

VALLEY OF THE RIO DOCE CO

Form 6-K

August 12, 2005

**Table of Contents**

**United States  
Securities and Exchange Commission  
Washington, D.C. 20549  
FORM 6-K  
Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16  
of the  
Securities Exchange Act of 1934  
For the month of  
August 2005  
Valley of the Rio Doce Company  
(Translation of Registrant's name into English)  
Avenida Graça Aranha, No. 26  
20005-900 Rio de Janeiro, RJ, Brazil  
(Address of principal executive office)**

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

(Check One) Form 20-F  Form 40-F

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1))

(Check One) Yes  No

(Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7))

(Check One) Yes  No

(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

(Check One) Yes  No

(If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b). 82-\_\_\_\_\_.)

**TABLE OF CONTENTS**

Press Release

2Q05 Financial Statements (BRGAAP)

Signature page

---

**Table of Contents**

**BR GAAP**

**REAPING THE FRUITS OF THE LONG CYCLE**

**CVRD's performance in the second quarter 2005**

**BOVESPA: VALE3, VALE5**

**NYSE: RIO, RIOPR**

**LATIBEX: XVALO, XVALP**

**www.cvrd.com.br**

**rio@cvrd.com.br**

**Investor Relations Department**

Roberto Castello Branco

Alessandra Gadelha

Barbara Geluda

Daniela Tinoco

Eduardo Mello Franco

Rafael Azevedo

Tel: (5521) 3814-4540

Rio de Janeiro, August 10, 2005 Excellent strategy execution, linked mainly to discipline in capital allocation, has allowed Companhia Vale do Rio Doce (CVRD) to benefit from the opportunities offered by the long cycle in the metals and mining sector.

The results in the second quarter of 2005 (2Q05) reflected this process, with various new records being set in the following areas: shipments of iron ore and pellets, gross revenues, operational performance, cash generation and net earnings. Of particular note were the records for production - 115.841 million tons of iron ore in 1H05, investments<sup>1</sup> of US\$ 2.5 billion and exports of US\$ 6.1 billion in the last twelve months, and the Company's achievement of the investment grade rating.

Sales of iron ore and pellets in 2Q05 of 61.717 million tons, 10.9% higher than in 2Q04.

Gross revenues in 2Q05 of R\$10.052 billion, up 36.3% year-over-year (yoy).

Consolidated exports in 1H05 of US\$3.287 billion, exceeding the exports obtained in 1H04, by 22.4%. Once again, CVRD's sales performance in international markets reinforced the Company's position as Brazil's largest exporter.

Net exports in 1H05 (exports less imports) of US\$2.912 billion were 29.6% higher than that reported in 1H04. CVRD's contribution to Brazil's trade balance continues to be extremely significant, being responsible for 14.8% of the trade surplus of US\$19.666 billion in the first half of this year.

Operational performance, as measured by EBIT (earnings before interest and taxation) of R\$4.756 billion in 2Q05, 60.2% higher than in 2Q04, when this figure amounted to R\$2.968 billion.

<sup>1</sup> according to the generally accepted accounting principles in the United States (US GAAP)

The financial and operational information contained in this press release, except where otherwise indicated, was consolidated in accordance with Brazilian generally accepted accounting principles (Brazilian GAAP). According to

the criteria of Brazilian GAAP, those companies in which CVRD has effective control, or shared control as defined by shareholders agreement, are included in the consolidated figures. In the instances where CVRD has effective control, the consolidation is carried out on a 100% basis and the difference between this amount and the percentage of CVRD's equity stake in the subsidiary is discounted at the minority shareholding line. CVRD's main subsidiaries are Caemi, Alunorte, Albras, RDM, RDME, RDMN, Urucum Mineração, Docenave, Ferrovia Centro-Atlântica (FCA), Rio Doce Europa, Itaco, CVRD Overseas and Rio Doce International Finance. For companies in which control is shared, the consolidated figures are proportional to the equity stake held by CVRD in each company. The main companies in which CVRD has shared control are MRN, Valesul, Kobrasco, Nibrasco, Hispanobras, Itabrasco, GIIC, Samarco and CSI.

**2T05**

---

**Table of Contents****BR GAAP**

Cash generation, as measured by EBITDA (earnings before interest, taxation, depreciation and amortization), in 2Q05 of R\$5.334 billion, which represents an increase of 57.6% yoy.

Net earnings of R\$3.479 billion in 2Q05, which corresponds to earnings per share of R\$3.02, which is more than double than the figure reported in 2Q04, of R\$1.683 billion.

Return on equity (ROE) of 38.3% in 2Q05, compared to 36.0% in 1Q05.

Investments of US\$821.3 million in 2Q05, as measured according to the US GAAP principles.

**SELECTED FINANCIAL INDICATORS**

|                              | <b>2Q04</b> | <b>1Q05</b> | <b>2Q05</b> | <b>1S04</b> | <b>1S05</b>    |
|------------------------------|-------------|-------------|-------------|-------------|----------------|
|                              |             |             |             |             | R\$<br>million |
| Gross operating revenues     | 7,374       | 7,052       | 10,052      | 13,304      | 17,104         |
| Exports (US\$ million)       | 1,598       | 1,336       | 1,951       | 2,686       | 3,287          |
| EBIT                         | 2,968       | 2,375       | 4,755       | 4,747       | 7,132          |
| EBIT margin (%)              | 42.6%       | 35.3%       | 49.8%       | 37.6%       | 43.8%          |
| EBITDA                       | 3,384       | 2,849       | 5,334       | 5,819       | 8,183          |
| Net earnings                 | 1,683       | 1,614       | 3,479       | 2,637       | 5,094          |
| Net earnings per share (R\$) | 1.46        | 1.40        | 3.02        | 2.29        | 4.42           |
| Capex (US\$ million)         | 488.3       | 570.3       | 821.3       | 846.3       | 1,391.6        |

**BUSINESS OUTLOOK**

The global economy appears to be close to completion of a transition toward a more sustainable long-term rate of expansion. In spite of the adverse effect of the shock in oil prices whose persistence at high levels, indeed, reflects the strength of demand there are good indications that the world economic growth is robust and should continue over the coming quarters.

In 2Q05 the US economy completed its ninth consecutive quarter with an annual expansion rate above 3%. At the same time, China's annualized GDP growth rate has been above 9% since 3Q03 and was 9.5% in 2Q05.

Leading indicators of manufacturing industry activity are showing signals that suggest a strong recovery, as new wholesale orders, production, purchasing orders/inventories have been growing significantly since June.

There was substantial accumulation of inventories in the US in 4Q04 and 1Q05, leading companies to reduce them in 2Q05. Therefore, the ISM (Institute of Supply Management) indicator for the industry reached in May 2005 its lowest point of a downtrend which begun in 2Q04. Since then, its behavior reversed markedly, indicating acceleration of industrial growth in the next two quarters.

The adjustment in the US economy coincided with a similar industrial movement in other important economies, in terms of consumption of inventories of commodities and processed raw materials, which had reached excessive levels in response to the increase in prices and supply-side uncertainties in 2004.

With this phase completed, there is a recovery in the Purchasing Manager Indices (PMIs) in practically all the world's regions, suggesting the start of a globally synchronized recovery in economic activity. This synchronization had been broken down since the middle of 2004, with the slow growth of Japan and the Eurozone.

**2T05**

**Table of Contents**

**BR GAAP**

The dynamics of the cycle now translate into new purchase orders, increased international trade flows, industrial growth, and recovery in commodity prices. Symptomatically, copper prices reached 20-year record highs in June and July, and primary aluminum prices interrupted their downtrend initiated since last March, accumulating a fall of 15.5% until the first week of July.

In the steel industry, the International Iron and Steel Institute (IISI) figure of 7.6% for global expansion of production in the first half of the year hides the disparity between the very strong Chinese growth of 28.3% and a soft patch in the rest of the world, where production increased by only 0.6%, as a result of the marginal cuts since February. Indeed, building of inventories in the hands of consumers of steel products forced the industry to slow down production, primarily in the EU and North America where crude steel output decreased, respectively, by 1.7% and 2.6%.

In the developing economies, which are less subject to cyclical variations, being China and India typical examples, steel production continued to grow vigorously, with increases of 28.3% and 12%, respectively, in the first half of 2005.

In the coming months we expect to see the differences between steel production growth in the various regions of the world diminishing with more moderate expansion in China, where there appears to be a short term excess supply in long steels, and a recovery in the European Union and the US, reflecting the reduction of inventories over recent months. It is important to point out that the urbanization process in large scale in China is expected to continue for at least the next 10 years. Thus, strong demand for long steel, used in civil construction, should prevail.

In China, fixed assets investments, a good leading indicator for steel consumption, has been growing at annual rates above 25% since March, and was 27.1% in June. Thus, the strong outlook for consumption combined with the probably more moderate increase in production indicates lower availability for exports, setting the stage for a recovery in steel production in other regions of the world.

A scenario in which there is persistent economic growth in China, strengthening of the US, European and Japanese economies, and a slow response from supply given the restraints on supply of equipment, makes it possible to foresee lengthening of the present mining and metals cycle.

The continuity of the global economic growth with strong liquidity in the financial markets and solid demand for commodities tends to benefit Brazil and sustain the appreciation of the Real against the US dollar.

As a result of the performance of steel production, Chinese imports of iron ore reached 131.2 million tons in the first half of 2005 (1H05), 34.1% higher yoy. China's volume of imports in 1H05 was equal to the annual imports of the whole of the European Union, for example.

In spite of record imports, inventories of iron ore in the Chinese ports in July continued to be low. Spot market prices started rising again, remaining above benchmark prices. Thus, all the signs indicate that excess global demand for iron ore will continue.

In July, the China National Development & Reform Commission issued its *Steel Industry Development Policy*, aiming to restructure the steel industry turning it more efficient and competitive in the global market. The steel industry in China is still very fragmented: according to the China Iron & Steel Association (CISA) in 2004 there were 871 steel mills in operation, but only 15 with capacity of 5 million tons per year or more, and the top 10 companies were producing 35% of the total

**2T05**

**Table of Contents**

**BR GAAP**

output. The Chinese government's target is to increase this percentage to 50% in 2005 and 70% in 2010, through mergers and expansion of the more competitive operations.

Since the directives of the new policy do not apply to projects that have already been approved, we believe their effects will not be felt in the short term. It is possible, however, to predict that the focus on consolidation, productivity gains and product quality improvements will tend to benefit an iron ore supplier such as CVRD, which has large scale, high quality products, capacity to develop specific solutions, and whose clients are among the players with the largest scale, financial capacity and advanced technological development.

The market for alumina continues to show signs of disequilibrium between supply and demand. Chinese imports in 1H05 were 3.7 million tons, 30% more than in 1H04, and prices have passed the US\$ 400/ton mark. Our expectation is that this scenario will not change significantly over the next 18 months.

The situation in the ferro alloys market is different from that of the other mineral products. After a strong rise which began in 4Q03, prices entered a downtrend starting around the middle of 2004, with the exception of medium carbon ferro-manganese alloy, whose price fall is more recent, becoming pronounced in 1Q05.

The imbalance in the alloys market was caused by the strong expansion of capacity which, according to data from the International Manganese Institute, was 12.3% in 2003 and 15.4% in 2004 - and in global production, which grew 20% in 2004, put in place mainly by the higher-cost, non-integrated producers. The expansion of Chinese production from 20% of global alloys production in 2000 to 35% in 2004, supported by a considerable increase in imports of manganese ore since 2001 was a key factor in this context of excess supply.

Due to the context of accumulation of inventories and falling prices, CVRD is shutting down temporarily the two furnaces of its Mo I Rana plants, in Norway, and running the Dunkerque unit, in France, at half-capacity - these two actions should reduce the company's output of alloys by an estimated 200,000 tons in an annualized basis. At the same time, other players are also reducing production, some recently re-activated plants are being closed, and the Chinese government is eliminating export incentives.

As a consequence, we expect alloy prices to stabilize in the near future. Manganese ore and ferro alloys provided 4.4% of CVRD's total sales revenue in 2Q05.

**IMPORTANT RECENT EVENTS**

**CVRD rated investment grade**

On July 8, Moody's Investors Service upgraded CVRD foreign currency rating from Ba1 to Baa3. According to Moody's rating scale, Baa3 qualifies the Company as a moderate credit risk issuer, without speculative elements, corresponding to investment grade.

The upgrade of CVRD's rating is a landmark in its growth path, characterized by the Company's strong commitment to shareholder value creation. CVRD is the first Brazilian company to obtain the investment grade rating.

**2T05**



**Table of Contents**

**BR GAAP**

**Dividend payment**

On April 29, CVRD distributed to its shareholders a total of R\$ 1,280 billion, equivalent to US\$ 0.435 per share, as the first installment of the minimum dividend for the year of 2005, set at US\$ 1.0 billion.

Payment of the second tranche of the minimum dividend is scheduled for October 31.

**Development of the Vermelho nickel project approved**

In July, CVRD's Board of Directors gave the go-ahead for development of the Vermelho nickel project, located in the Carajás mineral province, in the Brazilian state of Pará. This project will mark the Company's entry into the global nickel market. The Vermelho project will have production capacity for approximately 46,000 tons per year (tpy) of metallic nickel and 2,800 tpy of cobalt. The useful life of the project is estimated to be 40 years.

The estimated investment is up to US\$ 1.2 billion, with startup scheduled for the fourth quarter of 2008.

**CVRD begins mineral exploration in Australia**

In July CVRD signed agreement with the Australian mining companies Aquila Resources Limited and AMCI Holdings for an exploration study of the Belvedere Coal Underground Project (Belvedere). Belvedere is an estimated 2.7 billion ton hard coking coal resource located in the state of Queensland, Australia.

At the conclusion of the pre-feasibility study, CVRD has the option to acquire a 51% interest in Belvedere at a price of US\$ 90 million. CVRD has further options to increase its stake in the project up to 100% by acquiring its partners' interests at a fair market value determined at the time of the exercising of each option.

With this project, CVRD now has mineral exploration investments in four continents: South America, Africa, Asia and Australasia.

**First iron ore shipment to Ukraine**

In August, CVRD concluded its first iron ore shipment to Ukraine. Ukraine is the world seventh largest steel producer. This shipment represents the conquest of a new frontier of the iron ore seaborne market.

**Divestment of QCM**

CVRD's subsidiary Caemi sold its shareholding in Quebec Cartier Mining Company (QCM), an iron ore and pellets producer with operations in Quebec, Canada, for US\$ 125 million, to Dofasco Inc, on July 22.

This transaction completed CVRD's compliance with its undertakings to the antitrust authorities of the European Union.

**SALES AND REVENUES**

CVRD's gross revenues in 2Q05 amounted to R\$ 10.052 billion, 36.3% higher yoy. The growth of R\$ 2.678 billion is essentially a function of the higher pricing level, responsible for an increase of R\$ 4.131 billion in gross revenues, principally due to the positive impact of the annual price increase of iron ore and pellets.

Increased sales volume, including shipments of copper concentrates, improved the Company's gross revenues by R\$ 285 million.

**2T05**

**Table of Contents****BR GAAP**

On the other hand, the appreciation of the Brazilian real against the US dollar seen between 2Q05 and 2Q04, of 18.6%, again had a negative impact on CVRD's revenues, reducing them by around R\$ 1.347 billion.

The ferrous minerals area was responsible for 74.3% of the Company's total gross revenue in 2Q05, the aluminum chain accounted for 9.2%, logistics services 8.5%, non-ferrous minerals 4.1% and steel products 3.8%.

Brazil was once again the main destination of the Company's sales, accounting for 23.0% of gross revenues in 2Q05. Sales to Europe, accounted for 30.2% of total sales, Germany being the main destination (8.7% of the total). Sales to Asia accounted for 25.1% of gross revenues, where China alone accounted for 11.3% of the total.

**Ferrous minerals**

Sales of iron ore totaled 52.969 million tons in 2Q05, up 17.1% yoy. Between 2Q04 and 2Q05, two new mines began operations: Capão Xavier, in June 2004, and Fábrica Nova, in April of this year.

In 2Q05, CVRD purchased 4.140 million tons of iron ore from small mining companies located in the Iron Quadrangle, in the state of Minas Gerais, Brazil to complement its own production in the quarter – a new record, of 62,583 million tons – and enable the Company to meet commitments to clients. Total purchases from third party suppliers in 1H05 were 8.496 million tons, 10.5% more than the 7.687 million tons acquired in 1H04.

Pellet sales, of 8.748 million tons, were down 1.678 million tons compared to 2Q04 due to the programmed maintenance stoppage of the São Luís pelletizing plant, which production decreased 472,000 tons in the 2Q05 quarter-over-quarter (qoq), and because of shipment reprogramming between quarters.

Of the volume sold in 2Q05, 12.3 million tons of iron ore and pellets were shipped to China, representing 19.9% of the total, 6.6 million tons to Japan (10.7%) and 20.6 million tons to Europe (33.4%). Sales within Brazil accounted for 18.5% of the total – 11.4 million tons – of which 2.6 million tons were sent to the pelletizing joint ventures and 8.8 million tons to Brazilian steel and pig iron producers.

Gross revenues from the sale of iron ore and pellets in 2Q05 amounted to R\$ 7.015 billion. About 90% of the difference of the iron ore and pellet price increase, retroactive to 1Q05, was accounted for in this quarter.

Revenues from the operation services of the pelletizing plants located in Tubarão, amounted to R\$ 13 million.

Sales of manganese ore amounted to 194,000 tons, 5.4% lower than the figure in 2Q04, mainly because of the drop in Chinese demand for this product, generating total gross revenues of R\$ 62 million.

Sales of ferro alloys were 151,000 tons and revenues generated from these sales, R\$ 381 million, were substantially impacted by the drop in the ferro alloys price seen in 2Q05.

The global market for alloys is in a typical oversupply phase, after production growth of 20% in 2004. With the accumulation of inventories and falling prices, CVRD has decided to suspend production at the two Mo I Rana furnaces in Norway, and reduce capacity utilization at Dunkerque plant, in France, to 50% -

**2T05**

**Table of Contents**

**BR GAAP**

together these actions reduce output of alloys by an estimated 200,000 tons per year.

Various swing producers' plants with high costs, which produce at the top of the cycle and shut down in the low part of the cycle have suspended operations due to the price fall, and as a result the rate of growth of production fell in 1Q05, from 20% to 15% per year. Supply and as a result, prices are expected to stabilize in the coming quarters.

**Aluminum chain**

Sales of bauxite, alumina and primary aluminum in the quarter, due to the fact that short-term production capacity remained unaltered, did not see any significant changes. Some variations seen between quarters, in terms of volume shipped, were because of shipment reprogramming.

In 2Q05, sales of bauxite amounted to 1.401 million tons, 13.4% more than in 2Q04, and 13.6% higher than sales in 1Q05.

Sales of alumina, of 367,000 tons, saw an increase of 8.9%, compared to the sales recorded in the same quarter in 2004, of 337,000 tons.

Primary aluminum sales, of 123,000 tons, were down 7.5% on 2Q04.

Sales of products in the aluminum chain generated gross revenues of R\$ 928 million, 9.2% of CVRD's total sales in this quarter.

**Copper**

In 2Q05, CVRD sold 105,000 tons of copper concentrate, 20,000 tons more than 1Q05, 85,000 tons, and 71,000 tons more than in 2Q04, when shipments began. Gross revenues generated from the shipments of copper concentrate amounted to R\$ 229 million.

Production at the Sossego copper mine continues to be lower than programmed, since drilling equipment acquired by the Company this year has not yet been delivered. Delivery of these equipments is now expected during the second half of the year. Therefore, production of copper concentrate for 2005 is likely to be approximately 130,000 tons.

**Industrial minerals**

Potash sales amounted to 129,000 tons, down 22.3% yoy. In the first half of the year, as well as the unfavorable seasonal effect, the severe drought seen in the South of Brazil resulted in losses in the harvest and contributed to reducing potash consumption in Brazil for the first time since 1998.

In the second half of 2005, with the effects of the drought overcome, and the start of planting for the new crop, especially coffee which uses potash intensively as a soil nutrient we expect a strong expansion in sales. Such increase will be enabled by the capacity increase of the Taquari-Vasouras mine. With the ramp-up of the new installations, CVRD should produce 710,000 tons in 2005 against 638,000 tons in 2004. In 2006, operating at full capacity, estimated production is 850,000 tons of potash.

Gross revenues generated by potash sales amounted to R\$ 76 million.

**2T05**

**Table of Contents****BR GAAP**

Sales of kaolin totaled 303,000 tons, 3.8% higher than that reported in 2Q04, and generated revenues of R\$ 111 million. The increased sales volume was due to new contracts signed, as already anticipated.

**Logistics services**

Logistics services contributed with gross revenues of R\$ 848 million, 8.5% of the Company's total revenues in 2Q05. Of this amount, railroad transportation generated R\$ 631 million and port services, R\$ 123 million. Coastal shipping and port support services together were responsible for revenues of R\$ 94 million.

CVRD's railroads transported 7.755 billion net ton kilometers (ntk) of general cargo, 4.9% above 2Q04. Agricultural products accounted for 39.9% of the total, inputs and steel industry products 36.3% and construction materials and forestry-based products, 6.7%.

CVRD's ports and maritime terminals handled 8.280 million tons in this quarter, compared to 8.120 million tons in 2Q04.

**SALES VOLUME IRON ORE AND PELLETS**

|              | <b>2Q04</b>   | <b>%</b>    | <b>1Q05</b>   | <b>%</b>    | <b>2Q05</b>   | thousand<br>tons<br><b>%</b> |
|--------------|---------------|-------------|---------------|-------------|---------------|------------------------------|
| Iron ore     | 45,231        | 81%         | 49,159        | 83%         | 52,969        | 86%                          |
| Pellets      | 10,426        | 19%         | 9,725         | 17%         | 8,748         | 14%                          |
| <b>Total</b> | <b>55,657</b> | <b>100%</b> | <b>58,884</b> | <b>100%</b> | <b>61,717</b> | <b>100%</b>                  |

**SALES VOLUME - ORES AND METALS**

|                    | <b>2Q04</b> | <b>1Q05</b> | <b>2Q05</b> |
|--------------------|-------------|-------------|-------------|
| Manganese          | 205         | 198         | 194         |
| Ferro alloys       | 94          | 136         | 151         |
| Copper concentrate | 34          | 85          | 105         |
| Potash             | 166         | 138         | 129         |
| Kaolin             | 292         | 280         | 303         |
| Bauxite            | 1,235       | 1,233       | 1,401       |
| Alumina            | 337         | 464         | 367         |
| Aluminum           | 133         | 122         | 123         |

**LOGISTICS SERVICES**

|   | <b>2Q04</b> | <b>1Q05</b> | <b>2Q05</b> |
|---|-------------|-------------|-------------|
| Railroads - general cargo (million ntk) | 7,395       | 6,009       | 7,755       |
| Ports (thousand tons)                   | 8,120       | 6,313       | 8,280       |
| <b>2T05</b>                             |             |             |             |

Table of Contents**BR GAAP****VOLUME SOLD BY DESTINATION IRON ORE AND PELLETS**

|                             | 2Q04        |               | 1Q05        |               | 2Q05        |               | million<br>tons |
|-----------------------------|-------------|---------------|-------------|---------------|-------------|---------------|-----------------|
|                             |             | %             |             | %             |             | %             |                 |
| <b>Asia</b>                 | <b>19.7</b> | <b>35.4%</b>  | <b>22.7</b> | <b>38.5%</b>  | <b>22.5</b> | <b>36.5%</b>  |                 |
| China                       | 8.9         | 16.0%         | 11.5        | 19.5%         | 12.3        | 19.9%         |                 |
| Japan                       | 6.3         | 11.3%         | 5.8         | 9.8%          | 6.6         | 10.7%         |                 |
| South Korea                 | 2.1         | 3.8%          | 2.5         | 4.2%          | 1.3         | 2.1%          |                 |
| Emerging Asia<br>(ex-China) | 2.4         | 4.3%          | 2.9         | 4.9%          | 2.3         | 3.7%          |                 |
| <b>Europe</b>               | <b>18.5</b> | <b>33.2%</b>  | <b>18.0</b> | <b>30.6%</b>  | <b>20.6</b> | <b>33.4%</b>  |                 |
| Germany                     | 6.4         | 11.5%         | 5.9         | 10.0%         | 6.5         | 10.5%         |                 |
| France                      | 3.1         | 5.6%          | 2.6         | 4.4%          | 3.0         | 4.9%          |                 |
| Italy                       | 2.3         | 4.1%          | 2.2         | 3.7%          | 3.4         | 5.5%          |                 |
| Others                      | 6.7         | 12.0%         | 7.3         | 12.4%         | 7.7         | 12.5%         |                 |
| <b>Brazil</b>               | <b>10.9</b> | <b>19.6%</b>  | <b>11.2</b> | <b>19.0%</b>  | <b>11.4</b> | <b>18.5%</b>  |                 |
| <b>USA</b>                  | <b>1.5</b>  | <b>2.7%</b>   | <b>1.3</b>  | <b>2.2%</b>   | <b>1.1</b>  | <b>1.8%</b>   |                 |
| <b>Rest of the World</b>    | <b>5.1</b>  | <b>9.2%</b>   | <b>5.7</b>  | <b>9.7%</b>   | <b>6.1</b>  | <b>9.9%</b>   |                 |
| <b>Total</b>                | <b>55.7</b> | <b>100.0%</b> | <b>58.9</b> | <b>100.0%</b> | <b>61.7</b> | <b>100.0%</b> |                 |

