

Edgar Filing: QUINENCO SA - Form SC 13G/A

QUINENCO SA  
Form SC 13G/A  
May 19, 2005

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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SCHEDULE 13G/A

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)

Amendment No. 2

QUINENCO S.A.  
(Name of Issuer)

Common Shares  
(Title of Class of Securities)

74871810  
(CUSIP Number)

March 2004  
June 2001  
December 1998  
March 1998

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule  
is filed:

Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

-----  
CUSIP No. 74871810  
-----

-----  
Page 2 of 13 Pages  
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-----  
1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Andronico Luksic Abaroa

-----  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

-----  
3. SEC USE ONLY

-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

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Chile

-----

NUMBER OF 5. SOLE VOTING POWER

SHARES 605,101,159

-----

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY

-----

EACH 7. SOLE DISPOSITIVE POWER

REPORTING 605,101,159

-----

PERSON 8. SHARED DISPOSITIVE POWER

WITH

-----

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

605,101,159 (individually)

890,739,376 (total group shares)

-----

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

|\_ |

-----

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

56.0.9% (individually)

82.5% (total group shares)

-----

12. TYPE OF REPORTING PERSON\*

(IN)

-----

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

-----

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-----

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Guillermo Luksic Craig

-----

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) |X|

(b) |\_ |

-----

3. SEC USE ONLY

-----

4. CITIZENSHIP OR PLACE OF ORGANIZATION

-----

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Chile

-----  
NUMBER OF 5. SOLE VOTING POWER  
SHARES  
-----  
BENEFICIALLY 6. SHARED VOTING POWER  
OWNED BY 142,819,109  
-----  
EACH 7. SOLE DISPOSITIVE POWER  
REPORTING  
-----  
PERSON 8. SHARED DISPOSITIVE POWER  
WITH 142,819,109  
-----

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

142,819,109 (individually)  
890,739,376 (total group shares)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

13.2% (individually)  
82.5% (total group shares)

12. TYPE OF REPORTING PERSON\*

(IN)

-----  
\*SEE INSTRUCTIONS BEFORE FILLING OUT!  
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-----  
CUSIP No. 74871810  
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Page 4 of 13 Pages  
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1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Nicolas Luksic Puga

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

3. SEC USE ONLY  
-----

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4. CITIZENSHIP OR PLACE OF ORGANIZATION

Chile

-----  
NUMBER OF 5. SOLE VOTING POWER  
SHARES  
-----  
BENEFICIALLY 6. SHARED VOTING POWER  
OWNED BY 142,819,109  
-----  
EACH 7. SOLE DISPOSITIVE POWER  
REPORTING  
-----  
PERSON 8. SHARED DISPOSITIVE POWER  
WITH 142,819,109  
-----

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

142,819,109 (individually)  
890,739,376 (total group shares)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

13.2% (individually)  
82.5% (total group shares)

12. TYPE OF REPORTING PERSON\*

(IN)

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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-----  
CUSIP No. 74871810  
-----

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Page 5 of 13 Pages  
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1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Inmobiliaria e Inversiones Rio Claro S.A.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

3. SEC USE ONLY

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4. CITIZENSHIP OR PLACE OF ORGANIZATION

Chile

NUMBER OF 5. SOLE VOTING POWER  
SHARES

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 142,819,109

EACH 7. SOLE DISPOSITIVE POWER  
REPORTING

PERSON 8. SHARED DISPOSITIVE POWER  
WITH 142,819,109

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

142,819,109 (individually)  
890,739,376 (total group shares)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

13.2% (individually)  
82.5% (total group shares)

12. TYPE OF REPORTING PERSON\*

(HC)

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP No. 74871810

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1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Andronico Luksic Craig

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

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-----  
4. CITIZENSHIP OR PLACE OF ORGANIZATION

Chile

-----  
NUMBER OF 5. SOLE VOTING POWER  
SHARES

-----  
BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 124,819,108

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

-----  
PERSON 8. SHARED DISPOSITIVE POWER

WITH 124,819,108

-----  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

124,819,108 (individually)  
890,739,376 (total group shares)

-----  
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

-----  
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.5% (individually)  
82.5% (total group shares)

-----  
12. TYPE OF REPORTING PERSON\*

(IN)

-----  
\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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-----  
CUSIP No. 74871810

-----  
Page 7 of 13 Pages

-----  
1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Patricia Lederer Tcherniak

