

MinterEllison

L A W Y E R S

31 March 2006

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Companies Announcements Officer
Australian Stock Exchange Limited

Dear Sir

Off-market bid by ACN 118 331 650 Pty Ltd ('Mega') to acquire all ordinary shares and options in Hindmarsh Resources Limited ('Hindmarsh')

On behalf of Mega, we enclose pursuant to section 650F(3)(a) of the *Corporations Act 2001* (Cth), notices under section 650F(1) of the *Corporations Act 2001* (Cth) relating to the Listed Hindmarsh Shares and Options, each dated 30 March 2006.

These notices were given to Hindmarsh today.

Yours faithfully

MINTER ELLISON



Contact: Suzanne Sheridan Direct phone: +61 7 3119 6365 Direct fax: +61 7 3119 1365
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Partner responsible: Bruce Cowley Direct phone: +61 7 3119 6213
Our reference: SCS:BCC 40-5103190

MINTER ELLISON GROUP AND ASSOCIATED OFFICES

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CORPORATIONS ACT 2001 (Cth)**NOTICE BY****ACN 118 331 650 PTY LTD****UNDER SECTION 650F**

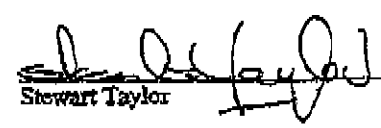
In accordance with section 650F of the *Corporations Act 2001* (Cth) and clause 7.2 of ACN 118 331 650 Pty Ltd (Mega)'s Bidder's Statement, dated 2 March 2006, Mega declares all offers to acquire all Listed Hindmarsh Options as detailed in the Bidder's Statement and all contracts formed by the acceptance of the offers to be free from the condition, that before the end of the Offer Period Mega and its associates have relevant interests in at least 90% (by number) of all Hindmarsh Options, as contained in clause 7.1(b) of the Bidder's Statement.

At the date of this notice, Mega's voting power in Hindmarsh is 53.75%.

DATE 30 March 2006

SIGNED for and on behalf of ACN 118 331 650 Pty Ltd pursuant to a circular resolution of directors dated 30 March 2006 authorising this notice to be signed.



Sheldon Inwentash

Stewart Taylor

A copy of this notice was lodged with the Australian Securities & Investments Commission on 31 March 2006. The Australian Securities & Investments Commission takes no responsibility as to the contents of this notice.

CORPORATIONS ACT 2001 (Cth)**NOTICE BY****ACN 118 331 650 PTY LTD****UNDER SECTION 650F**

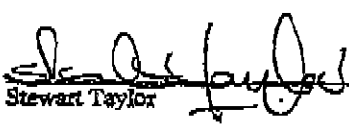
In accordance with section 650F of the *Corporations Act 2001* (Cth) and clause 7.2 of ACN 118 331 650 Pty Ltd (Mega)'s Bidder's Statement, dated 2 March 2006, Mega declares all offers to acquire all Hindmarsh Shares as detailed in the Bidder's Statement and all contracts formed by the acceptance of the offers to be free from the condition, that before the end of the Offer Period Mega and its associates have relevant interests in at least 90% (by number) of all Hindmarsh Shares, as contained in clause 7.1(a) of the Bidder's Statement.

At the date of this notice, Mega's voting power in Hindmarsh is 58.75%.

DATE 30 March 2006

SIGNED for and on behalf of ACN 118 331 650 Pty Ltd pursuant to a circular resolution of directors dated 30 March 2006 authorising this notice to be signed.



Sheldon Inverash

Stewart Taylor

A copy of this notice was lodged with the Australian Securities & Investments Commission on 31 March 2006. The Australian Securities & Investments Commission takes no responsibility as to the contents of this notice.