

MEMORANDUM



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MRM welcomes Traditional Owners on site visit

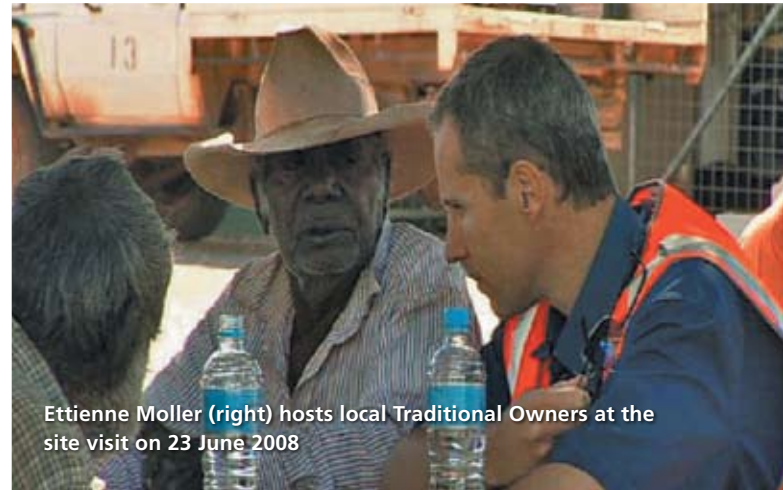
On Monday 23 June, MRM welcomed a group of local Traditional Owners onto the mine site to participate in a traditional Aboriginal ceremony and view the 11 sacred sites located on the mine lease.

MRM General Manager, Etienne Moller, said the visit was extremely positive and allowed the Traditional Owners to see first hand the great care MRM takes to ensure each one of their sacred sites is protected from the mine's operations.

"In our long-standing spirit of cooperation, we took this opportunity to update the Traditional Owners on the open pit development, the completed river diversion works and our extensive rehabilitation activities, before sharing lunch," Etienne said.

"At MRM we have spent years developing close working relationships with our local Traditional Owners and involving them in our open pit planning and approval processes – we're proud of our track record.

"We have also maintained a strict policy of welcoming Traditional Owners onto the mine site to participate in their traditional Aboriginal ceremonies. All we ask is that reasonable notice be given so that the right safety measures can be put in place — this is to protect the safety of MRM's workforce, our visitors and the local community.



Etienne Moller (right) hosts local Traditional Owners at the site visit on 23 June 2008

"Since this visit, we have continued to have a number of progressive conversations, as we continue to work closely with our local Traditional Owners and the community to deliver significant economic and social benefits to the Territory," Etienne said.

MRM secures permanent GP for the region



Doctor Betheras (left) is welcomed by MRM Borrooloola Community Relations Advisor, Peter Moloney

MRM has helped secure a permanent general practitioner to deliver even better health care to the Borrooloola region.

MRM General Manager, Etienne Moller, said the appointment of Doctor Stephen Betheras to the Borrooloola Health Centre will provide the region with an ongoing, stable and committed health team.

"Importantly too it will allow the Health Centre to extend its services to treat chronic diseases prevalent in the region and provide much-needed early childhood health support to the local community," Etienne said.

MRM's support includes payment for after-hours consultations, a retention bonus and regular flights to and from the remote township.

Doctor Betheras said the offer of support by MRM had allowed him to work within a region he loved and do the work he found most rewarding.

"The agreement with MRM was a critical factor in allowing me to practice in Borrooloola – a town where I love to work because of the strong community spirit and friendly people," Dr Betheras said.

"MRM's investment will enable us to provide an ongoing, stable and committed health team, delivering superior care," he said.

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Environment update

A message from the Xstrata Zinc Australia Chief Operating Officer

The past few months have been very exciting for MRM and Xstrata Zinc.

The most significant milestone was the decision made by the Federal Court in June that the approval of the mine's \$110 million open pit development by the Commonwealth Minister for the Environment and Heritage was valid.

Justice Mansfield of the Federal Court dismissed the application that the environmental assessment process was flawed, and found that the applicants had failed to substantiate any of the four main grounds of their challenge.

The result validates the Federal Government's decision to allow the open pit development to proceed and reflected the fact that the development itself was soundly based.

