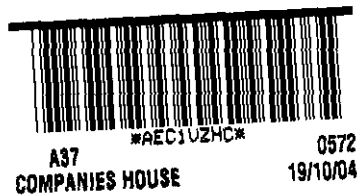


**Company Registration No. 3062299**

**Anglo Industrial Minerals Limited**

**Report and Financial Statements**

**31 December 2003**



**Deloitte & Touche LLP  
London**

**Report and Financial statements 2003**

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**Report and Financial Statements 2003**

**General Information**

**Directors**

R S Robertson  
F E J Jackson  
D C Cather

**Secretary**

G A Wilkinson

**Registered Office**

20 Carlton House Terrace  
London SW1Y 5AN

**Auditors**

Deloitte & Touche LLP  
Chartered Accountants  
London

## Directors' Report

The directors present their annual report and the audited financial statements for the year ended 31 December 2003.

### Principal activities and business review

The Company's principal activities are to provide technical, consulting and administrative services to group companies. The directors have the present intention of maintaining the business in its current form for the foreseeable future.

### Results and dividends

The loss after taxation for the year was £54,133 (2002 – profit: £3,784). The directors do not recommend the payment of a dividend for the year (2002 – £ nil).

### Directors and their interests

The following served as directors throughout the year and to the present time.

R S Robertson  
F K J Jackson  
D C Cather

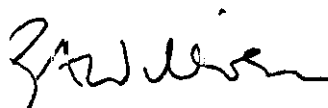
There are no directors' interests in the share capital of the Company which are required to be disclosed. The interests of Messrs D C Cather, R S Robertson and F K J Jackson in other group companies were disclosed in the annual financial statements of Anglo Industrial Minerals Holdings Limited.

### Auditors

On 1 August 2003 Deloitte & Touche transferred their business to Deloitte & Touche LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. The company's consent has been given to treating the appointment of Deloitte & Touche as extending to Deloitte & Touche LLP with effect from 1 August 2003 under the provisions of section 26(5) of the Companies Act 1989.

In accordance with Section 386 of the Companies Act 1985, Deloitte & Touche LLP are deemed to remain in office as auditors under the terms of an Elective Resolution dated 25 October 1999.

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



C A Wilkinson  
Secretary

28 SEPTEMBER 2004

### **Statement of Directors' Responsibilities**

United Kingdom company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed; 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for the system of internal control and safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## **Independent Auditors' Report to the members of Anglo Industrial Minerals Limited**

We have audited the financial statements of Anglo Industrial Minerals Limited for the year ended 31 December 2003 which comprise the profit and loss account, the balance sheet and the related notes 1 to 10. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the Company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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 auditors' 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.

### **Respective responsibilities of directors and auditors**

As described in the statement of directors' responsibilities, the Company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and auditing standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report if, in our opinion, the directors' report is *not consistent with the financial statements, if the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the Company is not disclosed.*

We read the directors' report for the above year and consider the implications for our report if we become aware of any apparent misstatements.

### **Basis of audit opinion**

We conducted our audit in accordance with United Kingdom auditing standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are *free from material misstatement, whether caused by fraud or other irregularity or error.* In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

### **Opinion**

In our opinion the financial statements give a true and fair view of the state of the Company's affairs as at 31 December 2003 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*Deloitte Touche LLP*

**Deloitte & Touche LLP**  
Chartered Accountants and Registered Auditors  
London

*14 October* 2004

**Profit and Loss Account**  
**Year ended 31 December 2003**

	Note	2003 £	2002 £
Interest receivable and other similar income		<u>3,783</u>	<u>5,406</u>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	3	3,783	5,406
Taxation on profit on ordinary activities	4	<u>(57,916)</u>	<u>(1,622)</u>
<b>(LOSS)/PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION AND (LOSS)/PROFIT FOR THE FINANCIAL YEAR</b>		(54,133)	3,784
<b>Profit and loss account brought forward</b>		<u>145,154</u>	<u>141,370</u>
<b>Profit and loss account carried forward</b>		<u><u>91,021</u></u>	<u><u>145,154</u></u>

A statement of total recognised gains and losses has not been presented since there are no recognised gains or losses other than the (loss)/profit for the current and prior year.

There were no movements in equity shareholders' funds in the current or prior year other than the (loss)/profit attributable to the members of the Company.

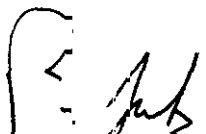
AL amounts derive from continuing operations.

**Balance Sheet**  
**31 December 2003**

	Note	2003 £	2002 £
<b>CURRENT ASSETS</b>			
Debtors	5		
due within one year		89	2,708
due after one year		2,090,000	2,090,000
Cash at bank and in hand		191,926	39,442
		<u>2,282,015</u>	<u>2,132,150</u>
<b>CREDITORS: amounts falling due within one year</b>	6	(2,190,992)	(1,986,994)
<b>NET CURRENT ASSETS</b>		<u>91,023</u>	<u>145,156</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>91,023</u>	<u>145,156</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	7	2	2
Profit and loss account		91,021	145,154
<b>EQUITY SHAREHOLDERS' FUNDS</b>		<u>91,023</u>	<u>145,156</u>

These financial statements were approved by the Board of Directors on **28 SEPTEMBER** 2004.

