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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**

June 28, 2006

1-15240  
(Commission File Number)

**JAMES HARDIE INDUSTRIES N.V.**

(Exact name of Registrant as specified in its charter)

Atrium, 8th floor  
Strawinskyaan 3077  
1077 ZX Amsterdam, The Netherlands  
(Address of principal executive offices)

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

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): Not Applicable

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): Not Applicable

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

Yes  No

(If "Yes" is marked, indicate below the file number assigned to the registrant in  
connection with Rule 12g3-2(b): Not Applicable)

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**TABLE OF CONTENTS**

<a href="#">Safe Harbor Statement</a>	3
<a href="#">Exhibit Index</a>	4
<a href="#">Signatures</a>	5
<a href="#">EXHIBIT 99.1</a>	
<a href="#">EXHIBIT 99.2</a>	

**Safe Harbor Statement**

The exhibits attached to this form 6-K contain forward-looking statements. We may from time to time make forward-looking statements in our periodic reports filed with or furnished to the United States Securities and Exchange Commission on Forms 20-F and 6-K, in our annual reports to shareholders, in offering circulars and prospectuses, in media releases and other written materials and in oral statements made by our officers, directors or employees to analysts, institutional investors, representatives of the media and others. Examples of forward-looking statements include:

- expectations that the conditions precedent to the Final Funding Agreement will be satisfied;
- expectations about payments to a special purpose fund for the compensation of proven asbestos-related personal injury and death claims;
- projections of our operating results or financial condition;
- statements regarding our plans, objectives or goals, including those relating to competition, acquisitions, dispositions and our products;
- statements about our future performance; and
- statements about product or environmental liabilities.

Words such as “believe,” “anticipate,” “plan,” “expect,” “intend,” “target,” “estimate,” “project,” “predict,” “forecast,” “guideline,” “should,” “aim” and similar expressions are intended to identify forward-looking statements but are not the exclusive means of identifying such statements.

Forward-looking statements involve inherent risks and uncertainties. We caution you that a number of important factors could cause actual results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements. These factors, some of which are discussed under “Risk Factors” beginning on page 6 of our Form 20-F filed on 7 July 2005 with the Securities and Exchange Commission, include but are not limited to: all matters relating to or arising out of the prior manufacture of products that contained asbestos by current and former James Hardie Australian subsidiaries; the settlement of those claims; compliance with and changes in tax laws and treatments; competition and product pricing in the markets in which we operate; the consequences of product failures or defects; exposure to environmental, asbestos or other legal proceedings; general economic and market conditions; the supply and cost of raw materials; the success of our research and development efforts; our reliance on a small number of product distributors; compliance with and changes in environmental and health and safety laws; risks of conducting business internationally; compliance with and changes in laws and regulations; foreign exchange risks; the successful implementation of new software systems; and the successful transition of our new senior management. We caution you that the foregoing list of factors is not exclusive and that other risks and uncertainties may cause actual results to differ materially from those in forward-looking statements. Forward-looking statements speak only as of the date they are made.

**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	ATO Decision on Tax Exempt Status of Special Purpose Fund — Filed with the Australian Stock Exchange on June 23, 2006.
99.2	Amended Taxation Assessment — Part Payment — Filed with the Australian Stock Exchange on June 26, 2006.

**SIGNATURES**

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

**James Hardie Industries N.V.**

Date: June 28, 2006

By: /s/ Benjamin Butterfield

Benjamin Butterfield  
Secretary

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23 June 2006

For media enquiries please contact Cameron Hamilton on  
Tel: 61 2 8274 5304 or Mob: 0425 344 688. For analyst  
enquiries please contact Steve Ashe on  
Tel: 61 2 8274 5246 or Mob: 0408 164 011

**ATO decision on tax exempt status of  
Special Purpose Fund**

The Australian Taxation Office (ATO) today advised it has refused to endorse the Special Purpose Fund (SPF) as a tax concession charity. The SPF was established under the Final Funding Agreement entered into by James Hardie and the NSW Government on 1 December 2005 to manage future asbestos compensation payments.

The ATO has argued that the scope of activities of the SPF agreed under the Final Funding Agreement does not meet current legislative requirements for endorsement as a charity and therefore would not be exempt from income tax.

