

clc paid £20 Receipt No - 010217496

In accordance with  
Regulation 32 of the  
Overseas Companies  
Regulations 2009.

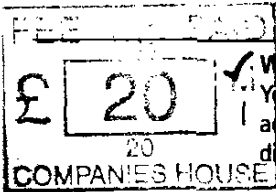
**OS AA01**

Statement of details of parent law and other  
information for an overseas company



Companies House

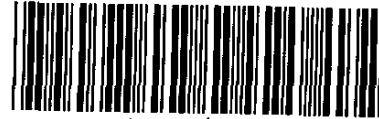
clc paid £20 Receipt No - 010217496



☒ What this form is for  
You may use this form to  
accompany your accounts  
disclosed under parent law.

☒ What this form is NOT for  
You cannot use this form for  
an alteration of name  
with accounting requirements.

MONDAY



LD2 \*L7KZ0NEQ\*  
17/12/2018 #65  
COMPANIES HOUSE

## Part 1 Corporate company name

Corporate name of  
overseas company ①

RIO TINTO ESCONDIDA LIMITED

UK establishment  
number

B R 0 2 0 2 1 9

### → Filling in this form

Please complete in typescript or in  
bold black capitals.

All fields are mandatory unless  
specified or indicated by \*

① This is the name of the company in  
its home state.

## Part 2 Statement of details of parent law and other information for an overseas company

### A1 Legislation

Please give the legislation under which the accounts have been prepared and,  
if applicable, the legislation under which the accounts have been audited.

Legislation ②

Bermuda Companies Act 1981

② This means the relevant rules or  
legislation which regulates the  
preparation and, if applicable, the  
audit of accounts.

### A2 Accounting principles

Accounts

Have the accounts been prepared in accordance with a set of generally accepted  
accounting principles?

Please tick the appropriate box.

☐ No. Go to Section A3.

☒ Yes. Please enter the name of the organisation or other  
body which issued those principles below, and then go to Section A3.

Name of organisation  
or body ③

Financial Reporting Council

③ Please insert the name of the  
appropriate accounting organisation  
or body.

### A3 Accounts

Accounts

Have the accounts been audited? Please tick the appropriate box.

☒ No. Go to Section A5.

☐ Yes. Go to Section A4.

**OS AA01**

Statement of details of parent law and other information for an overseas company

**A4****Audited accounts**

Audited accounts

Have the accounts been audited in accordance with a set of generally accepted auditing standards?

Please tick the appropriate box.

☐ No. Go to Part 3 'Signature'.☐ Yes. Please enter the name of the organisation or other body which issued those standards below, and then go to Part 3 'Signature'.

① Please insert the name of the appropriate accounting organisation or body.

Name of organisation or body ①

**A5****Unaudited accounts**

Unaudited accounts

Is the company required to have its accounts audited?

Please tick the appropriate box.


☒ No.☐ Yes.**Part 3****Signature**

I am signing this form on behalf of the overseas company.

Signature

Signature

X



X

This form may be signed by:  
Director, Secretary, Permanent representative.

# OS AA01

Statement of details of parent law and other information for an overseas company



## Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **Company Secretariat**

Company name **Rio Tinto plc**

Address **6 St James's Square**

Post town **London**

County/Region

Postcode **S W 1 Y 4 A D**

Country

DX

Telephone **020 7781 1773**



## Checklist

**We may return forms completed incorrectly or with information missing.**

**Please make sure you have remembered the following:**

- ☐ The company name and, if appropriate, the registered number, match the information held on the public Register.
- ☐ You have completed all sections of the form, if appropriate.
- ☐ You have signed the form.



## Important information

**Please note that all this information will appear on the public record.**



## Where to send

**You may return this form to any Companies House address:**

### England and Wales:

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ.  
DX 33050 Cardiff.

### Scotland:

The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post).

### Northern Ireland:

The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG.  
DX 481 N.R. Belfast 1.



## Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

**This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)**

Registration number: EC13502

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**RIO TINTO ESCONDIDA LIMITED  
(INCORPORATED IN BERMUDA)**

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**UNAUDITED  
DIRECTORS' REPORT AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2017**

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**RIO TINTO ESCONDIDA LIMITED**

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Company information	1
Directors' report	2 to 3
Statement of comprehensive income	4
Balance sheet	5
Statement of changes in equity	6
Notes to the financial statements	7 to 12

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**RIO TINTO ESCONDIDA LIMITED**

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**COMPANY INFORMATION**

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<b>DIRECTORS</b>	S P Allen P Pescatore E Scafidas
<b>COMPANY SECRETARY</b>	Estera Services (Bermuda) Limited
<b>ASSISTANT SECRETARY</b>	Rio Tinto Secretariat Limited
<b>REGISTRATION NUMBER</b>	EC13502
<b>REGISTERED OFFICE &amp; INCORPORATED IN BERMUDA</b>	22 Canon's Court Victoria Street Hamilton HM 12 Bermuda

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## RIO TINTO ESCONDIDA LIMITED

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### DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2017

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The directors present their report and the unaudited financial statements for the year ended 31 December 2017.

