Mcneilly EVANS  Name Dr lan Christopher Robertson GILCHRIST  Address  Date of change /  Date James Mcneilly EVANS be director (if applicable)  Name Dr lan Christopher Robertson GILCHRIST  Address  Address  Address  Address  Address  Address  Address  Address  Address  Occupation Date of birth /  Name Dr lan Christopher Robertson GILCHRIST  Address  Occupation Date of birth /  Date of birth /  Date of change / _  Date Dr lan Christopher Robe GILCHRIST ceased to be director on the change in the contribution of the change in the cha			
person are wrong, strike them through and fill in the correct details in the "Amended details" column.  Address 70 South Approach Moor Park Northwood Middlesex HA6 2ET UK Postcode	Amended details Name		
"Amended details" column.  To South Approach Moor Park Northwood Middlesex HA6 2ET  Date of birth 07/05/1941  Nationality British  Date of change /  Date James Mcneilly EVANS be director (if applicable)  Particulars of a new Director must be notified on form 288.  Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.  Address  Address  Address  Address  Address  Address  Trafalgar Terrace Redcar Cleveland TS10 1QQ  UK Postcode  Date of birth /  Nationality British  Occupation  Date of change /  Date of birth /  Nationality British  Occupation  Date of change /	· · · · · · · · · · · · · · · · · · ·		
Middlesex HA6 2ET  Date of birth 07/05/1941  Nationality  Particulars of a new Director must be notified on form 288.  Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Armended details" column.  Address 6 Trafalgar Terrace Redcar Cleveland TS10 1QQ  Particulars of a new Director must be notified on form  Particulars of a new Director must be notified on form  Date of birth 22/08/1959  Nationality  Date of change /  Name Dr lan Christopher Robertson GILCHRIST  Address 6 Trafalgar Terrace Redcar Cleveland TS10 1QQ  UK Postcode Date of birth /  Nationality  Occupation  Date of change /  Date of c			
Particulars of a new Director must be notified on form 288.  Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.  Particulars of a new Director must be notified on form 288.  Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.  Address 6 Trafalgar Terrace Redcar Cleveland TS10 1QQ  UK Postcode Date of birth / Date of birth / Date of birth / Date of change / / Date of ch			
Particulars of a new Director must be notified on form 288.  > Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.  Address 6 Trafalgar Terrace Redcar Cleveland TS10 1QQ  Date of birth 22/08/1959  Nationality British  Occupation  Date of change /  Date James Mcneilly EVANS be director (if applicable)  Name  Name  Name  Name  Prilan Christopher Robertson  GILCHRIST  Address  6 Trafalgar Terrace  Redcar Cleveland TS10 1QQ  UK Postcode  Date of birth /  Nationality  Occupation  Date of change /  Date of change	1		
Particulars of a new Director must be notified on form 288.  > Director li any of the details for this person are wrong, strike them through and fill in the correct details in the "Armended details" column.  Address 6 Trafalgar Terrace Redcar Cleveland TS10 1QQ  Date of change / Date of change / Date of birth / Date of birth / Date of change / Date Dr lan Christopher Robe gillchrist plants of a new Director must be notified on form			
Particulars of a new Director must be notified on form 288.  > Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.  Address 6 Trafalgar Terrace Redcar Cleveland TS10 1QQ  UK Postcode Date of birth 22/08/1959  Nationality  Particulars of a new Director must be notified on form  Date of a new Director must be notified on form  Date of a new Director must be notified on form  Date of a new Director must be notified on form  Date of the details in the Dr lan Christopher Robertson GILCHRIST  Address  Address  Occupation Date of change/ Date Dr lan Christopher Robe GILCHRIST ceased to be director (if applicable)  Name Dr lan Christopher Robertson GILCHRIST ceased to be director (if applicable)  Name Dr lan Christopher Robertson GILCHRIST ceased to be director (if applicable)  Name Dr lan Christopher Robertson GILCHRIST ceased to be director (if applicable)  Name Dr lan Christopher Robertson GILCHRIST ceased to be director (if applicable)  Name Dr lan Christopher Robertson GILCHRIST ceased to be director	1 – – – –		
If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.  Address  GILCHRIST  Address  Address  6 Trafalgar Terrace Redcar Cleveland TS10 1QQ  UK Postcode Date of birth /  Date of birth 22/08/1959  Nationality  Nationality  Particulars of a new Director must be notified on form  Occupation  Dr lan Christopher Robertson  GILCHRIST  Address  OUK Postcode Date of birth /  Date of change /  Date of change /  Date Dr lan Christopher Robertson  GILCHRIST ceased to be directly them through and fill in the correct details in the Address  Address  Occupation  Date of birth /  Date of birth /  Date of change /  Date Dr lan Christopher Robertson  GILCHRIST ceased to be directly the correctly them through and fill in the Address  Address  Address  Address  Occupation  Date of birth /  Date of change /  Date Dr lan Christopher Robertson	ceased to		
them through and fill in the correct details in the "Amended details" column.  Address 6 Trafalgar Terrace Redcar Cleveland TS10 1QQ  UK Postcode Date of birth 22/08/1959  Nationality  Nationality  Particulars of a new Director must be notified on form  Address  Occupation Date of birth Date of change /  Occupation Director  Date of change /			
"Amended details" column.  6 Trafalgar Terrace Redcar Cleveland TS10 1QQ  UK Postcode Date of birth /  Nationality  Nationality British  Particulars of a new Director must be notified on form  Address 6 Trafalgar Terrace Redcar Cleveland TS10 1QQ  UK Postcode Date of birth /  Date of birth /  Particulars of a new Director GILCHRIST ceased to be director			
TS10 1QQ  UK Postcode  Date of birth/  Date of birth 22/08/1959  Nationality			
Particulars of a new Director must be notified on form  Date of birth 22/08/1959  Nationality  Occupation Director  Date of change /  Date of change /  Date Dr Ian Christopher Robe			
Particulars of a new Director must be notified on form  Nationality British  Occupation Director  Date of change /  Date Dr Ian Christopher Robe GILCHRIST ceased to be director	1		
Particulars of a new Director must be notified on form  Nationality British  Date of change /  Date of change /  Date Dr Ian Christopher Robe GILCHRIST ceased to be director			
Particulars of a new Director  must be notified on form  Occupation Director  Date Dr Ian Christopher Robe GILCHRIST ceased to be director			
must be notified on form  GILCHRIST ceased to be directly an included by the control of the cont	1		
288, and and an	ector (if		
> Director Name Name	1		
If any of the details for this Francis Keith John JACKSON			
person are wrong, strike them through and fill in the Address			
correct details in the  "Amended details" column.  The Artists House  Station Road Goring On Thames  Reading			
Berkshire  RG8 9HA  UK Postcode			
Date of birth			
A. 12			
Nationality British Occupation			
Date of change /	1		
Particulars of a new Director  must be notified on form  288.  Occupation Director  Date Francis Keith John JAC ceased to be director (if applied to be director) /	CKSON cable)		