-----  
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

-----  
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4. CITIZENSHIP OR PLACE OF ORGANIZATION

Chile

NUMBER OF 5. SOLE VOTING POWER

SHARES

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 124,819,108

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON 8. SHARED DISPOSITIVE POWER

WITH 124,819,108

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

124,819,108 (individually)  
890,739,376 (total group shares)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.5% (individually)  
82.5% (total group shares)

12. TYPE OF REPORTING PERSON\*

(IN)

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP No. 74871810

Page 8 of 13 Pages

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Inversiones Consolidadas S.A.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

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4. CITIZENSHIP OR PLACE OF ORGANIZATION

Chile

NUMBER OF 5. SOLE VOTING POWER

SHARES

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 124,819,108

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON 8. SHARED DISPOSITIVE POWER

WITH 124,819,108

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

124,819,108 (individually)
890,739,376 (total group shares)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

|\_ |

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11.5% (individually)
82.5% (total group shares)

12. TYPE OF REPORTING PERSON\*

(HC)

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

1. NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Andronico Luksic Lederer

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) |X|
(b) |\_ |



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4. CITIZENSHIP OR PLACE OF ORGANIZATION

Chile

NUMBER OF 5. SOLE VOTING POWER

SHARES

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 142,819,108

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON 8. SHARED DISPOSITIVE POWER

WITH 142,819,108

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

142,819,108 (individually)

890,739,376 (total group shares)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

13.2% (individually)

82.5% (total group shares)

12. TYPE OF REPORTING PERSON\*

(IN)

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Davor Luksic Lederer

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

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(b) |\_ |

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Chile

NUMBER OF 5. SOLE VOTING POWER  
SHARES

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 142,819,108

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON 8. SHARED DISPOSITIVE POWER

WITH 142,819,108

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

142,819,108 (individually)  
890,739,376 (total group shares)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

|\_ |

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

13.2% (individually)  
82.5% (total group shares)

12. TYPE OF REPORTING PERSON\*

(IN)

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Max Luksic Lederer

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

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(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Chile

NUMBER OF SHARES 5. SOLE VOTING POWER

BENEFICIALLY OWNED BY 6. SHARED VOTING POWER  
142,819,108

EACH REPORTING 7. SOLE DISPOSITIVE POWER

PERSON WITH 8. SHARED DISPOSITIVE POWER  
142,819,108

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

142,819,108 (individually)  
890,739,376 (total group shares)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

13.2% (individually)  
82.5% (total group shares)

12. TYPE OF REPORTING PERSON\*

(IN)

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Dax Luksic Lederer

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

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(a)  |X|  
(b)  |\_|

-----  
3. SEC USE ONLY  
-----

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Chile  
-----

NUMBER OF 5. SOLE VOTING POWER  
SHARES  
-----

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 142,819,108  
-----

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON 8. SHARED DISPOSITIVE POWER

WITH 142,819,108  
-----

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

142,819,108 (individually)  
890,739,376 (total group shares)  
-----

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

\_

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

13.2% (individually)  
82.5% (total group shares)  
-----

12. TYPE OF REPORTING PERSON\*

(IN)  
-----

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

12

-----  
CUSIP No. 74871810  
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Page 13 of 13 Pages  
-----

1. NAME OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Inversiones Salta S.A.  
-----

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2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Chile

NUMBER OF 5. SOLE VOTING POWER

SHARES

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 142,819,108

EACH 7. SOLE DISPOSITIVE POWER

REPORTING

PERSON 8. SHARED DISPOSITIVE POWER

WITH 142,819,108

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

142,819,108 (individually)  
890,739,376 (total group shares)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

1.6% (individually)  
82.5% (total group shares)

12. TYPE OF REPORTING PERSON\*

(HC)

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Item 1(a). Name of Issuer:

Quinenco S.A.