#### Principal activity

Rio Tinto Escondida Limited (the "Company") is a wholly owned subsidiary of Rio Tinto Western Holdings Limited and a member of the Rio Tinto Group (the "Group"). The Company is an investment holding company for the Group.

#### Business review

The Company was incorporated on 25 February 1988 under the laws of Bermuda. It holds a 30 per cent interest in Minera Escondida Limitada, the owner of a large open pit copper mine in Chile.

The Company's directors are of the opinion that there are no meaningful financial or non-financial key performance indicators that would be necessary or appropriate for an understanding of the development, performance or position of the Company's activities.

#### Results and dividends

The profit for the financial year, after taxation, amounted to \$660,185,000 (2016: \$164,670,000).

An interim dividend of \$800,000,000 was paid during the year (2016: \$nil). The directors do not recommend the payment of a final dividend (2016: \$nil).

#### Directors

The directors who served during the year and to the date of signing this report were:

P Pescatore (appointed 20 November 2017)  
S P Allen (appointed 20 November 2017)  
E Scafidas (appointed 30 July 2018)  
V E Hames (resigned 30 September 2017)  
R D Atkinson (resigned 20 November 2017)  
U Quellmann (resigned 30 July 2018)

The directors had no material interest in any contract or arrangement during the year to which the Company or any subsidiary is, or was, a party.

#### Principal risk and uncertainties

The Company's principal risks and uncertainties, such as financial, operational and compliance risks, are integrated with those of the Group and are not managed separately.

Assessment of the potential economic and non-economic consequences of risks is undertaken by the Group's business units and functions using the framework defined by the Group's risk policy and standard. Once identified, each principal risk and uncertainty is reviewed and monitored by the relevant internal experts and by the Risk Management Committee, the relevant board committees and the board. Full details of the Group's risk factors and policies for financial risk management are discussed in its 2017 Annual Report which does not form part of this report.

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## RIO TINTO ESCONDIDA LIMITED

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### DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2017 (CONTINUED)

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#### **Indemnities and insurance**

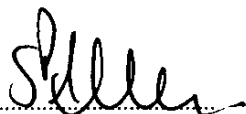
The Articles of Association of the Company's ultimate parent, Rio Tinto plc, provides for it to indemnify, to the extent permitted by law, its officers and officers of wholly-owned subsidiaries against liabilities arising from the conduct of the Group's business. The directors and the company secretary of Rio Tinto plc and certain employees serving as directors of certain subsidiaries, at the Group's request, have been indemnified in accordance with these provisions. Accordingly, Mr Allen has been indemnified by Rio Tinto plc against liability in respect of proceedings brought by third parties.

The Company has also purchased and maintains insurance against liabilities arising from claims against directors' and officers' actions taken in connection with the Group's business.

#### **Future developments**

The Company's future developments are integrated with those of the Group which are discussed in the Group's 2017 Annual Report, which does not form part of this report.

This report was approved by the board and signed on its behalf.



S P Allen  
Director

Date: 20 NOVEMBER 2018

22 Canon's Court  
Victoria Street  
Hamilton  
HM 12  
Bermuda

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**RIO TINTO ESCONDIDA LIMITED**

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**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2017**

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		<b>2017</b>	<b>2016</b>
	<b>Note</b>	<b>\$ 000</b>	<b>\$ 000</b>
Revenue	3	779,700	210,000
Other income/(expenses)		4,154	(16,842)
Finance income	4	<u>9,044</u>	<u>3,012</u>
<b>Profit before income tax</b>		<b>792,898</b>	<b>196,170</b>
Taxation	5	<u>(135,713)</u>	<u>(31,500)</u>
<b>Profit for the year</b>		<b>657,185</b>	<b>164,670</b>
<b>Other comprehensive income</b>		<u>-</u>	<u>-</u>
<b>Total comprehensive income for the year</b>		<b>657,185</b>	<b>164,670</b>