Company Number - 915392	Section 2: Details of Officers of the Con	npany (continued)  Amended details		
> Director	Current details Name Robert Anthony LAYBOURNE	Name		
If any of the details for this person are wrong, strike them through and fill in the		Address		
correct details in the "Amended details" column.	Address The Willows Aislaby Road Eaglescliffe			
	Stockton On Tees Cleveland TS16 0JJ	UK Postcode		
	Date of birth 23/11/1944	Date of birth / / Nationality		
	Nationality British	Occupation		
Particulars of a new Director must be notified on form 288.	Occupation Mining Engineer	Date of change / / / Date Robert Anthony LAYBOURNE ceased to be director (if applicable)		
> Director If any of the details for this	Name Anthony William LEA	Name		
person are wrong, strike them through and fill in the correct details in the		Address		
"Amended details" column.	Address 22 The Crescent Barnes			
	London SW13 ONN	UK Postcode		
	Date of birth 30/11/1948	Date of birth / / Nationality		
	Nationality British	Occupation		
Particulars of a new Director must be notified on form 288.	Occupation Company Director	Date of change / / Date Anthony William LEA ceased to be director (if applicable)		
> Director If any of the details for this	Name John Ross LOCKERBIE	Name		
person are wrong, strike them through and fill in the correct details in the	Address	Address		
"Amended details" column.	21 Branham Down Guisborough Cleveland			
		UK Postcode TS14 737  Date of birth//		
	Date of birth 19/01/1953	Nationality		
	Nationality British	Occupation  Date of change / /		
Particulars of a new Director must be notified on form	Occupation Mine Manager	Date John Ross LOCKERBIE ceased to be director (if applicable)		
288.		//		

	ompany Number - 915392	Section 2: Details of Officers of the Com			
_	<u>,                                      </u>	Current details	Amended details		
>	Director	Name William NAIRN	Name		
	If any of the details for this	William (VAII)			
	person are wrong, strike them through and fill in the		Address		
	correct details in the		7,44,000		
	"Amended details" column.	Address 87 Central Avenue			
	Timoriaca actano colarrir.	Athol	Gauteng		
		Sandton			
		Gguteng ←			
		South Africa	UK Postcode		
		2196	Date of birth		
		: B			
		Date of birth 17/12/1944	Nationality		
		Nationality South African	Occupation		
		Nationality South African	Date of change / /		
		Occupation Company Director			
	Particulars of a new Director	: Social Company Director	Date William NAIRN ceased to be		
	must be notified on form		director (if applicable)		
	288.	<u> </u>			
>	Director	Name	Name		
	If any of the details for this	Alexander Francis PACE	·		
	person are wrong, strike	BONELLO	A.1.		
	them through and fill in the		Address		
	correct details in the	Address			
	"Amended details" column.	Waratah 6A High Street			
		Great Broughton			
		Middlesbrough	· · · · · · · · · · · · · · · · · · ·		
		Cleveland	UK Postcode		
		TS9 7EH			
			Date of birth / /		
	Particulars of a new Director must be notified on form 288.	Date of birth 01/02/1957	Nationality		
			Occupation		
		Nationality British	·		
		Occupation Company Director	Date of change / /		
			Date Alexander Francis PACE		
			BONELLO ceased to be director (if		
			applicable)		
 >	Director	Name	Name		
	If any of the details for this	Robert Sinclair ROBERTSON			
	person are wrong, strike them through and fill in the				
			Address		
	correct details in the	Address	·		
	"Amended details" column.	The Village House			
		Bradfield			
		Reading			
		Berkshire	LIV Destands		
		RG7 68H	UK Postcode		
			Date of birth		
		Date of birth 29/12/1951	Nationality		
		Nationality British	Occupation		
		-	Date of change / /		
	Particulars of a new Director	Occupation Company Director	Date Robert Sinclair ROBERTSON		
	must be notified on form		ceased to be director (if applicable)		