This means MRM can now continue to get on with the job of delivering this development project which will provide significant and positive benefits to the Gulf Region and wider Territory.

The other exciting news is that in early July, Xstrata Zinc launched its Australian headquarters in Brisbane, Queensland, based on the tremendous growth of the Xstrata Zinc portfolio.

As part of this change I have taken on the role of Xstrata Zinc Australia's Chief Operating Officer and handed the reins over to Etienne Moller who will replace me as the MRM General Manager.

Etienne comes from Xstrata Zinc's George Fisher Mine near Mount Isa and brings more than 23 years' mining expertise from around Australia and in South Africa.

Helping me drive the Xstrata Zinc Australia office will be a leadership team comprising:

- Karl Arnold – General Manager Finance, Xstrata Zinc Australia
- Patrick Bowen – General Manager Metallurgy, Xstrata Zinc Australia
- Patrick Collins – General Manager Corporate Affairs and Community Relations, Xstrata Zinc Australia
- Warren Crabb – General Manager Business Development, Xstrata Zinc Australia.

To support this team, a number of other significant appointments have been made which include:

- Kevin Hendry – Executive General Manager, Xstrata Zinc Mount Isa
- Anthony Kocken – General Manager Black Star Open Cut Mine, Queensland
- Geoff Hender – Mine Manager George Fisher Mine, Queensland.

In this my last message for *MemoRanduM* I wish to thank the staff and dedicated contractors and suppliers who have each contributed to making MRM the success it is today. I would also like to thank the Traditional Owners and the community of the Borrooloola region with whom I have had the privilege of working closely over the past decade.

Brian Hearne
Chief Operating Officer
Xstrata Zinc Australia



A message from the General Manager



Etienne Moller
General Manager
McArthur River Mining

As the recently appointed General Manager of MRM, I'm pleased to carry on the great work Brian Hearne has done, particularly in fostering a strong working relationship with MRM's local Traditional Owners and neighbouring community.

I had the pleasure of meeting with a group of Traditional Owners on Monday 23 June, personally showing them the team's efforts in the open pit and giving them real peace of mind that their sacred sites are being protected.

As General Manager I am fortunate to witness the outstanding work of our employees and contractors every day, especially in the area of health and safety – which is a core part of our business.

In an environment like mining where people work in a hot, remote part of the Territory, and are regularly exposed to greater hazards than an office-based role, we cannot afford to take the health, safety and wellbeing of our workforce for granted.

At MRM we believe that all work-related incidents, illnesses and injuries are preventable.

That's why we run a variety of health, safety and wellbeing programs for our staff. These programs raise awareness and educate people about managing workplace hazards and living a healthy lifestyle. They also regularly monitor and assess our health and safety performance and identify solutions to any new challenges.

We're so serious about health and safety that in the last year alone we invested more than \$1.5 million in training and educating our employees and contractors.

Our commitment to keeping staff safe and healthy, extends well beyond our mine boundary to our neighbouring communities.

This year MRM played a key role in securing a permanent general practitioner for the Borrooloola Health Centre and successfully championed the re-instatement of an MRM purchased x-ray machine to the local region. This work comes on top of our 2007 achievements in establishing a medical facility for Kiana Station and a Borrooloola dialysis unit.

This edition of *MemoRanduM* is testament to our efforts in caring for our people and the future long-term health and wellbeing of the region in which we operate.

Health and safety programs protect our people

At MRM we're determined to provide our employees and contractors with a safe place to work.

As a remotely located mine in the Top End, we face a number of challenges in keeping our people safe. These include:

- Minimising exposure to occupational hygiene hazards such as noise, dust and lead
- Working in a hot climate where the average year-round day temperature is 33 degrees celsius
- Managing a mixed-workforce of contractors and permanent employees.

Through extensive education and monitoring programs we continue to overcome these challenges.

In the last year alone we invested more than \$1.5 million in training and education.

Here's a snapshot of some of the health and safety programs we've introduced, which work to protect our people.

Keeping active and aware

MRM's wellbeing program encourages all employees and contractors to get active and become better informed about health matters.

