

ENTREE GOLD INC
Form 3
July 08, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â RIO TINTO PLC

(Last) (First) (Middle)

6 ST. JAMES'S SQUARE

(Street)

LONDON,Â X0Â SW1Y 4LD

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

06/29/2005

3. Issuer Name **and** Ticker or Trading Symbol
ENTREE GOLD INC [ETG.V]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group
Filing(Check Applicable Line)
X Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock, no par value

6,306,921

I see Footnote ⁽¹⁾

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date
Exercisable

Expiration
Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Common Share Purchase A Warrant	06/29/2005	06/29/2007	Common Stock	2,832,865	\$ <u>(2)</u>	I	See Footnote <u>(1)</u>
Common Share Purchase B Warrant	06/29/2005	06/29/2007	Common Stock	2,832,865	\$ <u>(3)</u>	I	See Footnote <u>(1)</u>
Common Share Purchase A Warrant	07/06/2005	07/06/2007	Common Stock	320,595	\$ <u>(2)</u>	I	See Footnote <u>(1)</u>
Common Share Purchase B Warrant	07/06/2005	07/06/2007	Common Stock	320,595	\$ <u>(3)</u>	I	See Footnote <u>(1)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RIO TINTO PLC 6 ST. JAMES'S SQUARE LONDON, X0 SW1Y 4LD	Â	Â X	Â	Â

Signatures

/s/ Anette Lawless, Secretary	07/08/2005
<u> </u> Signature of Reporting Person	Date
/s/ Shannon Crompton, Assistant Secretary	07/08/2005
<u> </u> Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Held by Kennecott Canada Exploration Inc., an indirect wholly owned subsidiary of Rio Tinto plc.
- (2) C\$ 2.75.
- (3) C\$ 3.00.

Â

Remarks:

Joint Filer Information: Â Kennecott Â Canada Â Exploration Â Inc., Â 200 Â Granville Â Street, Â Suite Â 354, Â Vancouver,

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.