

ATANASKOVIC HARTNELL

LAWYERS - CORPORATE, FINANCE & TAXATION

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FACSIMILE TRANSMISSION

TO: The Manager
Company Announcements Office
Australian Securities Exchange Limited

FROM: James Wheeldon

FAX: 1300 135 638

DATE: 30 September 2011

PAGES: 6 (including this one)

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Dear Sir

Minara Resources Limited (ACN 060 370 783)

We act for Glencore Investment Pty Limited and have been requested by our client to send to you the accompanying substantial holder notice on form 604.

Yours faithfully

ATANASKOVIC HARTNELL

Atanaskovic Hartnell

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **Minara Resources Limited**

ACN/ARSN

060 370 783

1. Details of substantial holder (1)

Name

Glencore Investment Pty Limited, and its related bodies corporate, including Glencore International plc and Glencore International AG

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

29/09/11

The previous notice was given to the company on

27/09/11

The previous notice was dated

26/09/11

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 fully paid	981,231,142	83.91%	1,000,325,611	85.54%

Voting power in each case is based on the issued ordinary share capital for Minara Resources Limited as disclosed on the ASX announcements platform as at the date of the relevant notice.

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
See attached schedule 1	Each substantial holder as specified in (1) above	Purchases of fully paid ordinary shares on the ASX by Glencore Investment Pty Limited on the dates and at the prices per ordinary share indicated on the attached schedule 1	Prices per ordinary share as indicated on the attached schedule 1	11,066,799 ordinary shares	11,066,799
See attached schedule 2	Each substantial holder as specified in (1) above	Acceptances of Glencore Investment Pty Limited's offer to acquire all the ordinary shares pursuant to the bidder's statement and offer document dated 24 August 2011 (which contains an offer dated 8 September 2011) on the dates indicated on the attached schedule 2	\$0.87 per ordinary share	8,027,670 ordinary shares	8,027,670

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
Glencore Investment Pty Limited	Unknown	Glencore Investment Pty Limited	Relevant interest arises under: (i) section 608(1) of the Corporations Act as regards the 141,495,851 ordinary shares specified in (3) above; and (ii) section 608(3)(b) of the Corporations Act as regards the remaining ordinary shares.	1,000,325,611 ordinary shares	1,000,325,611
Glencore International AG	Unknown	Glencore International AG	Relevant interest arises under: (i) section 608(1) of the Corporations Act as regards 858,829,760 ordinary shares; and (ii) section 608(3)(b) of the Corporations Act as regards the 141,495,851 ordinary shares specified in (3) above.	1,000,325,611 ordinary shares	1,000,325,611
Glencore International plc and each other related bodies corporate of Glencore Investment Pty Limited	Unknown	Glencore International plc and each other related bodies corporate of Glencore Investment Pty Limited	Relevant interest arises under section 608(3)(a) of the Corporations Act as regards to all the ordinary shares.	1,000,325,611 ordinary shares	1,000,325,611

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:

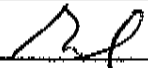

Name and ACN/ARSN (if applicable)	Nature of association
N.A.	N.A.

6. Addresses

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

Name	Address
Glencore International plc	Baaremattstrasse 3, PO Box 777, CH-6341, Baar, Switzerland
Glencore International AG	Baaremattstrasse 3, PO Box 777, CH-6341, Baar, Switzerland
Glencore Investment Pty Limited	Level 4, 30 The Esplanade, Perth WA 6000, Australia

Signature

Name	M. OCSKAY	Capacity	Director
Signature		Date	29 September 2011
Name	ERIC DIEDRICHSEN	Capacity	Director
Signature		Date	29 September 2011

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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (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 page is schedule 1 referred to in Form 604 (Notice of change of interests of substantial holder) dated 29 September 2011 given by Glencore Investment Pty Limited.

Name: *MROCSWAG* Capacity: Director
Signature: *[Signature]* Date: 29 September 2011
Name: *ERIC DIEDRIKSEN* Capacity: Director
Signature: *[Signature]* Date: 29 September 2011

***Purchases of fully paid ordinary shares on the ASX by
Glencore Investment Pty Limited***

Date	Price Paid (Acps)	Volume (Shares)
27 September 2011	87.000	4,390,835
28 September 2011	87.000	756,814
29 September 2011	87.000	5,919,150
	Total	11,066,799

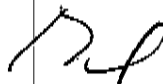
This page is schedule 2 referred to in Form 604 (Notice of change of interests of substantial holder) dated 29 September 2011 given by Glencore Investment Pty Limited.

Name:

HOCSEWAZ

Capacity: Director

Signature:



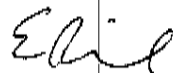
Date: 29 September 2011

Name:

ERIC DIEDERIKSEN

Capacity: Director

Signature:



Date: 29 September 2011

**Shares in respect of which acceptances have been received
pursuant to the bidder's statement dated 24 August 2011**

Date	Number of shares
26 September 2011	241,267
27 September 2011	3,412,447
28 September 2011	2,318,265
29 September 2011	2,055,691
Total	8,027,670