

VALLEY OF THE RIO DOCE CO

Form 6-K

July 29, 2005

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**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

July 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-)

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TRANSLATED FROM THE ORIGINAL IN PORTUGUESE

**FEDERAL PUBLIC SERVICE
SECURITIES COMMISSION (Comissão de
Valores Mobiliários - CVM)
ANNUAL INFORMATION - IAN
YEAR ENDED 12/31/2003**

**02 - FILING
01 - NUMBER**

**REGISTRY WITH THE CVM DOES NOT IMPLY ANY JUDGEMENT ABOUT THE COMPANY, SINCE
ITS ADMINISTRATORS ARE RESPONSIBLE FOR THE TRUTHFULNESS FOR THE INFORMATION
GIVEN.**

01.01 - IDENTIFICATION

1 - CVM CODE	2 - NAME OF THE COMPANY	3 - CNPJ (CORPORATE TAXPAYER NUMBER)
00417-0	COMPANHIA VALE DO RIO DOCE	33.592.510/0001-54

4 - TRADE NAME	5 - PREVIOUS NAME	6 - NIRE
CVRD	NIHIL	33300019766

7- SITE
www.cvrd.com.br

01.02 - ADDRESS OF THE PRINCIPAL OFFICE

1 - FULL ADDRESS (STREET, No. AND COMPLEMENT)	2 - DISTRICT DOWNTOWN
Avenida Graça Aranha, 26	Centro

3 - CEP (ZIP CODE)	4 - MUNICIPALITY	5 - FEDERAL UNIT
20030-900	Rio de Janeiro	RJ

6 - AREA CODE (DDD)	7 - PHONE No.	8 - PHONE No.	9 - PHONE No.	10 - TELEX
21	3814-4477			

11 - AREA CODE (DDD) **12 - FAX** **13 - FAX** **14 - FAX**

15 - E-MAIL

fabio.barbosa@cvr.com.br

01.03 - SHAREHOLDERS DEPARTMENT

1 - NAME

Bernardeth Vieira de Souza

2 - POSITION

Treasury General Manager

3 - FULL ADDRESS (STREET, No. AND COMPLEMENT)

Avenida Graça Aranha, 26 - 13th floor

4 - QUARTER OR DISTRICT

Centro

5 - CEP (ZIP CODE)

20030-900

6 - MUNICIPALITY

Rio de Janeiro

7 - FEDERAL UNIT

RJ

8 - AREA CODE (DDD)

21

9 - PHONE No.

3814-4454

10 PHONE - No.

-

11 PHONE No.

-

12 - TELEX

13 AREA CODE (DDD)

-

21

12 FAX

-

3814-4603

15 FAX

-

16 FAX

-

-

17 E-MAIL

-

bernardeth.souza@cvr.com.br

18 - NAME

Bradesco Bank

19 - CONTACT

Antonio Carlos Menegaci

20 - FULL ADDRESS (STREET, No. AND COMPLEMENT)

21 - QUARTER OR DISTRICT

Prédio Amarelo Velho, 2º andar

Osasco

22 - CEP (ZIP CODE) 06029-900	23 - MUNICIPALITY São Paulo	24 - FEDERAL UNIT SP
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25 AREA CODE (DDD) -	26 PHONE No. -	27 PHONE No. -	28 PHONE No. -	29 TELEX -
11	3684-4522			

30 AREA CODE (DDD) -	31 FAX -	32 FAX -	33 FAX -
11	3684-5645		

34 E-MAIL

-
4010.moraes@bradesco.com.br

OTHER PLACE FOR STOCKHOLDER SERVICE

35 - ITEM	36 - MUNICIPALITY	37 - FEDERAL (UNIT)	38 - AREA CODE	39 - PHONE No.	40 - PHONE No.
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01	Bradesco Bank			-	-
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00417-0	COMPANHIA VALE DO RIO DOCE	33.592.510/0001-54

01.04 - DIRECTOR OF MARKET RELATIONS (Address for correspondence with the Company)

1 - NAME

Fábio de Oliveira Barbosa

**2 - FULL ADDRESS (STREET, No. AND
COMPLEMENT)**

Avenida Graça Aranha, 26 - 18th floor

**3 - QUARTER OR
DISTRICT**

Centro

4 - CEP (ZIP CODE)

20030-900

5 - MUNICIPALITY

Rio de Janeiro

6 - FEDERAL UNIT

RJ

**7 - AREA CODE
(DDD)**

21

8 - PHONE No.

3814-8888

9 - PHONE No.

-

**10 - PHONE
No.**

-

11 - TELEX

-

**12 - AREA CODE
(DDD)**

21

13 - FAX

3814-8820

14 - FAX

-

15 - FAX

-

16 - E-MAIL

fabio.barbosa@cverd.com.br

**17 - BRAZILIAN
DIRECTOR**

YES

**18 - TAX PAYER
CARD**

359.558.996-34

19 - PASSPORT

-

01.05 - REFERENCE/AUDITOR

1 - LAST FISCAL YEAR START

01/01/2004

**2 - LAST FISCAL YEAR
END**

12/31/2004

3 - CURRENT FISCAL YEAR START

01/01/2005

**4 - CURRENT FISCAL
YEAR END**

12/31/2005

5 - AUDITOR S NAME

PricewaterhouseCoopers Auditores
Independentes

6 - CVM CODE

00287-9

7 - NAME OF PARTER

Marcelo Cavalcanti Almeida

7 - TAX PAYER CARD

335.905.597-72

01.06 - GENERAL DATA

1 - STOCK EXCHANGE WHERE IT IS REGISTERED

BVBAAL

BVMESB

BVPR

BVRJ

BVST

BVES

BVPP

BVRG

BOVESPA

2 - TRADING MARKET

Stock Exchange

3 - SITUATION

Operational

4 - ACTIVITY CODE

103 - MINERAL EXTRACT

5 - MAIN ACTIVITY

IRON ORE EXTRACT, DRESSING AND
TRADE

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01.07 - STOCK CONTROL

1 - NATURE

Private National

2 - SECURITIES ISSUED BY THE COMPANY

x 1 - SHARES

o 2 - REDEEMABLE SHARES

x 3 - SIMPLE DEBENTURES

o 4 - DEBENTURES CONVERTIBLE INTO SHARES

o 5 - PARTICIPATION CERTIFICATES

o 6 - SUBSCRIPTION BONUSES

01.08 - PUBLICATION OF THE INFORMATIVE DOCUMENTS

1 - NOTICE TO STOCKHOLDERS ABOUT THE AVAILABILITY OF THE FINANCIAL STATEMENTS (ARTICLE 133, LAW No. 6,404/76)

03/29/2005

2 - MINUTES OF THE ORDINARY GENERAL MEETING WHICH APPROVED THE FINANCIAL STATEMENTS

04/29/2005

3 - CALL OF ORDINARY GENERAL MEETING FOR APPROVING THE FINANCIAL STATEMENTS

03/29/2005

4 - PUBLICATION OF THE FINANCIAL STATEMENTS

04/05/2005

01.09 - NEWSPAPERS IN WHICH THE COMPANY DIVULGES INFORMATION

1 - ITEM	2 - TITLE	3 - FEDERAL UNIT
01	Diário Oficial do RJ	RJ
02	Jornal do Commercio	RJ
03	Gazeta Mercantil	BR

01.10 - DIRECTOR OF MARKET RELATIONS

1 - DATE 2 - SIGNATURE

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02.01.01 PRESENT COMPOSITION OF THE BOARD OF DIRECTORS AND EXECUTIVE BOARD