The primary activity of the SPF is to make compensation payments, over a period of at least 40 years and potentially much longer, to Australian asbestos victims who would otherwise be left with claims against current subsidiaries of the Medical Research and Compensation Foundation. The Foundation has indicated it expects its current funding to be exhausted later this year.

James Hardie Chief Executive Officer, Louis Gries said, "We are disappointed with the ATO's decision. Based on the expert advice we have received, we believed that there were good grounds for the ATO to grant the fund income tax exempt status. The SPF has received an unqualified opinion to that effect from leading Queen's Counsel in relation to this area of law. On the basis of this legal advice we continue to believe that the SPF should have qualified for tax exempt status under existing tax laws applicable to charitable funds.

"This development places the viability of the Final Funding Agreement in doubt. James Hardie will discuss this development with its stakeholders, including the NSW Government, the ACTU and Asbestos Support Groups," said Mr Gries.

The parties to the Heads of Agreement which was signed in December 2004 agreed that the SPF's exemption from Australian income tax was critical to the long term viability and affordability of the SPF. The ATO's endorsement is necessary to achieve that exemption, and was therefore a condition precedent to the implementation of the Final Funding Agreement, to which the SPF has subsequently become a party.

The SPF's application for endorsement as a tax concession charity is separate from James Hardie's application to the ATO for a private ruling for tax deductibility of the contributions to be made by James Hardie to the SPF in accordance with the Final Funding Agreement. James Hardie is awaiting a response from the ATO regarding this ruling application and will provide an update once a ruling is received.

END

**Contact details for media enquiries and analyst enquiries follow on next page**

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**Media enquiries:**

Cameron Hamilton

Telephone: 61 2 8274 5304

Mobile: 0425 344 688

Facsimile: 61 2 8274 5218

**Analyst enquiries:**

Steve Ashe

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- *projections of our operating results or financial condition;*
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*Released by James Hardie Industries NV; ARBN 097 829 895*



26 June 2006

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enquiries please contact Steve Ashe on  
Tel: 61 2 8274 5246 or Mob: 0408 164 011

#### **Amended Taxation Assessment — Part Payment**

James Hardie today announced that the Australian Taxation Office (ATO) has agreed to an application to make part-payment of a A\$378 million amended assessment received by one of its subsidiary companies, RCI Pty Limited, in respect of the 1999 financial year.

The ATO determined that A\$189 million is required as part payment (i.e. 50% of the total amended assessment) on the later of 30 June 2006 or when amending legislation to validate the amended assessment is enacted as a result of receiving royal assent. The balance of the amended assessment is to be secured by a guarantee by James Hardie Industries NV in favour of the ATO. In addition, to ensure that the unpaid balance does not increase, James Hardie will pay the incremental general interest charge on the unpaid balance in quarterly instalments in arrears.

The amended assessment was received on 22 March 2006 and is in relation to the ATO's calculation of net capital gains tax arising as a result of a corporate restructure in the 1999 financial year. Subsequent to the March amended assessment, the ATO reduced the general interest charge from A\$197 million to A\$163 million. The other components of the A\$378 million are primary tax of A\$172 million and penalties of A\$43 million (being 25% of primary tax).

James Hardie continues to strongly dispute the amended assessment and will pursue all avenues of objection and appeal to contest the ATO's position on this matter.

The company continues to believe its tax position will ultimately prevail. This belief is based on legal and tax advice both at the time of the transaction and during ATO enquiries.

James Hardie has previously stated that it understands the ATO accepted its submission that it has a 'reasonably arguable position' and this means that the ATO must have concluded that, having regard to relevant case law and other authorities, it is about as likely as not that the company's position is correct.

Under the law, 'reasonably arguable position' means that the additional penalty of 50% of the tax that otherwise would automatically apply in Part IVA cases will be reduced to 25%, as is the case in this instance.

The application for part-payment of the amended assessment was made in accordance with ATO policy and results in the ATO agreeing to reduce the rate it accrues interest on the unpaid balance from the current level to half the prevailing general interest charge rate (presently from 12.6% to 6.3% per annum).

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The general interest charge is tax deductible.

The company has adequate available cash and existing unutilised debt facilities to meet payment obligations under the amended assessment.

END

**Media enquiries:**

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**Analyst enquiries:**

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