

# T RANSAMINE TRADING

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## FACSIMILE TRANSMISSION

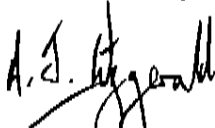
7 May 2009

Company Announcements Office  
Australian Stock Exchange Ltd  
4<sup>th</sup> Floor, 20 Bridge St  
SYDNEY NSW 2000

### Form 603 - Notice of Initial Substantial Holder

Please find enclosed our notice of initial substantial shareholder in Terramin Australia Limited (ASX Code TZN).

Yours faithfully,



Tony Fitzgerald

**Form 603**

Corporations Act 2001

Section 671B

**Notice of initial substantial holder**

**To Company Name/Scheme** Terramin Australia Limited  
**ACN/ARSN** 062 676 238

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

**Name** Transaminvest S.A.  
**ACN/ARSN (if applicable)** N/A

**The holder became a substantial holder on** 31/03/09

**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Fully Paid Shares	11,583,462	11,583,462	9.4%

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Transaminvest S.A.	Shares acquired by placement	Ordinary Fully Paid Shares, 11,583,462

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Transaminvest S.A.	Transaminvest S.A.	Transaminvest S.A.	Ordinary Fully Paid Shares, 11,583,462

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
				Ordinary fully paid shares

*L.P.R.*

TransamInvest S.A.		7,500,000.30		11,583,482

*1.8*

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6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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

7. Addresses

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

Name	Address
Transaminvest S.A.	18 Avenue Delleur, Watermael - Bolts Fort, Brussels, Belgium.

Signature

print name Jean-Pierre Hamian

capacity

Power of Attorney enclosed

sign here

*J.P. Hamian*

date

May 6<sup>th</sup> 2005

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

## POUVOIR

La soussignée, QUIBRONY S.A. Société Anonyme au capital de 3.998.000 Euros, immatriculée au Registre de Commerce de Luxembourg numéro B 121912, dont le siège social est 3, avenue Pasteur, L-2811 Luxembourg, représentée par SGA Services SA et Norbert SCHMITZ, en qualité d'administrateurs de ladite société (ci-après « la Société »),

Donnons pouvoir, sans faculté de substituer, à :

Monsieur Jean-Pierre ADAMIAN

aux fins de signer au nom et pour le compte de sa filiale, la Société TRANSAMINVEST S.A., société anonyme en cours de constitution, dont le siège social sera 18, Avenue Delleur, à Watermael-Boltsfort (B-1170 Bruxelles)

- tout protocole d'accord relatif à la souscription par la société Transaminvest SA au capital de la société TERRAMIN AUSTRALIA LIMITED, société cotée australienne, ayant son siège Level 22, Westpac House, 91 King William Street, Adelaide, Australie, Code ABN 67 082 576 238.
- de négocier le pourcentage de souscription ainsi que le prix d'acquisition de ces actions;
- modifier, signer et parapher au nom de la Société tout document, en ce inclus ses éventuelles annexes, relatif à l'acquisition ci-dessus ;
- plus généralement, faire tout ce qui sera utile ou nécessaire aux fins de signer tout document annexe ou autrement requis pour sa signature et la mise en œuvre des formalités légales y afférentes ;

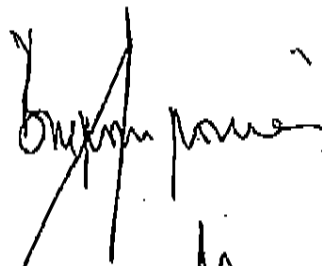
Le présent pouvoir demeurera valable jusqu'à réalisation de la cession.

Fait à Luxembourg, le 25 mars 2009

*3m pour pouvoir*

  
Thierry SCHMITZ  
Administrateur

QUIBRONY S.A.

  
Norbert SCHMITZ  
Administrateur