# RIO TINTO ESCONDIDA LIMITED

(REGISTRATION NUMBER: EC13502)  
BALANCE SHEET AS AT 31 DECEMBER 2017

	Note	2017 \$ 000	2016 \$ 000
<b>ASSETS</b>			
<b>Non-current assets</b>			
Investments	6	79,311	79,311
<b>Current assets</b>			
Trade and other receivables	7	584,740	728,709
<b>Total assets</b>		<b>664,051</b>	<b>808,020</b>
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Trade and other payables	8	(16,688)	(20,842)
Income tax payable	5	(3,000)	-
		(19,688)	(20,842)
<b>Total liabilities</b>		<b>(19,688)</b>	<b>(20,842)</b>
<b>NET ASSETS</b>		<b>644,363</b>	<b>787,178</b>
<b>EQUITY</b>			
Share capital	9	182,014	182,014
Share premium		41,450	41,450
Retained earnings		420,899	563,714
<b>Total equity</b>		<b>644,363</b>	<b>787,178</b>

The financial statements were approved and authorised by the board and were signed on its behalf by:



S P Allen

Director

Date: 20 NOVEMBER 2018

# **RIO TINTO ESCONDIDA LIMITED**

## **STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2017**

	<b>Share capital \$ 000</b>	<b>Share premium \$ 000</b>	<b>Retained earnings \$ 000</b>	<b>Total equity \$ 000</b>
At 1 January 2017	182,014	41,450	563,714	787,178
<b>Comprehensive income:</b>				
Profit for the year	-	-	657,185	657,185
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>657,185</b>	<b>657,185</b>
<b>Transactions with owners:</b>				
Dividends	-	-	(800,000)	(800,000)
<b>At 31 December 2017</b>	<b>182,014</b>	<b>41,450</b>	<b>420,899</b>	<b>644,363</b>

	<b>Share capital \$ 000</b>	<b>Share premium \$ 000</b>	<b>Retained earnings \$ 000</b>	<b>Total equity \$ 000</b>
At January 2016	182,014	41,450	399,044	622,508
<b>Comprehensive income:</b>				
Profit for the year	-	-	164,670	164,670
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>164,670</b>	<b>164,670</b>
<b>At 31 December 2016</b>	<b>182,014</b>	<b>41,450</b>	<b>563,714</b>	<b>787,178</b>

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## RIO TINTO ESCONDIDA LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

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#### 1 Accounting policies

This note provides a list of all significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

##### 1.1 Basis of preparation of financial statements

The financial statements have been prepared using the historical cost convention, as applicable to companies using Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

The financial statements are presented in US Dollars (\$) and all amounts are rounded to the nearest thousand ('000) unless otherwise stated.

##### 1.2 Financial Reporting Standard 101 - Reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement;
- the requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of:
  - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures; and
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

Where required, equivalent disclosures are given in the consolidated financial statements which can be obtained as set out in Note 10.

##### 1.3 Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

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## RIO TINTO ESCONDIDA LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (CONTINUED)

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#### 1.4 Foreign currency translation

##### (a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). These financial statements are presented in US Dollars (\$), which is the Company's functional and presentation currency.

##### (b) Transactions and balances

Transactions denominated in other currencies are converted to the functional currency at the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at year-end exchange rates. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are translated using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

#### 1.5 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Company's activities as described below. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

##### (a) Finance income

Finance income includes interest income. Interest income is recognised on a time proportionate basis using the effective interest method.

##### (b) Dividend income

Dividend income is recognised when the right to receive payment is established.

#### 1.6 Taxation

Current tax, including UK corporation tax and overseas tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date. Except as otherwise required by IAS 12 ("Income Taxes"), deferred tax is provided in full on temporary differences at the balance sheet date.

#### 1.7 Investments

Investments in subsidiaries are measured at cost less accumulated impairment.

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## RIO TINTO ESCONDIDA LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (CONTINUED)

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#### 1.8 Trade and other receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. Loans and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. If collection of the amounts is expected in one year or less they are classified as current assets. If not, they are presented as non-current assets. Trade receivables are generally due for settlement within 30 days and therefore are all classified as current.

Individual receivables which are known to be uncollectable are written off by reducing the carrying amount directly. The other receivables are assessed collectively to determine whether there is objective evidence that impairment has occurred but not yet been identified. For these receivables the estimated impairment losses are recognised in a separate provision for impairment. The Company considers that there is evidence of impairment if any of the following indicators are present:

- significant financial difficulties of the debtors;
- probability that the debtor will enter bankruptcy or financial reorganisation; or
- default or delinquency in payments.

#### 1.9 Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid.

The amounts are unsecured and are usually paid within 45 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months from the reporting date. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

#### 2 Critical accounting estimates and judgements

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. These judgments and assumptions are based on management's best knowledge of the facts and circumstances, but actual results may differ materially from the amounts included in the financial statements.