It has been designed to complement MRM's on-site sporting facilities which include a gym, 25 metre swimming pool, tennis court, indoor cricket pitch, beach volleyball court, new golf driving range, five hole golf course and a clay target shooting range.

As part of this program, weekly social sporting sessions are organised and regular health seminars are offered. These sessions are delivered by local service providers and target health areas such as nutrition, smoking, psychological health and physical activity.

Managing fatigue

All employees and contractors attend regular sessions on fatigue management during tool-box meetings.

These sessions educate employees and contractors on recognising the symptoms of fatigue and provide management tips such as the benefits of a good diet, adequate sleep and a healthy lifestyle.

Providing one-on-one safety coaching and skills training

For several years now MRM has been working with an independent psychologist to identify and address patterns of individual employee behaviour linked to an increased risk of injury.

This highly tailored and targeted program gathers 360 degree feedback on each employee to identify specific behavioural strengths and challenges as well as patterns of organisational culture and leadership behaviour linked to performance. It then offers feedback and individual mentoring opportunities led by each employee's supervisor and a specialist consultant.

Routinely testing emergency response performance

As part of the mine's response planning, the Emergency Response Team (ERT) regularly tests and updates the Site Emergency Response Plan (ERP) to prepare response strategies for potential emergencies.

This testing includes regular emergency drills that train all personnel, whether employees or visitors, on emergency procedures. In addition, the ERT is routinely tested to assess and refine their performance.

In June, the annual Northern Territory Mines Rescue Competition was held in Darwin. This competition tested the skills and knowledge of the team's rescue disciplines including fire fighting, hazmat, road accident rescue, multi-casualty first aid, rope rescue and search and rescue.

MRM came third overall on the day and won the HAZMAT and theory components. Congratulations to the team on a great effort.



The MRM ERT skills are regularly tested and in all cases demonstrate a high standard of performance

Monitoring occupational health risks

MRM continues to monitor the effects of noise levels, heat stress and air quality on MRM employees and contractors. This includes monitoring hydration and inhalable dust exposure in identified high risk areas.

This monitoring program has recently been extended to include vibration studies, workplace illumination, ergonomic assessments, biological tests, UV radiation and manual handling risks.

Assessing workforce health

Medical assessments of long-term personnel are undertaken twice each year to check their health and wellbeing. This testing involves a full physical assessment, audiometric testing, lung function testing and blood lead level screening.

Meet Emma Spokes — MRM's Injury Management Coordinator

As MRM's Injury Management Coordinator, Emma Spokes, plays a critical role in preventing all work-related incidents, illnesses and injuries.

Emma, who joined the Health, Safety and Environment (HSE) team in 2007, is responsible for working with MRM's workforce to prevent on-site injuries.

Emma does this by developing health and wellbeing programs for all MRM employees and contractors and conducting regular safety observations and monthly site inspections.

Should an accident occur on-site, Emma helps people through the injury process and coordinates all aspects of their rehabilitation.

This year Emma is focussed on working with the HSE team to improve incident reporting at MRM.

According to MRM Health, Safety and Environment Manager, Gary Taylor, incident reporting is critical because it enables MRM to improve the way it manages on-site incidents.

"Last year we enhanced our workplace observation program which aims to reinforce positive safety behaviours through observation, checklists and discussion.

"This program is about getting people to be proactive in identifying unacceptable work practices and promoting positive behaviours.

"So far, the program has received a great response from all staff.

"In fact, in 2007 more than 700 workplace safety observations were conducted and these helped us identify even better ways to manage safety hazards," Gary said.



Emma Spokes (right) with Dr Forrest who works with MRM in preventing on-site injuries

New OH&S legislation

MRM has welcomed the introduction of the *Northern Territory Workplace Health and Safety Act* which took effect from 1 July 2008.

The new Act is designed to ensure there is good two-way communication flow about occupational health and safety between employers and workers. It aims to do this by providing opportunities for employees to have direct input into better managing health and safety performance in workplaces.

Key requirements under the Act are:

- Introducing and training Health and Safety Representatives in the workplace
- Seeking employee input on risk and hazard planning
- Having fitness to work and health surveillance programs in place.

