

MALLESONS STEPHEN JAQUES

The Manager
Company Announcements Office
Exchange Centre
20 Bridge Street
Sydney NSW 2000
By facsimile: 1300 135 638

8 July 2011

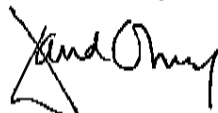
Dear Sir/Madam

Fortescue Metals Group Ltd (ASX: FMG)
Form 604: Notice of change of interests of substantial holder

We act for Hunan Valin Iron and Steel Group Company Ltd and its associates in connection with a recent on-market disposal of 1.0288% of its relevant interests in Fortescue Metals Group Ltd.

In accordance with section 671B of the Corporations Act 2001 (Cwlth), we enclose a *Form 604: Notice of change of interests of substantial holder*.

Yours faithfully



David Olsson
Partner
Direct line +86 10 5927 2166
Email: david.olsson@malleasons.com

北京市朝阳区光华路1号北京嘉里中心南楼28层 邮编100020
28/F, South Tower, Beijing Kerry Centre, 1 Guanghua Road,
Chaoyang District, Beijing 100020, People's Republic of China
bei@malleasons.com www.malleasons.com

T +86 10 5927 2188
F +86 10 5927 2199

FROM :

FAX NO. :

2011.07.08

11:36

F-1

604 GUIDE page 1/1 13 March 2000

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme

FORTESCUE METALS GROUP LIMITED (the "company")

ACN/ARSN

002 994 872

1. Details of substantial holder (1)

Name

Hunan Valin Iron and Steel Group Co., Ltd. (湖南华菱钢铁集团有限责任公司) and each of its related bodies corporate listed in Annexure A ("Hunan Valin Subsidiaries") (together the "Hunan Valin Group")

ACN/ARSN (if applicable)

N/A

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

07/07/2011

The previous notice was given to the company on

25/11/2011

The previous notice was dated

25/11/2011

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 Shares	506,000,000	16.2599%	473,969,480	15.2231%

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
07/07/2011	Hunan Valin Group	On-market disposal	206,376,566.96	32,030,520	1.0288%

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 (9)	Class and number of securities	Person's votes
Hunan Valin Group	Valin Investments (Singapore) Pte Ltd	Valin Investments (Singapore) Pte Ltd	Valin Investments (Singapore) Pte Ltd is the registered holder of ordinary shares in the Company (Section 6.8(1)(a) of the Corporations Act 2001)	228,007,487	7.32%
Hunan Valin Group	Valin Resources Investments (Singapore)	Valin Resources Investments (Singapore)	Valin Resources Investments	154,267,590	4.95%

FROM :

FAX NO. :

2011.07.08

11:37

P2

	Pte Ltd	Pte Ltd	(Singapore) Pte Ltd is the registered holder of ordinary shares in the Company (Section 6.8(1)(a) of the Corporations Act 2001)		
Hunan Valin Group	Valin Mining Investments (Singapore) Pte Ltd	Valin Mining Investments (Singapore) Pte Ltd	Valin Mining Investments (Singapore) Pte Ltd is the registered holder of ordinary shares in the Company (Section 6.8(1)(a) of the Corporations Act 2001)	91,694,393	2.96%

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

6. Addresses

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

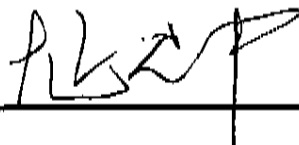
Name	Address
Hunan Valin Group	22nd Floor, Valin Building, No. 111 Section II Furongzhonglu, Changsha, Hunan, China 410011

Signature

print name Long, Jianzhong

Capacity Vice General manager/ Director, Hunan Valin Iron and Steel Group Co., Ltd.

sign here



date 08 / 07 / 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).

FROM :

FAX NO. :

2011.07.08 11:37 P3

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.

ANNEXURE A HUNAN VALIN ASSOCIATES

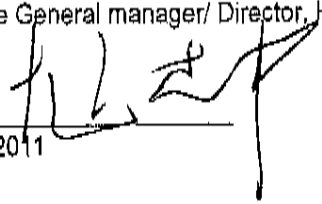
EACH OF THE ENTITIES BELOW IS AN ASSOCIATE OF HUNAN VALIN IRON AND STEEL GROUP COMPANY LTD BY VIRTUE OF BEING A RELATED BODY CORPORATE OF HUNAN VALIN IRON AND STEEL GROUP COMPANY LTD

NAME	ACN/ARSN (IF APPLICABLE)
HUNAN VALIN INDUSTRY INVESTMENT MANAGEMENT CO LTD	N/A
BEIJING CHAORAN ZHIYE CONSULTING CO LTD	N/A
HUNAN VALIN IRON & STEEL FINANCIAL CO LTD	N/A
INNER MONGOLIA TRUST & INVESTMENT LIMITED CORPORATION	N/A
HUNAN VALIN MINING INVESTMENT CO LTD	N/A
VALIN INSURANCE BROKERAGE CO LTD	N/A
HUNAN VALIN PROPERTIES CO LTD	N/A
HUNAN TIANHE REAL ESTATE DEVELOPMENT CO LTD	N/A
HUNAN VALIN STEEL CO LTD	N/A
LIANYUAN IRON & STEEL GROUP CO LTD	N/A
XIANGTAN IRON & STEEL GROUP CO LTD	N/A
HENGYANG STEEL TUBE (GROUP) CO LTD	N/A
JIANGSU WUXI STEEL GROUP CO LTD	N/A
VALIN INVESTMENTS (SINGAPORE) PTE LTD	N/A
VALIN RESOURCES INVESTMENTS (SINGAPORE) PTE LTD	N/A
VALIN MINING INVESTMENTS (SINGAPORE) PTE LTD	N/A
VALIN GROUP HONGKONG INTERNATIONAL TRADE CO LTD	N/A
HUNAN DICE TECHNOLOGY DEVELOPMENT CO LTD	N/A

This is Annexure A of 1 page referred to in Form 604 Notice of Change of Interests of Substantial Holder

Name: Long, Jianzhong

Capacity: Vice General manager/ Director, Hunan Valin Iron and Steel Group Co., Ltd

Signature: 

Date: 08/07/2011