

ASIC registered agent number 2466
lodging party or agent name BLAKE DAWSON WALDRON
office, level, building name or PO Box no GPO Box 4958WW, Melbourne, 3001
street number & name 101 Collins Street
suburb/city Melbourne state/territory VIC postcode 3001
telephone 03 9679 3000
facsimile 03 9679 3111
DX number 187 suburb/city Melbourne
Ref 03 1365 9499

ASS. REQ-A
CASH. REQ-P
PROC

Australian Securities & Investments Commission

form **6021**

Notice of
**compulsory acquisition
following takeover bid**

Corporations Act 2001
661B(1)(a)

To _____ (1)
Securities of WMC Resources Ltd _____ (2) ("the Company")

1. Under an Off Market Bid offers were made by BHP Billiton Lonsdale Investments Pty Ltd (3)
in respect of the acquisition of ordinary shares (4) in the Company. The offers are scheduled to close
on 17 June 2005 (5).

2. You are, or are entitled to be, registered as the holder of securities in respect of which an offer was made, but have not accepted the takeover offer.

3. The bidder hereby gives you notice under subsection 661B(1) of the Corporations Act 2001 ("the Act") that the bidder has become entitled pursuant to subsection 661A(1) of the Act to compulsorily acquire your securities and desires to acquire those securities.

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

5. Under section 661E of the Act, you have the right, within one month after being given this notice or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, to apply to the Court for an order that the securities not be compulsorily acquired.

6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before the end of the offer period.

7. Unless on application made by you under section 661E within one month after being given this notice (as referred to in paragraph 5 of the notice) or within 14 days after being given a statement under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, the Court otherwise orders, the bidder must comply with paragraph 6 of this notice.

Signature

print name Ross E. Mallett capacity Company Secretary

sign here  date 17/06/2005

DIRECTIONS

- * Delete whichever does not apply
- (1) Name and address of holder
- (2) Name of target company or body.
- (3) Name of bidder.
- (4) Insert description of class of securities to which the bid related.
- (5) Insert date offers closed or are scheduled to close.
- (6) Insert paragraph 5 only where alternative terms are included in the offer.
- (7) Insert details of alternative terms.
- (8) Set out the terms that will apply.