	3 - TAXPAYER CARD	4 - ELECTION DATE	5 - TERM OF OFFICE	6 - CODE INDICATED BY THE OWNER (*)	8 - CODE- TITLE
MEMBER 2 - ADMINISTRATOR					
Sérgio Ricardo Silva Rosa	003.580.198-00	04/16/2003	OGM 2007	2 YES	20 Chairman
Mário da Silveira Teixeira Júnior	113.119.598-15	04/16/2003	OGM 2007	2 YES	21 Vice-Chairman
Erik Persson	148.409.280-53	04/25/2001	OGM 2007	2 YES	22 Member(Effective)
Jorge Luiz Pacheco	345.466.007-63	04/16/2003	OGM 2007	2 YES	22 Member(Effective)
Arlindo Magno de Oliveira	281.761.977-34	04/16/2003	OGM 2007	2 YES	22 Member(Effective)
Renato da Cruz Gomes	426.961.277-00	04/25/2001	OGM 2007	2 YES	22 Member(Effective)
Hiroshi Tada	999.999.999-99	04/27/2005	OGM 2007	2 YES	22 Member(Effective)
Oscar Augusto de Camargo Filho	030.754.948-87	09/24/2003	OGM 2007	2 YES	22 Member(Effective)
Francisco Augusto da Costa e Silva	092.297.957-04	04/27/2005	OGM 2007	2 NO	22 Member(Effective)
Eduardo Fernando Jardim Pinto	226.158.813-53	04/27/2005	OGM 2007	2 NO	22 Member(Effective)
Jaques Wagner	264.716.207-72	12/30/2003	OGM 2007	2 YES	22 Member(Effective)
Luiz Antônio Santos Baptista	467.551.367-00	07/29/2004	OGM 2007	2 YES	22 Member(substitut)
Rômulo de Mello Dias	604.722.787-20	09/24/2003	OGM 2007	2 YES	22 Member(substitut)
Jose Horta Mafra costa	098.371.836-91	04/27/2005	OGM 2007	2 YES	22 Member(substitut)
Wanderlei Viçoso Fagundes	043.341.757-91	09/24/2003	OGM 2007	2 YES	22 Member(substitut)
Hidehiro Takahashi	949.725.917-49	04/27/2005	OGM 2007	2 YES	22 Member(substitut)
Rita Cassia Paz Andrade Robles	905.684.437-72	04/27/2005	OGM 2007	2 YES	22 Member(substitut)
José Mauro Guahyba de Almeida	022.181.357-87	04/27/2005	OGM 2007	2 YES	22 Member(substitut)
Sérgio Ricardo Lopes de Farias	799.861.537-00	04/27/2005	OGM 2007	2 YES	22 Member(substitut)
Gerardo Xavier Santiago	603.267.947-00	04/27/2005	OGM 2007	2 YES	22 Member(substitut)
João Moisés de Oliveira	090.620.258-20	09/24/2003	OGM 2007	2 YES	22 Member(substitut)

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1 -	2 - ADMINISTRATOR	3 - TAXPAYER CARD	4 - ELECTION DATE	5 - TERM OF OFFICE	6 - CODE INDICATED BY THE OWNER (*)	8 - CODE- TITLE
23	Roger Agnelli	007.372.548-07	03/27/2002	05/25/2005	1	22 Chief Executive Officer
24	Fábio de Oliveira Barbosa	359.558.996-34	05/15/2002	05/25/2005	1	19 Chief Financial Officer
25	José Carlos Martins	304.880.288-68	04/22/2004	05/25/2005	1	19 Executive Officer for Ferrous
26	Gabriel Stoliar	402.763.927-87	03/27/2002	05/25/2005	1	19 Executive Officer for Planning and Control
27	Murilo Pinto de Oliveira Ferreira	212.466.706-82	04/20/2005	05/25/2005	1	19 Executive Officer for Holdings, Energy and Businesses Development
28	José Auto Lancaster Oliveira	312.786.717-49	09/30/2004	05/25/2005	1	19 Executive Officer for Non-Ferrous Minerals
30	Guilherme Rodolfo Laager	606.451.997-53	03/27/2002	05/25/2005	1	19 Executive Officer for Logistics
24	Carla Grasso	313.335.241-53	03/27/2002	05/25/2005	1	10 Executive Officer of Human Resources and Corporate Services

(*) Code:

OGM Ordinary General Meeting / BDM Board Of Directors Meeting / EGM Extraordinary General Meeting 1 Belongs only to the executive board / 2 Belongs only to the board of directors / 3 Belongs to the both the board of directors and executive board.

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02.01.02 PRESENT COMPOSITION OF THE FISCAL COUNCIL

1- FISCAL COUNCIL INSTALADO	2- PERMANENTE
YES	NO

ITEM 4	NAME OF MEMBER 5	TAXPAYER CARD 6	ELECTION DATE 6	TERM OF OFFICE 7	CODE 8	TITLE 9
	Aníbal Moreira dos Santos	011.504.567-87	07/19/2005	OGM 2006	43	Member of Fiscal Council(effective elect by majority common stockholders
	Marcelo Amaral Moraes	929.390.077-72	04/28/2004	OGM 2006	43	Member of Fiscal Council(effective elect by majority common stockholders
	Oswaldo Mário Pêgo de Amorim Azevedo	005.065.327-04	04/28/2004	OGM 2006	46	Member of Fiscal Council(substitute elect by the majority common stockholders
	Milton Lourenço Cabral	289.842.427-72	04/28/2004	OGM 2006	46	Member of Fiscal Council(substitute elect by the majority common stockholders
	José Bernardo de Medeiros Neto	005.573.740-49	04/27/2005	OGM 2006	43	Member of Fiscal Council(effective elect by majority common stockholders
	Joaquim Vieira Ferreira Levy	727.920.007-91	08/18/2004	OGM 2006	44	Member of Fiscal Council(effective elect by preference stockholders
	Tarcísio José Massote de Godoy	316.688.601-04	08/18/2004	OGM 2006	47	Member of Fiscal Council(substitute elect by preference

Fernando Marotta

010.955.607-00

07/19/2005

OGM 2006

stockholders
46 Member of Fiscal
Council(substitu
elect by the
maiority commo
stockholders
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02.02 PROFESSIONAL EXPERIENCE AND ACADEMIC BACKGROUND OF EACH BOARD MEMBER AND EXECUTIVE OFFICER

SÉRGIO RICARDO SILVA ROSA. Born on 06/23/1959, enrolled with the CPF under nº 003.580.198-00, has a degree in Communication/Jornalism from São Paulo University, Mr. Rosa has been a member of the Board of Directors since April 2003, and his mandate extends to the 2007 Annual Shareholders' Meeting. He was nominated Chairman of the Board of Directors in May 2003. Mr. Rosa is currently Chief Executive Officer of *Caixa de Previdência dos Funcionários do Banco do Brasil - Previ*, a position he has held since 2000. He is also director of Valepar S.A. (Valepar), Brasil Telecom Participações and Sauípe S.A., Chairman of the Board of Directors of Litel Participações S.A. (Litel). Before joining Previ, Mr. Rosa acted as the President of the National Confederation of Bank Workers from June 1994 to May 2000. From January 1995 to December 1996, Mr. Rosa was a city councilor in São Paulo city. He was nominated by the shareholder VALEPAR S.A.

MÁRIO DA SILVEIRA TEIXEIRA JÚNIOR. Born on 03/04/1946, enrolled with the CPF under nº 113.119.598-15, graduated in Civil Engineering and Business Administration from the Mackenzie University. Mr. Teixeira has been the Vice-Chairman of the Board of Directors of CVRD since 2003, with a mandate that lasts up to the 2007 Annual Shareholders' Meeting. Mr. Teixeira has worked in the Bradesco Group since 1971. In this period he has held important positions, including the Executive Vice-Presidency of Banco Bradesco S.A.. He was Chief Executive Officer of Bradespar S.A. from July 2001 to March 2002. Currently he is Vice-Chairman of the Board of Directors of BES Investimento do Brasil S.A. Banco de Investimento and a member of the Board of Directors of VBC Participações S.A.; VBC Energia S.A.; Bradespar S.A.; Companhia Paulista de Força e Luz CPFL; CPFL Energia S.A.; CPFL Geração de Energia S.A., Valepar, Banco Bradesco S.A. and a Voting Member of the Board of Directors of Banco Espírito Santo de Investimentos S.A., with a head office in Lisboa, Portugal. Mr. Teixeira was the Vice-President of ANBID (*Associação Nacional dos Bancos de Investimento* - the National Association of Investment Banks) and a director of ABRASCA (*Associação das Companhias Abertas* - Association of Joint Stock Companies) and a member in the Board of Directors of the following companies: Globo Cabo S.A., Latasa, CSN, São Paulo Alpargatas S.A., and Tubos e Conexões Tigre S.A. Nominated by the shareholder VALEPAR S.A.

ERIK PERSSON. Born on 11/03/1954, enrolled with the CPF under nº 148.409.280-53, Mr. Persson has a degree in Economics from the Federal University of Rio Grande do Sul (UFRGS). He has been a member of the Board of Directors since April 2001, and his mandate extends to the 2007 Annual Shareholders' Meeting. Mr. Persson was a Planning Officer at Previ from June 2000 to May 2003, and has been serving as a Pension Officer since June 2003, and has worked in Banco do Brasil since 1977. Mr. Persson also has been a director of Valepar and Previ since 2001. He has held the positions of Union Training Officer and the Union Organization SEEB Officer and Legal Issue Officer and FEEB Press and Communication Officer, both in Rio Grande do Sul. Nominated by the shareholder VALEPAR S.A.