The Act also notes the important role workers play in managing their own safety by requiring them to alert managers about aspects of a particular work practice that appear to give rise to a potential safety risk.

Ettienne Moller said MRM already complies with the new Act but fully endorsed the changes as a positive step in putting greater emphasis on workplace health and safety in the Northern Territory.

See page three for a snapshot of MRM's comprehensive health and safety program.

New Sustainable Development standards

MRM understands that operating to leading standards of health, safety and environmental performance and contributing to the development of sustainable communities is a source of competitive advantage and our corporate responsibility.

Our management of sustainability issues has been driven by the MRM Health, Safety, Environment and Community management system, which is based on Xstrata plc's Sustainable Development framework.

Now, MRM's leadership in social, environmental and economic management is being strengthened with the introduction of Xstrata plc's revised Sustainable Development framework.

The revised framework keeps the 19 Standards already applied by MRM, but introduces a number of refinements.

MRM's sustainable development management is a process of continual improvement, involving regular stakeholder engagement, identification and management of opportunities and threats, and internal and external reporting of our performance.

MRM reports its sustainability performance annually – for a copy of our 2007 Sustainability Report, visit our website.

Managing lead

At MRM the health and safety of all employees, contractors and the community is our priority.

Managing lead is something we take very seriously.

As the mine is located almost 60 kilometres from the nearest township, the risk of exposure to the community is minimal. However, as a precaution, MRM has a number of monitoring programs in place which are designed to safeguard the health of people and the surrounding environment.

Every three months we monitor the lead-in-blood levels of personnel and contractors as part of a strict protocol to reduce employees' risk of exposure to lead in the workplace.

MRM also conducts regular surface water, stream sediment monitoring and dust analysis. This comprehensive range of environmental management programs undertaken by MRM is designed to meet government environmental management strategies and identify any emerging or potential impacts.

MRM welcomes new on-site health service

MRM is currently in the process of establishing an on-site, health and wellbeing service to complement the mine's existing emergency paramedic unit.

MRM General Manager, Ettienne Moller, said this new service would be extremely beneficial for MRM's mining team.

"The centre will offer our workers a range of health related services such as skin cancer check-ups and general wellbeing tests," Ettienne said.

"While MRM has always had a paramedic on-site to provide emergency medical support, this new proactive service will allow employees and contractors to have those routine check-ups that are so important to our future health.

"We are fortunate to have Dr Stephen Betheras provide this critical service outside his regular work commitments at the Borroloola Health Centre," he said.

Information on the new service and its hours of operation will be placed on site notice boards once the arrangements have been finalised. This is expected to be in the coming months.

New x-ray machine for the Borroloola Health Centre

As part of MRM's commitment to delivering improved health services to the Borroloola region, MRM has been actively working with the NT Department of Health and Community Services (DHCS) to secure the re-installation of an MRM-purchased x-ray machine in the Borroloola Community Health Centre.

MRM is pleased to advise that DHCS provided the Health Centre with the state-of-the-art x-ray machine in early July.



MRM is constantly monitoring exposure to occupational hygiene hazards such as noise, dust and lead



MRM conducts regular toolbox meetings which continually review and improve processes supporting the Sustainability Development standards

Community update

There has been plenty of activity surrounding MRM's community development initiatives in the last few months. Below are the highlights.

Borroloola Community Swimming Pool

Since MRM was appointed Project Manager of the pool in mid-2007, considerable action has been taken to progress development of the much anticipated swimming pool facility. The pool is expected to deliver significant health and social benefits to the Borroloola region.

So far, the site has been powered and excavation works are well underway on the 25 metre swimming pool and toddler wading pool. In total, nearly 1,000 cubic metres of material has been excavated.

Three local suppliers have also been appointed to help complete the pool construction and amenities building works. These include Anderson Construction and Cairns Industries.

MRM Community Reference Group (CRG)

In June MRM held its second CRG meeting for 2008. This meeting was attended by people from the Borroloola region as well as representatives from MRM.

During the meeting, the community was updated on the progress of MRM's community initiatives and mine development activities. Members were also given the opportunity to ask any questions about the mine and get the answers direct from MRM.

Following the meeting, Brian Hearne hosted a guided tour of the mine site.