**GROSS REVENUES BY PRODUCT**

|  | 2Q04         |               | 1Q05         |               | 2Q05          |               | R\$<br>million |
|--|--------------|---------------|--------------|---------------|---------------|---------------|----------------|
|  |              | %             |              | %             |               | %             |                |
| <b>Iron ore and pellets</b>                      | <b>3,912</b> | <b>53.1%</b>  | <b>3,920</b> | <b>55.6%</b>  | <b>7,014</b>  | <b>69.8%</b>  |                |
| Iron ore   | 2,680        | 36.3%         | 2,753        | 39.0%         | 5,072         | 50.5%         |                |
| Pellets  | 1,232        | 16.7%         | 1,167        | 16.5%         | 1,942         | 19.3%         |                |
| <b>Pelletizing plants<br/>operation services</b> | <b>27</b>    | <b>0.4%</b>   | <b>21</b>    | <b>0.3%</b>   | <b>13</b>     | <b>0.1%</b>   |                |
| <b>Manganese and ferro<br/>alloys</b>            | <b>527</b>   | <b>7.1%</b>   | <b>498</b>   | <b>7.1%</b>   | <b>443</b>    | <b>4.4%</b>   |                |
| <b>Copper concentrate</b>                        | <b>72</b>    | <b>1.0%</b>   | <b>200</b>   | <b>2.8%</b>   | <b>229</b>    | <b>2.3%</b>   |                |
| <b>Potash</b>                                    | <b>96</b>    | <b>1.3%</b>   | <b>80</b>    | <b>1.1%</b>   | <b>76</b>     | <b>0.8%</b>   |                |
| <b>Kaolin</b>                                    | <b>116</b>   | <b>1.6%</b>   | <b>105</b>   | <b>1.5%</b>   | <b>111</b>    | <b>1.1%</b>   |                |
| <b>Aluminum</b>                                  | <b>982</b>   | <b>13.3%</b>  | <b>1,040</b> | <b>14.7%</b>  | <b>928</b>    | <b>9.2%</b>   |                |
| <b>Logistics</b>                                 | <b>792</b>   | <b>10.7%</b>  | <b>725</b>   | <b>10.3%</b>  | <b>848</b>    | <b>8.4%</b>   |                |
| Railroads  | 553          | 7.5%          | 506          | 7.2%          | 631           | 6.3%          |                |
| Ports  | 119          | 1.6%          | 114          | 1.6%          | 123           | 1.2%          |                |
| Shipping   | 120          | 1.6%          | 105          | 1.5%          | 94            | 0.9%          |                |
| <b>Steel products</b>                            | <b>828</b>   | <b>11.2%</b>  | <b>452</b>   | <b>6.4%</b>   | <b>379</b>    | <b>3.8%</b>   |                |
| <b>Others</b>                                    | <b>22</b>    | <b>0.3%</b>   | <b>11</b>    | <b>0.2%</b>   | <b>11</b>     | <b>0.1%</b>   |                |
| <b>Total</b>                                     | <b>7,374</b> | <b>100.0%</b> | <b>7,052</b> | <b>100.0%</b> | <b>10,052</b> | <b>100.0%</b> |                |

**GROSS REVENUES BY DESTINATION**

|  | 2Q04 |   | 1Q05 |   | 2Q05 |   | R\$<br>million |
|--|------|---|------|---|------|---|----------------|
|  |      | % |      | % |      | % |                |

Edgar Filing: VALLEY OF THE RIO DOCE CO - Form 6-K

|                             |              |               |              |               |               |               |
|-----------------------------|--------------|---------------|--------------|---------------|---------------|---------------|
| Brazil                      | 1,840        | 24.9%         | 1,765        | 25.0%         | 2,323         | 23.1%         |
| USA                         | 793          | 10.8%         | 743          | 10.5%         | 715           | 7.1%          |
| Europe                      | 2,234        | 30.3%         | 1,828        | 25.9%         | 3,027         | 30.1%         |
| Japan                       | 690          | 9.4%          | 597          | 8.5%          | 841           | 8.3%          |
| China                       | 699          | 9.5%          | 836          | 11.9%         | 1,128         | 11.3%         |
| Emerging Asia<br>(ex-China) | 361          | 4.9%          | 428          | 6.1%          | 547           | 5.5%          |
| Rest of the World           | 757          | 10.3%         | 854          | 12.1%         | 1,470         | 14.6%         |
| <b>Total</b>                | <b>7,374</b> | <b>100.0%</b> | <b>7,052</b> | <b>100.0%</b> | <b>10,052</b> | <b>100.0%</b> |
| <b>2T05</b>                 |              |               |              |               |               |               |

9

**Table of Contents****BR GAAP****THE EXCELLENCE OF CVRD OPERATIONAL PERFORMANCE**

In 2Q05, the Company's operating profit (EBIT) amounted to R\$ 4.756 billion, 60.2% higher yoy. EBIT margin amounted to 49.8%, compared to 42.6% in 2Q04.

Among the determining factors behind the increase of R\$ 1.788 billion in EBIT between 2Q04 and 2Q05, the increase in net revenues, of R\$ 2.581 billion, was the main one. This was partly offset by a raise of R\$ 613 million in the cost of goods sold (COGS).

This increase in COGS is explained by the rise in the price of energy, raw materials, parts and equipments, technical services, as well as expanded production. The specific figures that make up the increased COGS in 2Q05, compared to the same quarter in 2004, are: (a) materials, which were up by R\$ 251 million, (b) outsourced services, R\$ 225 million, (c) energy, R\$ 80 million, and (d) depreciation and exhaustion, R\$ 74 million.

In this quarter, demurrage expenses amounted to R\$ 40 million, below the R\$ 56 million spent in 1Q05, and the R\$ 48 million disbursed in 2Q04, which reflects CVRD's efforts in reducing ship waiting and loading time in the Company's ports.

EBIT was also negatively affected by an increase of R\$ 181 million in operational expenses. Administrative expenses were up by R\$ 33 million, principally due to increased expenditure on advertising and publicity (R\$ 14 million), travel expenses (R\$ 8 million), technical consultancy (external auditing, legal and IT services, R\$ 7 million) and rents and taxes (R\$ 8 million). In 2Q05, CVRD practically doubled its expenditure on research and development, which enlarged from R\$ 81 million to R\$ 161 million.

Other operational expenses saw an increase of R\$ 82 million, mainly because of investments in social projects.

**COGS BREAKDOWN**

|                             | <b>2Q04</b>  | <b>%</b>      | <b>1Q05</b>  | <b>%</b>      | <b>2Q05</b>  | R\$<br>million<br><b>%</b> |
|-----------------------------|--------------|---------------|--------------|---------------|--------------|----------------------------|
| Personnel                   | 352          | 10.4%         | 314          | 8.3%          | 340          | 8.5%                       |
| Material                    | 541          | 15.9%         | 715          | 18.9%         | 792          | 19.7%                      |
| Fuel oil and gases          | 399          | 11.7%         | 407          | 10.7%         | 447          | 11.1%                      |
| Outsourced services         | 570          | 16.8%         | 758          | 20.0%         | 795          | 19.8%                      |
| Electric energy             | 291          | 8.6%          | 318          | 8.4%          | 371          | 9.2%                       |
| Acquisition of products     | 608          | 17.9%         | 593          | 15.7%         | 570          | 14.2%                      |
| Depreciation and exhaustion | 288          | 8.5%          | 347          | 9.2%          | 362          | 9.0%                       |
| Goodwill amortization       | 96           | 2.8%          | 96           | 2.5%          | 96           | 2.4%                       |
| Others                      | 252          | 7.4%          | 238          | 6.3%          | 238          | 5.9%                       |
| <b>Total</b>                | <b>3,397</b> | <b>100.0%</b> | <b>3,785</b> | <b>100.0%</b> | <b>4,011</b> | <b>100.0%</b>              |

**EBITDA: CASH GENERATION IN THE QUARTER EXCEEDS R\$ 5 BILLION**

Cash generation, as measured by EBITDA, amounted to R\$ 5.334 billion in 2Q05, 57.6% higher than the EBITDA reported in 2Q04, of R\$ 3.384 billion. In the twelve months ended in June 2005, EBITDA amounted to R\$ 14.613 billion.

**2T05**

**Table of Contents****BR GAAP**

The increase of R\$ 1.949 billion in EBITDA between 2Q04 and 2Q05 is explained by the increase of R\$ 1.788 billion seen in EBIT and the rise of R\$ 72 million in depreciation expenses. In addition, in 2Q05, CVRD received R\$ 88 million in dividends from affiliated companies.

Earnings from ferrous mineral operations (iron ore, pellets, manganese ore and ferro alloys) increased as a proportion of total EBITDA, from 68.0% in 1Q05, to 79.8% in 2Q05. Logistics services accounted for 10.4% of EBITDA in the quarter, aluminum chain products, 6.5%, non-ferrous minerals (copper, kaolin and potash), 1.5%, while steel products and others contributed 1.7%.

**QUARTERLY EBITDA**

|   | <b>2Q04</b>  | <b>1Q05</b>  | R\$<br>million<br><b>2Q05</b> |
|---|--------------|--------------|-------------------------------|
| Net operating revenues                  | 6,970        | 6,720        | 9,551                         |
| COGS                                    | (3,398)      | (3,785)      | (4,011)                       |
| SG&A                                    | (387)        | (358)        | (403)                         |
| Research and development                | (81)         | (81)         | (162)                         |
| Other operational expenses              | (137)        | (121)        | (220)                         |
| <b>EBIT</b>                             | <b>2,968</b> | <b>2,375</b> | <b>4,756</b>                  |
| Depreciation, amortization & exhaustion | 416          | 473          | 488                           |
| Dividends received                      |              |              | 89                            |
| <b>EBITDA</b>                           | <b>3,384</b> | <b>2,849</b> | <b>5,334</b>                  |

**EBITDA BY BUSINESS AREA**

|                      | <b>2Q04</b>  | <b>1Q05</b>  | R\$<br>million<br><b>2Q05</b> |
|----------------------|--------------|--------------|-------------------------------|
| Ferrous minerals     | 2,184        | 1,936        | 4,258                         |
| Non-ferrous minerals | 151          | 104          | 82                            |
| Logistics            | 358          | 292          | 552                           |
| Aluminum             | 434          | 454          | 348                           |
| Steel                | 256          | 64           | 120                           |
| Others               |              |              | (27)                          |
| <b>Total</b>         | <b>3,384</b> | <b>2,849</b> | <b>5,334</b>                  |

**RECORD NET EARNINGS**

CVRD's net earnings in 2Q05 amounted to R\$ 3.479 billion, a new quarterly record, and more than double that reported in 2Q04, of R\$ 1.683 billion. Of the increase of R\$ 1.796 billion observed between these two quarterly periods, R\$ 1.788 billion was as a result of the Company's increased operating profit.

The net financial result also had a positive impact on net earnings in 2Q05, being R\$ 978 million higher yoy. The increase of R\$ 859 million in monetary variation is the result of the 11.8% appreciation in the Brazilian real / US dollar exchange rate as at June 30, 2005, compared to the end of 1Q05, against a depreciation of 6.8% in the BRL/USD exchange rate in 2Q04, in relation to 1Q04.

Financial expenses saw an improvement of R\$ 106 million, in large part explained by the reduction in lending and financing. Financial revenues increased by R\$ 12 million.

The result from shareholdings, of R\$ 77 million, was R\$ 100 million higher than that seen in 2Q04, at which time the Company saw a loss of R\$ 23 million from its

**2T05**





**Table of Contents**

**BR GAAP**

shareholdings. The positive equity income result of R\$ 134 million in 2Q05 was partly offset by the goodwill on consolidated companies, of R\$ 57 million.

Provisions for the payment of income tax and social contribution amounted to R\$ 1.061 billion in the quarter, R\$ 834 million more than in 2Q04, reflecting the expansion in the Company's taxable earnings base.

**PARADIGM SHIFT: THE INVESTMENT GRADE CONQUEST**

On July 8, 2005 Moody's Investors Service upgraded CVRD's foreign currency credit rating from Ba1 to Baa3 which on Moody's scale means credit of moderate risk, without speculative elements, identified as investment grade.

This upgrade is the result of continuous effort to implement a long-term strategy focused on the value creation, which has been responsible for CVRD's strong cash flow, supported by excellence in financial management, oriented toward minimization of risks and the strengthening of the Company's capacity to assume financial commitments.

The improvement of CVRD's credit risk classification is a historic benchmark in the Company's growth trajectory, characterized as it has been by firm commitment to value creation for its shareholders.

CVRD is now one of the rare cases in which a company that has the vast majority of its assets in a non-investment grade country is itself promoted to investment grade thus breaking a previous paradigm, and becoming the only company in Brazil with this position.

CVRD's total debt on June 30, 2005 was US\$ 4.168 billion, compared to US\$ 4.182 billion on March 2005 and to US\$ 4.088 billion in the end of 2004. Net debt at the end of June 2005 was US\$ 3.212 billion, slightly higher than the US\$ 3.060 billion verified at the end of March 2005.

The average maturity of CVRD's debt on June 30, 2005 was 6.57 years, with 50% of the total debt at fixed rates and 50% at floating rates.

The rapid growth in adjusted EBITDA has been reflected in the improving trend of the Company's leverage and interest coverage indicators. Cash generation growth enables the financing of investments and distribution of dividends with only marginal increases in debt levels, leading to a decline in leverage and an increase in interest coverage. This trend is expected to be even higher in 2H05 given the expectation of decrease in total debt due to its amortization.

Total debt/LTM EBITDA fell from 2.05x on December 31, 2001 to 0.83x on June 30, 2005. Interest coverage, expressed as LTM EBITDA/interest paid increased significantly to 17.73x on June 30, 2005 from 7.58x.

In June, CVRD used part of its free cash flow and the prepayment of some bank loans contracted at floating rates, in a transaction with total value of US\$ 240.6 million. This aimed to reduce risks - refinancing risk and interest rate risk and also the Company's average cost of debt.

In isolation, these transactions reduced the proportion of floating-rate debt from 53% to 50% of CVRD's total, and also produced a marginal positive impact on the debt's cost and average maturity.

**2T05**

**Table of Contents****BR GAAP**

The effect of the debt amortization was not fully reflected in the Company's total debt because CVRD contracted in April export finance credit lines to deal with short-term cash management. Such credit lines will be liquidated during 2H05, US\$ 129 million in 3Q05 and US\$ 186 million in 4Q05, reducing debt levels.

**FINANCIAL EXPENSES**

|  | 2Q04         | 1Q05        | US\$<br>million<br>2Q05 |
|--|--------------|-------------|-------------------------|
| <b>Financial expenses on:</b>                |              |             |                         |
| Debt with third parties                      | (79)         | (48)        | (57)                    |
| Debt with related parties                    | (5)          | (2)         | (4)                     |
| <b>Total debt-related financial expenses</b> | <b>(84)</b>  | <b>(50)</b> | <b>(61)</b>             |
|  | <b>2Q04</b>  | <b>1Q05</b> | <b>2Q05</b>             |
| <b>Gross interest on:</b>                    |              |             |                         |
| Tax and labour contingencies                 | (9)          | (11)        | (13)                    |
| Tax on financial transactions CPMF           | (14)         | (9)         | (16)                    |
| Derivatives                                  | 23           | 5           | 56                      |
| Others                                       | (22)         | (27)        | (17)                    |
| <b>Total gross interest</b>                  | <b>(22)</b>  | <b>(42)</b> | <b>10</b>               |
| <b>Total</b>                                 | <b>(106)</b> | <b>(92)</b> | <b>(51)</b>             |

**DEBT INDICATORS**

|  | 2Q04  | 1Q05  | US\$<br>million<br>2Q05 |
|--|-------|-------|-------------------------|
| Gross debt                             | 4,514 | 4,182 | 4,168                   |
| Net debt                               | 3,455 | 3,060 | 3,212                   |
| Gross debt / LTM EBITDA (x)            | 1.55  | 1.05  | 0.83                    |
| LTM EBITDA / LTM interest expenses (x) | 12.94 | 13.24 | 17.73                   |
| Gross debt / EV (x)                    | 0.22  | 0.11  | 0.11                    |

*Enterprise  
Value = market  
capitalization +  
net debt*

**GREEN LIGHT FOR VERMELHO**

CVRD's priority for the use of its strong cash flow is to finance investments that constitute platforms for shareholder value creation. At this point of the economic cycle, which is characterized, among other factors, by a significant increase in the price of equipments, raw materials and services, the choice of the right investment opportunities, that are truly capable of adding value, became an even greater challenge for the managers of a mining company. Based on rigorous criteria, CVRD continues to invest a considerable volume of funds in the quest for profitable growth.

Total capital expenditure in 2Q05 was US\$ 821.3 million, 44.0% more than in 1Q05. US\$ 658.4 million of this total was spent on organic growth projects and R&D, and US\$ 162.9 million on stay-in-business capex maintaining existing operations<sup>2</sup>.

CVRD's total capex in the first half of 2005 was US\$ 1.392 billion, 41.8% of the total of US\$ 3.332 billion budgeted for the year.

The amount spent on research and development in 2Q05 was US\$ 42.7 million, more than 50% higher than the US\$ 28.2 million spent in the previous quarter.

<sup>2</sup> Capex figures  
are based on  
actual  
disbursements.

**2T05**

**Table of Contents****BR GAAP**

Mineral exploration efforts were focused on identifying new deposits of copper, coal, nickel, gold and manganese. CVRD has various studies in progress. Highlights are: the Cristalino copper project in Carajás, in the Brazilian state of Pará; the São João do Piauí nickel project in the Brazilian state of Piauí; the coal project at Moatize in Mozambique; the manganese project at Franceville in Gabon; the phosphates project in Bayóvar, Peru; and the potash project at Rio Colorado in Argentina. The Company will start studies for the Belvedere coal project in Queensland, Australia. The acquisition of 25% of the Chinese anthracite producer Henan Long Energy Resources Ltd. was concluded in this quarter, on payment of US\$ 86.3 million. Henan is expected to produce 1.7 million tons in 2005.

At the beginning of July, CVRD's Board of Directors approved investment in development of the Vermelho nickel project with estimated production capacity of 46,000 tpy of metallic nickel and 2,800 tpy of cobalt. The estimated total investment is up to US\$ 1.2 billion, for startup scheduled for the last quarter of 2008.

**Main CVRD projects currently in progress**

| Area                        | Project  | Budgeted<br>2005<br>US\$ million | Status   |
|-----------------------------|--|----------------------------------|--|
| <b>Ferrous<br/>minerals</b> | Expansion of the Carajás iron ore mines by 85 Mtpa Northern System | 140                              | For completion in 2006, this will add 15 million tons to CVRD's annual production capacity. The second ship loading system of Pier III is in test phase.   |
|                             | Brucutu iron ore mine Southern System                              | 205                              | Phase I should be completed in 2006, increasing nominal production capacity to 15 million tpy. Phase II is scheduled for completion in 2007, to bring production capacity to 24 million tpy. A further expansion, to 30 million tpy is currently under study.  |
|                             | Itabira iron ore mines Southern System                             | 16                               | Modernization of operations and expansion of production capacity to 46 million tpy, for conclusion and startup in 2006.  |
|                             | Fazendão iron ore mine Southern System                             | 52                               | Project to produce 14 million tons run-of-mine (ROM) iron ore/year. Works to begin in second half 2005, for completion and operational startup in 2007.  |
|                             | Fábrica iron ore mine Southern System                              | 38                               | Project for expansion of production capacity by 5 million tons, from 12 to 17 million tpy. Startup scheduled for 2007.   |
|                             | Timbopeba iron ore mine Southern System                            | 25                               | Extension of the mine's working life to 2008, with estimated annual production capacity of 2.7 million tons. US\$7.8 million will be invested in development, purchase of small scale equipment and new access for the crushing facilities; a further US\$17.6 million will be spent on rolling stock for the EFVM railroad. |
|                             | Tubarão Port expansion Southern System                             | 22                               | Expansion of the conveyor belt and dockside machinery, and construction of new dockside storage patios.  |
|                             |  | 18                               |  |

Expansion of the São  
Luis pelletizingplant

Expansion of capacity from 6 to 7 million tpy. The expansion  
will be completed by January 2006. Production this year is  
estimated at 6.25 million tons.

**2T05**

14

---

**Table of Contents****BR GAAP**

| Area                            | Project   | Budgeted<br>2005<br>US\$ million | Status  |
|---------------------------------|---|----------------------------------|---|
| <b>Coal</b>                     | Anthracite  | 86                               | Acquisition of 25% of the Chinese anthracite producer Henan Longyu Energy Resources Ltd., in partnership with Yoncheng and Baosteel, has been completed. The mine will produce 1.7 million tons of high quality anthracite in 2005.   |
|                                 | Metallurgical coke  | 16                               | Acquisition of 25% stake in the Chinese coal producer Shandong Yankuang International Coking Ltd. for production of metallurgical coke in association with Yankuang. The project has estimated production capacity of 2 million tpy of coke, and 200,000 tpy of methanol. Startup is planned for 2006.                              |
| <b>Non-ferrous<br/>minerals</b> | Expansion of the Taquari-Vassouras potash mine                          | 9                                | Project to expand nominal potash production capacity from 600,000 to 850,000 tpy. The ramp-up period has begun and production of 710,000 tons is expected this year.  |
|                                 | 118 copper mine   | 32                               | Project for production of 36,000 tons of copper cathode/year.   |
|                                 | Vermelho nickel mine  | 34                               | Project for production of 46,000 tons of metallic nickel and 2,800 tons of cobalt, per year. Approved in July 2005; conclusion planned for 4Q08.  |
| <b>Aluminum</b>                 | Alumina: Alunorte Modules 4 and 5                                       | 306                              | Modules 4 and 5 will increase the refinery's production capacity to 4.2 million tons of alumina/year. Completion is planned for 1Q06.   |
|                                 | Paragominas I bauxite mine  | 154                              | Will produce 4.5 million tpy of bauxite starting early in 2007. Tubes are currently being delivered for construction of the 244-km ore delivery pipeline to transport bauxite from Paragominas to the alumina refinery in Barcarena, in the Brazilian state of Pará. Earthmoving work has been completed for start of construction. |
| <b>Logistics</b>                | Acquisition of locomotives and railcars for EFVM, EFC and FCA railroads | 559                              | 2,288 railcars and 63 locomotives were bought in the first half of 2005.  |
| <b>Electric<br/>energy</b>      | Aimorés hydroelectric power plant                                       | 12                               | This power plant on the Doce river in the Brazilian state of Minas Gerais will have generation capacity of 330MW. The first turbine started up in July 2005; the other two are programmed to startup by October. CVRD owns 51.0% stake in the project.  |

|  |    |   |
|--|----|---|
| Capim Branco I and II hydroelectric power plants | 73 | Both plants are on the Araguari river in the Brazilian state of Minas Gerais. Scheduled to start operating in 2006, they have generating capacity of 240MW and 210MW, respectively. Works are 68% completed on Capim Branco I, and 41% on Capim Branco II. CVRD has a 48.4% stake in both projects. |
|--|----|---|

#### CAPEX BY BUSINESS AREA

| <b>Business area</b> | <b>2Q05</b>  |               | US\$ million         |               |
|----------------------|--------------|---------------|----------------------|---------------|
|                      |              |               | <b>Realized 2005</b> |               |
| Ferrous minerals     | 340.2        | 41.4%         | 540.1                | 38.8%         |
| Non ferrous minerals | 53.1         | 6.5%          | 88.8                 | 6.4%          |
| Logistics            | 128.6        | 15.6%         | 282.5                | 20.3%         |
| Aluminum             | 151.0        | 18.4%         | 277.7                | 19.9%         |
| Coal                 | 91.5         | 11.1%         | 94.0                 | 6.8%          |
| Electric energy      | 35.7         | 4.4%          | 59.5                 | 4.3%          |
| Others               | 21.1         | 2.6%          | 49.1                 | 3.5%          |
| <b>Total</b>         | <b>821.3</b> | <b>100.0%</b> | <b>1,391.6</b>       | <b>100.0%</b> |

#### THE SARBANES-OXLEY LAW: ADAPTING THE BYLAWS

CVRD's Extraordinary General Shareholders Meeting held on June 19, 2005 made changes to the Bylaws to introduce and provide for compliance with the principles and concepts of the Sarbanes-Oxley Act of 2002, Rule 10A-3 of the Securities and Exchange Act of 1934, and Rule 303A.06 of the New York Stock Exchange Listed Company Manual, with necessary adaptations to Brazilian legislation. Also in accordance with the rules of the Sarbanes-Oxley Act, CVRD created an internal complaints channel.

**2T05**

15

---



**Table of Contents**

**BR GAAP**

**TELECONFERENCE AND WEBCAST**

CVRD will hold a conference call and webcast on Friday, August 12, 2005, at 12:00 p.m. Rio de Janeiro time, 11:00 a.m. US Eastern Standard time, and 4:00 p.m. UK time. To participate, see the instructions on CVRD's website [www.cvrd.com.br](http://www.cvrd.com.br), in the *Investor Relations* subsection. A playback of the call and webcast will be available on the site for 90 days following August 12.