JORGE LUIZ PACHECO. Born on 10/23/1954, enrolled with the CPF under nº 345.466.007-63, Mr. Pacheco is a full member of the Board of Directors, whose mandate extends to the 2005 Annual Shareholders' Meeting. He has held the position of alternate member of the Board of Directors of CVRD since 2002. In 1973, Mr. Pacheco joined Banco do Brasil S.A., where he worked in the Corporate area and in Capital Market Management. Since December 2000 he has worked in PREVI (The Social Insurance Fund of Employees of Banco do Brasil), where he acted as the Manager for Monitoring Strategic Companies, responsible for monitoring investments in the Vale do Rio Doce Company.

Mr. Pacheco is an alternate member of the Board of Directors of Valepar S.A., and a member of the Board of Directors of Litel Participações S.A. In addition, he has been a member of the Audit Committee of the *Companhia Siderurgica Belgo-Mineira*. He has a degree from the Economic Sciences Faculty (FCPE) of Cândido Mendes/RJ, has an Executive MBA in Finance from IBMEC/RJ, an Executive MBA in Business Administration from IBMEC/RJ and a post-graduation course in Corporate Governance from IBMEC/RJ. Nominated by the shareholder VALEPAR S.A.

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02.02 PROFESSIONAL EXPERIENCE AND ACADEMIC BACKGROUND OF EACH BOARD MEMBER AND EXECUTIVE OFFICER

ARLINDO MAGNO DE OLIVEIRA. Born on 07/16/1951, enrolled with the CPF under n° 281.761.977-34, has a degree in Economics from the *Universidade Federal Fluminense* (UFF) and a post-graduation degree in Finance from IBMEC (*Instituto Brasileiro de Mercado de Capitais* the Brazilian Capital Market Institute) in RJ. Mr. Oliveira has been a member of the Board of Directors since 2003, and his mandate extends to the 2007 Annual Shareholders Meeting 2007. From August 1974 to August 2001, Mr. Oliveira worked in Banco do Brasil S.A., where amongst other positions he was International Area Customers Service Manager and Public Sector Customer Service Manager. He has also worked in PREVI since May 1974, where amongst other positions he was Fiscal Director, Deliberative Director and Director of Planning. Currently he is a member of the Deliberative Body of PREVI, with a mandate until May 2004. He has also been a member of the Board of Directors in several companies, including the Bahia State Electricity Company (*Companhia de Eletricidade do Estado da Bahia* COELBA) and the Rio Grande do Norte Energy Company (*Companhia Energética do Rio Grande do Norte* COSERN). Nominated by the shareholder VALEPAR S.A.

RENATO DA CRUZ GOMES. Born on 02/23/1953, enrolled with the CPF under n° 426.961.277-00, has a degree in Production Engineering from the Federal University of Rio de Janeiro (UFRJ), with a specialization degree from the Executive Management Development Program (SDE). Mr. Gomes has been a member of the Board of Directors since April 2001, and his mandate extends to the 2007 Annual Shareholders Meeting. He is also Executive Director of Bradespar S.A. From 1976 to 2000, Mr. Gomes held various positions in BNDES and for the last 15 years has been a member of the Board of Directors of several companies, such as Aracruz, Iochpe Maxion, Bahia Sul, Globo Cabo and Latasa. He was also a member of the Advisory Council of *Fator Sinergia (Fundo de Investimento de Valores Mobiliários em Ações* Share Investment Fund), and a member of the investment committee of the Bradesco Templeton Value and Liquidity Fund. Mr. Gomes is a Alternate Member of the Board of Directors and Executive Officer of Valepar, the latter since April 25, 2001. Nominated by the shareholder VALEPAR S.A.

HIROSHI TADA. Born on 03/03/1945, with Passport number TG1817655, Mr. Tada has a degree in Mining Engineering from Kyoto University and a Masters Degree from Harvard in AMP. Mr. Tada has been a member of the Board of Directors since April 2005, with a mandate that lasts until the 2007 Annual Shareholders Meeting. Mr. Tada is currently Senior Executive Managing Officer of Mitsui & Co. Ltd. He has also held various positions in Mitsui & Co., Ltd, which he joined in 1968. Nominated by the shareholder VALEPAR S.A.

OSCAR AUGUSTO DE CAMARGO FILHO. Born on 03/09/1938, enrolled with the CPF under n° 030.754.948-87, has a degree in Law from the São Francisco Faculty of São Paulo University, Mr. Camargo Filho has been a member of the Board of Directors since September 2003, and his mandate extends to the 2007 Annual Shareholders Meeting. Mr. Camargo Filho is currently a partner in CWH Consultoria Empresarial. From 1999 to 2003, he was Chairman of the Board of Directors of MRS Logística S.A.. From 1973 to 2003, he held various positions in the Caemi Group, including Chairman and member of the Board of Directors. From 1963 to 1973 he held various positions in Motores Perkins S.A., including Commercial Officer and Manager of Sales and Service. Nominated by the shareholder VALEPAR S.A.

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02.02 PROFESSIONAL EXPERIENCE AND ACADEMIC BACKGROUND OF EACH BOARD MEMBER AND EXECUTIVE OFFICER

FRANCISCO AUGUSTO DA COSTA E SILVA. Born on 09/06/1948, enrolled with the CPF under n° 092.297.957-04, Mr. Costa e Silva has been a member of the Board of Directors since April 2005, and his mandate extends to the 2007 Annual Shareholders Meeting. Mr. Costa e Silva studied Law in the Guanabara State University, now the University of the State of Rio de Janeiro (UERJ) and has an Executive MBA from COPPEAD in the Federal University of Rio de Janeiro (UFRJ). Currently Mr. Costa e Silva is a partner in the law firm Bocater, Camargo, Costa e Silva Advogados Associados, with head office in the city of Rio de Janeiro, as well as a member of the Board of Directors of Banco do Brasil S.A., and the Ethics Committee of the Association of Analysts and Professionals of Capital Markets (APIMEC) and the Development Council of the Pontifical Catholic University of Rio de Janeiro (PUC/RJ). Mr. Costa e Silva started his professional career in the National Social and Economic Development Bank (BNDES), where he has held various positions, including Officer of BNDES. He has also been on the Board of Directors of various institutions, such as Solpart Participações S.A., Aracruz Celulose S.A., Pisa Papel de Imprensa S.A., as well as the Board of Directors of the Social Insurance and Assistance Foundation of BNDES (FAPES) and the Rio de Janeiro Stock Exchange (BVRJ). Mr. Costa e Silva was Officer and also the President of the Brazilian Securities Commission (CVM). He was a member of the Currency and Credit Commission (COMOC) and of the Complementary Social Insurance Management Council. He presided the *Council of Securities Regulators of the Americas* (COSRA) and was a member of the Executive Committee of the *International Organization of Securities Commissions* (IOSCO), both international organizations that bring together securities commissions from various countries in the world. Nominated by the shareholder VALEPAR S.A.

EDUARDO FERNANDO JARDIM PINTO. Born on 02/24/1963, enrolled with the CPF under n° 226.158.813-53, Mr. Jardim Pinto has been a member of the Board of Directors since April 2005, and his mandate extends to the 2007 Annual Shareholders Meeting. Mr. Jardim Pinto is a technician in electronics trained by CEFET, is currently studying Law in São Luiz Faculty. Mr. Jardim Pinto has been employed by CVRD since 1983, and currently occupies the position of specialized machinist, as well as being President of the Union STEFEM. Nominated by the employees of CVRD.

JAQUES WAGNER. Born on 16/03/1951, enrolled with the CPF under n° 264.716.207-72, Mr. Wagner has been a member of the Board of Directors since December 2003, and his mandate extends to the 2007 Annual Shareholders Meeting. Mr. Wagner graduated in Engineering in the Pontifical Catholic University of Rio de Janeiro. Mr. Wagner has been Minister of the Council on Economic Development Special Administrative Offices since 01/23/2004. From January 1991 to January 2003, he was a member of the Parliament. He was Minister of Work from 2003 to 2004. Nominated by the shareholder VALEPAR S.A.

