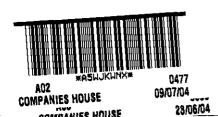


Return of Allotment of Shares

Please complete in typescript, or

in bold black capitals. CHWP000				
Company Number	2231725			
Company name in full	PAN ANDEAN RESOURCES PLC			
Shares allotted (including bo	onus shares):	· · · · · · · · · · · · · · · · · · ·		
	From	То		
Date or period during which shares were allotted	Day Month Year	Day Month Year		
(If shares were allotted on one date enter that date in the "from" box)	1 7 0 6 2 0 0 4			
Class of shares (ordinary or preference etc)	ORDINARY			
Number allotted	21845754			
Nominal value of each share	0.01			
Amount (if any) paid or due on each share (including any share premium)	ch 0.13			
List the names and addresses of the	he allottees and the number of shares allo	otted to each overleaf		
If the allotted shares are fully	or partly paid up otherwise than in	n cash please state:		
% that each share is to be treated as paid up				
Consideration for which the shares were allotted (This information must be supported by				



the duly stamped contract or by the duly stamped particulars on Form 88(3) if the

contract is not in writing)

COMPANIES HOUSE
Form revised 10/03

When you have completed and signed the form send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh EH1 2EB

For companies registered in Scotland

DX 235 Edinburgh or LP - 4 Edinburgh 2

Names and addresses of the allottees (List joint share allotments consecutively)

record.

Shareholder details		Shares and share class allotted		
Name SEE LIST ATTACHED		Class of shares allotted	Number allotted	
Address				
	F10.2			
UK Po	ostcode		1	
Name		Class of shares allotted	Number allotted	
LAddress		-		
L			<u> </u>	
UK Po	stcode		L	
Name		Class of shares allotted	Number allotted	
Address		-		
			L	
UK Po	stcode	L	L	
Name		Class of shares aliotted	Number allotted	
Address		-		
L			<u></u>	
UK Po	stcode	1		
Name		Class of shares allotted	Number allotted	
Address		-		
UK Po	stcode		t	
Please enter the number of continua	ation sheets (if any) attached to this	form 1		
	,		\ /I	
A director / secretary / administrator / adm	inistrative receiver / receiver manager / rece		lelete as appropriate	
ou do not have to give any contact formation in the box opposite but	JAMES FINN			
you do, it will help Companies louse to contact you if there is a	162 CLONTARF ROAD, DUBLIN 3			
uery on the form. The contact	IRELAND	ELAND Tel		
nformation that you give will be isible to searchers of the public	DX number DX exchange			

Shares Participant Name

592,307 Fiske Noms

35,845 Chase Noms

268,216 Bank of New York

1,619,015 HSBC Noms

3,846,153 Bank of New York (OCS) Noms

830,769 Walker Crips

14,653,449 Dartington Portfolio Noms

21,845,754

NAME, ADDRESS & No. of SHARES

INWORTH CO5 9SH

UK

DARTINGTON PORTFOLIO NOMINEES 14,653,449 LIMITED <KALA> COLSTON TOWER COLSTON STREET BRISTOL BS1 4RD 268,216 THE BANK OF NEW YORK (NOMINEES) LIMITED 1 CANADA SQUARE LONDON E14 5AL 3,846,153 THE BANK OF NEW YORK (NOMINEES) LIMITED 1 CANADA SQUARE LONDON E14 5AL CHASE NOMINEES LIMITED 35,845 P.O BOX 18171 125 LONDON WALL LONDON EC2Y 5AJ FISKE NOMINEES LIMITED 592,307 SALISBURY HOUSE LONDON WALL LONDON EC2M 5QS HSBC GLOBAL CUSTODY NOMINEE (UK) 1,619,015 LIMITED <813259> MARINER HOUSE PEPYS STREET LONDON EC3N 4DA WALKER CRIPS 830,769 INWORTH 4 PARK FARM BUSINESS PARK