**SELECTED FINANCIAL INDICATORS OF THE MAIN NON-CONSOLIDATED COMPANIES**

Selected financial indicators of the principal non-consolidated companies can be found in CVRD's quarterly accounts, which are available on its website, [www.cvrd.com.br](http://www.cvrd.com.br), in the *Investor Relations* subsection.

**2T05**

16

---

**Table of Contents****BR GAAP****FINANCIAL STATEMENTS**

|                                    | R\$ million  |              |               |
|------------------------------------|--------------|--------------|---------------|
|                                    | <b>2Q04</b>  | <b>1Q05</b>  | <b>2Q05</b>   |
| <b>Gross operating revenues</b>    | <b>7,374</b> | <b>7,052</b> | <b>10,052</b> |
| Taxes                              | (404)        | (332)        | (500)         |
| <b>Net operating revenues</b>      | <b>6,970</b> | <b>6,720</b> | <b>9,551</b>  |
| Cost of goods sold                 | (3,398)      | (3,785)      | (4,011)       |
| <b>Gross profit</b>                | <b>3,572</b> | <b>2,935</b> | <b>5,540</b>  |
| Gross margin (%)                   | 51.3%        | 43.7%        | 58.0%         |
| <b>Operational expenses</b>        | <b>(605)</b> | <b>(560)</b> | <b>(785)</b>  |
| Sales                              | (111)        | (100)        | (96)          |
| Administrative                     | (276)        | (258)        | (308)         |
| Research and development           | (81)         | (81)         | (161)         |
| Other operational expenses         | (137)        | (121)        | (220)         |
| <b>Result from shareholdings</b>   | <b>(23)</b>  | <b>73</b>    | <b>77</b>     |
| Equity income                      | 53           | 130          | 147           |
| Goodwill amortization              | (80)         | (57)         | (57)          |
| Others                             | 5            |              | (13)          |
| <b>Financial result</b>            | <b>(895)</b> | <b>(274)</b> | <b>82</b>     |
| Financial expenses                 | (353)        | (295)        | (247)         |
| Financial revenues                 | 46           | 113          | 58            |
| Monetary variation                 | (588)        | (92)         | 271           |
| <b>Operating profit</b>            | <b>2,050</b> | <b>2,174</b> | <b>4,914</b>  |
| Income tax and social contribution | (227)        | (391)        | (1,061)       |
| Minority interest                  | (140)        | (169)        | (375)         |
| <b>Net earnings</b>                | <b>1,683</b> | <b>1,614</b> | <b>3,479</b>  |

**BALANCE SHEET**

|                      | R\$ million     |                 |
|----------------------|-----------------|-----------------|
|                      | <b>03/31/05</b> | <b>06/30/05</b> |
| <b>Asset</b>         |                 |                 |
| Current              | 11,937          | 12,386          |
| Long term            | 3,787           | 4,106           |
| Fixed                | 29,159          | 30,462          |
| <b>Total</b>         | <b>44,884</b>   | <b>46,954</b>   |
| <b>Liabilities</b>   |                 |                 |
| Current              | 8,712           | 8,195           |
| Long term            | 14,225          | 12,918          |
| Others               | 2,162           | 2,579           |
| Shareholders' equity | 19,785          | 23,262          |
| Paid-up capital      | 7,300           | 14,000          |
| Reserves             | 12,485          | 9,262           |
| <b>Total</b>         | <b>44,884</b>   | <b>46,954</b>   |
| <b>2T05</b>          |                 |                 |

**Table of Contents****BR GAAP****CASH FLOW**

|   |                | R\$ million    |                |
|---|----------------|----------------|----------------|
|   | <b>2Q04</b>    | <b>1Q05</b>    | <b>2Q05</b>    |
| <b>Cash flows from operating activities:</b>                                    |                |                |                |
| Net income  | 1,683          | 1,614          | 3,479          |
| Adjustments to reconcile net income with cash provided by operating activities: |                |                |                |
| Result from shareholdings   | 23             | (74)           | (77)           |
| Depreciation, depletion and amortization  | 560            | 385            | 384            |
| Deferred income tax and social contribution                                     | 65             | (113)          | 53             |
| Financial expenses and foreign exchange and monetary net variation              | 886            | 46             | (982)          |
| Minority interest   | 140            | 169            | 375            |
| Impairment of property, plant and equipment                                     | 116            | 15             | 60             |
| Goodwill amortization in the COGS   | 96             | 96             | 96             |
| Net unrealized derivative losses  | (77)           | 5              | (10)           |
| Dividends/interest attributed to stockholders received                          |                |                | 89             |
| Others  | 130            | (81)           | 58             |
| Decrease (increase) in assets:  |                |                |                |
| Accounts receivable   | (426)          | (338)          | (1,026)        |
| Inventories   | (296)          | (70)           | (67)           |
| Others  | (253)          | (122)          | (593)          |
| Increase (decrease) in liabilities:   |                |                |                |
| Suppliers and contractors   | (160)          | 49             | 278            |
| Payroll and related charges   | (1)            | (94)           | 30             |
| Taxes and Contributions   | 249            | (579)          | 885            |
| Others  | 52             | (257)          | 288            |
| <b>Net cash provided by operating activities</b>                                | <b>2,785</b>   | <b>651</b>     | <b>3,322</b>   |
| <b>Cash Flow from investing activities:</b>                                     |                |                |                |
| Loans and advances receivable   | 0              | 12             | (43)           |
| Guarantees and deposits   | (77)           | (52)           | (37)           |
| Additions to investments  |                | (10)           | (208)          |
| Additions to property, plant and equipment                                      | (1,527)        | (1,755)        | (1,926)        |
| Proceeds from disposals of investments/property, plant and equipment            | 3              | 6              | 4              |
| <b>Net cash used I investing activities</b>                                     | <b>(1,601)</b> | <b>(1,798)</b> | <b>(2,212)</b> |
| <b>Cash flows from financing activities:</b>                                    |                |                |                |
| Short-term debt, net issuances (repayments)                                     | (184)          | 221            | 470            |
| Long-term debt  | 780            | 726            | 342            |
| Repayments:   |                |                |                |
| Financial institutions  | (700)          | (477)          | (1,138)        |
| Shares in treasury  | (791)          | 0              | (1,280)        |
| <b>Net cash used in financing activities</b>                                    | <b>(895)</b>   | <b>470</b>     | <b>(1,606)</b> |
| Increase (decrease) in cash and cash equivalents                                | 289            | (677)          | (496)          |
| Cash and equivalents, beginning of period                                       | 3,503          | 3,917          | 3,240          |
| <b>Cash and equivalents, end of period</b>                                      | <b>3,792</b>   | <b>3,240</b>   | <b>2,744</b>   |
| <b>Cash paid during the period for:</b>   |                |                |                |
| Interest on short-term debt   | (7)            | (2)            | (20)           |
| Interest on long-term debt  | (148)          | (226)          | (128)          |

Edgar Filing: VALLEY OF THE RIO DOCE CO - Form 6-K

|  |       |       |       |
|--|-------|-------|-------|
| Paid income tax and social contribution                            | (126) | (211) | (379) |
| <b>Non-cash transactions:</b>                                      |       |       |       |
| Additions to property, plant and equipment interest capitalization | (204) | (27)  | 402   |
| Income tax and social contribution paid with credits               | (196) | (49)  | (56)  |
| <b>2T05</b>  |       |       |       |

18

---

**Table of Contents**

**BR GAAP**

This communication may include declarations which represent the expectations of the Company's Management about future results or events. All such declarations, when based on future expectations and not on historical facts, involve various risks and uncertainties. The Company cannot guarantee that such declarations turn out to be correct. Such risks and uncertainties include factors relative to the Brazilian economy and capital markets, which are volatile and may be affected by developments in other countries; factors relative to the iron ore business and its dependence on the steel industry, which is cyclical in nature; and factors relative to the high degree of competitiveness in industries in which CVRD operates. To obtain additional information on factors which could cause results to be different from those estimated by the Company, please consult the reports filed with the Comissão de Valores Mobiliários (CVM Brazilian stock exchange regulatory authority) and the U.S. Securities and Exchange Commission SEC, including the most recent Annual Report CVRD Form 20F.

**2T05**

**Table of Contents****Contents**

|  |    |
|--|----|
| Part I   | 2  |
| 1- Management's Discussion and Analysis of the Operating Results for the semesters ended June 30, 2005 Compared With June 30, 2004 | 2  |
| 1.1- General Aspects   | 2  |
| 1.2- Comments on the Consolidated Results  | 4  |
| 1.2.1- Gross Revenue   | 4  |
| 1.2.2- Cost of Products and Services   | 6  |
| 1.2.3- Operating Expenses  | 6  |
| 1.2.4- Net Financial Results   | 6  |
| 1.2.5- Income Tax and Social Contribution  | 6  |
| 1.2.6- Cash Generation Consolidated  | 7  |
| 1.3- Comments on the Parent Company Results  | 8  |
| 1.3.1- Net Income  | 8  |
| 1.3.2- Gross Revenue   | 8  |
| 1.3.3- Cost of Products and Services   | 8  |
| 1.3.4- Gross Margin  | 8  |
| 1.3.5- Results of Shareholdings by Business Area   | 8  |
| 1.3.6- Operating Expenses  | 9  |
| 1.3.7- Net Financial Results   | 9  |
| 1.3.8- Income Tax and Social Contribution  | 9  |
| Part II  | 10 |
| Quarterly Information and Notes to the Quarterly Information   | 10 |
| 2- Balance Sheet   | 10 |
| 3- Statement of Income   | 11 |
| 4- Statement of Changes in Stockholders' Equity (Additional Information)   | 12 |
| 5- Statement of Cash Flows (Additional Information)  | 13 |
| 6- Notes to the Quarterly Information at June 30, 2005 and 2004  | 14 |
| 6.1- Operations  | 14 |
| 6.2- Presentation of Quarterly Information   | 14 |
| 6.3- Significant and Practices Accounting Policies   | 14 |
| 6.4- Principles and Practices of Consolidation   | 14 |
| 6.5- Cash and Cash Equivalents   | 15 |
| 6.6- Accounts Receivable from Customers  | 15 |
| 6.7- Inventories   | 15 |
| 6.8- Related Parties   | 16 |
| 6.9- Taxes to Recover or Offset  | 16 |
| 6.10- Deferred Income Tax and Social Contribution  | 16 |
| 6.11- Consolidated investments   | 17 |
| 6.12- Property, Plant and Equipment  | 18 |
| 6.13- Loans and Financing  | 19 |
| 6.14- Contingent Liabilities   | 20 |
| 6.15- Environmental and Site Reclamation and Restoration Costs   | 21 |
| 6.16- Paid-up Capital  | 21 |
| 6.17- Treasury Stock   | 22 |
| 6.18- Remuneration of Shareholders   | 22 |
| 6.19- Financial Results  | 22 |
| 6.20- Financial Instruments - Derivatives  | 23 |

|  |    |
|--|----|
| 6.21- Administrative and Other Operating Expenses  | 25 |
| 6.22- Subsequent Event   | 25 |
| Part III   | 26 |
| 7- Attachment I Statement of Investments in Subsidiaries   | 26 |
| 8- Other Information the Company Deems Relevant  | 27 |
| 8.1- Consolidated Iron Ore and Pellet Sales (Main Markets Not Reviewed)  | 27 |
| 9- Report of the Independent Accountants   | 28 |
| 10- Board of Directors, Advisory Committees, Fiscal Council, Executive Officers and Technical Responsibilities | 29 |

**Table of Contents**

**Part I**

Expressed In thousands of reais

**1- Management's  
Discussion and  
Analysis of the  
Operating  
Results for the  
semesters  
ended June 30,  
2005  
Compared  
With June 30,  
2004**

**1.1- General Aspects**

**(a) Companhia Vale do Rio Doce group's segments of business are as follows:**

Ferrous minerals: iron ore and pellets as well as manganese and ferroalloys;

Non-ferrous minerals: potash, kaolin and copper;

Logistics: railroads, ports and maritime terminals and shipping; and

Holdings: equity holdings in producers of aluminum, steel and electric power generation.

**Ferrous Minerals**

*Iron Ore and Pellets*

Operating through two world-class integrated systems for ore production and distribution. The Northern System, based in the states of Pará and Maranhão and the Southern System, based in the states of Minas Gerais and Espírito Santo, each consisting of mines, railroads and maritime terminals. Besides those, there is a third system that consists of mines and port facilities from Caemi.

Currently CVRD operates nine pelletizing plants in Brazil, five of them in joint ventures with international partners. The Company also has an interest in Samarco, which owns and operates two pelletizing plants in Espírito Santo, and an interest in GIIC, a pelletizing plant in Bahrein.

Iron ore and pellets sales are generally made pursuant to long-term supply contracts which provide for annual price negotiations. Cyclical changes in the world demand for steel products affect sales prices and volumes in the world iron ore market. Different factors, such as the iron content of specific ore deposits, the various beneficiation processes required to produce the final product, granulometric, moisture content, and the type and concentration of contaminants (such as phosphorus, alumina and manganese) in the ore, influence contract prices for iron ore. Contract prices also depend on transportation costs.

Annual price negotiations generally occur from November to February, with separate prices established for the Asian and European iron ore markets. In the Asian market, the renegotiated prices are effective as of April of each period up to March of the next period. In the European market, the renegotiated prices are effective from January to December.

*Manganese and Ferroalloys*

This activity is carried out through the subsidiaries RDM located in the state of Bahia, Pará and Minas Gerais, Urucum located in the state of Mato Grosso do Sul, Rio Doce Manganèse Europe in France and Rio Doce Manganese Norway in Norway.

**Non-Ferrous Minerals**

*Potash*

The Company through a leasing contract with Petróleo Brasileiro S.A. - PETROBRAS, has a potash leased mine since 1995 from Operational Unit Taquari-Vassouras (UOTV), located in state of Sergipe. It is the only producer of potash chloride in activity in Brazil. The potash explored by the Company is raw material to fertilizers producers.



*Copper*

CVRD's copper activities have been operating since June, 2004 the operation of the Sossego mine in Pará. Sossego is the first copper mine of CVRD.

*Kaolin*

Kaolin is a fine white aluminum silicate clay, used in the paper, ceramic and pharmaceutical industries as a coating and filler. Kaolin commercial activities are conducted through Caemi, controller of Pará Pigmentos S.A. and Cadam.

**Table of Contents***Logistics*

The logistics system includes the Vitória to Minas Railroad and the Tubarão port complex in the Southern System, and the Carajás Railroad and Ponta da Madeira Marine Terminal in the Northern System. In addition, CVRD controls the railroad Ferrovia Centro-Atlântica S.A. FCA, Terminal de Vila Velha S.A. (TVV) and Cia Portuária Baía de Sepetiba (CPBS), the Maritime terminal Guaíba Island and has a holding in MRS Logística.

The principal cargo of CVRD's railroad is the Company's own iron ore, along with steel, coal, pig iron, limestone, agricultural products and fuel. The Company charges market rates for third-party cargo, which vary based upon the distance traveled and the density of the freight in question.

**Energy**

The Company participates in nine hydroelectric plants, four of which are in operation. CVRD's investments in the sector seek to optimize the Group's supply of electric power.

**Holdings***Aluminum Operations*

The Company sells aluminum, alumina and bauxite to an active world market in which prices are determined based on prices for the primary aluminum quoted on the London Metals Exchange.

Bauxite extraction operation works through our jointly-controlled company Mineração Rio do Norte S.A. MRN. Alumina refine works through ALUNORTE Alumina do Norte do Brasil S.A. and the smelts of aluminum through ALBRAS Alumínio Brasileiro S.A. and the jointly-controlled company Valesul Alumínio S.A..

*Steel*

Commercial activities in the steel industry are conducted through the jointly-controlled company California Steel Industries Inc., located in United States and through the affiliated company Usinas Siderúrgicas de Minas Gerais S.A.

**(b) The variations of the main currencies and indices in relation to the real, which impacted the results of the Company and its subsidiaries, jointly-controlled companies and affiliates, were as follows:**

| Currencies / Indices      | U.S.   |        |       |      | Parity - end of period |            |
|---------------------------|--------|--------|-------|------|------------------------|------------|
|                           | DOLLAR | YEN    | IGP-M | TJLP | US\$ x R\$             | US\$ x Yen |
| From 01/01/05 to 06/30/05 | (11.5) | (18.3) | 1.8   | 4.8  | 2.3504                 | 110.91     |
| From 04/01/05 to 06/30/05 | (11.8) | (14.8) | 0.2   | 2.4  | 2.3504                 | 110.91     |
| From 01/01/05 to 03/31/05 | 0.4    | (4.1)  | 1.6   | 2.4  | 2.6662                 | 107.39     |
| From 01/01/04 to 06/30/04 | 7.6    | 5.9    | 6.8   | 4.8  | 3.1075                 | 108.89     |
| From 04/01/04 to 06/30/04 | 6.8    | 2.5    | 4.0   | 2.4  | 3.1075                 | 108.89     |

About 87% of the consolidated gross revenue on 06/30/05 is linked to the U.S. dollar. About 32% of total consolidated costs are linked to the U.S. dollar. Consequently, fluctuations in the exchange rate between the two currencies have a significant impact on the operating cash flows.

Approximately 92% of the short-term and long-term loans of the consolidated on 06/30/05 are denominated in U.S. dollars. As a result, exchange rate fluctuations have a significant impact on the financial expenses (Notes 6.13 and 6.19).

**Table of Contents**

(c) On 06/30/05, the consolidated trade balance of US\$ 2,912 million was generated as follows:

|         | Consolidated (in US\$ million) |              |              |              |              |
|---------|--------------------------------|--------------|--------------|--------------|--------------|
|         | Quarter                        |              |              | Accumulated  |              |
|         | 2Q/05                          | 1Q/05        | 2Q/04        | 06/30/05     | 06/30/04     |
| Exports | 1,951                          | 1,336        | 1,598        | 3,287        | 2,686        |
| Imports | (134)                          | (241)        | (283)        | (375)        | (439)        |
|         | <b>1,817</b>                   | <b>1,095</b> | <b>1,315</b> | <b>2,912</b> | <b>2,247</b> |

**(d) CVRD receives the investment grade rating:**

Moody's Investors Service (Moody's), upgraded CVRD foreign currency rating from Ba1 to Baa3. According to Moody's rating scale, Baa3 qualifies the Company as a moderate credit risk issuer, without speculative elements, corresponding to investment grade.

The upgrade of CVRD's rating is a landmark in its growth path.

**(e) Changes in the Fiscal Council**

On 07/19/05 the Extraordinary General Shareholders Meeting decided to attribute CVRD's Fiscal Council the function of the Audit Committee's role under the Sarbanes-Oxley Act. In this connection, Mr. Aníbal Moreira dos Santos (financial expert) was appointed as a member of the Fiscal Council.

**1.2- Comments on the Consolidated Results**

The net income of the Company on 06/30/05 was R\$ 5,094,475 compared with net income of R\$ 2,636,855 on 06/30/04 (the earnings per share corresponds to R\$ 4.42 on 06/30/05 versus R\$ 2.29 on 06/30/04).

**1.2.1- Gross Revenue**

Sales volume and revenues by products and services:

|          | In thousands of metric tons<br>(except railroad transportation) |               |               |                |                |           | In thousands of R\$ |                  |                  |                   |                  |
|----------|---|---------------|---------------|----------------|----------------|-----------|---------------------|------------------|------------------|-------------------|------------------|
|          | Quarter   |               |               | Accumulated    |                |           | Quarter             |                  |                  |                   |                  |
|          | 2Q/05   | 1Q/05         | 2Q/04         | 06/30/05       | 03/31/04       | D%        | 2Q/05               | 1Q/05            | 2Q/04            | 06/30/05          | 06/30/04         |
| ore      | 52,969  | 49,159        | 45,231        | 102,128        | 88,614         | 15        | 5,072,201           | 2,753,407        | 2,680,170        | 7,825,608         | 4,943,805        |
| s (*)    | 8,748   | 9,725         | 10,426        | 18,473         | 19,853         | (7)       | 1,955,682           | 1,188,131        | 1,259,132        | 3,143,813         | 2,203,174        |
|          | <b>61,717</b>   | <b>58,884</b> | <b>55,657</b> | <b>120,601</b> | <b>108,467</b> | <b>11</b> | <b>7,027,883</b>    | <b>3,941,538</b> | <b>3,939,302</b> | <b>10,969,421</b> | <b>7,146,979</b> |
| anese    | 194   | 198           | 205           | 392            | 366            | 7         | 62,013              | 63,355           | 41,251           | 125,368           | 63,918           |
| alloys   | 151   | 136           | 94            | 287            | 297            | (3)       | 380,969             | 434,884          | 485,982          | 815,853           | 831,451          |
|          |   |               |               |                |                |           | <b>442,982</b>      | <b>498,239</b>   | <b>527,233</b>   | <b>941,221</b>    | <b>895,369</b>   |
| er       | 105   | 85            | 34            | 190            | 34             | 459       | 228,570             | 199,980          | 72,350           | 428,550           | 72,350           |
| h        | 129   | 138           | 166           | 267            | 304            | (12)      | 75,506              | 80,373           | 96,176           | 155,879           | 161,448          |
| n        | 303   | 280           | 292           | 583            | 578            | 1         | 110,955             | 104,576          | 115,960          | 215,531           | 228,554          |
|          |   |               |               |                |                |           | <b>415,031</b>      | <b>384,929</b>   | <b>284,486</b>   | <b>799,960</b>    | <b>462,352</b>   |
| oad      | 10,019  | 8,333         | 9,933         | 18,352         | 18,340         |           | 630,946             | 505,512          | 552,456          | 1,136,458         | 1,009,414        |
| ortation |   |               |               |                |                |           |                     |                  |                  |                   |                  |

|                |       |       |       |        |        |    |                   |                  |                  |                   |                   |
|----------------|-------|-------|-------|--------|--------|----|-------------------|------------------|------------------|-------------------|-------------------|
| ons of<br>(**) |       |       |       |        |        |    |                   |                  |                  |                   |                   |
| ervices        | 8,280 | 6,313 | 8,120 | 14,593 | 14,333 | 2  | 122,875           | 114,375          | 119,175          | 237,250           | 215,261           |
| ime            |       |       |       |        |        |    |                   |                  |                  |                   |                   |
| ortation       |       |       |       |        |        |    | 94,146            | 104,576          | 119,919          | 198,722           | 212,409           |
|                |       |       |       |        |        |    | <b>847,967</b>    | <b>724,463</b>   | <b>791,550</b>   | <b>1,572,430</b>  | <b>1,437,084</b>  |
| inum           | 123   | 122   | 133   | 245    | 243    | 1  | 582,268           | 611,222          | 700,641          | 1,193,490         | 1,225,732         |
| ina            | 367   | 464   | 337   | 831    | 804    | 3  | 237,726           | 358,703          | 214,777          | 596,429           | 521,529           |
| te             | 1,401 | 1,233 | 1,235 | 2,634  | 2,370  | 11 | 108,176           | 70,043           | 65,940           | 178,219           | 136,775           |
|                |       |       |       |        |        |    | <b>928,170</b>    | <b>1,039,968</b> | <b>981,358</b>   | <b>1,968,138</b>  | <b>1,884,036</b>  |
|                |       |       |       |        |        |    | 378,697           | 452,153          | 828,725          | 830,850           | 1,438,376         |
| cts and        |       |       |       |        |        |    | 10,718            | 11,073           | 21,245           | 21,791            | 39,258            |
| es             |       |       |       |        |        |    | <b>10,051,448</b> | <b>7,052,363</b> | <b>7,373,899</b> | <b>17,103,811</b> | <b>13,303,454</b> |

(\*) Includes revenues derived from services provided to pelletizing joint ventures in the amount of R\$ 12,689, R\$ 21,213, R\$ 26,990, R\$ 33,902 and R\$ 40,766 referring to the 2Q/05, 1Q/05, 2Q/04, 06/30/05 and 06/30/04, respectively.

(\*\*) The company carried through its railroad system 7,755, 6,009, 7,395, 13,764 and 13,456 million of TKUs of

general cargo  
and 2,264,  
2,324, 2,538,  
4,588 and 4,884  
million of TKUs  
of iron ore for  
third parties in  
2Q/05, 1Q/05,  
2Q/04, 06/30/05  
and 06/30/04,  
respectively.

4

---

**Table of Contents**

Revenues of all traded products on the first semester of 2005 are negatively impacted by the 13% average appreciation of the Real against the U.S. Dollar, this the selling currency of majority of the revenues, compared with the same period of 2004.

Besides this impact it is worth pointing out:

Revenues from iron ore and pellets increased by 53% (R\$ 10,969,421 on 06/30/05 against R\$ 7,146,979 on 06/30/04) due to higher prices on this quarter and the 11% increase of quantities sold.

Revenues from manganese and ferroalloys increased by 5% (R\$ 941,221 on 06/30/05 against R\$ 895,369 on 06/30/04) due to the change of mix of products related to the companies of the segment, as well as higher average selling prices.

Revenues from copper increased by 492% (R\$ 428,550 on 06/30/05 against R\$ 72,350 on 06/30/04) due to the 459% increase of volume sold once the trading of copper began on June, 2004, as well as higher international market prices.