MRM Community Benefits Trust

The MRM Community Benefits Trust Board continues to work closely with the Borroloola regional community to encourage their involvement in the Trust.

Since the Trust became operational in July 2007, it has contributed nearly \$1 million to community projects that support the areas of education, business and job creation, health, culture and art, environment and community.

This money has helped to fund:

- The renewal of the Borroloola Rodeo bull launching chutes
- Toilets for the Wanuala Crèche
- Equipment and building materials to construct a community store at Robinson River
- A visitor accommodation centre at Robinson River
- The Learning for Life Indigenous Program – a Smith Family initiative that provides morning nutrition and structured mentoring with the aim of increasing school attendance; improving the social and emotional wellbeing of students; strengthening the transition from school to tertiary studies to work, and growing parent participation in school activities.

The Trust has also prepared its first Annual Plan with input from the Borroloola regional community. This Plan will be updated each year and allows the Trust Directors to better understand what projects have community support and should receive funding.

Welcome back Hermann

Hermann Radmuller is a familiar face who has returned to MRM as Chair of the mine's Community Reference Group (CRG).

Hermann has a long history with the Borroloola community of over 15 years, including his time as MRM Mine Manager. Through his involvement with the community, Hermann has a good understanding of the community's needs and concerns and is particularly well known to the Gurdanji people, with whom he has a strong affinity.

It's Hermann's relationship with the mine and the community which makes him the perfect fit as Chair of the MRM CRG.



MRM welcomes back Hermann Radmuller as Chair of the Mine's CRG

New faces in our Community Relations Team

Former Senior Media Advisor to the Northern Land Council and journalist for Imparja Television, Barry Clarke, has been appointed MRM's on-site Community Relations Officer.

Barry will join the MRM Community Relations Advisor, Peter Moloney, who is based in the MRM Borroloola office. The team will help the mine achieve its corporate objectives to closely engage with the local community and deliver tangible improvements in community conditions.

MRM General Manager, Etienne Moller, said the Community Relations Officer was a critical role within the mine's operations and was essential to sustaining community relationships.

"Barry brings a wealth of experience to the role. He has a strong background in public affairs and importantly, through his association with the Northern Land Council, understands the issues affecting indigenous communities within the Northern Territory," Etienne said.

"Together with Peter, Barry will help deliver programs that contribute positively to the local community.

"Barry's appointment is part of our overall strategy to ensure the mine is a catalyst for regional development in the Gulf by engaging with government, community leaders and local businesses to deliver long-term social and economic improvements," Etienne said.

MRM sponsorships

MRM congratulates NT Young Achievers

MRM congratulates Kelly Casement, 2008 winner of the NT Young Achievers Regional and Rural Initiative Award. The award was presented during a ceremony held in Darwin on 5 April 2008.

MRM is proud to sponsor the NT Young Achievers Awards, which recognise young people like Kelly, who strive every day to achieve great things in remote parts of the Territory.

Indigenous touch football tour

MRM proudly sponsored the inaugural Australian Indigenous Men's Touch Football team's tour of New Zealand in April 2008. The tour was made possible by the hard work and support of organisers, Touch Football Australia.

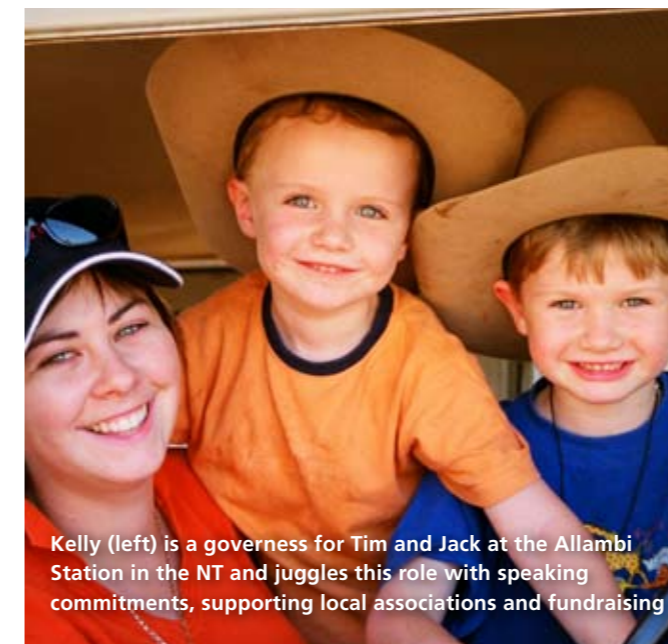
MRM Metallurgical Operator, Marcus Ewin, was selected to tour as a player with the Australian Indigenous Men's team. Marcus was chosen along with players from Sydney, Perth, Newcastle, Ballina, Kempsey, Brisbane, Gold Coast, Townsville, Cairns, Gladstone, Yarrabah, Mount Isa, Darwin and Alice Springs.

