

## Form 605

Corporations Act 2001  
Section 671B

## Notice of ceasing to be a substantial holder

To: Company Name/Scheme Cerro Resources NL  
ACN/ARSN 006 381 684

## 1. Details of substantial holder (1)

Name Och-Ziff Holding Corporation and Och-Ziff Capital Management Group LLC on behalf of themselves, OZ Management LP, OZ Management II LP and their controlled entities OZ Asia Master Fund, Ltd, OZEA, L.P., Gordel Capital Ltd, OZ ELS Master Fund, Ltd, OZ Master Fund, Ltd, OZ Eureka Fund, L.P., Goldman Sachs Profit Sharing Master Trust, OZ Global Special Investments Master Fund, LP and OZ Enhanced Master Fund, Ltd.  
ACN/ARSN (if applicable) Not applicable

The holder ceased to be a substantial holder on 23 May 2013  
The previous notice was given to the company on 26 March 2013  
The previous notice was dated 20 March 2013

## 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 changes (5) | Class (6) and number of securities affected | Person's votes affected |
|----------------|---|----------------------|--|---|-------------------------|
| 28/3/2013      | OZ ELS Master Fund, Ltd                       | SELL                 | A\$2,650.46                                    | Fully paid ordinary shares                  | 18,939                  |
| 2/4/2013       | OZ Master Fund, Ltd                           | BUY                  | A\$311,644.65                                  | Fully paid ordinary shares                  | 2,134,279               |
| 2/4/2013       | OZ Asia Master Fund Ltd                       | BUY                  | A\$107,390.18                                  | Fully paid ordinary shares                  | 735,455                 |
| 2/4/2013       | Gordel Capital Ltd                            | BUY                  | A\$12,549.20                                   | Fully paid ordinary shares                  | 85,943                  |
| 2/4/2013       | Goldman Sachs Profit Sharing Master Trust     | BUY                  | A\$9,737.11                                    | Fully paid ordinary shares                  | 66,684                  |
| 2/4/2013       | OZ Global Special Investments Master Fund, LP | BUY                  | A\$6,777.96                                    | Fully paid ordinary shares                  | 39,570                  |
| 2/4/2013       | OZ Eureka Fund, L.P.                          | BUY                  | A\$9,501.44                                    | Fully paid ordinary shares                  | 65,070                  |
| 2/4/2013       | OZ ELS Master Fund, Ltd                       | BUY                  | A\$5,525.06                                    | Fully paid ordinary shares                  | 37,838                  |
| 2/4/2013       | OZEA, L.P.                                    | BUY                  | A\$12,435.09                                   | Fully paid ordinary shares                  | 85,161                  |
| 3/4/2013       | OZ Master Fund, Ltd                           | BUY                  | A\$150,100.67                                  | Fully paid ordinary shares                  | 1,070,603               |
| 3/4/2013       | OZ Asia Master Fund Ltd                       | BUY                  | A\$51,723.88                                   | Fully paid ordinary shares                  | 368,924                 |
| 3/4/2013       | Gordel Capital Ltd                            | BUY                  | A\$6,044.53                                    | Fully paid ordinary shares                  | 43,113                  |
| 3/4/2013       | Goldman Sachs Profit Sharing Master Trust     | BUY                  | A\$4,680.61                                    | Fully paid ordinary shares                  | 33,449                  |
| 3/4/2013       | OZ Global Special Investments Master Fund, LP | BUY                  | A\$2,763.01                                    | Fully paid ordinary shares                  | 19,850                  |
| 3/4/2013       | OZ Eureka Fund, L.P.                          | BUY                  | A\$4,576.85                                    | Fully paid ordinary shares                  | 32,639                  |
| 3/4/2013       | OZ ELS Master Fund, Ltd                       | BUY                  | A\$2,661.32                                    | Fully paid ordinary shares                  | 18,982                  |
| 3/4/2013       | OZEA, L.P.                                    | BUY                  | A\$5,989.43                                    | Fully paid ordinary shares                  | 42,720                  |
| 4/4/2013       | OZ Master Fund, Ltd                           | BUY                  | A\$34,042.15                                   | Fully paid ordinary shares                  | 242,794                 |