Revenues from potash decreased by 3% (R\$ 155,879 on 06/30/05 against R\$ 161,448 on 06/30/04). This effect was due to the trend of having inventories in the first semester to supply the demand in the second semester.

Revenues from kaolin decreased by 6% (R\$ 215,531 on 06/30/05 against R\$ 228,554 on 06/30/04). The volumes sold remained stable, but the exchange rate variation more than offset the increase of sales price.

Revenues from transportation rose 9% (R\$ 1,572,430 on 06/30/05 against R\$ 1,437,084 on 06/30/04), due mainly to higher railway freight rates partially offset by the decrease of maritime transportation freight rates.

Revenues in the aluminum area rose 4% (R\$ 1,968,138 on 06/30/05 versus R\$ 1,884,036 on 06/30/04), due to increase of volumes sold and average selling prices.

Revenues from steel products decreased by 42% (R\$ 830,850 on 06/30/05 compared with R\$ 1,438,376 on 06/30/04). This reflects the sale of CST in December 2004.

**Table of Contents****Gross Revenue by Geographic Area**

| Group | Ferrous Minerals | Logistics      | Aluminum         | Holdings       |                    |                   |            | Quarter          |            |                  |            |                  |
|-------|------------------|----------------|------------------|----------------|--------------------|-------------------|------------|------------------|------------|------------------|------------|------------------|
|       |                  |                |                  | Steel          | Eliminations       | 2Q/05             | %          | 1Q/05            | %          | 2Q/04            | %          | 06/30/04         |
| 935   | 150              | 26,629         | 211,474          |                | (348,087)          | 748,101           | 7          | 518,258          | 7          | 452,672          | 6          | 1,266,35         |
| 236   | 36               |                | 145,305          | 378,697        | (226,027)          | 715,247           | 7          | 743,389          | 11         | 792,918          | 11         | 1,458,63         |
| 268   | 121,756          |                |                  |                | (542,786)          | 876,238           | 9          | 480,107          | 7          | 542,086          | 7          | 1,356,34         |
| 050   | 14,139           |                |                  |                | (220,575)          | 373,614           | 4          | 205,788          | 3          | 252,606          | 3          | 579,40           |
| 526   | 534              |                | 4,763            |                | (84,010)           | 162,813           | 2          | 148,006          | 2          | 45,089           | 1          | 310,81           |
| 813   | 185,693          | 14,176         | 470,523          |                | (910,351)          | 1,613,854         | 16         | 994,225          | 14         | 1,394,018        | 19         | 2,608,07         |
| 784   | 922              |                |                  |                | (160,190)          | 721,516           | 7          | 335,674          | 5          | 305,191          | 4          | 1,057,19         |
| 806   | 14,460           |                | 499              |                | (539,937)          | 1,128,828         | 11         | 836,224          | 12         | 699,037          | 9          | 1,965,05         |
| 882   | 73,453           |                |                  |                | (177,811)          | 189,524           | 2          | 187,706          | 3          | 164,815          | 2          | 377,23           |
| 207   | 13,684           |                | 244,442          |                | (369,204)          | 841,129           | 8          | 597,197          | 8          | 689,295          | 9          | 1,438,32         |
| 185   | 82,229           |                | 40,284           |                | (227,654)          | 358,044           | 4          | 240,728          | 3          | 196,295          | 3          | 598,77           |
| 692   | <b>507,056</b>   | <b>40,805</b>  | <b>1,117,290</b> | <b>378,697</b> | <b>(3,806,632)</b> | <b>7,728,908</b>  | <b>77</b>  | <b>5,287,302</b> | <b>75</b>  | <b>5,534,022</b> | <b>74</b>  | <b>13,016,21</b> |
| 756   | <b>101,841</b>   | <b>926,421</b> | <b>311,075</b>   |                | <b>(965,553)</b>   | <b>2,322,540</b>  | <b>23</b>  | <b>1,765,061</b> | <b>25</b>  | <b>1,839,877</b> | <b>26</b>  | <b>4,087,60</b>  |
| 448   | <b>608,897</b>   | <b>967,226</b> | <b>1,428,365</b> | <b>378,697</b> | <b>(4,772,185)</b> | <b>10,051,448</b> | <b>100</b> | <b>7,052,363</b> | <b>100</b> | <b>7,373,899</b> | <b>100</b> | <b>17,103,81</b> |

**1.2.2- Cost of Products and Services  
By Nature**

|              | Denominated in |         | Quarter |    |         |    |         |    |           |    | Accumula  |    |
|--------------|----------------|---------|---------|----|---------|----|---------|----|-----------|----|-----------|----|
|              | R\$            | US\$    | 2Q/05   | %  | 1Q/05   | %  | 2Q/04   | %  | 06/30/05  | %  | 06/30/04  | %  |
| Personnel    | 313,570        | 26,550  | 340,120 | 8  | 314,171 | 8  | 352,279 | 10 | 654,291   | 8  | 673,172   | 10 |
| Material     | 613,754        | 178,074 | 791,828 | 20 | 715,021 | 19 | 540,856 | 16 | 1,506,849 | 19 | 1,064,973 | 16 |
| Land and gas | 359,078        | 87,320  | 446,398 | 11 | 406,509 | 11 | 399,416 | 12 | 852,907   | 11 | 746,735   | 12 |
| Depreciated  |                |         |         |    |         |    |         |    |           |    |           |    |
| Leases       | 613,045        | 181,820 | 794,865 | 20 | 758,162 | 20 | 570,374 | 17 | 1,553,027 | 20 | 1,106,568 | 17 |
| Energy       | 311,612        | 59,860  | 371,472 | 9  | 317,545 | 8  | 290,735 | 9  | 689,017   | 9  | 526,319   | 8  |
| Material     | 7,579          | 562,272 | 569,851 | 14 | 593,004 | 16 | 607,837 | 18 | 1,162,855 | 15 | 1,208,160 | 18 |
| Depreciation |                |         |         |    |         |    |         |    |           |    |           |    |
| Amortization | 345,956        | 15,837  | 361,793 | 9  | 346,733 | 9  | 288,134 | 8  | 708,526   | 9  | 603,209   | 9  |
| Goodwill     | 96,095         |         | 96,095  | 2  | 96,095  | 3  | 96,096  | 3  | 192,190   | 2  | 192,192   | 3  |
| Others       | 91,572         | 146,666 | 238,238 | 7  | 237,739 | 6  | 252,231 | 7  | 475,977   | 7  | 441,649   | 7  |

|           |           |           |     |           |     |           |     |           |     |           |     |
|-----------|-----------|-----------|-----|-----------|-----|-----------|-----|-----------|-----|-----------|-----|
| 2,752,261 | 1,258,399 | 4,010,660 | 100 | 3,784,979 | 100 | 3,397,958 | 100 | 7,795,639 | 100 | 6,562,977 | 100 |
|           | 69%       |           |     |           |     |           |     |           |     | 31%       |     |

The 19% increase (R\$ 1,232,662) in the cost of products and services (R\$ 7,795,639 on 06/30/05 against R\$ 6,562,977 on 06/30/04) is due to increase in sales volumes and changes in the prices of the various elements which comprise production cost during the period.

### **1.2.3- Operating Expenses**

The operating expenses, except for non recurring item, increased R\$ 207,919 (R\$ 1,344,017 on 06/30/05 compared to R\$ 1,136,098 on 06/30/04), basically due to the increase with Research and Development costs.

### **1.2.4- Net Financial Results**

The net financial result on 06/30/05 had an impact of R\$ 1,208,373 (expense of R\$ 192,576 on 06/30/05 compared to expense of R\$ 1,400,949 on 06/30/04) due to exchange rate variation effect of the Real against the dollar over debt.

### **1.2.5- Income Tax and Social Contribution**

Income tax and social contribution reflect an expense of R\$ 1,451,423 on 06/30/05 compared with an expense of R\$ 462,199 on 06/30/04, mainly caused by increase of taxable income. (Note 6.10)



**Table of Contents****1.2.6- Cash Generation Consolidated**

The operating cash generation consolidated measured by EBITDA (earnings before financial results, results of equity investments, interest, income tax and depreciation, amortization and depletion plus dividends received) was R\$ 8,182,997 on 06/30/05, against R\$ 5,819,212 on 06/30/04, an increase of 40.6%.

**EBITDA**

|   | <b>2Q/05</b>      | <b>1Q/05</b>      | <b>Quarter<br/>2Q/04</b> | <b>06/30/2005</b> | <b>Accumulated<br/>30/06/04</b> |
|---|-------------------|-------------------|--------------------------|-------------------|---------------------------------|
| Net operating revenue                               | 9,551,455         | 6,720,573         | 6,970,366                | 16,272,028        | 12,628,991                      |
| Cost of products and services                       | (4,010,660)       | (3,784,979)       | (3,397,958)              | (7,795,639)       | (6,562,977)                     |
| Operating expenses                                  | (784,322)         | (559,695)         | (604,741)                | (1,344,017)       | (1,318,894)                     |
| <b>Operating profit</b>                             | <b>4,756,473</b>  | <b>2,375,899</b>  | <b>2,967,667</b>         | <b>7,132,372</b>  | <b>4,747,120</b>                |
| Depreciation / amortization of goodwill             | 488,208           | 473,495           | 415,877                  | 961,703           | 853,233                         |
|   | <b>5,244,681</b>  | <b>2,849,394</b>  | <b>3,383,544</b>         | <b>8,094,075</b>  | <b>5,600,353</b>                |
| Dividends received                                  | 88,922            |                   |                          | 88,922            | 36,063                          |
| Goodwill Samitri                                    |                   |                   |                          |                   | 182,796                         |
| <b>EBITDA</b>                                       | <b>5,333,603</b>  | <b>2,849,394</b>  | <b>3,383,544</b>         | <b>8,182,997</b>  | <b>5,819,212</b>                |
| <b>Current liabilities</b>                          |                   |                   |                          |                   |                                 |
| Current portion of long-term debt unrelated parties | 1,966,679         | 2,058,984         | 3,083,071                | 1,966,679         | 3,083,071                       |
| Short-term debt                                     | 1,165,071         | 702,853           | 846,401                  | 1,165,071         | 846,401                         |
| Related parties                                     | 84,038            | 108,801           | 72,223                   | 84,038            | 72,223                          |
|   | <b>3,215,788</b>  | <b>2,870,638</b>  | <b>4,001,695</b>         | <b>3,215,788</b>  | <b>4,001,695</b>                |
| <b>Long-term liabilities</b>                        |                   |                   |                          |                   |                                 |
| Long-term debt unrelated parties                    | 7,667,145         | 9,336,284         | 12,142,378               | 7,667,145         | 12,142,378                      |
| Related parties                                     | 33,973            | 31,131            | 3,334                    | 33,973            | 3,334                           |
|   | <b>7,701,118</b>  | <b>9,367,415</b>  | <b>12,145,712</b>        | <b>7,701,118</b>  | <b>12,145,712</b>               |
| <b>Gross debt</b>                                   | <b>10,916,906</b> | <b>12,238,053</b> | <b>16,147,407</b>        | <b>10,916,906</b> | <b>16,147,407</b>               |
| <b>Interest paid</b>                                | <b>148,068</b>    | <b>227,668</b>    | <b>155,634</b>           | <b>375,736</b>    | <b>456,030</b>                  |
| <b>Stockholders equity</b>                          | <b>23,262,421</b> | <b>19,784,523</b> | <b>16,678,312</b>        | <b>23,262,421</b> | <b>16,678,312</b>               |
| <b>EBITDA (LTM) / Interest paid</b>                 | <b>16.52</b>      | <b>14.19</b>      | <b>12.76</b>             | <b>16.52</b>      | <b>12.76</b>                    |
| <b>EBITDA Margin (LTM)</b>                          | <b>47%</b>        | <b>44%</b>        | <b>46%</b>               | <b>47%</b>        | <b>46%</b>                      |
| <b>EBIT Margin (LTM)</b>                            | <b>42%</b>        | <b>39%</b>        | <b>38%</b>               | <b>42%</b>        | <b>38%</b>                      |

|                                       |             |             |             |             |             |
|---------------------------------------|-------------|-------------|-------------|-------------|-------------|
| <b>Gross debt / EBITDA</b>            | <b>0.75</b> | <b>0.97</b> | <b>1.39</b> | <b>0.75</b> | <b>1.39</b> |
| <b>Gross debt / Equity</b>            |             |             |             |             |             |
| <b>Capitalization</b>                 | <b>32</b>   | <b>38</b>   | <b>49</b>   | <b>32</b>   | <b>49</b>   |
| <b>Consolidated EBITDA by Segment</b> |             |             |             |             |             |

|                      |                  | <b>2Q/05</b>  |                  | <b>1Q/05</b>  |                  | <b>2Q/04</b>  |
|----------------------|------------------|---------------|------------------|---------------|------------------|---------------|
|                      |                  | <b>EBITDA</b> |                  | <b>EBITDA</b> |                  | <b>EBITDA</b> |
|                      |                  | <b>% of</b>   |                  | <b>% of</b>   |                  | <b>% of</b>   |
|                      | <b>Segments</b>  | <b>total</b>  | <b>Segments</b>  | <b>total</b>  | <b>Segments</b>  | <b>total</b>  |
| Ferrous minerals     | 4,257,784        | 80%           | 1,935,966        | 68%           | 2,184,199        | 65%           |
| Non ferrous minerals | 82,527           | 1%            | 103,739          | 4%            | 151,027          | 4%            |
| Logistics            | 551,941          | 10%           | 292,033          | 10%           | 358,203          | 11%           |
| Holdings             |                  |               |                  |               |                  |               |
| Aluminum             | 348,276          | 7%            | 453,984          | 16%           | 434,207          | 13%           |
| Steel                | 119,974          | 2%            | 63,672           | 2%            | 255,908          | 7%            |
| Others               | (26,899)         |               |                  |               |                  |               |
|                      | <b>5,333,603</b> | <b>100%</b>   | <b>2,849,394</b> | <b>100%</b>   | <b>3,383,544</b> | <b>100%</b>   |

**Table of Contents****1.3- Comments on the Parent Company Results****1.3.1- Net Income**

On the first semester of 2005 CVRD accounted for a net income of R\$ 5,094,475, a 93% increase compared with the same period of the previous year of R\$ 2,636,855. This result reflects a great operational performance along with the actual standard of iron ore and pellets selling prices, partially offset by a 13% appreciation of the Real against the U.S. Dollar.

**1.3.2- Gross Revenue**

The 36% increase in gross revenue (R\$ 8,552,428 on 06/30/05 against R\$ 6,309,165 on 06/30/04) is the result of the 11% higher volume sold of iron ore and pellets and the increase of 3% in the volume of transportation services and also for the increase of prices of both item. The revenues of the period include the sale of copper that began in June 2004 and alumina, that began in December 2004. This effect was compensated in part by the average valuation of the real against the United States Dollar by 13%, incident on 90% of the revenue of the Company.

**1.3.3- Cost of Products and Services**

Cost of products and services sold was R\$ 4,503,305 on 06/30/05 against R\$ 3,251,657 on 06/30/04 representing a 38% increase. The main factors are the start of the trading of copper and alumina, higher volumes sold of products in general, contracts readjustments and the increase of assets reflecting higher expenses related to depreciation. Besides, during 1Q/05 iron ore, copper and potash unit cost production increased due to rains.

**1.3.4- Gross Margin**

The gross margin reduced by 1.5% (44.2% on 06/30/05 against 45.7% on 06/30/04) manly due to the exchange variation loss from revenues, as described above and the increase of unit cost production of iron ore, copper and potash on 1Q/05.

**1.3.5- Results of Shareholdings by Business Area**

The numbers below do not necessarily reflect the individual results of each company, but rather the amounts effectively applicable to the business area.

| <b>Business Area</b>  | <b>06/30/05</b>  | <b>Accumulated</b> |           |
|---|------------------|--------------------|-----------|
|   |                  | <b>06/30/04</b>    | <b>D%</b> |
| <b>Ferrous Minerals</b>                                       |                  |                    |           |
| . Iron ore  | 1,755,274        | 445,074            | 294       |
| . Pellets   | 496,908          | 203,779            | 144       |
| . Manganese and ferroalloys                                   | 170,126          | 227,034            | (25)      |
| <b>Non-Ferrous Minerals</b>                                   | (167)            | 3,914              | 104       |
| <b>Logistics</b>  | 131,149          | 101,198            | 30        |
| <b>Holdings</b>   |                  |                    |           |
| . Steel   | 276,804          | 373,256            | (26)      |
| . Aluminum  | 457,659          | 317,471            | 44        |
| . Research and development of coal                            | (26,816)         |                    |           |
| <b>Others</b>   | 300              | 900                | (67)      |
| <b>Gain on investments accounted for by the equity method</b> | <b>3,261,237</b> | <b>1,672,626</b>   | 95        |
| Provision for losses  | (36,311)         | (58,927)           | 38        |
| Amortization of goodwill                                      | (114,540)        | (137,283)          | 17        |

|  |                  |                  |           |
|--|------------------|------------------|-----------|
| Exchange variation in Stockholders' Equity of companies abroad | (697,250)        | 169,600          | (511)     |
| <b>Results of equity investments</b>                           | <b>2,413,136</b> | <b>1,646,016</b> | <b>47</b> |

Results of equity investments are strongly affected by the exchange rate variation over debt, which had a positive impact due to the 11% appreciation of the Real against the Dollar in the first semester of 2005 comparing with an 8% depreciation of the Real in the first semester of 2004. This effect is partially offset by the negative exchange rate variation from investments abroad.

**Table of Contents**

Operationally, volumes and average selling prices increased in all businesses areas, except for ferroalloys and transportation services, for which quantities and average sales price services reduced.

Decrease in steel is due to the sale of CST.

The negative result of equity in research and development of coal refers to expenses with subsidiaries of mineral extraction in South Africa and Mozambique.

**1.3.6- Operating Expenses**

The operating expenses, except for non recurring item, increased R\$ 75,574 (R\$ 637,684 on 06/30/05 compared to R\$ 562,110 on 06/30/04) as a consequence of the increase of research and development cost.

**1.3.7- Net Financial Results**

The net financial result on 06/30/05 had an impact of R\$ 1,363,640 (revenue of R\$ 455,448 on 06/30/05 compared to expense of R\$ 908,192 on 06/30/04) due to the exchange rate variation effect of Real against the dollar over debt.

**1.3.8- Income Tax and Social Contribution**

Income tax and social contribution reflect an expense of R\$ 698,760 on 06/30/05 compared with an expense of R\$ 97,065 on 06/30/04, mainly caused by increase of taxable income. (Note 6.10)

**Table of Contents****Part II****Quarterly Information and Notes to the Quarterly Information**

(A free translation of the original in Portuguese relating to the Quarterly Information prepared in accordance with the requirements of Accounting Practices Generally Accepted in Brazil)

**2- Balance Sheet**

| June 30                                     | Notes | In thousands of reais |                          |                   |                            |
|---|-------|-----------------------|--------------------------|-------------------|----------------------------|
|   |       | 06/30/05              | Consolidated<br>03/31/05 | 06/30/05          | Parent Company<br>03/31/05 |
| <b>Assets</b>                               |       |                       |                          |                   |                            |
| <b>Current assets</b>                       |       |                       |                          |                   |                            |
| Cash and cash equivalents                   | 6.5   | 2,743,828             | 3,239,768                | 240,334           | 300,355                    |
| Accounts receivable from customers          | 6.6   | 4,439,511             | 3,413,896                | 2,191,521         | 1,619,253                  |
| Related parties                             | 6.8   | 125,378               | 131,320                  | 814,403           | 963,991                    |
| Inventories                                 | 6.7   | 3,038,371             | 2,963,736                | 1,074,457         | 935,812                    |
| Taxes to recover or offset                  | 6.9   | 725,139               | 815,259                  | 307,261           | 477,741                    |
| Deferred income tax and social contribution | 6.10  | 474,282               | 587,969                  | 364,883           | 473,668                    |
| Others                                      |       | 840,034               | 785,162                  | 480,411           | 369,524                    |
|   |       | <b>12,386,543</b>     | <b>11,937,110</b>        | <b>5,473,270</b>  | <b>5,140,344</b>           |
| <b>Long-term receivables</b>                |       |                       |                          |                   |                            |
| Related parties                             | 6.8   | 90,721                | 115,325                  | 486,640           | 562,107                    |
| Loans and financing                         |       | 135,575               | 147,951                  | 100,663           | 103,322                    |
| Deferred income tax and social contribution | 6.10  | 1,077,555             | 1,011,684                | 540,898           | 528,869                    |
| Judicial deposits                           | 6.14  | 1,768,954             | 1,731,461                | 1,172,507         | 1,181,151                  |
| Prepaid expenses                            |       | 111,429               | 101,154                  |                   |                            |
| Accounts receivable - sale of assets        |       | 26,404                | 34,375                   |                   |                            |
| Assets for sale                             |       | 59,212                | 92,496                   |                   |                            |
| Advances to energy suppliers                |       | 445,280               | 302,394                  |                   |                            |
| Others                                      |       | 390,508               | 250,618                  | 175,166           | 51,209                     |
|   |       | <b>4,105,638</b>      | <b>3,787,458</b>         | <b>2,475,874</b>  | <b>2,426,658</b>           |
| <b>Permanent assets</b>                     |       |                       |                          |                   |                            |
| Investments                                 | 6.11  | 2,900,157             | 2,773,384                | 15,081,773        | 13,932,719                 |
| Property, plant and equipment               | 6.12  | 27,369,703            | 26,181,260               | 17,265,235        | 16,386,783                 |
| Deferred charges                            |       | 192,400               | 204,558                  |                   |                            |
|   |       | <b>30,462,260</b>     | <b>29,159,202</b>        | <b>32,347,008</b> | <b>30,319,502</b>          |
|   |       | <b>46,954,441</b>     | <b>44,883,770</b>        | <b>40,296,152</b> | <b>37,886,504</b>          |
| <b>Liabilities and stockholders equity</b>  |       |                       |                          |                   |                            |
| <b>Current liabilities</b>                  |       |                       |                          |                   |                            |

Edgar Filing: VALLEY OF THE RIO DOCE CO - Form 6-K

|  |      |                   |                   |                   |                   |
|--|------|-------------------|-------------------|-------------------|-------------------|
| Short-term debt  | 6.13 | 1,165,071         | 702,853           | 407,258           |                   |
| Current portion of long-term debt                      | 6.13 | 1,966,679         | 2,058,984         | 742,611           | 724,782           |
| Payable to suppliers and contractors                   |      | 2,299,147         | 2,020,679         | 1,915,656         | 1,584,524         |
| Related parties  | 6.8  | 84,038            | 108,801           | 3,434,537         | 3,083,308         |
| Payroll and related charges                            |      | 335,601           | 305,163           | 225,454           | 198,376           |
| Pension Plan Valia                                     |      | 102,407           | 90,790            | 102,407           | 90,790            |
| Proposed dividends and interest on stockholders equity |      | 39,142            | 1,516,322         |                   | 1,278,513         |
| Taxes and contributions                                |      | 1,067,655         | 1,046,419         | 218,210           | 575,053           |
| Provision for operating expenses                       |      | 368,874           | 195,712           | 368,874           | 195,712           |
| Others   |      | 766,044           | 666,215           | 235,447           | 139,554           |
|  |      | <b>8,194,658</b>  | <b>8,711,938</b>  | <b>7,650,454</b>  | <b>7,870,612</b>  |
| <b>Long-term liabilities</b>                           |      |                   |                   |                   |                   |
| Long-term debt   | 6.13 | 7,667,145         | 9,336,284         | 2,235,844         | 2,939,859         |
| Related parties  | 6.8  | 33,973            | 31,131            | 2,994,039         | 3,569,389         |
| Provisions for contingencies                           | 6.10 | 3,266,629         | 2,630,271         | 2,611,990         | 1,994,756         |
| Pension Plan Valia                                     | 6.14 | 536,239           | 576,209           | 536,239           | 576,209           |
| Provision for environmental liabilities                |      | 260,648           | 263,281           | 260,648           | 263,281           |
| Provisions for derivatives                             |      | 265,081           | 379,396           | 39,503            | 43,778            |
| Others   |      | 888,509           | 1,008,431         | 705,014           | 844,097           |
|  |      | <b>12,918,224</b> | <b>14,225,003</b> | <b>9,383,277</b>  | <b>10,231,369</b> |
| <b>Deferred income</b>                                 |      | <b>7,948</b>      | <b>8,909</b>      |                   |                   |
| <b>Minority interests</b>                              |      | <b>2,571,190</b>  | <b>2,153,397</b>  |                   |                   |
| <b>Stockholders equity</b>                             |      |                   |                   |                   |                   |
| Paid-up capital  | 6.16 | 14,000,000        | 7,300,000         | 14,000,000        | 7,300,000         |
| Revenue reserves                                       | 6.16 | 9,262,421         | 12,484,523        | 9,262,421         | 12,484,523        |
|  |      | <b>23,262,421</b> | <b>19,784,523</b> | <b>23,262,421</b> | <b>19,784,523</b> |
|  |      | <b>46,954,441</b> | <b>44,883,770</b> | <b>40,296,152</b> | <b>37,886,504</b> |

The additional information, notes and attachment I are an integral part of the quarterly information.