LUIZ ANTONIO SANTOS BAPTISTA. Born on 06/07/1956, enrolled with CPF under n° 467.551.367-00, Mr. Baptista has been a substitute member of the Board of Directors of CVRD since August 30, 2004, and his mandate extends to the 2006 Annual Shareholders Meeting. Mr. Baptista has a degree in Accounting Sciences from the Santa Úrsula University and an MBA from COPPEAD in the Federal University of Rio de Janeiro. Mr. Baptista joined the Banco Nacional de Desenvolvimento Econômico e Social as a fund raising analyst, having held various positions, including manager of the areas of risk capital operations in the telecommunications sector and financing of companies in the consumption goods sector. Currently, he is a department head in the area of financial operations with

companies from the steel and cement sectors in BNDES and is a member of the Board of Directors of Cia. Aços Villares. Nominated by the shareholder VALEPAR S.A.

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02.02 PROFESSIONAL EXPERIENCE AND ACADEMIC BACKGROUND OF EACH BOARD MEMBER AND EXECUTIVE OFFICER

RÔMULO DE MELLO DIAS. Born on 09/27/1961, enrolled with the CPF under nº 604.722.787-20. He has an MBA from IBMEC, and a post-graduation degree from the SDE in the Executive Managerial Development Program and from FGV Law in Company Law. Mr. Dias has been a alternate member of the Board of Directors since 09/24/2003, and his mandate extends to the 2007 Annual Shareholders Meeting. Mr. Dias is an Executive Officer of Bradespar S.A. and is a member of the Board of Directors of Visanet, Visa Vale and CPM. In 1999 he was a partner in Mercosur Equity Fund from Albion Alliance Capital Management. From 1995 to 1999, he worked in Citibank, where he was Corporate Finance Officer and Investment Officer. Previously he worked in PREVI where he was General Manager of Capitals Markets. He was the Regional Manager of Corporate Finance of Banco Nacional and Head Analyst of Banco do Brasil Investimentos. He was member of the Board of Directors in several companies, including Escelsa, Americel, Telet, Iven, Enersul e Net Serviços. Nominated by the shareholder VALEPAR S.A.

JOSÉ HORTA MAFRA COSTA. Born on 04/18/1947, enrolled with CPF under nº 098.371.836-91, Mr. Costa has been a alternate member of the Board of Directors of CVRD since April 2005, and his mandate extends to the 2007 Annual Shareholders Meeting. Mr. Costa went to secondary school in Frei Orlando College in Belo Horizonte. He has been employed by CVRD since 2001, and currently holds the position of Materials Assistant I. Furthermore, he has worked in the Tratex and Andrade Gutierrez construction companies, as well as the Samitri mining company, where he was Head of Team Control and Physical Depot Control. In 1982, Mr. Costa was elected for his mandate as Officer of Trade Union of Workers in the Iron and Basic Metals Industries in Mariana, Santa Bárbara, Barão de Cocais, São Gonçalo do Rio Abaixo and Rio Piracicaba. In 1991, he was elected President of the union, a position he still holds. Nominated by the employees of CVRD.

WANDERLEI VIÇOSO FAGUNDES. Born on 05/05/1946, enrolled with the CPF under nº 043.341.757-91. Mr. Fagundes has been a alternate member of the Board of Directors since 24/09/2003, and his mandate extends to the 2007 Annual Shareholders Meeting. Currently, Mr. Fagundes is a business consultant, a partner in CWH Consultoria Empresarial. From 1994 to 2003, he was President of SINFERBASE (the Union of the Iron Ore and Basic Metal Mining Industry). He has worked in various areas in companies in the Caemi Group, where in 1984 he assumed the position of Officer of Control of Minerações Brasileiras Reunidas S.A. (MBR), to which he later added the position of Financial Officer. In 1990 he became a officer of the Caemi Group in 1990, assuming the presidency of Caemi in 2000. He was Financial and Investor Relations Officer of Caemi from 2001 to 2003. He was a member of the Board of Directors of the companies in which Caemi holds capital, as follows: Minerações Brasileiras Reunidas S.A. (MBR), Cadam S.A., MRS Logística S.A. and Quebec Cartier Mining Co. Mr. Fagundes has a degree in Economics from the State University of Rio de Janeiro (UERJ) and an Accounting Technician's Course from the Getúlio Vargas Foundation. He did a post-graduate course in the Business Management Program of Columbia University, USA and in the Advanced Management Program of Insead, France. Nominated by the shareholder VALEPAR S.A.

HIDEHIRO TAKAHASHI. Born on 02/03/1956, enrolled with the CPF under nº 949.725.917-49, Mr. Takahashi has a degree in Political Science and Economics from Waseda University. Mr. Takahashi has been a alternate member of Board of Directors since April 2005, with a mandate that extends to the 2007 Annual Shareholders Meeting. Currently, Mr. Takahashi is the Executive Vice-President of Mitsui Brasileira Importação e Exportação S.A., where he has worked in the Metallic Raw Materials and Iron Ore departments. He joined Mitsui & Co., Ltd. in 1980, where

he has held position of, amongst others, General Department Manager of the Iron Ore Division. Nominated by the shareholder VALEPAR S.A.

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RITA DE CÁSSIA PAZ ANDRADE ROBLES. Born on 01/03/1967, enrolled with the CPF under nº 905.684.437-72, Ms. Robles has been a alternate member of the Board of Directors since 2005, and her mandate extends to the 2007 Annual Shareholders Meeting. Ms. Robles is the Manager of Benefit and Earnings Payment Administration of PREVI (Caixa de Previdência dos Funcionários do Banco do Brasil Previ). She worked in the area of Investment Planning in Previ from 1999 to 2004 as a Senior Technician. She was assigned by the Banco do Brasil to the Ministry of Economy, Finance and Planning between 1989 and 1992, when she worked in Cacex and in Planning Assistance and from 1993 to 1999, in the Ministry of Industry, Commerce and Tourism. She has a master degree in International Relations from the Pontifical Catholic University of Rio de Janeiro (PUC-RJ). She is an Economist and has a post-graduation degree in Finance from IBMEC-RJ. Nominated by the shareholder VALEPAR S/A.

JOSÉ MAURO GUAHYBA DE ALMEIDA. Born on 03/14/1945, enrolled with the CPF under nº 022.181.357-87, Mr. Guahyba has been a alternate member of Board of Directors since April 2005, and his mandate extends to the 2007 Annual Shareholders Meeting. In 1964, Mr. Guahyba joined Banco do Brasil S.A., and has held the positions of Chief Coordinator of International Capital Holdings, Chief of Staff of the International Vice President and Assistant Manager and Acting Manager in the Brussels Branch and General Manager of the Cinelândia Branch (RJ), and retired in 1994. He represented Banco do Brasil abroad in banks in France and Panama. He represented PREVI in the Board of Directors of the Companhia Siderúrgica Nacional (*National Steel Company*), as a alternate, from 1995 to 1997, in SAMITRI S.A. Mineração da Trindade, as a full member from 1995 to 2001 and in the Belgo-Mineira Steel Company, as a full member from 2001 to 2005. He has a degree in Law from the Federal University of Rio de Janeiro and an Executive MBA from Banco do Brasil in Administration through USP-SP. Nominated by the Shareholder VALEPAR S.A.

SERGIO RICARDO LOPES DE FARIAS. Born on 10/09/1964, enrolled with the CPF under nº 799.861.537-00, Mr. Farias has been a alternate member of the Board of Directors since April 2005, with a mandate that extends to the 2007 Annual Shareholders Meeting. Mr. Farias has been a member of the Audit Committee of PREVI (2000-2002), a member of the Audit Committee of INVEPAR (2001-2004) and a full member of the Audit Committee of VCP (2003-2004). In 1979, Mr. Farias joined Banco do Brasil S.A., as a junior trainee and has been a permanent member of the administrative staff of the Bank since 1983. Mr. Farias is the Officer of Administration and Assets of the Federation of Bank Workers of Rio de Janeiro and Espírito Santo, a member of the Deliberative Board of the National Association of Participants in Pension Funds, a member of the Council of Users of the Assistance Fund for Banco do Brasil Employees and a member of the Company Commission of Banco do Brasil Employees. He has a degree in Education from Rio de Janeiro University, a post-graduate degree in University Staff Training from Rio de Janeiro University and an MBA in Social Responsibility and the Third Sector from the Institute of Economics of UFRJ. Nominated by the shareholder VALEPAR S/A.