|           |   |  |               |                            |            |
|-----------|---|--|---------------|----------------------------|------------|
| 4/4/2013  | OZ Asia Master Fund Ltd                       | BUY  | AS\$11,730.81 | Fully paid ordinary shares | 83,666     |
| 4/4/2013  | Gordel Capital Ltd                            | BUY  | AS\$1,370.83  | Fully paid ordinary shares | 9,777      |
| 4/4/2013  | Goldman Sachs Profit Sharing Master Trust     | BUY  | AS\$1,063.63  | Fully paid ordinary shares | 7,586      |
| 4/4/2013  | OZ Global Special Investments Master Fund, LP | BUY  | AS\$631.23    | Fully paid ordinary shares | 4,502      |
| 4/4/2013  | OZ Eureka Fund, L.P.                          | BUY  | AS\$1,037.83  | Fully paid ordinary shares | 7,402      |
| 4/4/2013  | OZ ELS Master Fund, Ltd                       | BUY  | AS\$603.6     | Fully paid ordinary shares | 4,305      |
| 4/4/2013  | OZEA, L.P.                                    | BUY  | AS\$1,358.35  | Fully paid ordinary shares | 9,688      |
| 1/5/2013  | OZ Enhanced Master Fund, Ltd                  | BUY  | AS\$8,2598.6  | Fully paid ordinary shares | 626,361    |
| 2/5/2013  | OZ Enhanced Master Fund, Ltd                  | BUY  | AS\$9,740.52  | Fully paid ordinary shares | 74,904     |
| 23/5/2013 | The persons named in Item 1                   | Transferred in accordance with the terms and conditions of a document titled "Scheme Implementation Deed" dated 13 December 2012 and "Demerger Deed", dated 14 March 2013. |               | Fully paid ordinary shares | 59,318,080 |

### 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 |
|-----------------------------------|-----------------------|
| N/A                               |                       |

### 4. Addresses

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

| Name  | Address   |
|---|---|
| Och-Ziff Holding Corporation                  | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A.                                 |
| Och-Ziff Capital Management Group LLC         | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A.                                 |
| Oz Management LP                              | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A.                                 |
| Oz Management II LP                           | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A.                                 |
| OZ ELS Master Fund, Ltd                       | c/o State Street(Cayman) Trust, Ltd., P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman, Cayman Islands KY1-1103 |
| OZ Asia Master Fund Ltd                       | c/o State Street(Cayman) Trust, Ltd., P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman, Cayman Islands KY1-1103 |
| OZEA, L.P.                                    | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A.                                 |
| OZ Eureka Fund, L.P.                          | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A.                                 |
| Gordel Capital Ltd                            | c/o Trident Trust Company (BVI) Ltd., Trident Chambers, Wickhams Cay, Road Town, Tortola, British Virgin Islands.                                   |
| Goldman Sachs Profit Sharing Master Trust     | c/o Committee for the 401(k) plan, 30 Hudson Street, Jersey City, NJ 07302, USA   |
| OZ Master Fund, Ltd                           | c/o State Street(Cayman) Trust, Ltd., P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman, Cayman Islands KY1-1103 |
| OZ Global Special Investments Master Fund, LP | c/o State Street(Cayman) Trust, Ltd., P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman, Cayman Islands KY1-1103 |
| OZ Enhanced Master Fund, Ltd                  | c/o State Street(Cayman) Trust, Ltd., P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman, Cayman Islands KY1-1103 |

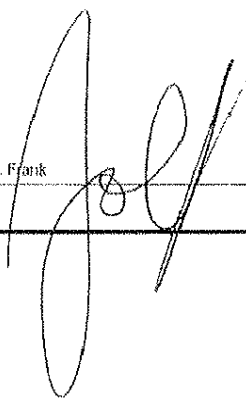
**Signature**

print name Joel M. Frank

Capacity Chief Financial Officer

sign here

date 24 / 5 / 2013

A handwritten signature in black ink, appearing to read 'Joel M. Frank', is written over a horizontal line. The signature is stylized with large loops and a long horizontal stroke at the end.

## 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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.