



## COMPANY ANNOUNCEMENT

### RESULT OF AGM RESOLUTIONS PASSED AT ANNUAL GENERAL MEETING

Zug, Thursday 6 May 2004

Xstrata plc announces the result of voting on the resolutions at its Annual General Meeting held on Thursday 6 May 2004, as set out in the AGM notice.

Each of the resolutions was passed by the required majority. Resolutions 1 – 9, as ordinary resolutions were passed on a show of hands. A poll was taken for Resolution 10, being a special resolution.

Details are set out below of the proxy votes received by Xstrata before the AGM in respect of resolutions 1 – 9, and the result of the poll taken for resolution 10.

A copy of the resolutions put to shareholders at the AGM today has been submitted to the UK Listing Authority and will shortly be available for inspection at the UK Listing Authority's Document Viewing Facility, which is situated at:

The Financial Services Authority  
25 The North Colonnade  
Canary Wharf  
London E14 5HS

Richard Elliston  
Company Secretary

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## PROXIES RECEIVED IN RESPECT OF AGM RESOLUTIONS

<b>Resolution 1-9 Proxy voting</b>	<b>For</b>	<b>Against</b>	<b>Abstained</b>
1. Adoption of Annual Report and Financial Statements for the year ended 31 December 2003	489,714,559	742,912	1,533,269
2. Approval of declaration of dividend of 13.3 US cents per share	491,960,390	0	30,350
3. Approval of the Remuneration Report for the year ended 31 December 2003	355,378,305	84,092,039	52,520,396
4. Re-election of Michael Davis to the Board	484,840,085	4,459,003	2,691,651
5. Re-election of David Issroff to the Board	489,254,138	2,423,585	313,017
6. Re-election of Sir Steve Robson to the Board	491,065,336	895,254	30,150
7. Re-election of David Rough to the Board	486,245,262	3,779,534	1,965,944
8. Re-appointment of Ernst & Young LLP as auditors to the Company and authority to set auditors fees	482,038,140	6,035,318	3'917,282
9. General authority to the directors to allot shares	490,935,516	1,024,989	30,235
<b>Result of Poll</b>	<b>For</b>	<b>Against</b>	
10. Disapplication of pre-emption rights	492,186,758	231,445	