10

**Table of Contents**

(A free translation of the original in Portuguese relating to the Quarterly Information prepared in accordance with the requirements of Accounting Practices Generally Accepted in Brazil)

**3- Statement of Income**

Periods ended June 30

In thousands of reais

|                                      | Notes  | 2Q/05             | 1Q/05            | Quarter<br>2Q/04 | 06/30/05          | Consolidated<br>Accumulated<br>06/30/04 | Parent Company<br>Accumulated<br>06/30/05 | 06/30/04         |
|--------------------------------------|--------|-------------------|------------------|------------------|-------------------|---|---|------------------|
| <b>Operating</b>                     |        |                   |                  |                  |                   |   |   |                  |
| <b>Revenues</b>                      | 1.2.1/ |                   |                  |                  |                   |   |   |                  |
| <b>Sales of ore and metals</b>       | 1,3,2  |                   |                  |                  |                   |   |   |                  |
| Iron ore and pellets                 |        | 7,027,883         | 3,941,538        | 3,939,302        | 10,969,421        | 7,146,979                               | 7,040,421                                 | 5,309,392        |
| Manganese and ferroalloys            |        | 442,982           | 498,239          | 527,233          | 941,221           | 895,369                                 |   |                  |
| Copper                               |        | 228,570           | 199,980          | 72,350           | 428,550           | 72,350                                  | 392,847                                   | 72,350           |
| Potash                               |        | 75,506            | 80,373           | 96,176           | 155,879           | 161,448                                 | 155,879                                   | 161,448          |
| Kaolin                               |        | 110,955           | 104,576          | 115,960          | 215,531           | 228,554                                 |   |                  |
|                                      |        | <b>7,885,896</b>  | <b>4,824,706</b> | <b>4,751,021</b> | <b>12,710,602</b> | <b>8,504,700</b>                        | <b>7,589,147</b>                          | <b>5,543,190</b> |
| Transport services                   |        | 847,967           | 724,463          | 791,550          | 1,572,430         | 1,437,084                               | 842,921                                   | 742,415          |
| Sales of aluminum-related products   |        | 928,170           | 1,039,968        | 981,358          | 1,968,138         | 1,884,036                               | 98,796                                    |                  |
| Sales of steel products              |        | 378,697           | 452,153          | 828,725          | 830,850           | 1,438,376                               |   |                  |
| Other products and services          |        | 10,718            | 11,073           | 21,245           | 21,791            | 39,258                                  | 21,564                                    | 23,560           |
|                                      |        | <b>10,051,448</b> | <b>7,052,363</b> | <b>7,373,899</b> | <b>17,103,811</b> | <b>13,303,454</b>                       | <b>8,552,428</b>                          | <b>6,309,165</b> |
| Value Added                          |        |                   |                  |                  |                   |   |   |                  |
| Taxes                                |        | (499,993)         | (331,790)        | (403,533)        | (831,783)         | (674,463)                               | (486,788)                                 | (316,506)        |
| <b>Net operating revenues</b>        |        | <b>9,551,455</b>  | <b>6,720,573</b> | <b>6,970,366</b> | <b>16,272,028</b> | <b>12,628,991</b>                       | <b>8,065,640</b>                          | <b>5,992,659</b> |
| <b>Cost of products and services</b> | 1,2,2/ |                   |                  |                  |                   |   |   |                  |
| Dress and metals                     | 1,3,3  | (2,619,094)       | (2,405,412)      | (2,019,403)      | (5,024,506)       | (3,909,239)                             | (4,147,292)                               | (3,031,893)      |
| Transport services                   |        | (489,874)         | (440,795)        | (427,434)        | (930,669)         | (835,627)                               | (290,784)                                 | (213,469)        |
| Aluminum-related products            |        | (543,775)         | (549,292)        | (450,149)        | (1,093,067)       | (914,028)                               | (50,946)                                  |                  |
| Steel products                       |        | (352,156)         | (383,660)        | (490,936)        | (735,816)         | (883,418)                               |   |                  |
|                                      |        | (5,761)           | (5,820)          | (10,036)         | (11,581)          | (20,665)                                | (14,283)                                  | (6,295)          |



Other products  
and services

|  |      |                  |                  |                  |                    |                    |                  |                  |
|--|------|------------------|------------------|------------------|--------------------|--------------------|------------------|------------------|
|  |      | (4,010,660)      | (3,784,979)      | (3,397,958)      | (7,795,639)        | (6,562,977)        | (4,503,305)      | (3,251,657)      |
| <b>Gross profit</b>  |      | <b>5,540,795</b> | <b>2,935,594</b> | <b>3,572,408</b> | <b>8,476,389</b>   | <b>6,066,014</b>   | <b>3,562,335</b> | <b>2,741,002</b> |
| <b>Gross margin</b>  |      | <b>58.0%</b>     | <b>43.7%</b>     | <b>51.3%</b>     | <b>52.1%</b>       | <b>48.0%</b>       | <b>44.2%</b>     | <b>45.7%</b>     |
| <b>Operating expenses</b>  |      |                  |                  |                  |                    |                    |                  |                  |
| Selling  |      | (95,514)         | (100,149)        | (111,166)        | (195,663)          | (224,107)          | (597)            | (11,384)         |
| Administrative   | 6,21 | (307,592)        | (257,549)        | (275,503)        | (565,141)          | (517,891)          | (284,799)        | (238,406)        |
| Research and development   |      | (161,446)        | (81,129)         | (80,923)         | (242,575)          | (147,354)          | (174,887)        | (139,056)        |
| Other operating expenses   | 6,21 | (219,770)        | (120,868)        | (137,149)        | (340,638)          | (246,746)          | (177,401)        | (173,264)        |
| Non recurring item Samitri's Goodwill amortization                                 |      |                  |                  |                  |                    | (182,796)          |                  | (182,796)        |
|  |      | <b>(784,322)</b> | <b>(559,695)</b> | <b>(604,741)</b> | <b>(1,344,017)</b> | <b>(1,318,894)</b> | <b>(637,684)</b> | <b>(744,906)</b> |
| <b>Operating profit before financial results and results of equity investments</b> |      | <b>4,756,473</b> | <b>2,375,899</b> | <b>2,967,667</b> | <b>7,132,372</b>   | <b>4,747,120</b>   | <b>2,924,651</b> | <b>1,996,096</b> |
| <b>Results of equity investments</b>   | 6,11 |                  |                  |                  |                    |                    |                  |                  |
| Gain on investments accounted for by the equity method                             |      | 146,831          | 130,359          | 52,522           | 277,190            | 116,653            | 3,261,237        | 1,672,626        |
| Amortization of goodwill   |      | (57,270)         | (57,270)         | (80,013)         | (114,540)          | (137,283)          | (114,540)        | (137,283)        |
| Provision for losses   |      |                  |                  |                  |                    |                    | (36,311)         | (58,927)         |
| Exchange variation in equity of companies  |      | (12,672)         | 430              | 4,807            | (12,242)           | 5,229              | (697,250)        | 169,600          |
| <b>Financial results</b>   | 6,19 | <b>81,871</b>    | <b>(274,447)</b> | <b>(895,475)</b> | <b>(192,576)</b>   | <b>(1,400,949)</b> | <b>455,448</b>   | <b>(908,192)</b> |
|  |      | <b>4,915,233</b> | <b>2,174,971</b> | <b>2,049,508</b> | <b>7,090,204</b>   | <b>3,330,770</b>   | <b>5,793,235</b> | <b>2,733,920</b> |

|  |      |             |           |           |             |           |           |           |
|--|------|-------------|-----------|-----------|-------------|-----------|-----------|-----------|
| Income before income tax and social contribution                         |      |             |           |           |             |           |           |           |
| Income tax and social contribution                                       | 6,10 | (1,060,879) | (390,544) | (226,651) | (1,451,423) | (462,199) | (698,760) | (97,065)  |
| Income before minority interests   |      | 3,854,354   | 1,784,427 | 1,822,857 | 5,638,781   | 2,868,571 | 5,094,475 | 2,636,855 |
| Minority interests   |      | (375,069)   | (169,237) | (139,716) | (544,306)   | (231,716) |           |           |
| Net income for the period  |      | 3,479,285   | 1,615,190 | 1,683,141 | 5,094,475   | 2,636,855 | 5,094,475 | 2,636,855 |
| Number of shares outstanding at the end of the period (in thousands) (a) |      | 1,151,520   | 1,151,520 | 1,151,520 | 1,151,520   | 1,151,520 | 1,151,520 | 1,151,520 |
| Net earnings per share outstanding at the end of the period (R\$)        |      | 3.02        | 1.40      | 1.46      | 4.42        | 2.29      | 4.42      | 2.29      |

**The additional information, notes and attachment I are an integral part of the quarterly information.**

(a) Reflects as if the stocks split had occurred on 06/30/04

**Table of Contents**

(A free translation of the original in Portuguese relating to the Quarterly Information prepared in accordance with the requirements of Accounting Practices Generally Accepted in Brazil)

**4- Statement of Changes in Stockholders Equity (Additional Information)**

s ended June 30

|                    |       |                    |                           |             |                      |                 |  |                      | In thousands of |
|--------------------|-------|--------------------|---------------------------|-------------|----------------------|-----------------|--|----------------------|-----------------|
|                    | Notes | Paid-up<br>capital | Expansion/<br>Investments | Depletion   | Unrealized<br>income | Legalincentives | Revenue reserves<br>Fiscal Treasury<br>stock | Retained<br>earnings |                 |
| ber 31, 2003       |       | 6,300,000          | 6,039,326                 | 1,004,166   | 557,266              | 1,080,141       | 89,993 (131,318)                             |                      | 14,93           |
| ization of         |       | 1,000,000          | (910,007)                 |             |                      |                 | (89,993)                                     |                      |                 |
| s                  |       |                    |                           |             | (211,538)            |                 |  | 211,538              |                 |
| ation of reserve   |       |                    |                           |             |                      |                 |  |                      |                 |
| ome for the year   |       |                    |                           |             |                      |                 |  | 6,459,519            | 6,45            |
| n interest on      |       |                    |                           |             |                      |                 |  |                      |                 |
| olders equity      |       |                    |                           |             |                      |                 |  | (1,671,484)          | (1,67           |
| n dividends        |       |                    |                           |             |                      |                 |  | (279,763)            | (27             |
| onal remuneration  |       |                    |                           |             |                      |                 |  |                      |                 |
| ed                 |       |                    |                           |             |                      |                 |  | (1,278,513)          | (1,27           |
| iation to revenue  |       |                    |                           |             |                      |                 |  |                      |                 |
| s                  |       |                    | 3,077,659                 |             |                      | 322,976         | 40,662                                       | (3,441,297)          |                 |
| ber 31, 2004       |       | 7,300,000          | 8,206,978                 | 1,004,166   | 345,728              | 1,403,117       | 40,662 (131,318)                             |                      | 18,16           |
| ome for the        |       |                    |                           |             |                      |                 |  | 1,615,190            | 1,61            |
| 31, 2005           |       | 7,300,000          | 8,206,978                 | 1,004,166   | 345,728              | 1,403,117       | 40,662 (131,318)                             | 1,615,190            | 19,78           |
| ome for the        |       |                    |                           |             |                      |                 |  | 3,479,285            | 3,47            |
| n interest on      |       |                    |                           |             |                      |                 |  |                      |                 |
| olders equity      | 6,16  | 6,700,000          | (5,129,319)               | (1,004,166) |                      | (525,853)       | (40,662)                                     |                      |                 |
| on for interest on |       |                    |                           |             |                      |                 |  |                      |                 |
| olders equity      | 6,18  |                    |                           |             |                      |                 |  | (1,387)              | (               |
| 0, 2005            |       | 14,000,000         | 3,077,659                 |             | 345,728              | 877,264         | (131,318)                                    | 5,093,088            | 23,26           |

The additional information, notes and attachment I are an integral part of the quarterly information.

12

**Table of Contents**

(A free translation of the original in Portuguese)

**5- Statement of Cash Flows (Additional Information)**

| Periods ended June 30  |                    |                  |                  |                    |   |                  | In thousands of reais                     |  |
|--|--------------------|------------------|------------------|--------------------|---|------------------|---|--|
|  | 2Q/05              | 1Q/05            | Quarter<br>2Q/04 | 06/30/05           | Consolidated<br>Accumulated<br>06/30/04 | 30/06/05         | Parent Company<br>Accumulated<br>30/06/04 |  |
| <b>Cash flows from operating activities:</b>   |                    |                  |                  |                    |   |                  |   |  |
| Net income for the period  | 3,479,285          | 1,615,190        | 1,683,141        | 5,094,475          | 2,636,855                               | 5,094,475        | 2,636,855                                 |  |
| Adjustments to reconcile net income for the period with cash provided by operating activities: |                    |                  |                  |                    |   |                  |   |  |
| Results of equity investments  | (76,889)           | (73,519)         | 22,684           | (150,408)          | 15,401                                  | (2,413,136)      | (1,646,016)                               |  |
| Depreciation, amortization and depletion   | 384,488            | 385,025          | 559,594          | 769,513            | 688,137                                 | 415,866          | 336,709                                   |  |
| Deferred income tax and social contribution  | 52,590             | (113,309)        | 65,108           | (60,719)           | (27,967)                                | (36,459)         | (65,622)                                  |  |
| Financial expenses and monetary and exchange rate variations on assets and liabilities, net    | (981,548)          | 46,291           | 886,286          | (935,257)          | 1,066,420                               | (591,177)        | 603,412                                   |  |
| Minority interests   | 375,069            | 169,237          | 139,716          | 544,306            | 231,716                                 |                  |   |  |
| Disposal of property, plant and equipment  | 60,382             | 15,247           | 116,148          | 75,629             | 131,151                                 | 21,202           | 30,428                                    |  |
| Amortization of goodwill in the cost of products sold  | 96,095             | 96,095           | 96,096           | 192,190            | 192,192                                 | 192,190          | 192,192                                   |  |
| Non recurring item goodwill of Samitri   |                    |                  |                  |                    | 182,796                                 |                  | 182,796                                   |  |
| Net losses on derivatives  | (10,321)           | 4,595            | (77,193)         | (5,726)            | 77,347                                  | (511)            | (19,947)                                  |  |
| Dividends/interest on stockholders equity  | 88,922             |                  |                  | 88,922             | 36,063                                  | 598,001          | 402,983                                   |  |
| Others   | 57,532             | (81,327)         | 129,783          | (23,795)           | 58,293                                  | 3,886            | 4,194                                     |  |
|  | <b>3,525,605</b>   | <b>2,063,525</b> | <b>3,621,363</b> | <b>5,589,130</b>   | <b>5,288,404</b>                        | <b>3,284,337</b> | <b>2,657,984</b>                          |  |
| <b>Increase in assets:</b>   |                    |                  |                  |                    |   |                  |   |  |
| Accounts receivable  | (1,025,615)        | (337,836)        | (426,212)        | (1,363,451)        | (588,886)                               | (341,567)        | (175,040)                                 |  |
| Inventories  | (67,305)           | (69,899)         | (296,040)        | (137,204)          | (374,432)                               | (193,763)        | (144,506)                                 |  |
| Others   | (592,634)          | (122,327)        | (253,028)        | (714,961)          | (706,883)                               | (457,701)        | (26,834)                                  |  |
|  | <b>(1,685,554)</b> | <b>(530,062)</b> | <b>(975,280)</b> | <b>(2,215,616)</b> | <b>(1,670,201)</b>                      | <b>(993,031)</b> | <b>(346,380)</b>                          |  |

**Increase (decrease) in liabilities:**

|  |                  |                  |                |                |                |                |                |
|--|------------------|------------------|----------------|----------------|----------------|----------------|----------------|
| Suppliers and contractors              | 278,468          | 48,617           | (160,479)      | 327,085        | (254,664)      | 399,755        | (88,921)       |
| Payroll and related charges and others | 30,438           | (94,265)         | (901)          | (63,827)       | 32,940         | (62,998)       | (32,729)       |
| Taxes and contributions                | 885,434          | (578,876)        | 248,577        | 306,558        | 523,158        | 510,992        | 180,727        |
| Others                                 | 288,291          | (256,754)        | 51,787         | 31,537         | 620,813        | 95,724         | 63,085         |
|  | <b>1,482,631</b> | <b>(881,278)</b> | <b>138,984</b> | <b>601,353</b> | <b>922,247</b> | <b>943,473</b> | <b>122,162</b> |

**Net cash provided by operating activities**

|  |                  |                |                  |                  |                  |                  |                  |
|--|------------------|----------------|------------------|------------------|------------------|------------------|------------------|
|  | <b>3,322,682</b> | <b>652,185</b> | <b>2,785,067</b> | <b>3,974,867</b> | <b>4,540,450</b> | <b>3,234,779</b> | <b>2,433,766</b> |
|--|------------------|----------------|------------------|------------------|------------------|------------------|------------------|

## Cash flows from investing activities:

|   |             |             |             |             |             |             |             |
|---|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
| Loans and advances receivable                                       | (43,441)    | 12,030      | 402         | (31,411)    | 63,145      | (50,554)    | 286,034     |
| Guarantees and deposits   | (37,493)    | (51,560)    | (77,071)    | (89,053)    | (137,153)   | (25,074)    | (94,877)    |
| Additions to investments  | (208,400)   | (10,182)    |             | (218,582)   | (105,188)   | (602,265)   | (415,636)   |
| Additions to property, plant and equipment                          | (1,926,388) | (1,755,264) | (1,527,030) | (3,681,652) | (2,456,063) | (2,621,146) | (1,783,883) |
| Proceeds from disposal of property, plant and equipment/investments | 3,584       | 6,477       | 2,654       | 10,061      | 2,960       | 10,061      | 2,960       |

**Net cash used in investing activities**

|  |                    |                    |                    |                    |                    |                    |                    |
|--|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|
|  | <b>(2,212,138)</b> | <b>(1,798,499)</b> | <b>(1,601,045)</b> | <b>(4,010,637)</b> | <b>(2,632,299)</b> | <b>(3,288,978)</b> | <b>(2,005,402)</b> |
|--|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|

**Cash flows from financing activities:**

|  |             |           |           |             |             |             |             |
|--|-------------|-----------|-----------|-------------|-------------|-------------|-------------|
| Short-term debt                                      | 469,987     | 220,852   | (183,998) | 690,839     | (11,402)    | 1,322,016   | (735,020)   |
| Long-term debt                                       | 341,618     | 725,819   | 779,626   | 1,067,437   | 2,920,788   | 1,157,767   | 2,368,156   |
| Repayments:  |             |           |           |             |             |             |             |
| Related parties                                      |             |           |           |             |             | (497,986)   |             |
| Financial institutions                               | (1,138,189) | (477,347) | (700,198) | (1,615,536) | (2,363,660) | (713,291)   | (1,385,018) |
| Interest on stockholders equity paid to stockholders | (1,279,900) |           | (790,710) | (1,279,900) | (790,710)   | (1,279,900) | (790,710)   |

**Net cash provided by (used in) financing activities**

|  |                    |                |                  |                    |                  |                 |                  |
|--|--------------------|----------------|------------------|--------------------|------------------|-----------------|------------------|
|  | <b>(1,606,484)</b> | <b>469,324</b> | <b>(895,280)</b> | <b>(1,137,160)</b> | <b>(244,984)</b> | <b>(11,394)</b> | <b>(542,592)</b> |
|--|--------------------|----------------|------------------|--------------------|------------------|-----------------|------------------|

**Increase (decrease) in cash and cash equivalents**

|  |                  |                  |                |                    |                  |                 |                  |
|--|------------------|------------------|----------------|--------------------|------------------|-----------------|------------------|
|  | <b>(495,940)</b> | <b>(676,990)</b> | <b>288,742</b> | <b>(1,172,930)</b> | <b>1,663,167</b> | <b>(65,593)</b> | <b>(114,228)</b> |
|  | 3,239,768        | 3,916,758        | 3,502,969      | 3,916,758          | 2,128,544        | 305,927         | 342,008          |

Cash and cash equivalents, beginning of the period

**Cash and cash equivalents, end of the period**

|  |                  |                  |                  |                  |                  |                |                |
|--|------------------|------------------|------------------|------------------|------------------|----------------|----------------|
|  | <b>2,743,828</b> | <b>3,239,768</b> | <b>3,791,711</b> | <b>2,743,828</b> | <b>3,791,711</b> | <b>240,334</b> | <b>227,780</b> |
|--|------------------|------------------|------------------|------------------|------------------|----------------|----------------|

**Cash paid during the period for:**

|                     |          |         |         |          |          |  |         |
|---------------------|----------|---------|---------|----------|----------|--|---------|
| Short-term interest | (19,680) | (1,544) | (7,385) | (21,224) | (25,724) |  | (4,016) |
|---------------------|----------|---------|---------|----------|----------|--|---------|

|                    |           |           |           |           |           |           |           |
|--------------------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|
| Long-term interest | (128,388) | (226,124) | (148,249) | (354,512) | (430,306) | (133,776) | (201,298) |
|--------------------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|

|   |           |           |           |           |           |           |  |
|---|-----------|-----------|-----------|-----------|-----------|-----------|--|
| Income tax and social contribution paid | (378,297) | (210,771) | (125,741) | (589,068) | (134,996) | (396,246) |  |
|---|-----------|-----------|-----------|-----------|-----------|-----------|--|

**Non-cash transactions:**

|  |         |          |           |         |           |         |           |
|--|---------|----------|-----------|---------|-----------|---------|-----------|
| Additions to property, plant and equipment - interest capitalization | 402,249 | (26,792) | (203,653) | 375,457 | (225,572) | 144,297 | (137,602) |
|--|---------|----------|-----------|---------|-----------|---------|-----------|

|  |  |  |  |  |  |           |  |
|--|--|--|--|--|--|-----------|--|
| Transfer of advance for future capital increase to investments |  |  |  |  |  | (506,880) |  |
|--|--|--|--|--|--|-----------|--|

|  |          |          |           |           |           |          |           |
|--|----------|----------|-----------|-----------|-----------|----------|-----------|
| Compensated income tax and social contribution | (56,159) | (48,681) | (156,840) | (104,840) | (187,248) | (16,045) | (122,231) |
|--|----------|----------|-----------|-----------|-----------|----------|-----------|

**The additional information, notes and attachment I are an integral part of the quarterly information.**

13

**Table of Contents**

(A free translation of the original in Portuguese relating to the Quarterly Information prepared in accordance with the requirements of Accounting, Practices Generally Accepted in Brazil)

**6- Notes to the Quarterly Information at June 30, 2005 and 2004**

Expressed in thousands of *reais*

**6.1- Operations**

Companhia Vale do Rio Doce is a publicly traded corporation whose predominant activities are mining, processing and sale of iron ore, pellets, copper and potash, as well as logistic services, power generation and mineral research and development. In addition, through its direct and indirect subsidiaries and jointly-controlled companies, CVRD operates in iron ore and pellets, manganese and ferroalloys, kaolin, steel, aluminum-related products and logistics.

**6.2- Presentation of Quarterly Information**

The quarterly information have been prepared in conformity with accounting practices followed in Brazil, based on corporate legislation, as well as the rules and guidelines issued by the Comissão de Valores Mobiliários CVM (Brazilian Securities Commission) and Instituto dos Auditores Independentes do Brasil IBRACON (Brazilian Independent Auditors Institute).

In order to provide better information to the market, the Company is presenting as additional information the Statement of Cash Flows based on the criteria of NPC 20 of IBRACON.

**6.3- Significant and Practices Accounting Policies**

- (a) The Company adopts the accrual basis of accounting;
- (b) Assets and liabilities that are realizable or due more than twelve months after the quarterly information date are classified as long-term;
- (c) Marketable securities, classified as cash and cash equivalents, are stated at cost plus accrued income earned to the Quarterly Information date;
- (d) Inventories are stated at average purchase or production cost, and imports in transit at the cost of each item, not exceeding market or realizable value;
- (e) Assets and liabilities in foreign currencies are translated at exchange rates in effect at the quarterly information date, and those in local currency, when applicable, are restated based on contractual indices;
- (f) Investments in subsidiaries, jointly-controlled companies and affiliated companies are accounted for by the equity method, based on the stockholders' equity of the investees, and when applicable increased/decreased by goodwill and negative goodwill to be amortized and provision for losses. Other investments are recorded at cost, less provision for losses when applicable;
- (g) Property, plant and equipment, including interest and financial charges incurred during the construction period of large-scale projects, are recorded at historical cost (increased by monetary restatement up to 1995) and depreciated on the straight-line method, based on the useful lives of the assets. Depletion of mineral reserves is based on the ratio between production and estimated capacity;
- (h) Research and development costs are registered as operational expenses until the proof of its economical feasibility to commercially exploit the mine. After this proof, the costs are capitalized as part of the costs of the mine operation;
- (i) During the development of a mine, stripping costs registered are capitalized as part of the depreciable cost of building and constructing the mine. Post-production stripping costs are recorded as cost of production when incurred; and

- (j) Pre-operating costs except for financial charges capitalized as mentioned in (g) above, are deferred and amortized over a period of 10 years. The deferred charges (consolidated) refer basically to copper projects and expansion of Alunorte and Albras.