Signed on behalf of the Board of Directors



F. C. Jackson  
 Director



**Notes to the Accounts**  
**Year ended 31 December 2003**

**1. ACCOUNTING POLICIES**

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted are described below. All accounting policies are consistent with the prior year.

**Accounting convention**

The financial statements are prepared under the historical cost convention.

**Turnover**

Turnover represents income from group companies for expenses incurred on their behalf. All turnover is derived from operations in the United Kingdom.

**Contributions to pension schemes**

The Company makes monthly pension contributions into personal pension plans established by some employees. These personal pensions are administered by independent trustees and the assets of the personal pensions are invested independently of the finances of the Company. The pension costs charge represents defined contributions payable by the Company to such personal pensions. At the year end there were no outstanding amounts payable or prepaid in respect of any of these pension arrangements.

**2. DIRECTORS AND EMPLOYEES**

The average monthly number of persons (including directors) employed by the Company during the year was 10 (2002 – 10).

	2003 £	2002 £
Staff costs were:		
Wages and salaries	1,905,514	1,170,773
Social security contributions	164,688	109,916
Pension costs	125,914	106,633
	<u>2,196,116</u>	<u>1,387,322</u>
Directors' remuneration:		
Emoluments	866,424	661,389
Pension contributions	88,482	48,264
	<u>954,906</u>	<u>709,653</u>
Remuneration of the highest paid director:		
Emoluments	<u>445,180</u>	<u>331,056</u>

Employment costs were ultimately borne by Tarmac Limited, a group company. The Company made contributions to the personal pension plans of two of the directors serving during the year (2002 – two).

One director is a member of a defined benefit scheme (2002 – one). The accrued defined benefit pension for the year end amounted to £142,444 (2002 – £126,644). The director participates in the Anglo American Corporation of South Africa Limited Pension Scheme. This is a defined benefit multi-employer scheme, the assets and liabilities of which are held independently from the group. The Company is unable to identify its share of the underlying assets and liabilities of the scheme and accordingly the scheme is accounted for as if it were a defined contribution scheme.

**3. PROFIT ON ORDINARY ACTIVITIES BEFORE TAX**

Audit fees and rentals under operating leases were paid for by Tarmac Limited, a group company.

**Notes to the Accounts**  
**Year ended 31 December 2003**

**4. TAXATION ON PROFIT ON ORDINARY ACTIVITIES**

	2003 £	2002 £
<b>Current Tax:</b>		
Group Relief	(1,135)	(1,622)
Adjustments in respect of previous periods	(56,781)	-
	<u>(57,916)</u>	<u>(1,622)</u>
<b>Total current tax</b>	<u>(57,916)</u>	<u>(1,622)</u>
<b>Factors Affecting Tax Charge for Period:</b>		
Profit on ordinary activities before tax	3,783	5,406
	<u>3,783</u>	<u>5,406</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 30% (2002: 30%)	(1,135)	(1,622)
Adjustments to tax charge in respect of previous periods	(56,781)	-
	<u>(57,916)</u>	<u>(1,622)</u>
<b>Current tax charge for period</b>	<u>(57,916)</u>	<u>(1,622)</u>

**5. DEBTORS**

	2003 £	2002 £
Amounts owed by group undertakings (due after 1 year)	2,090,000	2,090,000
Value added tax	89	2,708
	<u>2,090,089</u>	<u>2,092,708</u>

**6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2003 £	2002 £
Amounts owed to group undertakings	2,086,824	1,573,848
Accruals and deferred income	-	366,894
Corporation Tax - Group Relief	104,168	46,252
	<u>2,190,992</u>	<u>1,986,994</u>

**Notes to the Accounts**  
**Year ended 31 December 2003**

**7. CALLED UP SHARE CAPITAL**

	2003	2002
	£	£
Authorised:		
1,000 ordinary shares of £1 each	1,000	1,000
	<u>          </u>	<u>          </u>
Called up, allotted and fully paid:		
2 ordinary shares of £1 each	2	2
	<u>          </u>	<u>          </u>

**8. CASH FLOW STATEMENT**

This Company has not prepared a cash flow statement being a wholly owned subsidiary of a parent undertaking incorporated within the European Union which publishes consolidated financial statements and which include consolidated cash flow statements dealing with the cash flows of the group.

**9. ULTIMATE PARENT COMPANY**

The immediate parent company is Anglo Industrial Minerals Holdings Limited, a company incorporated in Great Britain and registered in England and Wales.

As at 31 December 2003 the ultimate parent company and controlling party was Anglo American plc. The smallest and largest group that publishes consolidated accounts incorporating the results of this Company is Anglo American plc. Copies of the group accounts are available from the Company Secretary, 20 Carlton House Terrace, London SW1Y 5AN.

**10. RELATED PARTY DISCLOSURES**

The Company has taken advantage of the exemption granted by paragraph 3(c) of Financial Reporting Standard 8 not to disclose related party transactions with Anglo American plc group companies.