Item 1(b). Address of Issuer's Principal Executive Offices:

Enrique Foster Sur 20, P. 14, Las Condes, Santiago, Chile

Item 2(a). Name of Person Filing:

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This statement is being filed by Andronico Luksic Abaroa, Guillermo Luksic Craig, Nicolas Luksic Puga, Inmobiliaria e Inversiones Rio Claro S.A., Andronico Luksic Craig, Patricia Lederer Tcherniak, Inversiones Consolidadas S.A., Andronico Luksic Lederer, Davor Luksic Lederer, Max Luksic Lederer, Dax Luksic Lederer and Inversiones Salta S.A.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the principal business office (or, if none, the residence) of each person filing this Schedule is as follows:

Andronico Luksic Abaroa resides in Chile and has his principal business address at Ahumada 11, 10th Floor, Santiago, Chile;

Guillermo Luksic Craig resides in Chile and has his principal business address at Enrique Foster Sur 20, 16th Floor, Santiago, Chile;

Nicolas Luksic Puga resides in Chile and has his principal business address at Enrique Foster Sur 20, 18th Floor, Las Condes, Santiago, Republic of Chile;

Inmobiliaria e Inversiones Rio Claro S.A. is located at Enrique Foster Sur 20, 18th Floor, Santiago, Chile;

Andronico Luksic Craig resides in Chile and has his principal business address at Enrique Foster Sur 20, 16th Floor, Santiago, Chile;

Patricia Lederer Tcherniak resides in Chile and has her principal business address at Enrique Foster Sur 20, 18th Floor, Santiago, Chile;

Inversiones Consolidadas S.A. is located at Enrique Foster Sur 20, 18th Floor, Santiago, Chile;

Andronico Luksic Lederer resides in Chile and has his principal business address at Enrique Foster Sur 20, 18th Floor, Las Condes, Santiago, Chile;

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Davor Luksic Lederer resides in Chile and has his principal business address at Enrique Foster Sur 20, 18th Floor, Las Condes, Santiago, Chile;

Max Luksic Lederer (minor), son of Andronico Luksic Craig and Patricia Lederer Tcherniak, resides in Chile and has his principal business address at Enrique Foster Sur 20, 18th Floor, Las Condes, Santiago, Chile;

Dax Luksic Lederer (minor), son of Andronico Luksic Craig and Patricia Lederer Tcherniak, resides in Chile and has his principal business address at Enrique Foster Sur 20, 18th Floor, Las Condes, Santiago, Chile; and

Inversiones Salta S.A. is located at Enrique Foster Sur 20, 18th Floor, Santiago, Chile.

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Item 2(c). Citizenship:

See item 4 on Page 2  
See item 4 on Page 3  
See item 4 on Page 4  
See item 4 on Page 5  
See item 4 on Page 6  
See item 4 on Page 7  
See item 4 on Page 8  
See item 4 on Page 9  
See item 4 on Page 10  
See item 4 on Page 11  
See item 4 on Page 12  
See item 4 on Page 13

Item 2(d). Title of Class of Securities:

Common Shares.

Item 2(e). CUSIP Number:

74871810

Item 3. Not applicable.

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Item 4. Ownership

(a) Amount beneficially owned:

See item 9 on Page 2  
See item 9 on Page 3  
See item 9 on Page 4  
See item 9 on Page 5  
See item 9 on Page 6  
See item 9 on Page 7  
See item 9 on Page 8  
See item 9 on Page 9  
See item 9 on Page 10  
See item 9 on Page 11  
See item 9 on Page 12  
See item 9 on Page 13

(b) Percent of class:

See item 11 on Page 2  
See item 11 on Page 3  
See item 11 on Page 4  
See item 11 on Page 5  
See item 11 on Page 6  
See item 11 on Page 7  
See item 11 on Page 8  
See item 11 on Page 9  
See item 11 on Page 10  
See item 11 on Page 11  
See item 11 on Page 12  
See item 11 on Page 13

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(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See item 6 on Page 2

(ii) Shared power to vote or to direct the vote:

See item 6 on Page 3

See item 6 on Page 4

See item 6 on Page 5

See item 6 on Page 6

See item 6 on Page 7

See item 6 on Page 8

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See item 6 on Page 9

See item 6 on Page 10

See item 6 on Page 11

See item 6 on Page 12

See item 8 on Page 13

(iii) Sole power to dispose or to direct the disposition of:

See item 8 on Page 2

(iv) Shared power to dispose or to direct the disposition of:

See item 8 on Page 3

See item 8 on Page 4

See item 8 on Page 5

See item 8 on Page 6

See item 8 on Page 7

See item 8 on Page 8

See item 8 on Page 9

See item 8 on Page 10

See item 8 on Page 11

See item 8 on Page 12

See item 8 on Page 13

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

See Exhibit B.

Item 8. Identification and Classification of Members of the Group.

See Exhibit C.

Item 9. Notice of Dissolution of Group.



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Not applicable.

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Item 10. Certifications.

Not applicable.

