

**NOTICE UNDER SECTIONS 630(3) AND 650F(1)
OF THE CORPORATIONS ACT 2001 (Cth)**

TO: WMC Resources Ltd ABN 76 004 184 598:

BHP Billiton Lonsdale Investments Pty Ltd ABN 75 004 346 972 ("**BHP Billiton**")
GIVES NOTICE:

- (a) under section 650F(1) of the *Corporations Act 2001* that BHP Billiton declares the offers dated 29 March 2005 (the "**Offers**") by BHP Billiton under its off-market takeover bid to acquire all of the ordinary shares in WMC Resources Ltd (and the contracts formed by the acceptance of any of those Offers) free from the condition set out in clause 5.1(f) of the Offers (relating to approvals by Public Authorities). The Offers are now free of that condition;
- (b) under section 630(3) of the *Corporations Act 2001* that:
- (i) the Offers are not free from the conditions set out in clause 5.1 of the Offers other than the following conditions:
- FIRB approval (clause 5.1(b) of the Offers);
 - Hart-Scott-Rodino approval (clause 5.1(c) of the Offers);
 - European Union merger control approval (clause 5.1(d) of the Offers);
 - ACCC approval (clause 5.1(e) of the Offers); and
 - Approvals by Public Authorities (clause 5.1(f) of the Offers);
- (ii) so far as BHP Billiton knows, the conditions set out in clause 5.1 of the Offers were, at the time of giving this notice, unfulfilled other than the following conditions:
- FIRB approval (clause 5.1(b) of the Offers);
 - Hart-Scott-Rodino approval (clause 5.1(c) of the Offers);
 - European Union merger control approval (clause 5.1(d) of the Offers);
 - ACCC approval (clause 5.1(e) of the Offers); and
 - Approvals by Public Authorities (clause 5.1(f) of the Offers).

BHP Billiton's voting power in WMC Resources Ltd which, so far as BHP Billiton knows, it has at the time of giving this notice is 4.49%.

In addition, BHP Billiton notes that the aggregate of:

- the number of WMC Resources shares in respect of which acceptance instructions (in the form of acceptance forms and/or directions to custodians to accept BHP Billiton's offer) have been received in the Acceptance Facility as at 7:30pm yesterday (as advised by Merrill Lynch Equities (Australia) Limited to BHP Billiton); and
- the number of WMC Resources shares in which BHP Billiton has a relevant interest,

is 4.49%. The following table is a breakdown of the aggregate amount between those two categories.

	Number of WMC Resources Shares	Percentage of WMC Resources' existing issued shares
Acceptance Facility	0	0%
Relevant interest	52,714,956	4.49%
TOTALS	52,714,956	4.49%

BHP Billiton also notes that it holds economic exposure to 50,624,000 WMC Resources shares (4.31% of the issued share capital) through cash settled derivative contracts.

DATED 26 May 2005

**FOR AND ON BEHALF OF
BHP Billiton Lonsdale Investments Pty Ltd**



**Ross Mallett
Secretary**