**6.4- Principles and Practices of Consolidation**

- (a) The consolidated quarterly information show the balances of assets and liabilities on June 30, 2005 and on March 31, 2005 and the operations of the Parent Company on June 30, 2005 and June 30, 2004, its direct and indirect subsidiaries and its jointly-controlled companies for the periods then ended;
- (b) Intercompany balances and the Parent Company's investments in its direct and indirect subsidiaries and jointly-controlled companies were eliminated in the consolidation. Minority interests are shown separately on the balance sheet and statement of income;



**Table of Contents**

- (c) In the case of investments in companies in which the control is shared with other stockholders, the components of assets and liabilities and revenues and expenses are included in the consolidated quarterly information in proportion to the participation of the Parent Company in the capital of each invested;
- (d) The principal figures of the subsidiaries and jointly-controlled companies included in the consolidation are presented in Attachment I.

**6.5- Cash and Cash Equivalents**

|  | <b>Consolidated</b> |                  | <b>Parent Company</b> |                 |
|--|---------------------|------------------|-----------------------|-----------------|
|  | <b>06/30/05</b>     | <b>03/31/05</b>  | <b>06/30/05</b>       | <b>03/31/05</b> |
| Cash and bank accounts   | 377,694             | 434,263          | 25,443                | 23,414          |
| Marketable securities linked to the interbank deposit certificate rate | 1,005,946           | 966,996          | 214,891               | 276,941         |
| Time deposits / overnight investments                                  | 1,003,010           | 1,470,828        |                       |                 |
| Others   | 357,178             | 367,681          |                       |                 |
|  | <b>2,743,828</b>    | <b>3,239,768</b> | <b>240,334</b>        | <b>300,355</b>  |

**6.6- Accounts Receivable from Customers**

|                                  | <b>Consolidated</b> |                  | <b>Parent Company</b> |                  |
|----------------------------------|---------------------|------------------|-----------------------|------------------|
|                                  | <b>06/30/05</b>     | <b>03/31/05</b>  | <b>06/30/05</b>       | <b>03/31/05</b>  |
| Domestic                         | 751,144             | 592,708          | 846,773               | 526,084          |
| Export                           | 3,932,863           | 3,073,705        | 1,437,679             | 1,178,719        |
|                                  | <b>4,684,007</b>    | <b>3,666,413</b> | <b>2,284,452</b>      | <b>1,704,803</b> |
| Allowance for doubtful accounts  | (196,472)           | (211,942)        | (46,948)              | (46,948)         |
| Allowance for ore weight credits | (48,024)            | (40,575)         | (45,983)              | (38,602)         |
|                                  | <b>4,439,511</b>    | <b>3,413,896</b> | <b>2,191,521</b>      | <b>1,619,253</b> |

**6.7- Inventories**

|   | <b>Consolidated</b> |                  | <b>Parent Company</b> |                 |
|---|---------------------|------------------|-----------------------|-----------------|
|   | <b>06/30/05</b>     | <b>03/31/05</b>  | <b>06/30/05</b>       | <b>03/31/05</b> |
| <b>Finished products</b>                    |                     |                  |                       |                 |
| . Iron ore and pellets                      | 660,018             | 597,138          | 379,882               | 345,213         |
| . Manganese and ferroalloys                 | 387,367             | 424,620          |                       |                 |
| . Aluminum                                  | 216,259             | 215,123          |                       |                 |
| . Steel products                            | 81,266              | 104,539          |                       |                 |
| . Copper                                    | 28,545              | 22,981           | 28,545                | 22,981          |
| . Others                                    | 89,223              | 76,541           | 20,799                | 8,145           |
|   | <b>1,462,678</b>    | <b>1,440,942</b> | <b>429,226</b>        | <b>376,339</b>  |
| <b>Spare parts and maintenance supplies</b> | <b>1,575,693</b>    | <b>1,522,794</b> | <b>645,231</b>        | <b>559,473</b>  |
|   | <b>3,038,371</b>    | <b>2,963,736</b> | <b>1,074,457</b>      | <b>935,812</b>  |



**Table of Contents****6.8- Related Parties**

|                                     |                  | <b>06/30/05</b> |                  | <b>Assets</b>   |                  | <b>06/30/05</b>    |                  | <b>Consolidated</b> |  |
|-------------------------------------|------------------|-----------------|------------------|-----------------|------------------|--------------------|------------------|---------------------|--|
|                                     |                  | <b>Related</b>  |                  | <b>03/31/05</b> |                  | <b>Related</b>     |                  | <b>Liabilities</b>  |  |
|                                     |                  | <b>party</b>    |                  | <b>Related</b>  |                  | <b>party</b>       |                  | <b>03/31/05</b>     |  |
|                                     |                  |                 |                  | <b>party</b>    |                  |                    |                  | <b>Related</b>      |  |
|                                     |                  |                 |                  |                 |                  |                    |                  | <b>party</b>        |  |
|                                     |                  |                 |                  |                 |                  |                    |                  | <b>-</b>            |  |
|                                     | <b>Customers</b> | <b>- assets</b> | <b>Customers</b> | <b>- assets</b> | <b>Suppliers</b> | <b>liabilities</b> | <b>Suppliers</b> | <b>liabilities</b>  |  |
| Nibrasco                            | 74,052           | 26,457          | 35,723           |                 | 94,455           |                    | 36,188           | 2,805               |  |
| Hispanobras                         | 67,655           | 130             | 33,512           | 131             | 87,170           | 7,117              | 44,181           | 9,227               |  |
| Itabrasco                           | 64,753           | 367             | 31,811           | 19              | 39,306           | 2,336              | 21,447           | 6,412               |  |
| Kobrasco                            | 38,316           | 26,782          | 26,089           | 30,113          | 17,307           | 15,820             | 24,380           | 5,104               |  |
| Gulf industrial investment Co.      | GIIC 5,687       |                 | 22,932           |                 | 88               |                    | 2,552            |                     |  |
| Usiminas                            | 46,470           |                 | 20,902           | 75,679          |                  |                    |                  |                     |  |
| Valesul                             | 5,264            | 309             | 14,077           | 263             | 41               |                    | 41               |                     |  |
| Samarco Mineração S.A               | 2,443            | 13,410          | 3,432            | 273             |                  |                    |                  |                     |  |
| MRS Logistica Baovale Mineração S.A | 249              | 18,031          | 802              | 13,411          | 1,404            | 26,418             | 1,912            | 45,819              |  |
| Ferroban                            | 526              | 106,401         | 526              | 103,005         |                  | 30,907             |                  | 27,442              |  |
| Mineração Rio do Norte              | 291              | 281             | 284              | 230             | 30,653           |                    | 20,255           |                     |  |
| Valepar S.A.                        | 528              |                 | 247              |                 |                  | 11,715             |                  | 13,156              |  |
| Nova Era Silicon                    | 81               | 4,368           | 151              | 3,864           |                  |                    |                  |                     |  |
| Others                              | 75,467           | 19,478          | 30,162           | 19,657          | 9,983            | 23,698             | 20,733           | 29,967              |  |
| <b>Total</b>                        | <b>382,046</b>   | <b>216,099</b>  | <b>221,181</b>   | <b>246,645</b>  | <b>294,479</b>   | <b>118,011</b>     | <b>191,484</b>   | <b>139,932</b>      |  |

Registered as:

|            |                |                |                |                |                |                |                |                |
|------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|
| Short-term | 382,046        | 125,378        | 221,181        | 131,320        | 294,479        | 84,038         | 191,484        | 108,801        |
| Long-term  |                | 90,721         |                | 115,325        |                | 33,973         |                | 31,131         |
|            | <b>382,046</b> | <b>216,099</b> | <b>221,181</b> | <b>246,645</b> | <b>294,479</b> | <b>118,011</b> | <b>191,484</b> | <b>139,932</b> |

**6.9- Taxes to Recover or Offset**

|   | <b>Consolidated</b> |                 | <b>Parent Company</b> |                 |
|---|---------------------|-----------------|-----------------------|-----------------|
|   | <b>06/30/05</b>     | <b>03/31/05</b> | <b>06/30/05</b>       | <b>03/31/05</b> |
| Withholding income tax on marketable securities and stockholders equity | 47,177              | 50,634          | 15,987                | 23,852          |
| Value-added tax   | 313,812             | 432,977         | 212,850               | 350,029         |
| PIS and COFINS  | 172,359             | 169,894         | 48,213                | 74,871          |
| Others  | 191,791             | 161,754         | 30,211                | 28,989          |

**725,139      815,259      307,261      477,741**

**6.10- Deferred Income Tax and Social Contribution**

Income of the Company is subject to the normal tax system. The balances of deferred assets and liabilities are presented as follows:

|                                  |                  | <b>Consolidated</b> | <b>Net Deferred<br/>Parent Company</b> |                  |
|----------------------------------|------------------|---------------------|--|------------------|
|                                  | <b>06/30/05</b>  | <b>03/31/05</b>     | <b>06/30/05</b>                        | <b>03/31/05</b>  |
| Tax loss carryforward            | 557,724          | 738,046             | 35,749                                 | 145,000          |
| Temporary differences:           |                  |                     |  |                  |
| . Pension Plan                   | 224,171          | 235,935             | 224,171                                | 235,935          |
| . Contingent liabilities         | 626,875          | 599,427             | 564,312                                | 549,090          |
| . Provision for losses on assets | 136,782          | 126,538             | 136,782                                | 122,678          |
| . Others                         | 6,285            | (100,293)           | (55,233)                               | (50,166)         |
|                                  | 994,113          | 861,607             | 870,032                                | 857,537          |
| <b>Total</b>                     | <b>1,551,837</b> | <b>1,599,653</b>    | <b>905,781</b>                         | <b>1,002,537</b> |
| Short-term                       | 474,282          | 587,969             | 364,883                                | 473,668          |
| Long-term                        | 1,077,555        | 1,011,684           | 540,898                                | 528,869          |
|                                  | <b>1,551,837</b> | <b>1,599,653</b>    | <b>905,781</b>                         | <b>1,002,537</b> |

**Table of Contents**

The amounts reported as income tax and social contribution, which affected the results for the period, are as follows:

|  | <b>2Q/05</b>       | <b>1Q/05</b>     | <b>2Q/04</b>     | <b>06/30/05</b>    | <b>Consolidated<br/>06/30/04</b> | <b>Parent Company<br/>06/30/05</b> | <b>06/30/04</b>  |
|--|--------------------|------------------|------------------|--------------------|----------------------------------|------------------------------------|------------------|
| Income before income tax and social contribution                                 | 4,915,233          | 2,174,971        | 2,049,508        | 7,090,204          | 3,330,770                        | 5,793,235                          | 2,733,920        |
| Equity in results of subsidiaries and affiliated companies                       | (146,831)          | (130,359)        | (52,522)         | (277,190)          | (116,653)                        | (3,261,237)                        | (1,672,626)      |
| Exchange rate variation on equity  | 12,672             | (430)            | (4,807)          | 12,242             | (5,229)                          | 697,250                            | (169,600)        |
| Non-deductable goodwill and provision for losses                                 | 54,909             | 54,909           | 54,909           | 109,818            | 109,818                          | 146,129                            | 109,820          |
|  | <b>4,835,983</b>   | <b>2,099,091</b> | <b>2,047,088</b> | <b>6,935,074</b>   | <b>3,318,706</b>                 | <b>3,375,377</b>                   | <b>1,001,514</b> |
| Income tax and social contribution at combined tax rates                         | 34%                | 34%              | 34%              | 34%                | 34%                              | 34%                                | 34%              |
| <b>Federal income tax and social contribution at statutory rates</b>             | <b>(1,644,234)</b> | <b>(713,691)</b> | <b>(696,010)</b> | <b>(2,357,925)</b> | <b>(1,128,360)</b>               | <b>(1,147,628)</b>                 | <b>(340,515)</b> |
| Adjustments to net income which modify the effect on the results for the period: |                    |                  |                  |                    |                                  |                                    |                  |
| . Income tax benefit from interest on stockholders equity                        | 290,166            | 145,000          | 145,329          | 435,166            | 306,170                          | 435,166                            | 306,170          |
| . Fiscal incentives  | 52,764             | 58,481           | 9,801            | 111,245            | 36,010                           | 11,846                             |                  |
|  | 178,790            | 121,605          | 230,151          | 300,395            | 279,730                          |                                    |                  |

|   |                    |                  |                  |                    |                  |                  |                 |
|---|--------------------|------------------|------------------|--------------------|------------------|------------------|-----------------|
| . Results of overseas companies           |                    |                  |                  |                    |                  |                  |                 |
| . Tax rate incentive                      | 29,335             | 20,746           | 16,386           | 50,081             | 30,150           |                  |                 |
| . Others                                  | 32,300             | (22,685)         | 67,692           | 9,615              | 14,101           | 1,856            | (62,720)        |
| <b>Income tax and social contribution</b> | <b>(1,060,879)</b> | <b>(390,544)</b> | <b>(226,651)</b> | <b>(1,451,423)</b> | <b>(462,199)</b> | <b>(698,760)</b> | <b>(97,065)</b> |

**6.11- Consolidated investments**

|   | Investments      |                  |               |               | Results of investment participations |                |                 |
|---|------------------|------------------|---------------|---------------|--------------------------------------|----------------|-----------------|
|   | 06/30/05         | 03/31/05         | 2Q/05         | 1Q/05         | 2Q/04                                | 06/30/05       | 06/30/04        |
| Usinas Siderúrgicas de Minas Gerais SA - USIMINAS (a) and (b) | 911,319          | 795,141          | 127,999       | 111,506       | 39,000                               | 239,505        | 84,000          |
| YANKUANG  | 24,989           | 28,347           | (3,358)       | 125           |                                      | (3,233)        |                 |
| SIDERAR (cost \$15) (a)                                       | 35,256           | 39,993           | (4,737)       | 177           | 2,984                                | (4,560)        | 3,275           |
| Rio Doce Argentina  | 1,034            | 933              | (661)         | 2             |                                      | (659)          |                 |
| Quadrem   | 10,962           | 12,435           | (1,473)       | 55            | 1,098                                | (1,418)        | 1,186           |
| LARCO   | 7,051            | 7,999            | (948)         | 36            | 597                                  | (912)          | 639             |
| Rio Doce South Africa   |                  | 17,082           |               | 35            |                                      | 35             |                 |
| Longyu  | 202,863          |                  |               |               |                                      |                |                 |
| Goodwill in consolidated companies                            | 1,688,062        | 1,841,427        | (57,270)      | (57,270)      | (80,013)                             | (114,540)      | (137,283)       |
| Others  | 18,621           | 30,027           | 17,337        | 18,853        | 13,650                               | 36,190         | 32,782          |
|   | <b>2,900,157</b> | <b>2,773,384</b> | <b>76,889</b> | <b>73,519</b> | <b>(22,684)</b>                      | <b>150,408</b> | <b>(15,401)</b> |

(a) Interest by market price Usiminas R\$ 998,875 and Siderar R\$ 305,926; and

(b) Dividends received from Usiminas in the second quarter/2004, R\$ 87,500.

**Table of Contents****6.12 Property, Plant and Equipment**

(a) By type of asset:

|                             | Average<br>deprecia-<br>tion<br>rates | Consolidated      |                     |                   |                   | Parent Company    |                    |                   |                   |
|-----------------------------|---------------------------------------|-------------------|---------------------|-------------------|-------------------|-------------------|--------------------|-------------------|-------------------|
|                             |                                       | Accumulated       |                     | Accumulated       |                   | 06/30/05          |                    | 03/31/05          |                   |
|                             |                                       | Cost              | depreciation        | Net               | Net               | Cost              | depreciation       | Net               | Net               |
| Buildings                   | 3.00%                                 | 3,526,364         | (1,499,934)         | 2,026,430         | 2,127,061         | 1,862,527         | (735,756)          | 1,126,771         | 1,206,660         |
| Installations               | 3.42%                                 | 12,309,880        | (5,212,196)         | 7,097,684         | 6,792,738         | 6,814,310         | (2,904,312)        | 3,909,998         | 3,649,828         |
| Equipment                   | 9.32%                                 | 5,453,006         | (2,524,903)         | 2,928,103         | 2,838,962         | 1,931,195         | (852,524)          | 1,078,671         | 1,036,996         |
| Railroads                   | 3.85%                                 | 6,722,944         | (3,128,922)         | 3,594,022         | 3,543,049         | 6,544,504         | (3,071,067)        | 3,473,437         | 3,426,219         |
| Mineral<br>rights (*)       | 1.87%                                 | 1,344,146         | (321,358)           | 1,022,788         | 1,044,144         | 1,101,544         | (155,800)          | 945,744           | 966,500           |
| Others                      | 8.85%                                 | 3,707,648         | (1,727,512)         | 1,980,136         | 2,139,565         | 2,002,447         | (942,561)          | 1,059,886         | 1,087,342         |
|                             |                                       | <b>33,063,988</b> | <b>(14,414,825)</b> | <b>18,649,163</b> | <b>18,485,519</b> | <b>20,256,527</b> | <b>(8,662,020)</b> | <b>11,594,507</b> | <b>11,373,545</b> |
| Construction<br>in progress |                                       | 8,720,540         |                     | 8,720,540         | 7,695,741         | 5,670,728         |                    | 5,670,728         | 5,013,238         |
| <b>Total</b>                |                                       | <b>41,784,528</b> | <b>(14,414,825)</b> | <b>27,369,703</b> | <b>26,181,260</b> | <b>25,927,255</b> | <b>(8,662,020)</b> | <b>17,265,235</b> | <b>16,386,783</b> |

(\*)  
Calculation  
based on  
the volume  
of ore  
extracted in  
relation to  
the proven  
and  
probable  
reserves.

(b) By business area:

|                          | Cost       | Accumulated<br>depreciation | 06/30/05   | Consolidated<br>03/31/05 |
|--------------------------|------------|-----------------------------|------------|--------------------------|
|                          |            |                             | Net        | Net                      |
| <b>Ferrous</b>           |            |                             |            |                          |
| In operation             | 19,817,249 | (9,502,852)                 | 10,314,397 | 9,988,484                |
| Construction in progress | 3,934,631  |                             | 3,934,631  | 3,380,626                |

|                          |                   |                    |                   |                   |
|--------------------------|-------------------|--------------------|-------------------|-------------------|
|                          | <b>23,751,880</b> | <b>(9,502,852)</b> | <b>14,249,028</b> | <b>13,369,110</b> |
| <b>Non-Ferrous</b>       |                   |                    |                   |                   |
| In operation             | 2,643,975         | (657,589)          | 1,986,386         | 1,970,005         |
| Construction in progress | 1,384,883         |                    | 1,384,883         | 1,690,443         |
|                          | <b>4,028,858</b>  | <b>(657,589)</b>   | <b>3,371,269</b>  | <b>3,660,448</b>  |
| <b>Logistics</b>         |                   |                    |                   |                   |
| In operation             | 1,978,097         | (589,370)          | 1,388,727         | 1,267,925         |
| Construction in progress | 221,979           |                    | 221,979           | 212,566           |
|                          | <b>2,200,076</b>  | <b>(589,370)</b>   | <b>1,610,706</b>  | <b>1,480,491</b>  |
| <b>Holdings</b>          |                   |                    |                   |                   |
| In operation             | 7,536,442         | (3,387,966)        | 4,148,476         | 4,276,382         |
| Construction in progress | 1,770,557         |                    | 1,770,557         | 1,120,623         |
|                          | <b>9,306,999</b>  | <b>(3,387,966)</b> | <b>5,919,033</b>  | <b>5,397,005</b>  |
| <b>Energy</b>            |                   |                    |                   |                   |
| In operation             | 577,071           | (56,461)           | 520,610           | 525,220           |
| Construction in progress | 590,886           |                    | 590,886           | 547,859           |
|                          | <b>1,167,957</b>  | <b>(56,461)</b>    | <b>1,111,496</b>  | <b>1,073,079</b>  |
| <b>Corporate</b>         |                   |                    |                   |                   |
| In operation             | 511,154           | (220,587)          | 290,567           | 457,502           |
| Construction in progress | 817,604           |                    | 817,604           | 743,625           |
|                          | <b>1,328,758</b>  | <b>(220,587)</b>   | <b>1,108,171</b>  | <b>1,201,127</b>  |



|              |                   |                     |                   |                   |
|--------------|-------------------|---------------------|-------------------|-------------------|
| <b>Total</b> | <b>41,784,528</b> | <b>(14,414,825)</b> | <b>27,369,703</b> | <b>26,181,260</b> |
|--------------|-------------------|---------------------|-------------------|-------------------|

**Table of Contents****6.13 Loans and Financing****Short-term**

|                 | <b>Consolidated</b> |                 | <b>Parent Company</b> |                 |
|-----------------|---------------------|-----------------|-----------------------|-----------------|
|                 | <b>06/30/05</b>     | <b>03/31/05</b> | <b>06/30/05</b>       | <b>03/31/05</b> |
| Trade finance   | 830,152             | 375,739         | 407,258               |                 |
| Working capital | 334,919             | 327,114         |                       |                 |
|                 | <b>1,165,071</b>    | <b>702,853</b>  | <b>407,258</b>        |                 |

**Long-term**

|                           | <b>Consolidated</b>        |                  |                              |                  | <b>Parent Company</b>      |                 |                              |                  |
|---------------------------|----------------------------|------------------|------------------------------|------------------|----------------------------|-----------------|------------------------------|------------------|
|                           | <b>Current liabilities</b> |                  | <b>Long-term liabilities</b> |                  | <b>Current liabilities</b> |                 | <b>Long-term liabilities</b> |                  |
|                           | <b>06/30/05</b>            | <b>03/31/05</b>  | <b>06/30/05</b>              | <b>03/31/05</b>  | <b>06/30/05</b>            | <b>03/31/05</b> | <b>06/30/05</b>              | <b>03/31/05</b>  |
| <b>Foreign operations</b> |                            |                  |                              |                  |                            |                 |                              |                  |
| Loans and financing in:   |                            |                  |                              |                  |                            |                 |                              |                  |
| U.S. dollars              | 908,057                    | 1,111,607        | 2,816,000                    | 3,497,103        | 673,260                    | 616,224         | 2,171,642                    | 2,714,345        |
| Yen                       | 1,352                      | 1,587            | 3,380                        | 3,968            | 1,352                      | 1,587           | 3,380                        | 3,968            |
| Other currencies          | 7,816                      | 9,444            | 42,157                       | 55,928           | 6,806                      | 7,697           | 37,604                       | 50,392           |
| Notes in U.S. dollars     | 225,698                    |                  | 2,322,205                    | 2,691,539        |                            |                 |                              |                  |
| Export securitization     | 169,114                    | 169,333          | 905,804                      | 1,081,528        |                            |                 |                              |                  |
| Perpetual notes           |                            |                  | 164,354                      | 186,437          |                            |                 |                              |                  |
| Accrued charges           | 155,190                    | 105,088          |                              |                  | 38,895                     | 25,373          |                              |                  |
|                           | <b>1,467,227</b>           | <b>1,397,059</b> | <b>6,253,900</b>             | <b>7,516,503</b> | <b>720,313</b>             | <b>650,881</b>  | <b>2,212,626</b>             | <b>2,768,705</b> |

**Local operations**

|                               |                |                |                  |                  |               |               |               |                |
|-------------------------------|----------------|----------------|------------------|------------------|---------------|---------------|---------------|----------------|
| Indexed by TJLP, TR and IGP-M | 175,120        | 176,119        | 312,604          | 419,116          | 19,257        | 21,176        | 21,774        | 36,741         |
| Basket of currencies          | 3,531          | 11,923         | 23,173           | 43,215           | 153           | 2,820         | 537           | 680            |
| Loans in U.S. dollars         | 261,626        | 418,277        | 742,635          | 1,028,704        | 1,791         | 48,407        | 895           | 132,922        |
| Non-convertible debentures    | 705            |                | 327,979          | 319,666          | 705           |               | 12            | 811            |
| Accrued charges               | 58,470         | 55,606         | 6,854            | 9,080            | 392           | 1,498         |               |                |
|                               | <b>499,452</b> | <b>661,925</b> | <b>1,413,245</b> | <b>1,819,781</b> | <b>22,298</b> | <b>73,901</b> | <b>23,218</b> | <b>171,154</b> |

**1,966,679   2,058,984   7,667,145   9,336,284   742,611   724,782   2,235,844   2,939,859**

- (a) Foreign currency loans and financing were converted into *reais* at exchange rates effective on the quarterly information date, being US\$ 1.00 = R\$ 2.3504 on 06/30/05 (R\$ 2.6662 in 03/31/05) and ¥ 1.00 = R\$ 0.021194 on 06/30/05 (R\$ 0.024875 on 03/31/05);
- (b) At 06/30/05, our consolidated debt was secured as follows:
- Loans guaranteed by the Federal Government of R\$358, to which we gave counter-guarantees;
  - Securitization program of R\$1,075;
  - Property, plant and equipment of R\$ 378;
  - Others assets R\$ 526.
- (c) Amortization of principal and financing charges incurred on long-term loans and financing obtained abroad and domestically mature as follows, as of 06/30/05:

|  | <b>Consolidated</b> |             | <b>Parent Company</b> |             |
|--|---------------------|-------------|-----------------------|-------------|
| 2006   | 807,456             | 11%         | 381,963               | 17%         |
| 2007   | 1,308,967           | 17%         | 422,810               | 19%         |
| 2008   | 816,974             | 11%         | 397,392               | 18%         |
| 2009 onward                                  | 4,241,426           | 55%         | 1,033,679             | 46%         |
| No due date (perpetual notes and debentures) | 492,322             | 6%          |                       |             |
|  | <b>7,667,145</b>    | <b>100%</b> | <b>2,235,844</b>      | <b>100%</b> |

The estimated market values of long-term loans and financing calculated at present value based on available interest rates as of 06/30/05 approximate their book values.