Daly Waters Rodeo

Another annual event MRM is pleased to sponsor is the Daly Waters Rodeo, Camp Draft and Gymkhana. This year the event was held from 2 to 5 May and the sponsorship helped to fund prize money and promote the rodeo to the wider NT community.

Rodeo coordinator, Amanda Murphy, said the MRM sponsorship enabled the Rodeo Association to hold a successful rodeo in Daly Waters.

"Being a small community, we really appreciated the assistance from MRM as it allows the Association to host a professional Rodeo, and build a strong reputation attracting more riders to future events," said Amanda.



Kelly (left) is a governess for Tim and Jack at the Allambi Station in the NT and juggles this role with speaking commitments, supporting local associations and fundraising

Open pit update

Haul road and Barney Creek Bridge complete

The haul road to the northern Overburden Emplacement Facility (OEF) and the two bridges over Barney Creek are now complete. The first bridge was commissioned in December 2007 and the second bridge at the end of May 2008.

With both bridges now operational, the time required for hauling overburden from the excavators in the open pit to the main OEF has reduced, improving the mine's overall efficiency.

McArthur River rechanneling opens

The new McArthur River channel was opened in May 2008 with final batter works completed in June 2008. The batter work involved positioning rock along the sandy sections of the channel to protect the walls from erosion.

Work is now underway on the two remaining sections of the levee wall. These sections are currently being filled with clay and are scheduled for completion in October 2008.

Open pit operations progress

In the open pit, ore is currently being sourced from Stage D. This stage is difficult to mine due to the number of voids from the previous underground operations. The team is currently probe drilling for these underground voids which are 20 metres above where the ore body was originally mined in 1997.

The E Pit ramp is currently under construction and will enable ore to be hauled from D and E Pit ramps at the same time. This will reduce haul cycle times and ensure mining continues in keeping with the NT Government approved Mine Management Plan.

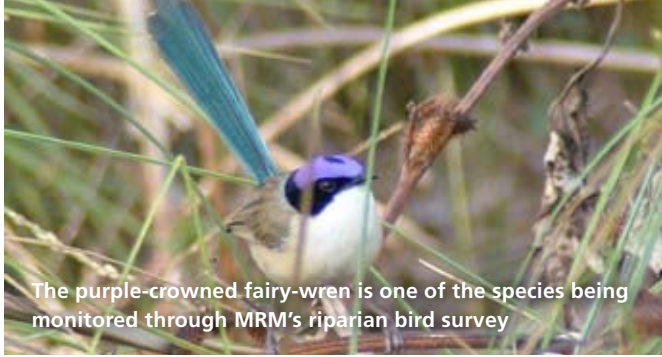
New mine equipment delivers greater efficiency

An additional 200 tonne, 994 excavator and three 785 haul trucks have arrived on-site to replace the ageing EX1900 excavator and the 777 haul truck fleet. This new equipment, combined with an increase in mining crew numbers and a new seven-day-on seven-day-off roster, is expected to deliver an increase in overall material movement at MRM.

Crews enjoying new crib facilities

The mining crews are enjoying the new crib huts which were recently renovated to include a second building and breezeway. The upgrade was needed to cater for the growing number of operators in the department.

Crews now have more space available to conduct training and handover meetings in the new crib huts which also feature mess and ablution facilities.