GERADO XAVIER SANTIAGO. Born on 02/10/1960, enrolled with the CPF under nº 603.267.947-00, Mr. Santiago has been a alternate member of the Board of Directors since April 2003, and his mandate extends to the 2007 Annual Shareholders Meeting. Mr. Santiago joined PREVI Caixa de Previdência dos Funcionários do Banco do Brasil Previ in 2000, where he has held the positions of Assistant to the Executive Board, Manager of Investment

Policies and, since June 2004 has been Manager of Strategic Planning. Previously he was Executive Officer of CNB/CUT and held various positions in Banco do Brasil S.A., from 1981 to 1994. Currently, Mr. Santiago is completing a degree in Law in Estácio de Sá University. He has done a course in Corporate Governance by the IBMEC. Nominated by the shareholder VALEPAR S.A.

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JOÃO MOISÉS DE OLIVEIRA. Born on 03/06/1945, enrolled with the CPF under nº 090.620.258-20, Mr. Oliveira has a degree in Economics, from the Faculty of Economics, Accounting and Actuarial Studies of the Pontifical Catholic University. Mr. Oliveira has been a alternate member of the Board of Directors of CVRD since 04/27/2005, and his mandate extends to the 2007 Annual Shareholders Meeting. He has already held the positions of member and alternate member of CVRD. He joined Banco Bradesco S.A. in 1962, where he has held various positions, such as Manager/Head of Department from 1982 to 1983 and Department Officer from 1992 to 2000. From 1983 to 1992 he was Officer of Bradesco Previdência e Seguros S.A. In 1984 he also assumed the position of Officer of Bradesco S.A. Corretora de Títulos e Valores Mobiliários, where in 1985 he was nominated Chief Executive Officer, a position he held until 1992. He has been Chief Executive Officer of Bradespar S.A. and Bradesplan Participações S.A. He was a member of the Board of Directors of the following companies: COFAP (Companhia Fabricadora de Peças), Companhia Siderúrgica Belgo Mineira, Companhia Siderúrgica Nacional, Indústria Romi S.A., Metal Leve S.A. Indústria e Comércio, São Paulo Alpargatas S.A., Telecelular Sul Participações S.A. Tigre S.A. Tubos e Conexões, etc.. Nominated by the shareholder VALEPAR S.A.

ROGER AGNELLI. Born on 05/03/1959, enrolled with the CPF/MF under No. 007.372.548-07, Mr. Agnelli is an economics graduated by Armando Álvares Penteado Foundation FAAP, São Paulo. He was elected President and Chief Executive Officer of CVRD in July 2001, with a term in office up to May 2005. Mr. Agnelli started his career with Bradesco Group, from 1981 to 2001, where he held the position of Banco Bradesco Executive Director, from 1998 to 2000. Mr. Agnelli also held the position of Bradespar S.A. Chief Executive Officer, from March 2000 to July 2001. During this period, Mr. Agnelli was Chairman of the CVRD Board of Directors, in addition to director of several companies with relevant performance in Brazil, among them Companhia Paulista de Força e Luz, Companhia Siderúrgica Nacional, Latas de Alumínio S.A. LATASA, VBC Energia S.A., Brasmotor S.A., Mahle Metal Leve S.A., Rio Grande Energia S.A. and Serra da Mesa Energia S.A. He was also a Director of UGB Participações S.A. and vice-president of the National Association of Investment Banks (ANBID). Currently, Mr. Agnelli is member of the Board of Directors of Asea Brown Boveri (ABB), Duke Energy Corporation and Suzano Petroquímica S.A., as well as President of the China Brazil Corporate Council, and recently he has accepted an invitation to become President of the International Investment Council advising the President of the Republic of South Africa. He is also President of the Economic and Social Development Council, an advisory agency to the President of the Republic.

FABIO DE OLIVEIRA BARBOSA. Born on 12/31/1960, enrolled with the CPF/MF under No. 359.558.996-34, Mr. Barbosa is an economics graduated by the Federal University of Minas Gerais, with a Master's Degree in Economic Theory by the University of Brasília. He was elected Chief Financial Officer of CVRD in May 2002, with a term of office up to May 2005. From April 2000 to March 2002, he held the position of member of the CVRD Board of Directors. Previously, he had been Chairman of the Board of Directors of Banco do Estado de São Paulo (BANESPA) and also served as board member of the following companies: Banco do Brasil, Caixa Economica Federal, Companhia Siderúrgica de Tubarão and Telesp S/A. He was Secretary of the National Treasury at the Ministry of Finance, between July 1999 and April 2002, after having acted as Assistant Secretary of STN in charge of federal public debt administration from 1995 to 1999. From 1992 to 1995 he served as Adviser to the Executive Board of the World Bank, in Washington-DC, United States. From 1990 to 1992 he was Deputy and Head of the Fiscal

Policy Unit at the Ministry of Economy and Finance. From 1988 to 1990, he was Economic Advisor and Head of the Macroeconomic Analysis Unit, at the Department of Economic and Social Planning of the Ministry of Planning. Prior to that time, Mr. Barbosa had held several positions at IPEA (Ministry of Planning), Ministry of Industry and Commerce, Paraná State Development Institute and the Ministry of Labor. Currently, Mr. Barbosa is, also, member of the Board of Directors of Amazon Iron Ore, CVRD Overseas, CVRD Finance Ltda., Rio Doce America Inc., Rio Doce Comércio Internacional ApS., Itabira Rio Doce Company Limited, Rio Doce Limited, Itabira International Serviços e Comércio Ltda., Rio Doce International Finance Limited, Vale Overseas Limited, Rio Doce Europa S.à.r.l., and Chairman of the Board of Directors of Caemi, as well as Officer of Docepar.

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02.02 PROFESSIONAL EXPERIENCE AND ACADEMIC BACKGROUND OF EACH BOARD MEMBER AND EXECUTIVE OFFICER

JOSÉ CARLOS MARTINS Born on 02/05/1950, enrolled with the CPF/MF under No. 304.880.288-68. In April 2004, Mr. Martins was originally appointed as CVRD's Executive Officer of the holdings, energy and business development and, in April 2005, Mr. Martins was appointed as an Executive Officer of our ferrous minerals division, with a term of office up to May 2005. Mr. Martins has over 30 years of experience in metal industry. He was an Officer and President of Aços Villares from 1986 to 1996, and Chief Managing Officer of the Steel area at Companhia Siderúrgica Nacional, from 1997 to 1999. In 1999, Mr. Martins became President of Latasa, one of the largest aluminum can producers in Latin America. Upon the purchased of Latasa by Rexam in 2003, Mr. Martins became President and Chief Executive Officer of Rexam's South American beverage can division, Rexame Beverage Can South America. He has a B.A. degree in Economics from Pontifícia Universidade Católica de São Paulo.

GABRIEL STOLIAR. Born on 03/18/1954, enrolled with the CPF/MF under No. 402.763.927-87, Mr. Stoliar obtained a Production Engineering degree from the Federal University of Rio de Janeiro (UFRJ), a post-graduate degree in Production Engineering-industrial and transportation project area (PIT)-COPPEAD/UFRJ and an MBA/Executive-PDG/EXEC. Since October 2001, Mr. Stoliar was appointed as the Chief Planning and Control Officer of CVRD, position with term of office up to May 2005. He is also Director of Usiminas, Caemi, Companhia Siderúrgica do Tubarão and Pará Pigmentos S.A. In September 1997, Mr. Stoliar was originally elected Executive Officer of the Corporate Center and Investor Relations. In 1994, he was appointed director of BNDESPAR. In 1991, he took over the position of Superintendent of Operating Division, responsible for the areas of Mining, Metallurgy, Chemicals, Petrochemical, Pulp and Paper of BNDESPAR. In 1988, he was appointed by BNDESPAR as Manager of Operations in the Capital, Electronics and Consumer Goods. In 1982, he was promoted to Manager of BNDES for the Project Area of FINSOCIAL. In 1978, he joined BNDES as Analyst in the area of Pulp, Paper and Petrochemicals. He started his career as a business organization consultant at the Institute of Economic and Management Development of Firjan Federation of Industries of Rio de Janeiro.