**Table of Contents**

- (d) On March 8, 2002, the Company, through its subsidiary Vale Overseas Limited issued US\$ 300 million of Notes bearing interest at 8.625% p.a and maturing on March 8, 2007 (which may be extended to September 2008). In December, 2004, by public offering, CVRD bought back US\$ 186,996 thousands of the principal outstanding notes for US\$ 1,117.34 per each US\$ 1,000.00. This transaction is guaranteed by the Company with political risk protection and is registered with the U.S. Securities and Exchange Commission (SEC). The Notes are listed on the Luxembourg Stock Exchange.
- (e) On August 1, 2003 Vale Overseas Limited launched a US\$ 300 million bonds issue maturing in 10 years. The bonds carry a coupon of 9.00% p.a with semiannual payment of interest. The bonds are unsecured and non-subordinated obligations of Vale Overseas Limited and have the full and unconditional guarantee of CVRD.
- (f) On 01/09/04 Vale Overseas Limited launched a US\$ 500 millions of bonus maturing in 2034. The securities have coupons of 8.25% per period with half-yearly installment. The obligations are non-guaranteed and non-subordinated of Vale Overseas Limited and have full and unconditional guarantee by CVRD.

**6.14- Contingent Liabilities**

At the quarterly information dates the contingent liabilities of the Company were:

- (a) Provisions for contingencies and judicial deposits (booked under long-term liabilities and long-term assets, respectively), considered by management and its legal counsel as sufficient to cover losses from any type of lawsuit, were as follows:

|                                  | <b>Consolidated Provisions for</b> |                  |                      |                  | <b>Parent Company Provisions for</b> |                  |                      |                  |
|----------------------------------|------------------------------------|------------------|----------------------|------------------|--------------------------------------|------------------|----------------------|------------------|
|                                  | <b>Judicial deposits</b>           |                  | <b>contingencies</b> |                  | <b>Judicial deposits</b>             |                  | <b>contingencies</b> |                  |
|                                  | <b>06/30/05</b>                    | <b>03/31/05</b>  | <b>06/30/05</b>      | <b>03/31/05</b>  | <b>06/30/05</b>                      | <b>03/31/05</b>  | <b>06/30/05</b>      | <b>03/31/05</b>  |
| Tax contingencies                | 1,186,589                          | 1,193,436        | 2,035,662            | 1,437,422        | 731,196                              | 757,081          | 1,650,033            | 1,048,509        |
| Labor and social security claims | 312,872                            | 301,137          | 613,755              | 591,693          | 236,166                              | 230,212          | 504,636              | 489,888          |
| Civil claims                     | 245,321                            | 212,702          | 498,829              | 503,242          | 180,207                              | 169,083          | 420,053              | 419,720          |
| Other                            | 24,172                             | 24,186           | 118,383              | 97,914           | 24,938                               | 24,775           | 37,268               | 36,639           |
| <b>Total</b>                     | <b>1,768,954</b>                   | <b>1,731,461</b> | <b>3,266,629</b>     | <b>2,630,271</b> | <b>1,172,507</b>                     | <b>1,181,151</b> | <b>2,611,990</b>     | <b>1,994,756</b> |

The Company is party to labor, civil, tax and other suits and has been contesting these matters both administratively and in court. When applicable, these are backed by judicial deposits. Provisions for losses are estimated and restated monetarily by management based on the opinions of the legal department and outside counsel.

Tax contingencies relate principally to a legal action claiming unconstitutionality of CPMF (tax on bank transactions) income tax with credits and other actions relating to value-added tax (ICMS).

Labor-related actions principally comprise employee claims in connection with disputes about the amount of indemnities paid upon dismissal and the one-third extra holidays pay.

Civil actions principally relate to claims made against the Company by contractors in connection with losses alleged to have been incurred as a result of various past government economic plans.

In addition to the contingencies for which we have made provisions we have possible losses totaling R\$ 1,151,558 (R\$ 1,980,995 consolidated) on 30/06/05. Based on the advice of our legal counsel, no provision is maintained.

- (b) Guarantees given to jointly-controlled companies are as follows:

| Affiliate or Joint Venture | Amount<br>of<br>guarantee | Denominated | Purpose              | Final    | Counter    |
|----------------------------|---------------------------|-------------|----------------------|----------|------------|
|                            | 06/30/05                  | currency    |                      | maturity | guarantees |
| SAMARCO                    | 12,883                    | US\$        | Debt guarantee IFC   | 2008     | None       |
| VALESUL                    | 803                       | R\$         | Debt guarantee BNDES | 2007     | None       |

The Company does not expect such guarantees to be executed and therefore no provisions for losses have been made. CVRD does not charge Valesul for granting these guarantees.

**Table of Contents**

(c) Upon privatization of the Company in 1997, the Brazilian government stipulated the issuance of non-convertible debentures (Debentures) to the stockholders of record, including the federal government. The maturity dates of these Debentures were established to guarantee that pre-privatization stockholders, including the federal government, would share any future benefits from mineral resources held by the Company and its subsidiary and affiliated companies that were not evaluated at the time of setting the minimum price of CVRD shares at the privatization auction.

A total of 388,559,056 Debentures were issued at a par value of R\$ 0.01 (one centavo), whose value is to be restated in accordance with the variation in the General Market Price Index (IGP-M), as set forth in the Issue Deed.

On October 4, 2002, Comissão de Valores Mobiliários - CVM (Brazilian Securities Commission) approved the Company's registration request, filed on June 28, 2002, for public trading of the Debentures. As from October 28, 2002, the Debentures can be traded on the secondary market.

The debenture holders are entitled to receive semi-annual payments equivalent to a percentage of the net revenue deriving from certain mineral resources owned in May 1997 and included in the Issue Deed.

According to the Debenture Issue Deed, the amount of the premium must include interest up to the month prior to that of effective payment, plus 1% in the month in which the funds are made available to the debenture holder. Pursuant to this Deed, the payment date shall take place each semester in March and September.

Based on estimates of the operational start-up of copper projects, CVRD began calculating the premium referring to these minerals rights. Considering the iron ore sale, the Company estimates that the threshold for payment will be reached in approximately 2030 and 2020 for the Southern and Northern systems, respectively. Regarding other minerals, such as bauxite and nickel, the forecast for exploitation is for the second half of the decade, and according to the criteria established in the Deed, payment will be due on the net sales revenue in the fourth period after the date of first commercialization. The obligation to make payments to the debenture holders will cease when the pertinent mineral resources are exhausted.

**6.15- Environmental and Site Reclamation and Restoration Costs**

Expenditures relating to ongoing compliance with environmental regulations are charged to production costs or capitalized as incurred. The Company manages its environmental policies according to the specifications of ISO 14,001 and maintains ongoing programs to minimize the environmental impact of its mining operations as well as to reduce the costs that will be incurred upon termination of activities at each mine. On 06/30/05, the provision for environmental liabilities amounted to R\$ 260,648 (R\$ 263,281 on 03/31/05), which was accounted for in Provision for environmental liabilities in long-term liabilities. The Company adopts the concepts of the Accounting for Asset Retirement Obligations, as follows:

- . Costs for mine closure are recorded as part of the cost of these assets and a corresponding provision is made for such future expenditure;
- . The estimated costs are accounted for at the present value of the obligations, discounted using a risk free rate; and
- . The estimated costs are reviewed annually and changes in the present value are adjusted in the recorded values of the assets and liabilities.

**6.16- Paid-up Capital**

Since the Extraordinary Shareholders' Meeting held on April 27, 2005, the capital increase without issuing new shares through capitalization of part of the Expansion/Investments Reserve in the amount of R\$ 5,129,319, tax reserves of R\$ 525,853, exhaustion reserve of R\$ 1,004,166 and capitalization of tax incentive reserve in the amount of R\$ 40,662 increasing its share capital from R\$ 7,300 millions to R\$ 14,000 millions.

On August 18, 2004 the Extraordinary General Stockholders' Meeting approved the forward stock split. Each share, common and preferred, is represented by three shares. After the split the Company's capital comprises 1,165,677,168, of which 749,949,429 common shares 415,727,739 class A preferred shares.

Preferred shares have the same rights as common shares, except for the right to elect the members of the Board of Directors. They have priority to a minimum annual dividend of 6% on the portion of capital represented by this class of share or 3% of the book net equity value of the share, whichever is greater.

**Table of Contents****6.17- Treasury Stock**

The Board of Directors, under the terms of subparagraph XV of Article 13 of the Bylaws and based on Article 30 of Law 6404/76 and CVM Instructions 10 of 02/14/80 and 268 of 11/13/97, approved the acquisition by the Company of its own shares to be held in treasury for later sale or cancellation.

On 06/30/05, the Company had acquired 14,145,510 common shares and 11,803 preferred shares, which are held in treasury in the amount of R\$ 131,318. The 14,145,510 common shares guarantee a loan of the subsidiary Alunorte.

| Class     | Shares            |                      |         | Average quoted market price |       |          |          |
|-----------|-------------------|----------------------|---------|-----------------------------|-------|----------|----------|
|           | 06/30/05          | Quantity<br>03/31/05 | Average | Unit acquisition cost       |       | 06/30/05 | 03/31/05 |
|           |                   |                      |         | Low                         | High  |          |          |
| Preferred | 11,803            | 11,815               | 17.12   | 4.67                        | 17.47 | 47.93    | 47.93    |
| Common    | 14,145,510        | 14,145,510           | 9.27    | 6.69                        | 17.36 | 56.13    | 56.13    |
|           | <b>14,157,313</b> | <b>14,157,325</b>    |         |                             |       |          |          |

**6.18- Remuneration of Shareholders**

On 04/29/05 occurred the payment of the first installment of the minimum dividend in the total amount of R\$ 1,279,900 equivalent to BRL 1.11 per outstanding preferred share or common share as interest on stockholders' equity, R\$ 1,278,513 related to the additional remuneration proposed for the fiscal year 2004 and R\$ 1,387 related to the fiscal year 2005.

**6.19- Financial Results**

|   | Parent Company   |   |                |                  |   |                  |
|---|------------------|---|----------------|------------------|---|------------------|
|   | 1S/05            |   |                | 1S/04            |   |                  |
|   | Financial        | Monetary and exchange rate variation on liabilities | Total          | Financial        | Monetary and exchange rate variation on liabilities | Total            |
| Foreign debt  | (9,972)          | 192,101   | 182,129        | (89,858)         | (212,641)   | (302,499)        |
| Local debt  | (12,362)         | 51,231  | 38,869         | (11,359)         | (23,664)  | (35,023)         |
| Related parties   | (139,085)        | 419,017   | 279,932        | (93,954)         | (305,409)   | (399,363)        |
|   | <b>(161,419)</b> | <b>662,349</b>                                      | <b>500,930</b> | <b>(195,171)</b> | <b>(541,714)</b>                                    | <b>(736,885)</b> |
| Labor, tax and civil contingencies                        | (62,586)         | (41,472)  | (104,058)      | (44,214)         | (57,877)  | (102,091)        |
| Derivatives, net of gain/losses (interest and currencies) | (3,245)          | (407)   | (3,652)        | 3,868            | (9,338)   | (5,470)          |
| Derivatives, net of gain/losses (gold)                    | 3,936            | 5,290   | 9,226          | 15,603           | (5,726)   | 9,877            |
| CPMF  | (39,065)         |   | (39,065)       | (37,527)         |   | (37,527)         |
| Other   | (49,155)         | 230,705   | 181,550        | (60,897)         | (179,051)   | (239,948)        |



|   |                             |   |                 |   |                  |                    |
|---|-----------------------------|---|-----------------|---|------------------|--------------------|
|   | <b>(311,534)</b>            | <b>856,465</b>  | <b>544,931</b>  | <b>(318,338)</b>  | <b>(793,706)</b> | <b>(1,112,044)</b> |
|   |                             | <b>Monetary<br/>and<br/>exchange<br/>rate<br/>variation<br/>on assets</b> | <b>Total</b>    | <b>Monetary<br/>and<br/>exchange<br/>rate<br/>variation<br/>on assets</b> | <b>Total</b>     |                    |
|   | <b>Financial<br/>income</b> |   |                 | <b>Financial<br/>income</b>   |                  |                    |
| Related parties                             | 31,342                      | (145,480)   | (114,138)       | 32,826  | 99,501           | 132,327            |
| Marketable securities                       | 23,350                      | 9,743   | 33,093          | 6,708   | 30,319           | 37,027             |
| Other                                       | 22,495                      | (30,933)  | (8,438)         | 10,095  | 24,403           | 34,498             |
|   | <b>77,187</b>               | <b>(166,670)</b>  | <b>(89,483)</b> | <b>49,629</b>   | <b>154,223</b>   | <b>203,852</b>     |
| <b>Financial income<br/>(expenses), net</b> | <b>(234,347)</b>            | <b>689,795</b>  | <b>455,448</b>  | <b>(268,709)</b>  | <b>(639,483)</b> | <b>(908,192)</b>   |

**Table of Contents**

|  | <b>Consolidated</b>                            |  |                |  |  |                  |  |  |                    |
|--|--|--|----------------|--|--|------------------|--|--|--------------------|
|  | <b>2Q/05</b>                                   |  |                | <b>1Q/05</b>                                   |  |                  | <b>2Q/04</b>                                   |  |                    |
|  | <b>Monetary and exchange rate variation on</b> |  |                | <b>Monetary and exchange rate variation on</b> |  |                  | <b>Monetary and exchange rate variation on</b> |  |                    |
|  | <b>Financial expenses</b>                      | <b>liabilities</b>                             | <b>Total</b>   | <b>Financial expenses</b>                      | <b>liabilities</b>                             | <b>Total</b>     | <b>Financial expenses</b>                      | <b>liabilities</b>                             | <b>Total</b>       |
| Foreign debt   | (101,289)                                      | 780,104  | 678,815        | (80,710)                                       | (9,599)  | (90,309)         | (218,130)                                      | (627,826)                                      | (845,956)          |
| Local debt   | (54,481)                                       | 235,822  | 181,341        | (64,570)                                       | (11,428)                                       | (75,998)         | (65,557)                                       | (156,843)                                      | (222,400)          |
| Related parties  | 16,459   | 4,124  | 20,583         | (27,373)                                       | (4,111)  | (31,484)         | (10,591)                                       | (27,466)                                       | (38,057)           |
|  | <b>(139,311)</b>                               | <b>1,020,050</b>                               | <b>880,739</b> | <b>(172,653)</b>                               | <b>(25,138)</b>                                | <b>(197,791)</b> | <b>(294,278)</b>                               | <b>(812,135)</b>                               | <b>(1,106,413)</b> |
| Labor, tax and civil contingencies                           | (31,575)                                       | (18,697)                                       | (50,272)       | (31,011)                                       | (23,715)                                       | (54,726)         | (26,733)                                       | (33,736)                                       | (60,469)           |
| Derivatives, net of gain/losses (interest and currencies)    | (5,878)  | 2,637  | (3,241)        | 4,588  | (71)   | 4,517            | 23,313   | (8,522)  | 14,791             |
| Derivatives, net of gain/losses (gold, aluminum and alumina) | 16,198   | 41,964   | 58,162         | (9,183)  | (3,183)  | (12,366)         | 52,306   | (4,967)  | 47,339             |
| CPMF   | (46,111)                                       |  | (46,111)       | (23,584)                                       |  | (23,584)         | (45,999)                                       |  | (45,999)           |
| Other  | (40,815)                                       | (85,525)                                       | (126,340)      | (63,164)                                       | (75,171)                                       | (138,335)        | (61,593)                                       | (170,447)                                      | (232,040)          |
|  | <b>(247,492)</b>                               | <b>960,429</b>                                 | <b>712,937</b> | <b>(295,007)</b>                               | <b>(127,278)</b>                               | <b>(422,285)</b> | <b>(352,984)</b>                               | <b>(1,029,807)</b>                             | <b>(1,382,791)</b> |
|  |  | <b>Monetary and exchange rate variation on</b> |                |  | <b>Monetary and exchange rate variation on</b> |                  |  | <b>Monetary and exchange rate variation on</b> |                    |
|  | <b>Financial income</b>                        | <b>assets</b>                                  | <b>Total</b>   | <b>Financial income</b>                        | <b>assets</b>                                  | <b>Total</b>     | <b>Financial income</b>                        | <b>variation on assets</b>                     | <b>Total</b>       |
| Related parties  | (14,186)                                       | (5,169)  | (19,355)       | 28,993   | 13,107   | 42,100           | 5,156  | 150,898  | 156,054            |
| Marketable securities  | 51,507   | (230,392)                                      | (178,885)      | 43,101   | 14,259   | 57,360           | 30,206   | 117,768  | 147,974            |

Edgar Filing: VALLEY OF THE RIO DOCE CO - Form 6-K

|       |               |                  |                  |                |               |                |               |                |                |
|-------|---------------|------------------|------------------|----------------|---------------|----------------|---------------|----------------|----------------|
| Other | 20,816        | (453,642)        | (432,826)        | 40,746         | 7,632         | 48,378         | 10,314        | 172,974        | 183,288        |
|       | <b>58,137</b> | <b>(689,203)</b> | <b>(631,066)</b> | <b>112,840</b> | <b>34,998</b> | <b>147,838</b> | <b>45,676</b> | <b>441,640</b> | <b>487,316</b> |

**Financial  
income  
(expenses),  
net**

|  |                  |                |               |                  |                 |                  |                  |                  |                  |
|--|------------------|----------------|---------------|------------------|-----------------|------------------|------------------|------------------|------------------|
|  | <b>(189,355)</b> | <b>271,226</b> | <b>81,871</b> | <b>(182,167)</b> | <b>(92,280)</b> | <b>(274,447)</b> | <b>(307,308)</b> | <b>(588,167)</b> | <b>(895,475)</b> |
|--|------------------|----------------|---------------|------------------|-----------------|------------------|------------------|------------------|------------------|

|  | 1S/05                 |   |                | 1S/04                 |   |                    |
|--|-----------------------|---|----------------|-----------------------|---|--------------------|
|  | Financial<br>expenses | Monetary<br>and<br>exchange<br>rate<br>variation<br>on<br>liabilities | Total          | Financial<br>expenses | Monetary<br>and<br>exchange<br>rate<br>variation<br>on<br>liabilities | Total              |
| Foreign debt   | (181,999)             | 770,505   | 588,506        | (351,947)             | (707,204)   | (1,059,151)        |
| Local debt   | (119,051)             | 224,394   | 105,343        | (119,138)             | (180,605)   | (299,743)          |
| Related parties  | (10,914)              | 13  | (10,901)       | (41,881)              | (45,616)  | (87,497)           |
|  | <b>(311,964)</b>      | <b>994,912</b>  | <b>682,948</b> | <b>(512,966)</b>      | <b>(933,425)</b>  | <b>(1,446,391)</b> |
| Labor, tax and civil contingencies                           | (62,586)              | (42,412)  | (104,998)      | (44,214)              | (57,877)  | (102,091)          |
| Derivatives, net of gain/losses (interest and currencies)    | (1,290)               | 2,566   | 1,276          | 3,972                 | (9,337)   | (5,365)            |
| Derivatives, net of gain/losses (gold, aluminum and alumina) | 7,015                 | 38,781  | 45,796         | (81,319)              | (5,726)   | (87,045)           |
| CPMF   | (69,695)              |   | (69,695)       | (61,120)              |   | (61,120)           |
| Other  | (103,979)             | (160,696)   | (264,675)      | (131,535)             | (231,890)   | (363,425)          |
|  | <b>(542,499)</b>      | <b>833,151</b>  | <b>290,652</b> | <b>827,182</b>        | <b>(1,238,255)</b>  | <b>(2,065,437)</b> |
|  | Financial<br>income   | Monetary<br>and<br>exchange<br>rate<br>variation<br>on<br>assets      | Total          | Financial<br>income   | Monetary<br>and<br>exchange<br>rate<br>variation<br>on<br>assets      | Total              |
| Related parties  | 14,807                | 7,938   | 22,745         | 22,883                | 168,745   | 191,628            |
| Marketable securities  | 94,608                | (216,133)   | (121,525)      | 57,913                | 170,987   | 228,900            |
| Other  | 61,562                | (446,010)   | (384,448)      | 34,066                | 209,894   | 243,960            |

|                         |                  |                  |                  |                  |                  |                    |
|-------------------------|------------------|------------------|------------------|------------------|------------------|--------------------|
|                         | <b>170,977</b>   | <b>(654,205)</b> | <b>(483,228)</b> | <b>114,862</b>   | <b>549,626</b>   | <b>664,488</b>     |
| <b>Financial income</b> |                  |                  |                  |                  |                  |                    |
| <b>(expenses), net</b>  | <b>(371,522)</b> | <b>178,946</b>   | <b>(192,576)</b> | <b>(712,320)</b> | <b>(688,629)</b> | <b>(1,400,949)</b> |

#### **6.20- Financial Instruments Derivatives**

The main market risks the Company faces are related to interest rates, exchange rates and commodities prices. CVRD has a policy of managing risks through the use of derivative instruments.

The Company's risk management follows policies and guidelines reviewed and approved by the Board of Directors and Executive Board. These policies and guidelines prohibit speculative trading and short selling and require diversification of transactions and counterparties. The policy of the Company is to settle all contracts financially without physical delivery of the products. The credit limits and creditworthiness of counterparties are also reviewed periodically and are defined according to the rules approved by the Company's management. The results of hedging are recognized monthly in the financial results.

