

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To, Company Name/Scheme Mineral Resources Ltd.
ACN/ARSN 118 549 910

1. Details of substantial holder (1)

Name RS Global Natural Resources Fund
ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on

21 / 6 / 2013

The previous notice was given to the company on

30 / 5 / 2013

The previous notice was dated

29 / 5 / 2013

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 Shares	11,249,773	6.05	13,105,714	7.05

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 or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
30-May-13	RS Global Natural Resources Fund	Acquisition of shares	1,806,776	203,562	203,562
3-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	810,971	91,540	91,540
5-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	318,990	36,100	36,100
5-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	391,235	44,300	44,300
6-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	655,262	75,050	75,050
7-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	1,469,461	172,300	172,300
7-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	704,512	82,800	82,800
11-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	1,171,847	137,900	137,900
11-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	1,754,801	206,800	206,800
12-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	1,027,833	120,700	120,700
13-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	3,920,169	465,700	465,700

14-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	454,109	52,900	52,900
17-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	191,566	22,773	22,773
20-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	274,332	32,605	32,605
21-Jun-13	RS Global Natural Resources Fund	Acquisition of shares	925,563	110,911	110,911

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
RS Global Natural Resources Fund	HSBC Custody Nominees (Australia) Limited	HSBC Custody Nominees (Australia) Limited	Power to exercise control over voting rights attached to the securities and power to control the exercise of a power to dispose of the securities.	13,105,714	13,105,714

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
Not Applicable	

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
RS Investment Management Co. LLC	388 Market Street, Suite 1700 San Francisco, CA 94111 USA

Signature

print name Nina Gupta capacity Secretary

sign here  date 21 / 6 / 2013