18

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: April 19, 2005

Andronico Luksic Abaroa

By: /s/ Andronico Luksic Abaroa

-----  
Name: Andronico Luksic Abaroa

Guillermo Luksic Craig  
Nicolas Luksic Puga  
Inmobiliaria e Inversiones Rio Claro S.A.

By: /s/ Mario Garrido Taraba

-----  
Name: Mario Garrido Taraba  
Title: Attorney-In-Fact

Andronico Luksic Craig  
Patricia Lederer Tcherniak  
Inversiones Consolidadas S.A.  
Andronico Luksic Lederer  
Davor Luksic Lederer  
Max Luksic Lederer  
Dax Luksic Lederer  
Inversiones Salta S.A.

By: /s/ Rodrigo Terre Fontbana

-----  
Name: Rodrigo Terre Fontbana  
Title: Attorney-In-Fact

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EXHIBIT INDEX

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Exhibit	Description
-----	-----
Exhibit A	1. Joint Filing Agreement of Guillermo Luksic Craig, Nicolas Luksic Puga and Inmobiliaria e Inversiones Rio Claro S.A. (together with powers of attorney).....
	2. Joint Filing Agreement of Andronico Luksic Craig, Patricia Lederer Tcherniak, Inversiones Consolidadas S.A., Andronico Luksic Lederer, Davor Luksic Lederer, Max Luksic Lederer, Dax Luksic Lederer and Inversiones Salta S.A. (together with powers of attorney).....
Exhibit B	Entities Owned by Mr. Andronico Luksic Abaroa.....
Exhibit C	Identification of Members of a Group.....

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Exhibit A-1 to Schedule 13G/A

1. The undersigned persons (the "Reporting Persons") hereby agree that a joint statement of this schedule 13G/A, and any amendments thereto, be filed on their behalf by Mario Garrido Taraba, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile.

Each of the Reporting Persons is responsible for the completeness and accuracy of the information concerning each of the items contained therein, but none of the Reporting Persons is responsible for the completeness or accuracy of the information concerning any other Reporting Person.

Date: April 19, 2005

Guillermo Luksic Craig  
Nicolas Luksic Puga  
Inmobiliaria e Inversiones Rio Claro S.A.

By: /s/ Mario Garrido Taraba

-----  
Name: Mario Garrido Taraba  
Title: Attorney-in-fact

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Power Of Attorney

The undersigned, Guillermo Luksic Craig, an individual whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Mario Garrido Taraba, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as his attorney-in-fact, for him and in his name, to execute and cause to be filed or delivered, as required by Section 13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he

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could do if personally present.

Signed as of the 19th day of April 2005.

By: /s/ Guillermo Luksic Craig

-----  
Name: Guillermo Luksic Craig

WITNESS:

/s/ Manuel Jose Noguera Eyzaguirre

-----  
Name: Manuel Jose Noguera Eyzaguirre

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Power Of Attorney

The undersigned, Nicolas Luksic Puga, an individual whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Mario Garrido Taraba, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as his attorney-in-fact, for him and in his name, to execute and cause to be filed or delivered, as required by Section 13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he could do if personally present.

Signed as of the 19th day of April 2005.

By: /s/ Nicolas Luksic Puga

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Name: Nicolas Luksic Puga

WITNESS:

/s/ Alessandro Bizzarri Carvallo

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Name: Alessandro Bizzarri Carvallo

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Power Of Attorney

The undersigned, Inmobiliaria e Inversiones Rio Claro S.A., a holding company whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Mario Garrido Taraba, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as its attorney-in-fact, for it and in its name, to execute and cause to be filed or delivered, as required by Section

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13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he could do if personally present.

Signed as of the 19th day of April 2005.

INMOBILIARIA E INVERSIONES  
RIO CLARO S.A.

By: /s/ Mario Garrido Taraba

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Name: Mario Garrido Taraba

WITNESS:

/s/ Alesandro Bizzarri Carvallo

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Name: Alesandro Bizzarri Carvallo

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Exhibit A-2 to Schedule 13G/A

2. The undersigned persons (the "Reporting Persons") hereby agree that a joint statement of this schedule 13G/A, and any amendments thereto, be filed on their behalf by Rodrigo Terre Fontbona, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile.

Each of the Reporting Persons is responsible for the completeness and accuracy of the information concerning each of the items contained therein, but none of the Reporting Persons is responsible for the completeness or accuracy of the information concerning any other Reporting Person.

