

BLAKISTON & CRABB

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OUR REF: MLJIAN/15867
ATTENTION: COMPANY ANNOUNCEMENTS OFFICE
FIRM/COMPANY: ASX LIMITED
FAX NUMBER: 1300 135 638
TOTAL PAGES: 6 (including this page)

12 June 2009

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Dear Sir/Madam

ARAFURA RESOURCES LTD (ASX CODE: ARU)
ASIC FORM 603 (NOTICE OF INITIAL SUBSTANTIAL HOLDER)

We act for the substantial holder to the ASIC Form 603 "Notice of Initial Substantial Holder" ("Form").

We have today provided a signed copy of the Form to Arafura Resources Ltd and requested that they announce it to market. In any event, we also now provide ASX with a signed copy of the Form for immediate announcement to the market place.

If you have any questions please do not hesitate to contact me.

Yours faithfully



Marie Leong
Senior Associate

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15 July 2001

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme

ARAFURA RESOURCES LIMITED

ACN/ARSN

080 933 455

1. Details of substantial holder (1)
Name

EAST CHINA EXPLORATION & DEVELOPMENT BUREAU ("ECE"), JIANGSU EASTERN CHINA NON-FERROUS METALS INVESTMENT HOLDING CO. LTD ("JIANGSU"), HONG KONG EAST CHINA NON-FERROUS MINERAL RESOURCES CO. LTD ("ECE HONG KONG"), AUSTRALIAN ECE NOLANS INVESTMENT LTD ("ECE MAURITIUS"), ECE NOLANS INVESTMENT COMPANY PTY LTD ("ECE NOLANS"), SUBSIDIARIES OF JIANGSU LISTED ON ATTACHED ANNEXURE "A" ("JIANGSU SUBSIDIARIES") AND ENTIRELY OWNED ENTITIES OF ECE LISTED ON ATTACHED ANNEXURE "B" ("ECE ENTIRELY OWNED ENTITIES").

ACN / ARSN (if applicable)

187 354 888 (FOR ECE NOLANS)

The holder became a substantial holder on

10/06/2009

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	Persons' votes (5)	Voting power (6)
FULLY PAID ORDINARY SHARES	28,333,333	28,333,333	12.70%

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
ECE	RELEVANT INTEREST UNDER SECTION 608(3) OF THE CORPORATIONS ACT 2001 ("ACT") AS CONTROLS ECE NOLANS THROUGH INTERMEDIATE SUBSIDIARIES JIANGSU, ECE HONG KONG AND ECE MAURITIUS ("INTERMEDIATE SUBSIDIARIES").	28,333,333 FULLY PAID ORDINARY SHARES
INTERMEDIATE SUBSIDIARIES	RELEVANT INTEREST UNDER SECTION 608(3) OF THE ACT AS EACH CONTROLS ECE NOLANS.	28,333,333 FULLY PAID ORDINARY SHARES
ECE NOLANS	REGISTERED HOLDER OF THE SHARES.	28,333,333 FULLY PAID ORDINARY SHARES

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
ECE, INTERMEDIATE SUBSIDIARIES AND ECE NOLANS	ECE NOLANS	ECE NOLANS	28,333,333 FULLY PAID ORDINARY SHARES

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	
ECE NOLANS	10/06/2009	\$8,499,999.80	N/A	28,333,333 FULLY PAID ORDINARY SHARES
ECE	10/06/2009	NIL	N/A	28,333,333 FULLY PAID ORDINARY SHARES
INTERMEDIATE SUBSIDIARIES	10/06/2009	NIL	N/A	28,333,333 FULLY PAID ORDINARY SHARES

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15 July 2001

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
JIANGSU SUBSIDIARIES	ASSOCIATES OF ECE NOLANS UNDER SECTION 12(2)(A) OF THE ACT BECAUSE THEY ARE CONTROLLED BY THE SAME ENTITIES THAT CONTROL ECE NOLANS.
ECE ENTIRELY OWNED ENTITIES	ASSOCIATES OF ECE NOLANS UNDER SECTION 12(2)(A) OF THE ACT BECAUSE THEY ARE CONTROLLED BY AN ENTITY THAT CONTROLS ECE NOLANS.