MURILO PINTO DE OLIVEIRA FERREIRA. Born on 06/22/1953, enrolled with the CPF/MF under No. 212.466.706-82, Mr. Ferreira has a Business Administration degree from Getúlio Vargas Foundation of São Paulo and Business Administration post-graduate degree from Getúlio Vargas Foundation of Rio de Janeiro, as well as taking several courses, such as Treasury Strategies at the American Management Association, in New York, and Merger and Acquisition at the IMD, in Lausanne, Switzerland. He was appointed as an Executive Officer of Holdings, Energy and Businesses Development of CVRD, in April 20, 2005, with a term of office up to May 20 05. He joined Companhia Vale do Rio Doce in 1977 as Technician in Economics and Finances, a position he held up to 1979. From 1979 to 1980 he was Coordinator of the Foreign Exchange Operations and Financial Applications Sector of Carafba Metais S.A. Indústria e Comércio. From 1980 to 1989 he worked for Albras Alumínio Brasileiro S.A. (Albras) as International Finance Department Manager. He acted as consultant at CVRD, from 1990 to 1997, focused on Corporate and Financial Restructuring Projects, highlighting jobs carried out for Cia. Paulista de Ferro Ligas, Sibra Eletrosiderúrgica and Alunorte Alumina do Norte do Brasil S.A (Alunorte). In 1998, he was appointed executive officer of Commerce and Finance at Vale do Rio Doce Alumínio S.A. Aluvale, which was incorporated by CVRD in December 2003. From 2004 up to April 2005 he held the position of CVRD's Aluminum Department Officer. Since October 2001 he is Chief Executive Officer of Albras and Alunorte, position occupied until March 2005, when he was

elected Chairman of the Board of Directors. He is, still, member of the Board of Directors of Mining of Rio do Norte S.A. and Valesul Alumínio S.A.

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JOSÉ AUTO LANCASTER OLIVEIRA. Born on 03/26/1947, enrolled with the CPF under No. 312.786.717-49, Mr. Oliveira is a Geologist graduate by the Federal University of Minas Gerais and has a Ph. D degree in Economic Geology by Mackay School of Mines, from the University of Nevada, Reno, United States of America. He was appointed as an Executive Officer of the Non-Ferrous Mineral Division in September 2004 to fulfill a term of office up to May 2005. Mr. Lancaster has a 26-year experience in managing national and international mineral projects. He was exploration manager of the Brazilian branch of British Petroleum in the period from 1985 to 1989, General Officer of Phelps Dodge do Brasil Mineração Ltda., in the period from 1995 to 1998, Chief Executive Officer of Mineração Serra do Sossego S.A., in the period from 1999 to 2002 and Mineral Development Projects Officer of CVRD, from 2002 to September 2004. Currently, Mr. Oliveira is Chairman of the Board of Directors of Cadam S.A. and Pará Pigmentos S.A., as well as member of the Board of Directors of Cordillera de Las Minas S.A. He is, also, Officer of Companhia Mineradora Andino Brasileira Ltda., Companhia Mineradora Latino Americana Ltda., Tethys Mining LLC and Vale do Rio Doce Kaolin S.A.

GUILHERME RODOLFO LAAGER. Born on 02/13/1957, enrolled with the CPF/MF under No. 606.451.997-53, Mr. Laager was appointed as an Executive Officer of the Logistics Division in September 2001, with a term of office up to May 2005. He was Logistics, Procurement and Technology Information Director for Ambev Companhia de Bebidas das Américas, from 1989 to August 2000. From 1982 to 1988, Mr. Laager worked for Andersen Consulting and, from 1979 to 1981, for IESA International de Engenharia S.A. Mr. Laager has a B.S. degree in civil engineering from the Federal University of Rio de Janeiro (UFRJ), and obtained an MBA from COPPEAD also from UFRJ.

CARLA GRASSO. Born on 02/03/1962, enrolled with the CPF/MF under No. 313.335.241-53, Mrs. Grasso was appointed Executive Officer of the Human Resources and Corporate Services Area of CVRD, in October 2001, with a term of office up to May 2005. Mrs. Grasso had already acted as CVRD's personal management and IT Officer to CVRD's Corporate Center, from December 1997 to October 2001. Before joining CVRD, Mrs. Grasso acted as secretary of the Brazilian Supplementary social security office. From January 1994 to November 1997, as advisor to the Ministry of Social Security, from December 1992 to December 1993, as deputy coordinator of fiscal policy at the Ministry of Finance, from October to December 1992; as finance advisor and coordinator of the Macroeconomics and Social areas of the Brazilian Presidency Office, from March 1990 to October 1992, as advisor to the Minister of Planning from November 1988 to March 1990; and as advisor to the Presidency of Sebrae Serviço Brasileiro de Apoio a Pequena e Media Empresa, from January to November 1988. In 1997, she was appointed an Executive Officer of Fundação Vale do Rio Doce de Habitação e Desenvolvimento Social (FVRD). Mrs. Grasso has both a B.A. and a M.A. degree in Economics from the University of Brasília (UnB).

ANÍBAL MOREIRA DOS SANTOS. Born on 8/26/1938 and enrolled with the CPF under No. 011.204.567-87, Mr. Santos was elected as a member of the CVRD Fiscal Council in July/2005 and shall hold this position until the Shareholders Meeting in 2006, having occupied the position of alternate member of Fiscal Council from April to July of 2005. He holds a masters in Technical Accountancy by Fundação Getúlio Vargas Technical School. From 1962 to 1965, he held the position of Senior Auditor at Arthur Andersen. Mr. Santos has already integrated the Fiscal Council of Cadam S.A. and of Fundação Caemi of Social Security. Furthermore, he was a Member of the Board of Directors Empreendimentos Brasileiros de Mineração S.A. and of Minerações Brasileiras Reunidas S.A.. He was also Member

of the Executive Office of Caemi Canadá Inc., Caemi Canadá Investments Inc., Caemi International Holdings BV, Caemi International Investments NV and CMM Overseas Ltd. He joined Caemi Group in 1965, where he held several positions.. He was nominated by the shareholder VALEPAR S.A.

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MARCELO AMARAL MORAES. Born on 7/10/1967 and enrolled with the CPF under No. 929.390.077-72, Mr. Moraes holds a Bachelor's Degree in Economics from the Federal University of Rio de Janeiro FEA/UFRJ (1990) and a Master's Degree in Business Administration from the Federal University of Rio de Janeiro COPPEAD/UFRJ (1993). Mr. Moraes is a current member of the Fiscal Council since April/2004 and holds this office until the next Shareholders Meeting in 2006. He worked for several years in areas regarding mergers and capital acquisition for the Banks Bozano, Simonsen and Cindam. He was an alternate member of the Boards of Directors of Companhia Vale do Rio Doce and Net Serviços Comunicação. He is currently Investment Manager for Bradespar. He was nominated by the shareholder VALEPAR S.A.

OSWALDO MÁRIO PÊGO DE AMORIM AZEVEDO. Born on 6/23/1941 and enrolled with the CPF under No. 005.065.327-04, Mr. Amorim holds a Bachelor's Degree Industrial and Production Engineering from the Pontifical Catholic University of Rio de Janeiro. He was elected as alternate member of the CVRD Fiscal Council in July/2005 with a term of office until the next Shareholders Meeting to be held in 2006, having occupied the position of member of the Fiscal Council of CVRD from April/2004 to July/2005. In addition, he has held the position of Vice President of International Operations for Sul América Seguros (Insurance Company) since January/1996 and Vice President of the National Federation of Private Insurance and Capitalization Companies (FENASEG). From Janeiro/1964 to March/1975 he held the position of engineer at CVRD. From 1975 to the present date he has held several positions in the area of insurance, among which are Officer of Planning for Sul América Seguros and Executive President of Sul América Unibanco Segurador (Insurance Company), an association between Sul America and Unibanco, nominated by the shareholder VALEPAR.

MILTON LOURENÇO CABRAL. Born on 12/24/1934, enrolled with the CPF under No. 289.842.427-72 and holds a Bachelor's Degree in Administration from the College of Economic and Administration at the Federal University of Rio de Janeiro, a Master's Degree in Information from the College of Communication at the Federal University of Rio de Janeiro. Mr. Cabral has been an alternate member of the CVRD Fiscal Office since April/2004 and shall hold this position until the next Shareholders Meeting in 2006. He was also member of the Academic Orientation and Accompaniment Commission at the Federal University of Rio de Janeiro (UFRJ). He was also a Professor of Administration at UFRJ from 1977 to 2004. From 1984 to 1985 he was Administrative Officer of the Brazilian Administrators Association. From 1976 to 1982 he was a Board Member on the Regional Board of Administration (CRA). From 1974 to 1975 he was active as a member of the Fiscal Council of Caixa de Previdência dos Funcionários do Banco do Brasil Previ. From 1970 to 1971 he was Administrative Officer of the Banco do Estado da Paraíba. In 1958, Mr Cabral first worked at the Banco do Brasil S.A. and held several positions. He was nominated by the shareholder VALEPAR S.A.

