

**ANGLO PACIFIC GROUP PLC**

**(ARBN 009 475 398)**

**Registered Office:** C/- Jacob Charles & Co  
1<sup>st</sup> Floor, Sentinel House, Sentinel Square  
Brent Street, London NW4 2EP, England

**Australian Contacts:** PO Box 7475, Cloisters Square  
Perth WA 6850  
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9 June 2006

The Listing Manager  
Australian Stock Exchange Ltd  
Level 10  
20 Bond Street  
Sydney NSW 2000

Dear Sir

Anglo Pacific Group PLC (the "Company") attaches Form 603 lodged on Hillgrove Resources Limited.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Janis Nugawela', with a checkmark at the end.

Janis Nugawela  
for and on behalf of  
Anglo Pacific Group plc

**FORM 603**  
**Corporations Act 2001**  
**Section 671B**

**Notice of initial substantial holder**

To: Hillgrove Resources Limited  
ACN: 004 297 116

**1. Details of substantial holder**

Name: Anglo Pacific Group plc  
ARBN: 009 475 398  
The holder became a substantial holder on 24 May 2006.

**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 shareholder or an associate had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

| Class of securities | Number of Securities | Person's votes | Voting power |
|---------------------|----------------------|----------------|--------------|
| Ordinary            | 9,603,767            | 9,603,767      | 5.295%       |

**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 | Class and Number of Securities |
|-----------------------------|-----------------------------|--------------------------------|
| Anglo Pacific Group plc     | On market acquisitions      | 1,313,848 ordinary shares      |
| Indian Ocean Resources Ltd  | Placement                   | 7,500,000 ordinary shares      |
|                             | On market acquisitions      | 789,919 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:

| Registered Holders & Person entitled to be Registered                                                  | Registered Office                            | Class & Number of Securities/Votes |
|--------------------------------------------------------------------------------------------------------|----------------------------------------------|------------------------------------|
| Merrill Lynch (Australia) Nominees Pty Ltd- (Registered holder- on account Anglo Pacific Group plc)    | Level 41, 120 Collins St, Melbourne Vic 3000 | 1,313,848 ordinary shares          |
| Anglo Pacific Group plc                                                                                | 17 Hill St<br>London UK W1J5NZ               | 7,500,000 ordinary shares          |
| Merrill Lynch (Australia) Nominees Pty Ltd- (Registered holder- on account Indian Ocean Resources Ltd) | Level 41, 120 Collins St, Melbourne Vic 3000 | 649,919 ordinary shares            |
| Bow Lane Nominees Pty Ltd-                                                                             | C/- Smith Barney Citigroup                   | 140,000 ordinary shares            |

|                                                               |                                                                 |  |
|---------------------------------------------------------------|-----------------------------------------------------------------|--|
| (Registered holder -on account<br>Indian Ocean Resources Ltd) | Australia Pty Ltd<br>PO Box 360<br>Collins Street WEST VIC 8007 |  |
|---------------------------------------------------------------|-----------------------------------------------------------------|--|

## 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 shareholder became a substantial shareholder is as follows:

| Holder of relevant interest | Date of acquisition            | Consideration               | Class and number of securities |
|-----------------------------|--------------------------------|-----------------------------|--------------------------------|
| Anglo Pacific Group plc     | 11 April 2006 to 23 May 2006   | 22.5 to 29 cents per share  | 1,313,848 ordinary shares      |
| Anglo Pacific Group plc     | 24 May 2006                    | 20 cents per share          | 7,500,000 ordinary shares      |
| Indian Ocean Resources Ltd  | 30 March 2006 to 10 April 2006 | 24.47 to 29 cents per share | 789,919 ordinary shares        |

## 6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

| Name and ACN                                | Nature of association          |
|---------------------------------------------|--------------------------------|
| Indian Ocean Resources Ltd A CN 009 099 067 | Wholly owned controlled entity |

## 7. Addresses

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

| Name                       | Address                                |
|----------------------------|----------------------------------------|
| Anglo Pacific Group plc    | 17 Hill Street<br>London W1J 5NZ<br>UK |
| Indian Ocean Resources Ltd | 8 Cobeia Court<br>Mt Claremont WA 6010 |

## Signature:

Name: Janis Nugawela

Capacity: Authorised Agent



Signed:

Date: 9 June 2006