The purple-crowned fairy-wren is one of the species being monitored through MRM's riparian bird survey

Environment update

Riparian bird monitoring and bird banding

Paul Barden from Ecological Management Services was on-site from 28 April to 13 May 2008 to continue MRM's bird monitoring program, which commenced in 2006.

This program involves monitoring the seasonal movements of the local bird community and key indicator species in riverine habitats along the McArthur River and within the surrounding rehabilitation areas.

In particular, the program gathers data on the species of birds present, numbers of birds in specific habitats and important information on the purple-crowned fairy-wren and buff-sided robin. Data on these two important bird species demonstrate the effectiveness of MRM's rehabilitation works in providing quality habitats.

As part of this work, additional colour banding/tagging of these indicator species was undertaken within the project area and reference sites. This work allows the Environment Team to track individual movements of banded birds across the reference sites.

Aquatic macroinvertebrates survey

Paul has also commenced sampling of aquatic insects at sites throughout Barney Creek, Surprise Creek and the McArthur River. A number of off-stream reference sites were also established on the Glyde River.

The program complements MRM's surface water monitoring program, providing an indication of in-stream conditions by investigating the numbers and types of aquatic insects present in surface waters.

The program has been developed in consultation with staff from the Department of Primary Industry, Fisheries and Mines. This work is a continuation of a preliminary aquatic insect monitoring program which commenced in 2007 under the direction of Dr Dean Thorburn from Indo-Pacific Environmental.

The Environment Team assisted Paul with collecting insect samples, surface water samples and environmental data.

Fish survey

Dr Thorburn was on-site again in May 2008 to continue the ongoing monitoring of aquatic fauna.

During his visit, Dr Thorburn was kept busy undertaking the following activities:

- Setting gill nets at established long-term monitoring sites
- Undertaking sampling and collection of data for long-term comparison of fish
- Tagging freshwater sawfish and other fish species to monitor migration behaviours
- Collecting migration data through migration netting
- Collecting and managing samples for heavy metal analysis.

Heavy metals in fish monitoring

David Parry from Charles Darwin University (CDU) was on-site to review the metal and metalloid concentrations and lead isotope ratios in several freshwater fish species. The study will ensure metals derived from the MRM lead-zinc concentrate are not accumulating in fish tissue such as muscle and liver.

The sampling program coincided with the fish survey completed by Dr Thorburn and involved collecting fish throughout the McArthur and Glyde Rivers using gill nets.

Gill nets were set at right angles to the river bank during daylight hours and were regularly checked to ensure that capture, handling and release times were minimised. During this time, fish were identified and measured; some species were also retained and sent to the CDU laboratories for heavy metal analysis.

Weed mapping

In April, Brad Sauer from the Weeds Management Branch of the NT Government Department of Natural Resources, Environment and the Arts commenced weed mapping of Devil's Claw at MRM. Brad presented an overview of the Guidelines for Weed Data Collection in the NT to the Environment Team and was given a tour of the MRM weed management activities in the mine's rehabilitation areas.

Environmental management training

In mid May, Allan Doddrell and Jeremy Barnett attended a course in Environmental Management. The course covered valuable information on waste management, legislation, emergency planning and assessment and auditing.

Environment Team news

The team would like to welcome Claire Jones as Environmental Superintendent, Emma Slarke as Senior Environmental Advisor and Krystal Noakes as Environment Technician.

It would also like to congratulate Jeremy Barnett, who has been appointed Civil Environmental Officer after being on contract for the past nine months, and bid a sad farewell to Julie Crawford from URS whose contract with MRM has now ended. The team will miss Julie's hard working attitude and happy smile and wishes her all the best for the future.

ESSENTIAL MRM FACTS

1 MRM's Sustainable Development System comprises a policy, 19 standards and procedures which can be cross-mapped to ISO14001 and AS/NZS4801.

2 Since Xstrata purchased the mine in 2002, MRM has consistently met a target of zero fatalities on-site.

3 Over the past five years MRM has significantly decreased its injury frequency rates: Total Recordable Injury Frequency Rate (TRIFR) down 79%, Lost Time Injury Frequency Rate (LTIFR) down 65% and Disabling Injury Frequency Rate (DIFR) down 86%.

4 During 2007 MRM invested more than \$1.5 million in training and education for its people.