JOSÉ BERNARDO DE MEDEIROS NETO. Born on 5/26/1938, enrolled with the CPF under No. 055.573.740-49, Mr. Medeiros Neto is a member of the Fiscal Council since April/2005 and shall hold this term of office until the next Shareholders Meeting to be held in August/2006. Mr. Medeiros Neto is a retired employee of the Banco do Brasil where he began in April 10, 1957. He was Bank's financial statement analyst and legal advisor. He held the position of Executive Vice-President of the Rio Grand do Sul State Development Bank (BADESUL) from 1975 to 1980, working in the administration and operations area. He was Chief Executive Officer of the Banrisul Financeira S.A. from 1980

to 1982. He retired from the Super RS at the Banco do Brasil as legal advisor and currently holds the position of President of the AFABB-RS (Retired Banco do Brazil Employees Association - RS) with a term of office that ends in September/2006, is President of the Previ Fiscal Council with a 4-years term of office ends in May/2006 and on the Gerdau S.A. Fiscal Council with a term of office that ends in April/2005. He was nominated by the shareholder VALEPAR S.A.

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00417-0	COMPANHIA VALE DO RIO DOCE	33.592.510/0001-54

02.02 PROFESSIONAL EXPERIENCE AND ACADEMIC BACKGROUND OF EACH BOARD MEMBER AND EXECUTIVE OFFICER

JOAQUIM VIEIRA FERREIRA LEVY. Born on 17.02.1961, enrolled with CPF under nº 727.920.007-91, Mr. Levy has a degree in Naval Engineering from the Federal University of Rio de Janeiro (UFRJ). He has a master degree in Economics from the Getúlio Vargas Foundation and a doctor degree in Economics from the University of Chicago. Mr. Levy has been a member of the Fiscal Council of CVRD since 18 August 2004, with a mandate that extends to the 2006 Annual Shareholders Meeting. He is currently Secretary of the National Treasury. Mr. Levy began his career in 1984, in Flumar S/A Navegação, in the Engineering Department and Operations Office. In 1990, he was professor of the masters course in the Getúlio Vargas Foundation. From 1992 to 1999, Mr. Levy worked in the International Monetary Fund. In 1999, he worked in the European Central Bank, in the Capitals Market Division. From 2000 to 2001 he was Assistant Secretary of the Economic Policy of the Ministry of Finance and from 2001 to 2002 he was head of Economic Assistance of the Ministry of Planning, Budget and Management. Elected by the holders of A preferred shares.

TARCÍSIO JOSÉ MASSOTE DE GODOY. Born on 4/5/1964 and enrolled with the CPF under No. 316.688.601-04 and holds a Bachelor's Degree in Civil Engineering and a Graduate Degree in Geotechnology from the University of Brasília, Mr. Godoy was elected alternate member of the CVRD Fiscal Council on August 18, 2004, for a term of office until the next Shareholders Meeting to be held in 2006. Mr. Godoy is currently Assistant Secretary of the Brazilian National Treasury. He has held several positions in the federal government, particularly: General Coordinator for Assumption and Restructuring Liabilities and General Coordinator for Public Debt Administration with the Brazilian National Treasury; Assistant Secretary and General Coordinator of the Social Security and Welfare Ministry. He was Officer of the Social Security Foundation (GEAP) and Consultant for the Economic Commission for Latin American and Caribbean (CEPAL) and Century Economic Consultants. He participated in Fiscal Council as the Brazilian government's representative in the following State companies: Sigerurgia Brasileira S/A (SIDERBRÁS), Companhia Estadual de Gás do Estado do Rio de Janeiro (CEG/RJ), Companhia Docas do Estados do Rio de Janeiro (CDRJ), the Social Security Data Processing Company (DATAPREV), Empresa de Telecomunicações do Rio de Janeiro (TELERJ), Banco do Brasil Investimento (BBI). He is currently a member of the Board of Directors of SERPRO, member of the Fiscal Council of Banco do Brasil Distribuidora de Valores Mobiliários BBDTVM, the Fiscal Council for the Federal Economists Foundation (FUNCEF). He was elected by the holders of Class A preferential shares.

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02.02 PROFESSIONAL EXPERIENCE AND ACADEMIC BACKGROUND OF EACH BOARD MEMBER AND EXECUTIVE OFFICER

FERNANDO MAROTTA. Born on 05/12/1942 and enrolled with the CPF under n° 010.955.607-00, Mr. Marotta was elected as a alternate member of the CVRD Fiscal Council in July/2005 with a term of office until the next Shareholders Meeting to be held in 2006. Mr. Marotta has a degree in Accounting Sciences from the Political and Economical Science Faculty of Rio de Janeiro. In 1963, he entered Arthur Andersen S/C in Rio de Janeiro, being promoted to partner on 1977. He served as partner in charge of the Office of Arthur Andersen in Salvador, between 1978 and 1988, and was responsible for the Auditing division on the office in Rio de Janeiro, between 1997 and 2002. Currently, Mr. Marotta is a member of the Board of Directors of Cimento Tupi S.A., as well as Partner-Manager of Marotta & Associados S/C Ltda. Nominated by the shareholder VALEPAR S.A.

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03.01 EVENTS RELATIVE TO THE DISTRIBUTIONS OF THE STOCK CAPITAL

APPROXIMATE NUMBER OF OTHER SHAREHOLDERS

	2 - DATE OF	3 - NATURAL PERSONS	4 - INSTITUTIONAL INVESTORS	5 - SHAREHOLDERS AGREEMENTS	6 - PREFERRED SHARES WITH RIGHT TO VOTE	7 - PREFERRED SHARES WITH RIGHT TO VOTE	8 - DATE OF THE SHAREHOLDERS AGREEMENTS
1 - BASIC EVENT	THE EVENT	AND LEGAL ENTITIES	INVESTORS	AGREEMENTS	YES NO YES NO RESTRICT	PNA	SHARES OUTSTANDING
OGM	04/27/2005	43,979	5,753		.. ý .. ý ..		

QUANTITY (UNITY)	10 PERCENTUAL	11 QUANTITY (UNITY)	12 - PERCENTUAL	13 TOTAL QUANTITY (UNITY)	14 - PERCENTUAL
6,786	45.82	415,715,936	100.00	759,372,722	65.14

03.02 SHARE POSITION OF SHAREHOLDERS WITH OVER 5% OF THE VOTING SHARES IN CASE OF LEGAL ENTITY, INFORM THE CONTROLLING PARTIES TO THE LEVEL OF NATURAL PERSON, IN APPENDIX 01

4 - NATIONALITY	5 - FEDERAL UNIT	6 - COMMON SHARES	7 - %	8 - PREFERRED SHARES	9 - %	10 - TOTAL SHARES	11 - %
							12 - SHAREHOLDERS COMPOSITION

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-57	Brazilian	RJ	392,147,133	52.29	-	-	392,147,133	33.64	06/30
	American	CA	35,229,525	4.70	9,538,306	2.29	44,767,831	3.84	06/30
	American	CA	8,977,365	1.20	16,702,100	4.02	25,679,465	2.20	06/30
/09	Brazilian	RJ	52,189,680	6.96	3,054,645	0.73	55,244,325	4.74	06/30
	-	-	14,145,510	1.89	11,803	-	14,157,313	1.22	
	-	-	247,260,216	32.96	386,420,885	92.96	633,681,101	54.36	
			749,949,429	100.00	415,727,739	100.00	1,165,677,168	100.00	

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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
01	VALEPAR	04/28/2005

3 - CPF/CNPJ	4 - NATIONALITY	5 - FEDERAL UNIT	6 - COMMON SHARES	7 - %	8 - PREFERRED SHARES	9 - %	10 - TOTAL SHARES (UNIT)
00.743.065/0001-27	Brazilian	RJ	157,991,298	49.00	49,784,472	71.41	207,775,770
00.514.998/0001-42	Brazilian	RJ	94,359	0.03			94,359
05.495.546/0001-84	Brazilian	RJ			19,931,442	28.59	19,931,442
	Japanese		58,822,071	18.24			58,822,071
00.383.281/0001-09	Brazilian	RJ	37,125,000	11.51			37,125,000
03.847.461/0001-92	Brazilian	SP	1,977,852	0.62			1,977,852
61.782.769/0001-01	Brazilian	SP	66,420,639	20.60			66,420,639
			322,431,219	100.00	69,715,914	100.00	392,147,133

