

AUSTRALIAN CAPITAL EQUITY Pty Limited

ABN 88 009 412 828

FACSIMILE TRANSMISSION SHEET

TO: ASX Company Announcements Platform **FROM:** Tony Parker

COMPANY: Australian Stock Exchange Limited **DATE:** 14 April 2010

FAX NUMBER: 1300 135 638 **PAGES:** 6

SUBJECT: **NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER FOR IRON ORE HOLDINGS LTD (IOH) ("THE COMPANY")**

This document and the following pages are intended solely for the named addressee and are confidential. If you have received this document in error, please telephone us and then return it by mail to the address below.

Attached is a Form 604 Notice of Change of Interests of Substantial Holder for Wroxby Pty Ltd, Australian Capital Equity Holdings Pty Ltd, Ashblue Holdings Pty Ltd and others in relation to a relevant interest in the Company.

There has been no change in the number of securities held by the substantial holder/s.

The obligation to lodge the Notice arises solely from the need to reflect the decrease in voting power as a result of the increase in the total voting securities in the Company on issue.

Yours faithfully

Member of the Australian Capital Equity Group



TONY PARKER
GENERAL COUNSEL

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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To: Company Name/Surname Iron Ore Holdings LimitedACN/ARSN 107 492 517**1. Details of substantial holder (1)**

Name: Wroxby Pty Ltd (ACN 061 621 921) (Wroxby), WesTrac Holdings Pty Ltd (formerly Australian Capital Equity Holdings Pty Ltd) (ACN 009 336 109) (ACEH), Australian Capital Equity Pty Ltd (ACN 009 412 328) (ACE), each of the entities listed in Annexure A (ACE Group Entities), Tiberius Pty Ltd (ACN 066 327 419) (Tiberius), Ashblue Holdings Pty Ltd (ACN 068 180 898) (Ashblue), each of the entities listed in Annexure B (Tiberius Group Entities), Kerry Matthew Stokes (Stokes) and Clabon Pty Ltd (ACN 009 451 601) (Clabon).

ACN (if applicable) See above

There was a change in the interests of the substantial holder on 12/04/2010
 The previous notice was given to the company on 17/02/2010
 The previous notice was dated 17/02/2010

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:

Substantial Shareholder	Class of securities (4)	Previous notice		Present notice	
		Person's votes	Voting power (5)	Person's votes	Voting power (5)
Wroxby, ACEH, ACE, ACE Group Entities, Clabon, Tiberius, Ashblue, Tiberius Group Entities & Stokes	Ordinary	67,049,180	53.07% (based on 126,331,414 ordinary shares on issue)	67,049,180	51.93% (based on 129,122,047 ordinary 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 or scheme 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
17/02/2010 – 12/04/2010	Wroxby, ACEH, ACE, ACE Group Entities, Clabon, Tiberius, Ashblue & Tiberius Group Entities & Stokes.	Voting power changed following increases in the share capital of the Company as a result of the exercise of options by others	N/A	N/A	N/A

4. Present relevant interest

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
Wroxby, ACEH, ACE, ACE Group Entities, Clabon, Tiberius, Ashblue, Tiberius Group Entities, Stokes	Wroxby	Wroxby	Wroxby's relevant interest arises under s608(1) of the Corporations Act. Relevant interest of ACEH, ACE, ACE Group Entities, Clabon, Ashblue and Stokes arises under s608(3) of the Corporations Act, being a relevant interest held through a body corporate (Wroxby) that person controls and/or in which their voting power is above 20%. Relevant interest of Tiberius and the Tiberius Group Entities arises under s608(3) of the Corporations Act, being a relevant interest held through a body corporate (Ashblue) that person controls and/or in which their voting power is above 20%. ACE, ACEH, each of the ACE Group Entities and Tiberius, Ashblue and each of the Tiberius Group Entities, Clabon and Stokes, are not presently entitled to be registered as the holder of the shares and their ability to vote or dispose is qualified accordingly.	67,049,180 ordinary	67,049,180

5. Changes in association

The persons who have become unassociated (2) of, ceased to be associates of, or have changed the nature of their association (3) with, the substantial holder in relation to voting interests in the company or returns are as follows:

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


6. Addresses

The addresses of persons in this form are as follows:

Name	Address
Wroxby, ACEH, ACE, ACE Group Entities, Tiberius, Ashblue, Tiberius Gp Entities, Clabon	Level 3, 30 Kings Park Road, West Perth, WA 6005
Stokes	c/- Level 3, 30 Kings Park Road, West Perth, WA 6005

Signature

print name **ROBIN FREDERICK WATERS** capacity **DIRECTOR/ATTORNEY**

sign here  date **14/04/2010**

DIRECTIONS


- If there are a number of substantial holders with similar or related interests (eg, a corporation and its related corporations, or the manager and trustee of an equity trust), the names should be included in an appendix 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.
- See the definition of "associate" in section 9 of the Corporations Law.
- See the definition of "relevant interest" in sections 608 and 671D(7) of the Corporations Act 2001.
- The voting shares of a company constitute one class unless divided into separate classes.
- The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- Include details of:

- (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671(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.