the correct details in the "Amended details" column.

		Current details	Amended details
>	Issued Share Capital This table shows the total number of shares that have been issued by your company and their Nominal Value. If any of the details are wrong, please fill in the correct details.	Class of share Ordinary	Class of share
		Nominal value of each share £1.00	Nominal value of each share
		Number of shares issued 7,000,000	Number of shares issued
		Aggregate Nominal Value of issued shares £7,000,000.00	Aggregate Nominal Value of issued shares
		Class of share Preference	Class of share
		Nominal value of each share £1.00	Nominal value of each share
		Number of shares issued 30,000,000	Number of shares issued
		Aggregate Nominal Value of issued shares £30,000,000.00	Aggregate Nominal Value of issued shares
>	Total shares issued and value	Total number of shares issued 37,000,000	Total number of shares issued
	If any of the details are wrong, strike them through and fill in	Total Nominal value of shares issued	Total Nominal value of shares issued

<sup>&</sup>gt; At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 0870 3333636.

£37,000,000.00

## Company Number - 915392

# Section 4: Details of Shareholders

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

Current	t details		Amended details		Shares	transferred
Shareholder Name ANGLO AMERICAN FINANCE UK PLC			Name			
Long	ariton House Ter don	race	Address			
Shar Clas	Y 5AN  res held s nary	<i>Number</i> 3500000	UK Postcode Shares held Class	Number		Number Date of transfer
Prefe	erence	15000000				
Nam CLi	reholder ne EVELAND POTA ESTMENTS LTD	SH	Name			
20 C Lond	ress ariton House Tel don IY 5AN	rrace	Address	: :	Sharac tr	ansferred by
Shai Clas	res held	Number 15000000	UK Postcode Shares held Class	Number	CLEVEI INVESTN Class	AND POTASH MENTS LTD  Number Date of transfer
Ordi	inary	3500000	· · · · · · · · · · · · · · · · · · ·			

#### Company Number - 915392

## Section 5: Details of Other Shareholders

- > Please fill in details of any persons or corporate bodies who are shareholders of the company at the date of this return, but whose details are not printed in Section 4.
- > Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- Please copy this page if there is not enough space to enter all the company's other shareholders.

	Shareholders.		
Shareholders details		Class and number of shares or amount of stock transferred (If appropriate)	
Name			
Address		:	
UK Postcode			
Name			
Address			
UK Postcode			
Name			
Address			
UK Postcode			
Name			
Address			
•			
UK Postcode			

Company Number - 915392



# 363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- If you want to change the made up date of this annual return, please complete 2 below.

complete 2 below.			
1. Declaration			
I confirm that the details i (shown at 2 below). I end		are correct as at the made-up-date £15.	
Signature (Director)	Secretary)	Date  © ] / 1 1 / 2 0 1  This date must not be earlier than the return date at 2 below	
What to do now  Complete this page then  declaration to the addres		f the Annual Return and the w.	
2. Date of this return			
☐ This AR is made up to 6/11/2001	If you are making please give the da	this return up to an earlier date, ate here	
	/	- /	
	Note: The form must t	pe delivered to CH within 28 days of this date	
3. Date of next return	;		
If you wish to change you please give the new date	here:	te earlier than 6th November 2002	
4. Where to send this  Please return this form to Registrar of Companies  Companies House  Crown Way  Cardiff CF14 3UZ		For members of the Hays Docume Exchange service DX 33050 Cardiff	
Have you enclosed the reverse of the cheque?	_	ompany number written on the	
Cheque   ✓ Postal C	Order _ Chequ	e / Postal Order er105386	
(Please complete as app	oropriate)		
Contact Address			
Please give the name and ad there are any queries about the	· ·	who should be contacted if	
Contact Name Secretary	•	none number <i>inc code</i>	
Address Registered Office		mber <i>if applicable</i>	
7	DX ex		

Postcode