Date: April 19, 2005

Andronico Luksic Craig  
Patricia Lederer Tcherniak  
Inversiones Consolidadas S.A.  
Andronico Luksic Lederer  
Davor Luksic Lederer  
Max Luksic Lederer  
Dax Luksic Lederer  
Inversiones Salta S.A.

By: /s/ Rodrigo Terre Fontbona

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Name: Rodrigo Terre Fontbona  
Title: Attorney-in-fact

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Power Of Attorney

The undersigned, Andronico Luksic Craig, an individual whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Rodrigo Terre Fontbona, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as his attorney-in-fact, for him and in his name, to execute and cause to be filed or delivered, as required by Section 13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he could do if personally present.

Signed as of the 19th day of April 2005.

By: /s/ Andronico Luksic Craig  
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Name: Andronico Luksic Craig

WITNESS:

/s/ Manuel Jose Noguera Eyzaguirre  
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Name: Manuel Jose Noguera Eyzaguirre

Power Of Attorney

The undersigned, Patricia Lederer Tcherniak, an individual whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Rodrigo Terre Fontbona, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as his attorney-in-fact, for him and in his name, to execute and cause to be filed or delivered, as required by Section 13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he could do if personally present.

Signed as of the 19th day of April 2005.

By: /s/ Patricia Lederer Tcherniak  
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Name: Patricia Lederer Tcherniak

WITNESS:

/s/ Manuel Jose Noguera Eyzaguirre  
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Name: Manuel Jose Noguera Eyzaguirre

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Power Of Attorney

The undersigned, Inversiones Consolidadas S.A., a holding company whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Rodrigo Terre Fontbona, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as its attorney-in-fact, for it and in its name, to execute and cause to be filed or delivered, as required by Section 13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he could do if personally present.

Signed as of the 19th day of April 2005.

INVERSIONES CONSOLIDADAS S.A.

By: /s/ Mario Garrido Taraba

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Name: Mario Garrido Taraba

By: /s/ Rodrigo Terre Fontbona

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Name: Rodrigo Terre Fontbona

WITNESS:

/s/ Manuel Jose Noguera Eyzaguirre

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Name: Manuel Jose Noguera Eyzaguirre

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Power Of Attorney

The undersigned, Andronico Luksic Lederer, an individual whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Rodrigo Terre Fontbona, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as his attorney-in-fact, for him and in his name, to execute and cause to be filed or delivered, as required by Section 13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he could do if personally present.

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Signed as of the 19th day of April 2005.

By: /s/ Andronico Luksic Lederer

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Name: Andronico Luksic Lederer

WITNESS:

/s/ Alessandro Bizzarri Carvallo

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Name: Alessandro Bizzarri Carvallo

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Power Of Attorney

The undersigned, Davor Luksic Lederer, an individual whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Rodrigo Terre Fontbona, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as his attorney-in-fact, for him and in his name, to execute and cause to be filed or delivered, as required by Section 13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he could do if personally present.

Signed as of the 19th day of April 2005.

By: /s/ Davor Luksic Lederer

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Name: Davor Luksic Lederer

WITNESS:

/s/ Alessandro Bizzarri Carvallo

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Name: Alessandro Bizzarri Carvallo

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Power Of Attorney

The undersigned, Max Luksic Lederer (minor), son of Andronico Luksic Craig and Patricia Lederer Tcherniak, an individual whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Rodrigo Terre Fontbona, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as his attorney-in-fact, for him and in his name, to execute and cause to be filed or delivered, as required by Section 13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the

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Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he could do if personally present.

Signed as of the 19th day of April 2005.

By: /s/ Andronico Luksic Craig

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Name: Andronico Luksic Craig  
Father of Max Luksic Lederer

WITNESS:

/s/ Manuel Jose Noguera Eyzaguirre

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Name: Manuel Jose Noguera Eyzaguirre

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Power Of Attorney

The undersigned, Dax Luksic Lederer (minor), son of Andronico Luksic Craig and Patricia Lederer Tcherniak, an individual whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Rodrigo Terre Fontbona, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as his attorney-in-fact, for him and in his name, to execute and cause to be filed or delivered, as required by Section 13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he could do if personally present.

Signed as of the 19th day of April 2005.