#### 3 Revenue

The analysis of the Company's revenue for the year from continuing operations is as follows:

	2017	2016
	\$ 000	\$ 000
Dividend income	779,700	210,000

In both 2017 and 2016 dividend income arose from outside the UK and was received from Minera Escondida Limitada, a related party.

# RIO TINTO ESCONDIDA LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017 (CONTINUED)

### 4 Finance income

	2017 \$ 000	2016 \$ 000
Interest receivable and similar income	9,044	3,012

### 5 Taxation

	2017 \$ 000	2016 \$ 000
<b>Corporation tax</b>		
Current tax on profit for the year	3,000	-
<b>Foreign tax</b>		
Foreign tax on income for the year	132,713	31,500
<b>Total current tax</b>	<b>135,713</b>	<b>31,500</b>
<b>Tax expense in the Statement of comprehensive income</b>	<b>135,713</b>	<b>31,500</b>

### Factors affecting tax charge for the year

The tax on profit for the year is lower than (2016: lower than) the standard rate of corporation tax in UK of 19.25% (2016: 20%).

The differences are reconciled below:

	2017 \$ 000	2016 \$ 000
Profit before tax	792,898	196,170
Profit multiplied by standard rate of corporation tax in the UK of 19.25% (2016: 20%)	152,633	39,234
<b>Effects of:</b>		
Higher tax rates on overseas earnings	132,713	31,500
Non-taxable income	(150,092)	(42,000)
Other differences leading to an increase in the tax charge	-	2,766
Group relief surrendered/(claimed)	459	-
<b>Total tax charge for the year</b>	<b>135,713</b>	<b>31,500</b>

### Factors that may affect future tax charge

A reduction to the main rate of UK corporation tax from 20% to 19%, with effect from 1 April 2017, was substantively enacted on 26 October 2015, resulting in the standard rate for the year of 19.25%. A further reduction to 17%, with effect from 1 April 2020, was substantively enacted on 6 September 2016. Any deferred tax balances have been calculated at the reduced rates to the extent that they unwind.

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**RIO TINTO ESCONDIDA LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2017 (CONTINUED)**

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**6 Investments**

	<b>Investments in Joint ventures \$ 000</b>
<b>Cost</b>	
At 1 January 2017	79,311
At 31 December 2017	<u>79,311</u>
<b>Net book value</b>	
At 31 December 2017	<u>79,311</u>
At 31 December 2016	<u>79,311</u>

The Company has a 30 per cent interest in Minera Escondida Limitada which is an undertaking organised under the laws and Mining Code of Chile, which has not issued any share capital and which owns mineral rights relating to a deposit of copper and other minerals at La Escondida, Chile.

**7 Trade and other receivables**

	<b>2017 \$ 000</b>	<b>2016 \$ 000</b>
<b>Current</b>		
Amounts owed by group undertakings	<u>584,740</u>	<u>728,709</u>

**8 Trade and other payables**

	<b>2017 \$ 000</b>	<b>2016 \$ 000</b>
<b>Current</b>		
Accruals and deferred income	<u>16,688</u>	<u>20,842</u>

**9 Share capital**

**Allotted, called up and fully paid shares**

2017		2016	
No. 000	\$ 000	No. 000	\$ 000
182,014,113 Ordinary shares of \$1 each	182,014	182,014	182,014

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**RIO TINTO ESCONDIDA LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2017 (CONTINUED)**

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**10 Related party transactions**

The Company has taken advantage of the exemption contained within paragraph 8(k) of FRS 101, and has not disclosed transactions entered into with wholly-owned group entities.

**11 Parent and ultimate parent undertaking**

The immediate parent undertaking is Rio Tinto Western Holdings Limited. The ultimate parent undertaking and controlling party is Rio Tinto plc, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the Rio Tinto plc consolidated financial statements can be obtained from the registered office at 6 St James's Square, London, SW1Y 4AD or from the Rio Tinto website at [www.riotinto.com](http://www.riotinto.com).

**12 Related undertakings**

Disclosed below is a full list of related undertakings of the Company. Related undertakings include "subsidiaries", "associated undertakings", and "significant holdings in undertakings other than subsidiary companies". The registered office address, country of incorporation, classes of shares and the effective percentage of equity owned by the Company calculated by reference to voting rights, is disclosed as at 31 December 2017.

**12.1 Associates**

Details of associate undertakings as at 31 December 2017 are as follows:

<b>Name of entity</b>	<b>Country of incorporation</b>	<b>Registered address</b>	<b>Share class</b>	<b>% of share class held</b>
Minera Escondida Ltda*	Chile	Av. Cerro Plomo, Piso 18, Las Condes, Santiago, 7580154, Chile	-	30

(\*) Ownership is held through an interest in capital. The entity has no classes of shares.