7. Addresses

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

Name	Address
ECE AND JIANGSU	26, DA GUANG LU, NANJING, CHINA
ECE HONG KONG	9F, CHINACHEM CENTURY TOWER, 171 GLOUCESTER ROAD, WAHCHAI, HONG KONG
ECE MAURITIUS	4 TH FLOOR, IBL HOUSE, CAUDAN, PORT LOUIS, MAURITIUS
ECE NOLANS	311-313 HAY STREET, SUBIACO, WESTERN AUSTRALIA 6008
JIANGSU SUBSIDIARIES	VARIOUS ADDRESSES AS SET OUT IN ANNEXURE "A"
ECE ENTIRELY OWNED ENTITIES	NANJING, JIANGSU PROVINCE

Signature

print name

ZHANG YOU YU

capacity

DIRECTOR

sign here

张友宇

date

6/12/2009

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.
- (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.

EAST CHINA EXPLORATION & DEVELOPMENT BUREAU

ANNEXURE A
ASIC FORM 603

This is Annexure "A" of 2 pages referred to in the Form 603 (Notice of Initial Substantial Holder), signed by me and dated 12 June 2009.

Sign: 张友余Name: ZHANG YOU YUCapacity: DIRECTOR

	Name	Registered office address
1	Jiangsu Eastern China Geological Survey Co. Ltd.	Qixia District, Nanjing
2	Jiangsu Eastern China Geological Construction Group Co. Ltd.	Jianye District, Nanjing
3	Fujian Youxi Jindong Mining Co. Ltd.	Meixian Town, Youxi County, Fujian Province
4	Yunnan Golden Mountain Co. Ltd.	Dongchun District, Kunming, Yunnan Province
5	Anhui Chizhou Hongjun Lindgrenite Mining Co. Ltd.	Chizhou, Anhui Province
6	Jiangsu Jinxia Mining Co. Ltd.	Qixia District, Nanjing, Jiangsu Province
7	Henan Eastern China Non-ferrous Mining Co. Ltd.	Zhongyuan District, Zhengzhou, Henan Province
8	Jiangsu Huahong Mineral Development Co. Ltd.	Nanjing, Jiangsu Province
9	Jiangsu Eastern China Non-ferrous Mining Co. Ltd.	Nanjing, Jiangsu Province
10	Fujian Youxi Eastern China Non-ferrous Mineral Development Co. Ltd.	Youxi County, Fujian Province

11	Hongkong Eastern China Non-ferrous Mineral Resources Co. Ltd.	Hong Kong
12	Namibia Non-ferrous East China Mineral Exploration and Development Co. Ltd	Windhoek, Namibia
13	Jiangsu Mengdu Construction Engineering Co. Ltd.	Liuhe District, Nanjing
14	Jiangsu Huadu Construction Co. Ltd	Daguan Road, Nanjing
15	Nanjing Exploration & Development Engineering Co., Ltd	Baixia District, Nanjing
16	Jiangsu Eastern Tailings Treatment Project Co., Ltd	Shimenkan, Nanjing
17	Jiangsu Eastern Mineral Engineering Co., Ltd	Ganjiabian, Nanjing
18	Jiangsu Eastern Geo-engineering Co., Ltd	Xixia District, Nanjing, Jiangsu Province
19	Jiangsu Eastern Engineering Design Co., Ltd.	102# Shimenkan, Baixia District, Nanjing
20	Jiangsu Guangdong Resource & Environment Survey Co., Ltd	Jianye District, Nanjing

EAST CHINA EXPLORATION & DEVELOPMENT BUREAU**ANNEXURE B
ASIC FORM 603**

This is Annexure "B" of 1 page referred to in the Form 603 (Notice of Initial Substantial Holder), signed by me and dated 12 June 2009.

Sign: 张友宇Name: ZHANGYOU YUCapacity: DIRECTOR**Mineral Exploration Teams**

1. Team 805 of East China Mineral Exploration & Development Bureau
2. Team 806 of East China Mineral Exploration & Development Bureau
3. Teams 807 of East China Mineral Exploration & Development Bureau
4. Teams 809 of East China Mineral Exploration & Development Bureau
5. Teams 810 of East China Mineral Exploration & Development Bureau
6. Teams 813 of East China Mineral Exploration & Development Bureau
7. East China Non-ferrous Mineral Exploration and Development Institute

Scientific Research Institutions

1. Post-doctoral research working station
2. Institute of Resource and Technology for Deep Mineral Exploration
3. Concealed Deposit Survey Institute
4. Institute of Resource Economy and Industrialization
5. Center of Geological Science and Technology Information
6. Joint Research Center of Geology Research Institute, Chinese Academy of Sciences
7. Research Institute of underground Space and Geological Environment Geochemical Analysis Center