By: /s/ Andronico Luksic Craig

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Name: Andronico Luksic Craig  
Father of Dax Luksic Lederer

WITNESS:

/s/ Manuel Jose Noguera Eyzaguirre

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Name: Manuel Jose Noguera Eyzaguirre

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### Power Of Attorney

The undersigned, Inversiones Salta S.A., a holding company whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, does hereby appoint Rodrigo Terre Fontbona, whose address is Enrique Foster Sur 20, piso 18, Las Condes, Santiago, Chile, as its attorney-in-fact, for it and in its name, to execute and cause to be filed or delivered, as required by Section 13(d) of the Securities Exchange Act of 1934, any number, as appropriate, of original and copies of the Securities and Exchange Commission Schedule 13G ("Schedule 13G") any amendments thereto, and any agreement to file Schedule 13G jointly with any other reporting person in respect of the shares of Quinenco S.A. common stock, owned by the undersigned and generally to take such other actions and such other things necessary to effectuate the foregoing as fully in all respects as he could do if personally present.

Signed as of the 19th day of April 2005.

INVERSIONES SALTA S.A.

By: /s/ Mario Garrido Taraba

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Name: Mario Garrido Taraba

By: /s/ Rodrigo Terre Fontbona

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Name: Rodrigo Terre Fontbona

WITNESS:

/s/ Alessandro Bizzarri Carvallo

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Name: Alessandro Bizzarri Carvallo

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Exhibit B to Schedule 13G/A

### Entities Owned by Mr. Andronico Luksic Abaroa

Mr. Andronico Luksic Abaroa holds his 605,101,159 common shares of Quinenco S.A. through a series of entities that he owns or controls directly or indirectly, including the Luksburg Foundation, a Liechtenstein foundation, Dolberg Finance Corporation Establishment ("Dolberg"), a Liechtenstein establishment, Ruana Copper Corporation Establishment ("Ruana"), a Liechtenstein establishment, Lanzville Investments Establishment ("Lanzville"), a Liechtenstein establishment, and Geotech Establishment ("Geotech"), a Liechtenstein establishment. Mr. Luksic holds 240,938,000 common shares (22.3%) of Quinenco S.A. through Ruana (the registered holder of these shares is Ruana Copper A.G. Agencia Chile, a Chilean agency). The remainder of the shares are held through Dolberg, Lanzville and Geotech, which respectively own 50.7%, 14.1% and 29.8%, of Andsberg Ltd ("Andsberg Jersey"), a Jersey limited liability company, which in turn owns 100% of Andsberg Inv. Ltd, a Jersey limited liability company, which in turn owns 100% of Andsberg Inversiones Ltda ("Andsberg Chile"), a Chilean limited liability partnership. Andsberg Chile owns 364,163,159 common shares (33.7%) of Quinenco S.A.

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Andsberg Inv. Ltd is located at 22 Grenville Street, St. Helier, Jersey, Channel Islands JE48PX.

Andsberg Inversiones Ltda. is located at Ahumada 11, Oficina 206, Santiago, Chile.

Andsberg Ltd is located at 22 Grenville Street, St. Helier, Jersey, Channel Islands JE48PX.

Dolberg Finance Corporation Establishment is located at Heiligkreuz 6, FL-9490 Vaduz, Liechtenstein.

Geotech is located at Heiligkreuz 6, FL-9490 Vaduz, Liechtenstein.

Lanzville Investments Establishment is located at Heiligkreuz 6, FL-9490 Vaduz, Liechtenstein.

Luksburg Foundation is located at Heiligkreuz 6, FL-9490 Vaduz, Liechtenstein.

Ruana Copper A.G. Agencia Chile is located at Ahumada 11, Oficina 206, Santiago, Chile.

Ruana Copper Corporation Establishment is located at Heiligkreuz 6, FL-9490 Vaduz, Liechtenstein.

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Exhibit C to Schedule 13G/A

### Members of Group:

Guillermo Luksic Craig	(IN)
Nicolas Luksic Puga	(IN)
Inmobiliaria e Inversiones Rio Claro S.A.	(HC)
Andronico Luksic Craig	(IN)
Patricia Lederer Tcherniak	(IN)
Inversiones Consolidadas S.A.	(HC)
Andronico Luksic Lederer	(IN)
Davor Luksic Lederer	(IN)
Max Luksic Lederer	(IN)
Dax Luksic Lederer	(IN)
Inversiones Salta S.A.	(HC)

Aggregate amount of common shares beneficially owned by group: 890,739,376

Percent of class: 82.5%

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