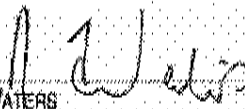
This is the Annexure of 1 page/s marked "A" referred to in the Form 604 signed by me and dated 14/04/2010


RF WATERS, DIRECTOR/ATTORNEY

ANNEXURE A - ACE Group Entities

ENTITY	ACN	ENTITY	ACN
Aceinc Pty Ltd	062 367 997	Neriga Pty Ltd	008 630 135
Acoveet Pty Ltd	008 663 163	North Aston Pty Ltd	009 387 605
All Hire Pty Ltd	068 054 500	North Aston Operations Pty Ltd	009 369 489
Allight Holdings Pty Ltd	070 926 555	Pet Iron Ore Pty Ltd	115 382 753
Allight Pty Ltd	053 434 807	Piccadilly Rise Pty Ltd	055 338 526
Allight USA Inc.	Incorporated In USA	PT Allight PTE Ltd	Incorporated in Indonesia
Alliant Services Pty Ltd	007 691 916	PT Coates Hire Indonesia	Incorporated in Indonesia
Australian Capital Equity (Entertainment) Pty Ltd	000 269 124	Remorex Pty Ltd	001 021 878
Australian Capital Finance Pty Ltd	008 580 087	Rantair Ltd	Incorporated in UK
Australian Capital Markets Pty Ltd	065 820 041	Seven Group Holdings Ltd	142 003 459
Australian Highway Plants Services Pty Ltd	060 583 511	Sitech (WA) Pty Ltd	139 256 464
Binatong Pty Ltd	009 268 039	Sitech (Beijing) Engineering Technology Development Company Limited	Incorporated in China
Candacal Holdings Pty Limited	005 240 906	Sugase Holdings Pty Ltd	087 611 205
Cassio Pty Ltd	061 131 959	Tianjin WesTrac Machinery Equipment Limited	Incorporated in China
Coales Group Pty Ltd	126 739 240	TracerLok Pty Ltd	095 669 655
Coates Group Holdings Pty Ltd	126 069 341	Valecourt Holdings Ltd	071 106 600
Coates Hire Limited	073 608 566	Wavelength Nominees Pty Ltd	065 342 307
Coates Hire Operations Pty Ltd	074 128 971	Welshan (Beijing) Machinery Equipment Ltd	Incorporated in China
Coates Hire (NZ) Limited	Incorporate in NZ	West Australian Property Management Pty Ltd	009 727 277
Coates Hire Overseas Investments Pty Ltd	085 484 379	WesTrac Pty Ltd	009 342 572
Coates Fleet Pty Ltd	073 693 559	WesTrac (Beijing) Machinery Equipment Limited	Incorporated in China
Coates Hire (UK) Limited	Incorporated in UK	WesTrac (China) Machinery Equipment Limited	Incorporated in China
Conserv (No 1698) Pty Ltd	009 450 482	WesTrac China Limited	Incorp in Hong Kong
EMT Group Pty Ltd	100 871 592	WesTrac Hong Kong Limited	Incorp in Hong Kong
Emibot Holdings Pty Limited	065 240 413	WesTrac Fleet Pty Ltd	009 413 325
Fairfax Nominees Pty Limited	065 339 746	WesTrac Institute Pty Ltd	094 501 578
FCP Investments Pty Ltd	065 920 185	White Cornair Pty Ltd	009 330 545
Foxington Pty Ltd	008 232 522	National Hire Group Limited	076 689 996
FGW Pacific Pty Ltd	085 531 353	NAMI Pty Ltd	077 777 236
Garden Park Pty Ltd	005 339 924	National Hire Administration Pty Ltd	080 468 266
Garden Park Equities Pty Ltd	009 342 269	National Hire Equipment Pty Ltd	080 468 299
Io Research Pty Ltd	067 711 305	National Hire Finance Pty Ltd	117 581 330
Landfill Gas & Power Pty Ltd	053 319 430	National Hire Facilitation Pty Ltd	128 890 442
Landfill Gas and Power Holdings Pty Ltd	058 553 478	National Hire Operations Pty Ltd	080 468 319
Liaoning WesTrac Machinery Equipment Limited	Incorporated in China	National Hire Properties Pty Ltd	101 354 107
Mining Equipment Spares Pty Ltd	133 869 191	National Hire Trading Pty Ltd	080 468 328
MiraMira Pty Ltd	009 352 318	DWB (NH) Pty Ltd	003 630 951
NED Finco Pty Ltd	128 290 644		

This is the Annexure of 1 page/s marked "B" referred to in the Form 504 signed by me and dated 14/04/2010.


RF WATERS
DIRECTOR/ATTORNEY

ANNEXURE B - Tiberius Group Entities

ENTITY	ACN
Astraea Pty Ltd	067 374 430
Astraea Investment Consultancy (Shanghai) Co Ltd	Incorporated in China
Australian Chinese Capital Investments Limited	Incorporated in China
Australian Chinese Equity Pty Ltd	067 615 141
Feluga Pty Ltd	009 320 763
Guangzhou Jumbo Advertising Co Ltd	Incorporated in China
Pandina Pty Ltd	068 181 000
Tiberius (Parramatta) Pty Ltd	128 016 682
WEPL Investments Pty Ltd	093 498 116
White City Pty Ltd	061 621 832
Whyalla Refiners Pty Ltd	083 271 625