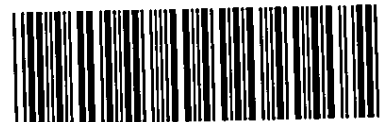


Antofagasta Copper Limited

**Annual report
for the year ended 31 December 2008**

Registered no: 3841835

THURSDAY



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29/10/2009

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COMPANIES HOUSE

Antofagasta Copper Limited

Directors' report for the year ended 31 December 2008

The directors present their report and the unaudited financial statements for the year ended 31 December 2008.

Principal activities

The company has not traded since incorporation.

Directors

The directors of the company at 31 December 2008 are listed below:

Philip John Adeane

Desmond Roderic O'Connor

Auditors

The directors have relied upon the provisions of Sections 249AA and 388A of the Companies Act 1985 (the "Act") and have resolved not to appoint auditors.

By order of the board

For and on behalf of Petershill Secretaries Limited

A handwritten signature in black ink, consisting of a stylized 'P' and 'S' intertwined, enclosed within a circular flourish.

Company secretary

28 October 2009

Antofagasta Copper Limited

Balance sheet

at 31 December 2008

	Notes	2008 £	2007 £
Current Assets			
Debtors	2	1	1
Net assets		<u>1</u>	<u>1</u>
Capital and reserves			
Called up share capital	3	1	1
Equity shareholders funds		<u>1</u>	<u>1</u>

For the year ended 31 December 2008 the company was entitled to the exemption under section 249AA(1) of the Act.

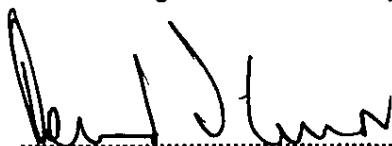
The sole member has not required the company to obtain an audit in accordance with section 249(B)(2) of the Act.

The directors acknowledge their responsibility for:

(i) ensuring the company keeps accounting records which comply with section 221 of the Act; and

(ii) preparing accounts 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 its profit or loss for the financial year, in accordance with section 226 of the Act, and which otherwise comply with the requirements of the Act relating to accounts, so far as applicable to the company.

The financial statements on pages 3 and 4 were approved by the board of directors on 28 October 2009 and signed on its behalf by:



Desmond O'Connor

Director

The notes on page 4 are part of these accounts.

Antofagasta Copper Limited

Notes to the financial statements

for the year ended 31 December 2008

1 General

The company has not prepared a profit and loss account as there was no revenue during the year ended 31 December 2008; any expenses incurred by the company have been borne by the sole shareholder or the ultimate parent company.

2 Debtors

	2008	2007
	£	£
Amounts owed by group undertaking	1	1

3 Share capital

	2008	2007
	£	£
Authorised		
Ordinary shares of £1 each	100	100
Allotted, called up and fully paid		
Ordinary shares of £1 each	1	1

4 Directors' emoluments

The directors received no emoluments for the year ended 31 December 2008.

5 Ultimate parent company

The company is a wholly owned subsidiary of Chilean Northern Mines Limited, a company incorporated in England & Wales; its ultimate parent company is Antofagasta plc, which is incorporated in England & Wales.