

## 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

29 / 5 / 13

The previous notice was given to the company on

20 / 5 / 13

The previous notice was dated

17 / 5 / 13

#### 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	9,561,125	5.14	11,249,773	6.05

#### 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) Value (Price/share)	Class and number of securities affected	Person's votes affected
20-May-13	RS Global Natural Resources Fund	Acquisition of shares	1,386,604 (9.17)	151,200	151,200
21-May-13	RS Global Natural Resources Fund	Acquisition of shares	2,530,380 (9.05)	279,600	279,600
22-May-13	RS Global Natural Resources Fund	Acquisition of shares	1,909,180 (9.10)	209,800	209,800
23-May-13	RS Global Natural Resources Fund	Acquisition of shares	1,445,340 (8.84)	163,500	163,500
24-May-13	RS Global Natural Resources Fund	Acquisition of shares	2,893,950 (8.85)	327,000	327,000
28-May-13	RS Global Natural Resources Fund	Acquisition of shares	2,354,841 (8.79)	267,900	267,900
29-May-13	RS Global Natural Resources Fund	Acquisition of shares	2,566,281 (8.86)	289,648	289,648

**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.	11,249,773	11,249,773

**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 30 / 5 / 13