

Lang Michener LLP

Lawyers - Patent & Trade Mark Agents

BCE Place, 181 Bay Street, Suite 2500
P.O. Box 747
Toronto ON M5J 2T7
Canada

Telephone: 416-360-8600
Facsimile: 416-365-1719

June 21, 2006

U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-3628

Attn: Mauri L. Osheroff, Esq.
Associate Director
U.S. Securities and Exchange Commission

Brian V. Breheny, Esq.
Chief, Office of Mergers and Acquisitions
Division of Corporation Finance

Celeste M. Murphy, Esq.
Special Counsel, Office of Mergers and Acquisitions
Division of Corporation Finance

Ladies and Gentlemen:

We are Canadian counsel to Teck Cominco Limited ("Teck"), a corporation existing under the *Canada Business Corporations Act*, as amended. We are writing in respect of the letter (the "Application Letter") dated June 21, 2006 from Paul, Weiss, Rifkind, Wharton & Garrison LLP requesting on behalf of Teck exemptive relief from certain provisions of the United States Securities and Exchange Act of 1934, as amended.

We have reviewed the Application Letter and are of the opinion that the statements made therein relating to Canadian take-over bid law and practice are a fair and accurate summary of take-over bid law and practice in Canada.

The opinion expressed above is limited to the laws of the Province of Ontario and the federal laws of Canada applicable therein, and we express no opinion as to any laws, or matters governed by any laws, other than the laws of the Province of Ontario and the federal laws of Canada applicable therein in effect as of the date hereof.

Lang Michener LLP
Lawyers – Patent & Trade Mark Agents

Page 2

The opinion expressed above is provided solely for the benefit of the addressees in connection with the transactions contemplated by the Application Letter and may not be used or relied upon by any other person or for any other purpose.

Yours very truly,

Lang Michener LLP