**Table of Contents**

The following table shows the movement of gains/loss on derivatives:

|  |                                       |                   |                 |                  |                  | <b>Consolidated<br/>2Q/05</b>   |
|--|---------------------------------------|-------------------|-----------------|------------------|------------------|---------------------------------|
|  | <b>Interest<br/>rates<br/>(libor)</b> | <b>Currencies</b> | <b>Gold</b>     | <b>Aluminum</b>  | <b>Alumina</b>   | <b>Total</b>                    |
| Gains / (losses) unrealized<br>on 03/31/05         | (30,577)                              | 7,192             | (83,661)        | (138,303)        | (134,046)        | (379,395)                       |
| Financial settlement                               | 10,162                                | (991)             | 5,629           | 22,936           | 21,657           | 59,393                          |
| Financial expenses, net                            | (4,239)                               | (1,638)           | (1,228)         | (28,254)         | 45,680           | 10,321                          |
| Monetary variations, net                           | 3,481                                 | (844)             | 9,705           | 16,381           | 15,877           | 44,600                          |
| <b>Gains / (losses) unrealized<br/>on 06/30/05</b> | <b>(21,173)</b>                       | <b>3,719</b>      | <b>(69,555)</b> | <b>(127,240)</b> | <b>(50,832)</b>  | <b>(265,081)</b>                |
|  |                                       |                   |                 |                  |                  | <b>1Q/05</b>                    |
|  | <b>Interest<br/>rates<br/>(libor)</b> | <b>Currencies</b> | <b>Gold</b>     | <b>Aluminum</b>  | <b>Alumina</b>   | <b>Total</b>                    |
| Gains / (losses) unrealized<br>on 12/31/04         | (44,887)                              | 9,405             | (97,430)        | (152,280)        | (147,290)        | (432,482)                       |
| Financial settlement                               | 7,786                                 | (206)             | 5,894           | 26,756           | 20,706           | 60,936                          |
| Financial expenses, net                            | 6,611                                 | (2,023)           | 8,606           | (10,982)         | (6,807)          | (4,595)                         |
| Monetary variations, net                           | (87)                                  | 16                | (731)           | (1,797)          | (655)            | (3,254)                         |
| <b>Gains / (losses) unrealized<br/>on 03/31/05</b> | <b>(30,577)</b>                       | <b>7,192</b>      | <b>(83,661)</b> | <b>(138,303)</b> | <b>(134,046)</b> | <b>(379,395)</b>                |
|  |                                       |                   |                 |                  |                  | <b>2Q/04</b>                    |
|  | <b>Interest<br/>rates<br/>(libor)</b> | <b>Currencies</b> | <b>Gold</b>     | <b>Aluminum</b>  | <b>Alumina</b>   | <b>Total</b>                    |
| Gains/ (losses) unrealized<br>on 03/31/04          | (139,975)                             | 3,861             | (107,295)       | (125,525)        | (103,578)        | (472,512)                       |
| Financial settlement                               | 33,144                                | (785)             | 3,144           |                  |                  | 35,503                          |
| Financial expenses, net                            | 23,034                                | 279               | 30,682          | 9,866            | 11,758           | 75,619                          |
| Monetary variations, net                           | (8,652)                               | 130               | (4,967)         |                  |                  | (13,489)                        |
| <b>Gains / (losses) unrealized<br/>on 06/30/04</b> | <b>(92,449)</b>                       | <b>3,485</b>      | <b>(78,436)</b> | <b>(115,659)</b> | <b>(91,820)</b>  | <b>(374,879)</b>                |
|  |                                       |                   |                 |                  |                  | <b>Parent Company<br/>2Q/05</b> |
|  | <b>Interest<br/>rates</b>             |                   |                 |                  |                  |                                 |

Edgar Filing: VALLEY OF THE RIO DOCE CO - Form 6-K

|  | <b>(libor)</b> | <b>Currencies</b> | <b>Gold</b>     | <b>Total</b>    |
|--|----------------|-------------------|-----------------|-----------------|
| Gains / (losses) unrealized on 03/31/05        | (3,086)        | 7,191             | (47,883)        | (43,778)        |
| Financial settlement                           | 2,207          | (991)             | 3,041           | 4,257           |
| Financial expenses, net                        | (748)          | (1,638)           | (453)           | (2,839)         |
| Monetary variations, net                       | 371            | (844)             | 5,555           | 5,082           |
| <b>Gains / (losses) unrealized on 06/30/05</b> | <b>(1,256)</b> | <b>3,718</b>      | <b>(39,740)</b> | <b>(37,278)</b> |

**1Q/05**

|  | <b>Interest rates<br/>(libor)</b> | <b>Currencies</b> | <b>Gold</b>     | <b>Total</b>    |
|--|-----------------------------------|-------------------|-----------------|-----------------|
| Gains / (losses) unrealized on 12/31/04        | (9,268)                           | 9,405             | (55,406)        | (55,269)        |
| Financial settlement                           | 5,147                             | (206)             | 3,399           | 8,340           |
| Financial expenses, net                        | 984                               | (2,023)           | 4,389           | 3,350           |
| Monetary variations, net                       | 51                                | 15                | (265)           | (199)           |
| <b>Gains / (losses) unrealized on 03/31/05</b> | <b>(3,086)</b>                    | <b>7,191</b>      | <b>(47,883)</b> | <b>(43,778)</b> |

**2Q/04**

|  | <b>Interest rates<br/>(libor)</b> | <b>Currencies</b> | <b>Gold</b>     | <b>Total</b>     |
|--|-----------------------------------|-------------------|-----------------|------------------|
| Gains/ (losses) unrealized on 03/31/04         | (139,975)                         | 3,861             | (107,295)       | (243,409)        |
| Financial settlement                           | 33,144                            | (680)             | 3,144           | 35,608           |
| Financial expenses, net                        | 23,035                            | 174               | 30,682          | 53,891           |
| Monetary variations, net                       | (8,653)                           | 130               | (4,967)         | (13,490)         |
| <b>Gains / (losses) unrealized on 06/30/04</b> | <b>(92,449)</b>                   | <b>3,485</b>      | <b>(78,436)</b> | <b>(167,400)</b> |

**Table of Contents**

Maturity dates of the instruments above are as follows:

|                  |               |
|------------------|---------------|
| Gold             | December 2008 |
| Interest (LIBOR) | October 2007  |
| Currencies       | December 2011 |
| Alumina          | December 2008 |
| Aluminum         | December 2008 |

**6.21 Administrative and Other Operating Expenses**

|                              |                |                | <b>Consolidated</b> |                 | <b>Parent Company</b> |                 |                 |
|------------------------------|----------------|----------------|---------------------|-----------------|-----------------------|-----------------|-----------------|
|                              | <b>2Q/05</b>   | <b>1Q/05</b>   | <b>2Q/04</b>        | <b>06/30/05</b> | <b>06/30/04</b>       | <b>06/30/05</b> | <b>06/30/04</b> |
| <b>Administrative</b>        |                |                |                     |                 |                       |                 |                 |
| Personnel                    | 102,856        | 103,750        | 120,322             | 206,606         | 207,944               | 115,921         | 91,194          |
| Technical consulting         | 42,155         | 21,002         | 34,508              | 63,157          | 61,605                | 41,970          | 49,406          |
| Advertising and<br>publicity | 29,739         | 14,600         | 15,335              | 44,339          | 21,342                | 41,960          | 19,388          |
| Depreciation                 | 29,487         | 29,807         | 32,461              | 59,294          | 57,832                | 25,635          | 21,324          |
| Travel expenses              | 15,041         | 9,004          | 7,412               | 24,045          | 13,741                | 16,574          | 10,837          |
| Rents and taxes              | 21,014         | 12,300         | 13,140              | 33,314          | 21,629                | 13,731          | 6,713           |
| Community aborigine          | 5,042          | 4,883          | 7,138               | 9,925           | 12,223                | 9,925           | 12,223          |
| Others (*)                   | 62,258         | 62,203         | 45,187              | 124,461         | 121,575               | 19,083          | 27,321          |
|                              | <b>307,592</b> | <b>257,549</b> | <b>275,503</b>      | <b>565,141</b>  | <b>517,891</b>        | <b>284,799</b>  | <b>238,406</b>  |

(\*) Refers basically to office maintenance expenses.

|  |              |              | <b>Consolidated</b> |                 | <b>Parent Company</b> |                 |                 |
|--|--------------|--------------|---------------------|-----------------|-----------------------|-----------------|-----------------|
|  | <b>2Q/05</b> | <b>1Q/05</b> | <b>2Q/04</b>        | <b>06/30/05</b> | <b>06/30/04</b>       | <b>06/30/05</b> | <b>06/30/04</b> |
| <b>Other operating expenses (income)</b> |              |              |                     |                 |                       |                 |                 |
| Provisions for contingencies             | 34,490       | 25,638       | 50,024              | 60,128          | 76,666                | 54,000          | 55,268          |
| Provision for loss on ICMS credits       | 8,709        | 19,560       | 7,830               | 28,269          | 9,982                 |                 |                 |
| Provision for profit sharing             | 59,992       | 46,689       | 55,282              | 106,681         | 93,282                | 90,000          | 90,000          |
| Donations                                | 32,478       | 5,890        | 9,523               | 38,368          | 18,108                | 32,253          | 18,099          |
| Pension plan                             | 17,000       |              |                     | 17,000          |                       | 17,000          |                 |
| Agreement of Itabira taxes               | 19,585       |              |                     | 19,585          |                       | 19,450          |                 |

|        |                |                |                |                |                |                |                |
|--------|----------------|----------------|----------------|----------------|----------------|----------------|----------------|
| Others | 47,516         | 23,091         | 14,490         | 70,607         | 48,708         | (35,302)       | 9,897          |
|        | <b>219,770</b> | <b>120,868</b> | <b>137,149</b> | <b>340,638</b> | <b>246,746</b> | <b>177,401</b> | <b>173,264</b> |

**6.22 Subsequent Event**

Caemi concluded the sale of its interest in Quebec Cartier Mining Company (QCM) to Dofasco Inc. for approximately US\$ 125 million in July/05. The operation will be recognized on the third quarter and the effects before taxes will be the same of the value of the sale.

25



**Table of Contents****Part III****7- Attachment I Statement of Investments in Subsidiaries**

| Participation<br>(%) |        | Assets    |           |           |           | Liabilities |                                    |                 | Cost of<br>products and<br>services |           | Operating<br>income<br>(expenses) |
|----------------------|--------|-----------|-----------|-----------|-----------|-------------|------------------------------------|-----------------|-------------------------------------|-----------|-----------------------------------|
| Total                | Voting | Current   | Long-term | Permanent | Current   | Long-term   | Adjusted<br>stockholders<br>equity | Net<br>revenues |                                     |           |                                   |
| 00.00                | 100.00 | 166,350   | 7,257     | 2,245,171 | 2         | 1,036,077   | 1,382,699                          |                 |                                     | 535,445   |                                   |
| 51.00                | 51.00  | 519,934   | 745,514   | 1,072,593 | 677,557   | 352,419     | 1,308,065                          | 1,016,493       | (700,428)                           | (21,075)  |                                   |
| 57.03                | 61.74  | 408,243   | 172,758   | 2,737,192 | 319,438   | 956,704     | 2,042,051                          | 757,541         | (473,584)                           | 83,328    |                                   |
| 00.00                | 100.00 | 3,655     | 40,723    | 604       | 21,198    |             | 23,784                             |                 |                                     | 385       |                                   |
| 60.23                | 100.00 | 1,596,518 | 82,980    | 1,817,182 | 743,807   | 811,358     | 1,941,515                          | 2,127,358       | (879,580)                           | (182,182) |                                   |
| 00.00                | 100.00 | 177,925   | 36,010    | 2,942     | 141,527   | 37,094      | 38,256                             |                 |                                     | 7,378     |                                   |
| 00.00                | 100.00 | 145,839   | 5,950     | 149,768   | 94,198    |             | 207,359                            | 91,701          | (33,394)                            | 5,523     |                                   |
| 00.00                | 100.00 | 1,291,499 | 905,803   |           | 436,390   | 952,977     | 807,935                            | 1,348,220       | (1,048,987)                         | (40,976)  |                                   |
| 00.00                | 100.00 | 21,165    | 150,534   | 147       | 14,665    | 116,025     | 41,156                             |                 |                                     | 2,606     |                                   |
| 99.99                | 100.00 | 507,358   | 197,429   | 1,080,695 | 284,993   | 1,460,859   | 39,630                             | 318,713         | (323,644)                           | 5,674     |                                   |
| 00.00                | 100.00 | 66,845    | 49,119    | 3,729     | 37,529    | 18,657      | 63,507                             |                 |                                     | 1,948     |                                   |
| 00.00                | 100.00 | 4,718,562 | 1,960,871 | 3,975,989 | 3,210,353 | 3,087,576   | 4,357,493                          | 6,295,348       | (4,996,622)                         | 554,575   |                                   |
| 00.00                | 100.00 | 129       | 1,032,500 | 39,632    | 15,463    | 1,031,000   | 25,798                             |                 |                                     | 438       |                                   |
| 00.00                | 100.00 | 348,539   | 100,225   | 10,200    | 88,295    | 102,879     | 267,790                            | 189,815         | (117,496)                           | (21,621)  |                                   |
| 00.00                | 100.00 | 162,849   | 339,863   | 381,247   | 164,268   | 28,353      | 691,338                            | 266,972         | (284,632)                           | 41,184    |                                   |
| 00.00                | 100.00 | 1,635,616 | 2,338,995 | 7,454     | 372,319   | 445,008     | 3,164,738                          |                 | (11,118)                            | 45,515    |                                   |
| 00.00                | 100.00 | 301,244   | 199       | 76,805    | 139,616   | 7,467       | 231,165                            | 308,155         | (272,464)                           | (13,251)  |                                   |
| 00.00                | 100.00 | 133,535   |           | 62,019    | 59,781    | 56,525      | 79,248                             | 47,979          | (36,133)                            | (14,839)  |                                   |
| 00.00                | 100.00 | 921,605   | 173,131   | 318,014   | 601,320   | 102,877     | 708,553                            | 553,763         | (326,713)                           | (67,707)  |                                   |
| 00.00                | 100.00 | 333       |           | 841,566   | 658       | 579,531     | 261,710                            |                 |                                     |           |                                   |
| 99.89                | 99.89  | 39,005    | 3,593     | 53,726    | 20,701    | 3,034       | 72,589                             | 53,536          | (35,367)                            | 710       |                                   |
| 00.00                | 100.00 | 85,851    | 12,645    | 53,577    | 39,580    | 58,974      | 53,519                             | 91,395          | (37,293)                            | (23,783)  |                                   |
| 00.00                | 100.00 | 81,104    | 2,174,839 |           | 81,124    | 2,174,839   | (20)                               |                 |                                     | (2)       |                                   |

|       |        |           |         |         |         |         |         |           |             |          |
|-------|--------|-----------|---------|---------|---------|---------|---------|-----------|-------------|----------|
| 50.00 | 50.00  | 1,030,317 | 5,342   | 517,064 | 438,159 | 352,560 | 762,004 | 1,661,699 | (1,479,401) | (49,114) |
| 50.00 | 50.00  | 165,511   | 68,641  | 212,939 | 229,163 | 73,659  | 144,269 | 361,046   | (249,938)   | 10,013   |
| 50.89 | 51.00  | 334,689   | 43,399  | 64,442  | 198,066 | 55,380  | 189,084 | 378,900   | (244,978)   | (16,061) |
| 50.90 | 51.00  | 314,126   | 66,838  | 61,408  | 239,806 | 45,107  | 157,459 | 345,153   | (228,558)   | (4,860)  |
| 51.00 | 51.11  | 346,743   | 87,155  | 110,775 | 357,972 | 32,437  | 154,264 | 511,641   | (389,397)   | (17,120) |
| 50.00 | 50.00  | 343,343   |         | 91,484  | 83,734  | 23,504  | 327,589 | 487,345   | (257,548)   | (64,522) |
| 50.00 | 50.00  | 16,754    | 12,450  | 100,040 | 8,556   | 30,011  | 90,677  | 6,512     | (4,736)     | (20,702) |
| 40.00 | 40.00  | 153,115   | 438,851 | 987,223 | 622,735 | 162,503 | 793,951 | 477,867   | (229,284)   | 9,050    |
| 29.35 | 28.75  | 664,197   | 284,751 | 937,769 | 663,237 | 610,578 | 612,902 | 812,279   | (444,365)   | (79,097) |
| 50.00 | 50.00  | 554,874   | 92,378  | 984,302 | 477,253 | 219,524 | 934,777 | 1,022,457 | (343,463)   | (72,983) |
| 54.51 | 54.51  | 174,406   | 56,532  | 127,102 | 55,962  | 28,217  | 273,861 | 253,308   | (226,140)   | 3,157    |
| 50.00 | 100.00 | 30,698    |         | 55,929  | 1,909   |         | 84,718  | 14,463    | (2,455)     | (17,217) |
| 49.00 | 49.00  | 21,450    | 12,134  | 44,576  | 18,284  | 28,677  | 31,199  | 48,293    | (39,088)    | (10,359) |

## Observation:

- (a) The amounts above refer to figures presented in financial statements of the companies on 06/30/05 and not only the part consolidated.
- (b) Caemi financial statements are consolidated and include \$ 28,764 of minority interest registered at non-operating result.

Table of Contents**8- Other Information the Company Deems Relevant****8.1- Consolidated Iron Ore and Pellet Sales (Main Markets Not Reviewed)**

|                               | Quarter     |           |             |           |             |           | Millions of tons Accumulated |           |             |           |
|-------------------------------|-------------|-----------|-------------|-----------|-------------|-----------|------------------------------|-----------|-------------|-----------|
|                               | 2Q/05       | %         | 1Q/05       | %         | 2Q/04       | %         | 06/30/05                     | %         | 06/30/04    | %         |
| <b>FOREIGN MARKET</b>         |             |           |             |           |             |           |                              |           |             |           |
| ÁSIA                          |             |           |             |           |             |           |                              |           |             |           |
| CHINA                         | 12.3        | 20        | 11.5        | 20        | 8.9         | 16        | 23.8                         | 20        | 18.4        | 17        |
| CORÉIA                        | 1.3         | 2         | 2.5         | 4         | 2.1         | 4         | 3.8                          | 3         | 4.9         | 5         |
| PHILIPPINES                   | 1.1         | 2         | 1.0         | 2         | 1.0         | 2         | 2.1                          | 2         | 1.8         | 2         |
| JAPAN                         | 6.6         | 11        | 5.8         | 10        | 6.3         | 11        | 12.4                         | 10        | 11.6        | 11        |
| TAIWAN                        | 0.9         | 1         | 1.2         | 2         | 1.0         | 2         | 2.1                          | 2         | 2.1         | 2         |
| OTHERS                        | 0.3         |           | 0.7         | 1         | 0.4         | 1         | 1.0                          | 1         | 1.1         | 1         |
|                               | <b>22.5</b> | <b>36</b> | <b>22.7</b> | <b>39</b> | <b>19.7</b> | <b>36</b> | <b>45.2</b>                  | <b>38</b> | <b>39.9</b> | <b>38</b> |
| EUROPE                        |             |           |             |           |             |           |                              |           |             |           |
| GERMANY                       | 6.5         | 11        | 5.9         | 10        | 6.4         | 11        | 12.4                         | 10        | 11.6        | 11        |
| SPAIN                         | 1.1         | 2         | 0.9         | 2         | 1.2         | 2         | 2.0                          | 2         | 2.2         | 2         |
| FRANCE                        | 3.0         | 5         | 2.6         | 4         | 3.1         | 6         | 5.6                          | 5         | 5.8         | 5         |
| ITALY                         | 3.4         | 6         | 2.2         | 4         | 2.3         | 4         | 5.6                          | 5         | 4.9         | 5         |
| ENGLAND                       | 1.5         | 2         | 1.3         | 2         | 0.4         | 1         | 2.8                          | 2         | 0.9         | 1         |
| OTHERS                        | 5.1         | 8         | 5.1         | 9         | 5.1         | 9         | 10.2                         | 8         | 9.2         | 8         |
|                               | <b>20.6</b> | <b>34</b> | <b>18.0</b> | <b>31</b> | <b>18.5</b> | <b>33</b> | <b>38.6</b>                  | <b>32</b> | <b>34.6</b> | <b>32</b> |
| AMERICAS                      |             |           |             |           |             |           |                              |           |             |           |
| ARGENTINA                     | 1.1         | 2         | 1.2         | 2         | 1.1         | 2         | 2.3                          | 2         | 2.2         | 2         |
| UNITED STATES                 | 1.1         | 2         | 1.3         | 2         | 1.5         | 3         | 2.4                          | 2         | 2.5         | 2         |
| OTHERS                        | 1.8         | 3         | 1.8         | 3         | 1.4         | 3         | 3.6                          | 3         | 3.1         | 3         |
|                               | <b>4.0</b>  | <b>7</b>  | <b>4.3</b>  | <b>7</b>  | <b>4.0</b>  | <b>8</b>  | <b>8.3</b>                   | <b>7</b>  | <b>7.8</b>  | <b>7</b>  |
| AFRICA/MID.<br>EAST/AUSTRALIA |             |           |             |           |             |           |                              |           |             |           |
| BAHRAIN                       | 1.0         | 2         | 0.8         | 1         | 0.7         | 1         | 1.8                          | 1         | 1.6         | 1         |
| OTHERS                        | 2.2         | 4         | 1.9         | 3         | 1.9         | 3         | 4.1                          | 3         | 3.9         | 4         |
|                               | <b>3.2</b>  | <b>6</b>  | <b>2.7</b>  | <b>4</b>  | <b>2.6</b>  | <b>4</b>  | <b>5.9</b>                   | <b>4</b>  | <b>5.5</b>  | <b>5</b>  |
|                               | <b>50.3</b> | <b>83</b> | <b>47.7</b> | <b>81</b> | <b>44.8</b> | <b>81</b> | <b>98.0</b>                  | <b>81</b> | <b>87.8</b> | <b>82</b> |
| <b>BRAZIL</b>                 | <b>11.4</b> | <b>17</b> | <b>11.2</b> | <b>19</b> | <b>10.9</b> | <b>19</b> | <b>22.6</b>                  | <b>19</b> | <b>20.7</b> | <b>18</b> |

|              |             |            |             |            |             |            |              |            |              |            |
|--------------|-------------|------------|-------------|------------|-------------|------------|--------------|------------|--------------|------------|
| <b>TOTAL</b> | <b>61.7</b> | <b>100</b> | <b>58.9</b> | <b>100</b> | <b>55.7</b> | <b>100</b> | <b>120.6</b> | <b>100</b> | <b>108.5</b> | <b>100</b> |
|--------------|-------------|------------|-------------|------------|-------------|------------|--------------|------------|--------------|------------|

---

27

**Table of Contents**

**9- Report of the Independent Accountants**

(A free translation of the original opinion in Portuguese expressed on Quarterly Information prepared in accordance with the accounting principles prescribed by Brazilian Corporate Law)

To the Stockholders and Board of Directors of  
Companhia Vale do Rio Doce  
Rio de Janeiro RJ

1. We have carried out a limited review of the Quarterly Financial Information (ITR) of Companhia Vale do Rio Doce, holding company and consolidated, in respect of the quarter ended June 30, 2005, prepared in accordance with the accounting practices adopted in Brazil and under the responsibility of the Company's management, comprising the balance sheets, the statements of income and the comments on the Company's performance.
2. Except as mentioned in paragraph 3, our limited review was carried out in accordance with the specific procedures established by the Institute of Independent Auditors of Brazil (IBRACON), in conjunction with the Federal Accounting Board, and consisted mainly of: (a) inquires and discussion with the officers responsible for the Company's and its investees' accounting, financial and operational areas about the procedures adopted for preparing the Quarterly Financial Information (ITR), and (b) review of the information and subsequent events which have, or may have, relevant effects on the Company's and its investees' financial positions and operations.
3. The financial statements as of June 30, 2005, of certain subsidiaries, jointly-owned and associated companies, in which there are relevant investments, have not been reviewed by independent auditors. Accordingly, the conclusions resulting from our review do not cover the amounts of R\$6,674,382 thousand of these investments and R\$1,346,361 thousand of the income generated by them for the quarter then ended.
4. Based on our limited review, except for the effects of the adjustments, if any, which might have been required if the financial statements of the subsidiaries, jointly-owned and associated companies mentioned in paragraph 3 had been reviewed by independent auditors, we are not aware of any relevant adjustment which should be made to the Quarterly Financial Information (ITR), referred to in paragraph 1, for it to be in accordance with the rules issued by the Brazilian Securities Commission (CVM) specifically applicable to the preparation of the obligatory Quarterly Financial Information (ITR).
5. Our limited review was conducted for the purpose of issuing our report on the Quarterly Financial Information (ITR) referred to in paragraph 1, taken as a whole. The statement of cash flows is presented as additional information, and is not a required part of the Quarterly Financial Information. Such statement has been subjected to the review procedures described in paragraph 2 and we are not aware of any material adjustment that should be made to such statement for it to be adequately presented in relation to the Quarterly Financial Information.
6. We have previously reviewed the balance sheets, holding company and consolidated, as of March 31, 2005 and the statements of income for the quarter ended June 30, 2004, presented for comparison purposes, and issued our reports dated May 6, 2005 and August 6, 2004, respectively, including a qualification regarding the financial statements of certain subsidiaries, jointly-owned and associated companies, which have not been reviewed by independent auditors. Additionally, the statement of income for the quarter ended March 31, 2004, presented for comparison purposes as an integral part of the result for the first semester of 2004, was reviewed by other independent auditors, whose report, dated May 7, 2004, included a qualification regarding the financial statements of certain subsidiaries, jointly-owned and associated companies, which have not been reviewed by independent auditors.

Rio de Janeiro, August 10, 2005

DELOITTE TOUCHE TOHMATSU  
Independent Auditors

Marcelo Cavalcanti Almeida  
Accountant



**Table of Contents**

**10 - Board of  
Directors,  
Advisory  
Committees,  
Fiscal Council,  
Executive  
Officers and  
Technical  
Responsibles**

**Board of Directors**

Sérgio Ricardo Silva Rosa

Chairman

Arlindo Magno de Oliveira

Eduardo Fernando Jardim Pinto

Erik Persson

Francisco Augusto da Costa e Silva

Jaques Wagner

Hiroshi Tada

Mário da Silveira Teixeira Júnior

Oscar Augusto de Camargo Filho

Renato da Cruz Gomes

Jorge Luiz Pacheco

**Advisory Committees of the Board of  
Directors**

**Accounting Committee**

Antonio José de Figueiredo Ferreira

**Fiscal Council**

José Bernardo de Medeiros Neto

Marcelo Amaral Moraes

Aníbal Moreira dos Santos

Joaquim Vieira Ferreira Levy

**Executive Officers**

Roger Agnelli

**Chief Executive Officer**

Murilo Pinto de Oliveira Ferreira

**Executive Officer for Equity Holdings and Business Development**

José Carlos Martins

**Executive Officer for Ferrous Minerals**

Carla Grasso

**Executive Officer for Human Resources and Corporate Services**

José Lancaster

**Executive Officer for Non-Ferrous Minerals**

Inácio Clemente da Silva  
Paulo Roberto Ferreira de Medeiros

Fábio de Oliveira Barbosa  
**Chief Financial Officer**

**Executive Development Committee**

Arlindo Magno de Oliveira  
João Moisés de Oliveira  
Olga Loffredi  
Oscar Augusto de Camargo Filho

Gabriel Stoliar  
**Executive Officer for Planning**

Guilherme Rodolfo Laager  
**Executive Officer for Logistics**

**Strategic Committee**

Roger Agnelli  
Gabriel Stoliar  
Cézar Manoel de Medeiros  
José Roberto Mendonça de Barros  
Luciano Coutinho

**Finance Committee**

Roger Agnelli  
Fábio de Oliveira Barbosa

Rômulo de Mello Dias  
Wanderlei Viçoso Fagundes

Marcus Vinícius Dias Severini  
Chief Accountant

Otto de Souza Marques Junior  
Chief Officer of Control  
Department

Wanderley Rezende de Souza

CRC-RJ 093982/O-3

**Governance and Ethics Committee**

Renato da Cruz Gomes  
Ricardo Simonsen  
Ricardo Carvalho Giambroni



**Table of Contents**

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: August 12, 2005

COMPANHIA VALE DO RIO DOCE  
(Registrant)

By: /s/ Fabio de Oliveira Barbosa

Fabio de Oliveira Barbosa  
Chief Financial Officer