

**A PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**BHP Billiton Paddington Limited**  
**Company Number. 5422543 (the "Company")**

THURSDAY



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05/12/2013

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COMPANIES HOUSE

On 3rd December 2013, resolutions 1 and 2 were duly passed as special resolutions and resolution 3 was duly passed as ordinary resolutions by way of a written resolution under Chapter 2 of Part 13 of the Companies Act 2013.


**SPECIAL RESOLUTIONS**

**IT WAS RESOLVED**

- 1 That the Company's existing articles of association be amended by deleting all the provisions of the Company's memorandum of association which, by virtue of section 28 of the Companies Act 2006 (the "**Act**"), are deemed to be provisions of the existing articles of association
- 2 That the draft articles of association attached to this resolution and, for the purposes of identification, initialed by the Chairman be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association

**ORDINARY RESOLUTIONS**

- 3 That authorisation of any matter that would, if not so authorised, be a breach of section 175 Companies Act 2006 may be given by the Directors in accordance with section 175(5)(a) Companies Act 2006 subject to any limits or conditions which the Directors may see fit
- 4 That the Directors of the Company have the powers given by section 550 of the Companies Act 2006 (power of directors to allot shares etc private company with only one class of shares) This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 Companies Act 1985 or section 551 Companies Act 2006

  
A P Story  
Company Secretary

4th December 2013