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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
0103	Litel Participações S.A.	04/28/2005

5 - FEDERAL	6 - COMMON	8 - PREFERRED	10 - TOTAL
UNIT	SHARES	SHARES	SHARES (UNIT) 1
3 - CPF/CNPJ	4 - NATIONALITY	7 - %	9 - %

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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
0105	Eletron S.A.	04/28/2005

5 - FEDERAL	6 - COMMON	8 - PREFERRED	10 - TOTAL
UNIT	SHARES	SHARES	SHARES (UNIT) 1
3 - CPF/CNPJ	4 - NATIONALITY	7 - %	9 - %

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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
0108	Litela Participações S.A.	04/28/2005

5 - FEDERAL	6 - COMMON	8 - PREFERRED	10 - TOTAL
UNIT	SHARES	SHARES	SHARES (UNIT) 1
3 - CPF/CNPJ	4 - NATIONALITY	7 - %	9 - %

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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
0109	Mitsui & Co., Ltd.	04/28/2005

1 - FEDERAL	5 - FEDERAL	6 - COMMON	8 - PREFERRED	10 - TOTAL
UNIT	UNIT	SHARES	SHARES	SHARES (UNIT) 1
7 - %	9 - %			

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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
0110	BNDES Participações	04/28/2005

1 - FEDERAL	5 - FEDERAL	6 - COMMON	8 - PREFERRED	10 - TOTAL
UNIT	UNIT	SHARES	SHARES	SHARES (UNIT) 1
3 - CPF/CNPJ	4 - NATIONALITY	7 - %	9 - %	

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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
0111	Bradespar S.A.	04/28/2005

1 - ITEM	3 - CPF/CNPJ	4 - NATIONALITY	5 - FEDERAL UNIT	6 - COMMON SHARES	7 - %	8 - PREFERRED SHARES	9 - %	10 - TOTAL SHARES (UNIT) 1
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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
0112	Bradesplan Participações S.A.	04/28/2005

1 - FEDERAL	5 - FEDERAL	6 - COMMON	8 - PREFERRED	10 - TOTAL
UNIT	UNIT	SHARES	SHARES	SHARES (UNIT) 1
7 - %	7 - %	9 - %	9 - %	

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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
02	Capital Research and Management Company	04/30/2005

1 - FEDERAL	5 - FEDERAL	6 - COMMON	8 - PREFERRED	10 - TOTAL
UNIT	UNIT	SHARES	SHARES	SHARES (UNIT) 1
		7 - %	9 - %	

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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
03	Capital Group International Inc	04/30/2005

5 - FEDERAL	6 - COMMON	8 - PREFERRED	10 - TOTAL
UNIT	SHARES	SHARES	SHARES (UNIT) 1
3 - CPF/CNPJ	4 - NATIONALITY	7 - %	9 - %

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03.03 STOCK CAPITAL DISTRIBUTION AMONG CONTROLLERS

1 ITEM	2 INVESTOR	3 DATE OF THE SOCIAL CAPITAL S COMPOSITION
04	BNDES Participações S.A.	04/30/2005

1 - NAME	3 - CPF/CNPJ	4 - NATIONALITY	5 - FEDERAL UNIT	6 - COMMON SHARES	7 - %	8 - PREFERRED SHARES	9 - %	10 - TOTAL SHARES (UNIT) 1
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04.01 COMPOSITION OF THE SHARE CAPITAL

1 Date of the last change: 04/27/2005

2 - ITEM	3 SPECIFICATION	4 - NOMINATIVE STOCK OR BOOK ENTRY SHARE	5 - FACE VALUE	6 - QUANTITY OF SHARES (UNIT)	7 - SUBSCRIBED (R\$ THOUSANDS)	8 - PAID-UP (R\$ THOUSANDS)
01	COMMON SHARES (BOOK SHARES)	ENTRY SHARE		749,949,429	9,007,032	9,007,032
02	CLASS A PREFERRED SHARES	ENTRY SHARE		415,727,739	4,992,968	4,992,968
03						
04						
05						
06						
07						
08						
09						
10						
11						
12						
13						
14						
15						
16						
17						
18				1,165,677,168	14,000,000	14,000,000

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04.02 SUBSCRIBED SHARE CAPITAL

1 - ITEM	2 - DATE	3 - SHARE CAPITAL (R\$ THOUSANDS)	4 - VALUE OF ALTERATION (R\$ THOUSANDS)	5 - ORIGIN OF ALTERATION	7 - NUMBER OF OUTSTANDING SHARES	8 - OF OUTSTANDING SHARES' VALUE (REAIS)
01	04/16/2003	6,300,000	1,300,000	Revenue Reserves		
02	04/28/2004	7,300,000	1,000,000	Revenue Reserves		
03	04/27/2005	14,000,000	6,700,000	Revenue Reserves		
04						
05						
06						
07						
08						
09						
10						

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04.03 STOCK SPLIT

	2 - FACE VALUE BEFORE STOCK SPLIT (Reais)	2 - FACE VALUE AFTER STOCK SPLIT (Reais)	3- QUANTITY OF SHARE BEFORE STOCK SPLIT	4- QUANTITY OF SHARE BEFORE STOCK SPLIT
1 DATE	08/18/2004		388,559,056	1,165,677,168

04.04 AUTHORIZED STOCK CAPITAL

1 - NUMBER (UNITS)	2 - VALUE (REAIS)	3 - DATE OF AUTHORIZATION
2,700,000,000	0	08/18/2004

04.05 ADDRESS OF THE PRINCIPAL OFFICE

1 - ITEM	2 - SPECIFICATION	3 - CLASS	4 - QUANTITY OF AUTHORIZED STOCK ISSUE (UNITS)
01	COMMON SHARES		900,000,000
02	PREFERRED SHARES	A	1,800,000,000

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05.01 TREASURY STOCK

1 - SPECIFICATION	3 - CLASS	4 - MEETING	5 - ACQUISITION TERM	6 - QUANTITY TO BE ACQUIRED (UNITS)	7 - AMOUNT TO BE PAID (REAIS THOUSANDS)
COMMON		10/24/2001	3 MONTHS	15,082,287	- 14,145,51
DEFERRED		10/24/2001	3 MONTHS	41,078,616	- 11,81

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06.01 DIVIDENDS/INTEREST ON STOCKHOLDERS EQUITY

				6 - NET PROFIT OR LOSS IN THE PERIOD (R\$ THOUSAND)	7 - DIVIDENDS PER SHARE (R\$)	8 - TYPE OF SHARE	9 - CLASS OF SHARE	10 - AMOUNT OF THE DIVIDEND (R\$ THOUSAND)
1 - DIVIDENDS/INTEREST	3 - EVENT	4 - DATE	5 - END OF THE FISCAL YEAR					
stockholders	BDM	11/13/2002	12/31/2002	2,043,254	2.6800000000	Common		657,318
stockholders	BDM	11/13/2002	12/31/2002	2,043,254	2.6800000000	Preferred	A	371,372
stockholders	BDM	04/16/2003	12/31/2003	4,508,850	1.6200000000	Common		400,054
stockholders	BDM	04/16/2003	12/31/2003	4,508,850	1.6200000000	Preferred	A	221,766
stockholders	BDM	08/27/2003	12/31/2003	4,508,850	1.9400000000	Common		479,077
stockholders	BDM	08/27/2003	12/31/2003	4,508,850	1.9400000000	Preferred	A	265,572
stockholders	BDM	10/15/2003	12/31/2003	4,508,850	1.4800000000	Common		365,482
stockholders	BDM	10/15/2003	12/31/2003	4,508,850	1.4800000000	Preferred	A	202,601
stockholders	BDM	04/14/2004	12/31/2003	4,508,850	2.0600000000	Common		205,793
stockholders	BDM	04/14/2004	12/31/2003	4,508,850	2.0600000000	Preferred	A	114,080
stockholders	BDM	10/13/2004	12/31/2004	6,459,519	0.6700000000	Common		502,466
stockholders	BDM	10/13/2004	12/31/2004	6,459,519	0.6700000000	Pr		