

BAKER & MCKENZIE**Facsimile Transmission****Baker & McKenzie**
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Date: 15 September 2014

To: Manager
ASX Markets Announcements Office

From: Maria Pawelek

Total Pages: 3

Re: **Notice of ceasing to be a substantial holder
Heron Resources Limited**

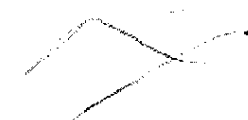
Fax: 1300 135 638

Dear Sir/Madam

We act for Vale Canada Limited.

We attach, by way of service pursuant to subsection 671B of the Corporations Act, a Notice of ceasing to be a substantial holder (Form 605) in relation to Heron Resources Limited.

Yours faithfully

Maria Pawelek
Senior Associate
+61 2 8922 5711
Maria.Pawelek@bakermckenzie.com

Encl

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Form 605**Corporations Act 2001****Section 671B****Notice of ceasing to be a substantial holder**To Company Name/Scheme Heron Resources LimitedACN/ARSN 068 263 098**1. Details of substantial holder (1)**Name Vale Canada Limited on behalf of the Vale Inco Australia Limited Partnership

ACN/ARSN (if applicable) _____

The holder ceased to be a substantial holder
on12/09/2014The previous notice was given to the
company on3/11/2009*

The previous notice was dated

02/10/2009

** note: An off-market transfer from Inco Australia Holdings Pty Ltd to Vale Inco Limited (now known as Vale Canada Limited) as General Partner for and on behalf of Vale Inco Australia Partnership occurred on 19 December 2009*

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
10/09/2014	Vale Canada* Limited in its capacity as General Partner for and on behalf of Vale Inco Australia Limited Partnership	Disposal of relevant interest by off-market sale	\$0.15 per ordinary share	32,440,651 ordinary shares	32,440,651 ordinary shares
10/09/2014	Vale Inco Australia Limited Partnership	See above	See above	See above	See above
10/09/2004	Vale and each entity in the Vale group (which comprise over 200 entities) and details of which can be obtained from Vale	See above	See above	See above	See above

* formerly known as Vale Inco Limited

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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.	Not applicable.

4 Addresses

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

Name	Address
Vale Canada Limited	200 Bay Street, Royal Bank Plaza, Suite 1600, South Tower, Toronto, Ontario, Canada M5J 2K2
Vale Inco Australia Limited Partnership	96 Outram Street West Perth WA 6005
Vale SA	Av. Graça Aranha # 26, Centro Rio de Janeiro, Brazil
Each entity within the Vale Group	Available on request.

Signature

print name STEPHANIE HART capacity: Authorized Signatory of Vale Canada Limited

sign here S. Hart date 15/09/2014