

# Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme DMC MINING LIMITED ("DMC")

ACN/ARSN 121 513 620

### 1. Details of substantial holder(1)

Name CAPE LAMBERT RESOURCES LIMITED ("CAPE LAMBERT"), DEMPSEY RESOURCES PTY LTD ("DEMPSEY") AND EACH ENTITY LISTED ON ATTACHED ANNEXURE "A" ("SUBSIDIARIES")  
ACN/ARSN (if applicable) 095 047 920 (Cape Lambert), 100 305 486 (Dempsey) and Refer to Annexure "A"

There was a change in the interests of the substantial holder on 22 / 06 / 10

The previous notice was given to the company on 08 / 04 / 10

The previous notice was dated 08 / 04 / 10

### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Fully Paid	30,760,000	36.20%	32,307,880	37.19% based on 86,867,867 shares on issue

### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
22/06/10	Cape Lambert, Dempsey and Subsidiaries	Acceptances received by Cape Lambert pursuant to an off-market takeover bid for all the ordinary shares in DMC.	Consideration payable on the terms of the offer set out in the Bidder's Statement dated 7 April 2010 and as varied (\$0.53 per ordinary share).	1,547,880 ordinary fully paid shares	1,547,880

### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Cape Lambert	Accepting ordinary shareholders	Cape Lambert	Relevant interest under s608(1) of the Corporations Act 2001 as a result of acceptances received under Cape Lambert's off-market takeover bid for DMC.	1,547,880 ordinary fully paid shares	1,547,880
Cape Lambert	Dempsey	Dempsey	Relevant interest under s608(3) of the Corporations Act 2001 as it controls Dempsey.	30,760,000 ordinary fully paid shares	30,760,000

Dempsey	Dempsey	Dempsey	Registered holder of the shares.	30,760,000 ordinary fully paid shares	30,760,000
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**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

**6. Addresses**

The addresses of persons named in this form are:

Name	Address
Cape Lambert, Dempsey and Subsidiaries	C/- 18 Oxford Close, LEEDERVILLE WA 6007

**Signature**

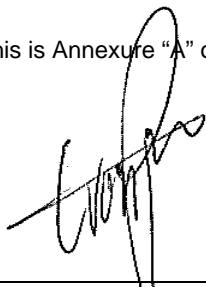
print name ELOISE VON PUTTKAMMER capacity Company Secretary

sign here  date 23 / 06 / 2010

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.



ELOISE VON PUTTKAMMER  
Company Secretary

**Details of subsidiaries of Cape Lambert Resources Limited**

Company	Country of incorporation	ACN/Company No.
<b>Algarrobo Holdings (BVI) Limited</b>	British Virgin Islands	669079
<b>Allied Mining Pty Ltd</b>	Australia	097 479 420
<b>Andalucla Mineral Services Limited</b>	England	
<b>Austalian Ferroalloys Pty Ltd</b>	Australia	095 682 643
<b>Australis Exploration Limited</b>	Australia	125 939 291
<b>Buka Minerals (Lady Loretta No.2) Pty Ltd</b>	Australia	064 048 497
<b>Buka Minerals Pty Limited</b>	Australia	000 741 373
<b>Buka Technologies Pty Ltd</b>	Australia	077 189 096
<b>Cape Lambert Lady Loretta Pty Ltd</b>	Australia	140 426 384
<b>Cape Lambert Leichhardt Pty Ltd</b>	Australia	140 474 693
<b>Cape Lambert MinSec Pty Ltd</b>	Australia	136 930 204
<b>CopperCo Minerals Pty Ltd</b>	Australia	079 361 407
<b>Copperwell Pty Ltd</b>	Australia	009 398 725
<b>Cuesta Resources (BVI) Limited</b>	British Virgin Islands	669078
<b>Danae Resources Pty Limited</b>	Australia	009 173 880
<b>Dempsey Resources Pty Ltd</b>	Australia	100 305 486
<b>Evanston Resources NL</b>	Australia	067 702 452
<b>Goodwest Investments Pty Ltd</b>	Australia	097 126 773
<b>Greenwich Resources a.s. (Czech Republic)</b>	Czech Republic	630 79 143
<b>International Goldfields (Romania) Limited</b>	Australia	091 744 437
<b>Kadina Pty Limited</b>	Australia	009 633 096
<b>Kyprou Gold Limited</b>	England	3226395
<b>Lady Annie Limited</b>	British Virgin Islands	1546805
<b>Manor Resources NL</b>	Australia	009 280 086
<b>Millennium Minerals (Operations) Pty Ltd</b>	Australia	077 507 521
<b>Mineral Securities (China) Pty Ltd</b>	Australia	109 470 644
<b>Mineral Securities (NK) Pty Ltd</b>	Australia	111 364 562
<b>Mineral Securities (SA) P/L</b>	South Africa	2002/024855/07
<b>Mineral Securities (UK) Ltd</b>	England	1862971
<b>Mineral Securities Holdings Pty Ltd</b>	Australia	092 525 614
<b>Mineral Securities Hong Kong (NK) Limited</b>	Hong Kong	925294
<b>Mineral Securities Investments (Australia) Pty Ltd</b>	Australia	125112325
<b>Mineral Securities Limited</b>	British Virgin Islands	1390447
<b>Mineral Securities Operations Limited</b>	Australia	091 158 593
<b>Minsec Investment Holdings (BVI) Limited</b>	British Virgin Islands	
<b>Minsec Investments (BVI) Limited</b>	British Virgin Islands	1390446
<b>Marampa Iron Ore Limited</b>	Bermuda	

<b>Mojo Mining Pty Ltd</b>	Australia	120 213 005
<b>MS Corporate Director Limited</b>	England	5972828
<b>MS Corporate Secretary Limited</b>	England	5972837
<b>Mt Anketell Pty Ltd</b>	Australia	111 501 672
<b>Multiplex Development Zarmitan Limited</b>	England	4321659
<b>Platmin Holdings Pty Ltd</b>	Australia	117 927 965
<b>Q Copper (BVI) Limited</b>	British Virgin Islands	1546808
<b>Q Copper Australia Limited</b>	Australia	140 409 454
<b>Scarborough Minerals (Australia) Pty Ltd</b>	Australia	119 248 243
<b>Scarborough Minerals (Finance) Limited</b>	England	2671151
<b>Scarborough Minerals International BV</b>	Netherlands	
<b>Scarborough Minerals Overseas Holdings Limited</b>	England	2198202
<b>Scarborough NL</b>	Australia	008 744 714
<b>Sierra Explorations SA</b>	Chile	
<b>Sierra Minerals Limited</b>	England	5463068
<b>Thrace Investments BV</b>	Netherlands	
<b>Thrace Minerals Exploration and Mining SA</b>	Greece	