

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme SANDFIRE RESOURCES NL (the company)

ACN/ARSN 105 154 185

1. Details of substantial holder (1)

Name OZ MINERALS LIMITED GROUP (See Annexure 'A')

ACN/ARSN (if applicable) _____

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

2 February 2011

The previous notice was given to the company on

2 July 2010

The previous notice was dated

2 July 2010

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	25,865,555	19.89%	28,021,018	18.89%

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	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities	Person's votes affected
2 February 2011	OZ Minerals Limited Group	Dilution in net voting power of the OZ Minerals Group due to shares being issued by Sandfire Resources NL upon the exercise of options as previously disclosed by Sandfire (this dilution was preceded by a small increase in voting power of the Group due to the allocation of 2,155,463 shares to OZ Minerals Investments Pty Ltd under the rights issue during November 2010).	\$14.2 million	2,155,463 ordinary fully paid shares	Reduction in the voting power of the OZ Minerals Group from 19.89% to 18.89%.

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 (6)	Class and number of securities	Person's votes
OZ Minerals Limited Group	OZ Minerals Investments Pty Ltd	OZ Minerals Investments Pty Ltd	Shares held directly by OZ Minerals Investments Pty Ltd.	28,021,018 ordinary shares	18.89%

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
REFER ANNEXURE 'B'	REFER ANNEXURE 'B'

6. Addresses

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

Name	Address
OZ Minerals Limited	Level 10, 31 Queen Street, Melbourne, Victoria 3000
OZ Minerals Investments Pty Ltd	Level 10, 31 Queen Street, Melbourne, Victoria 3000

Signature

print name Francesca Lee

capacity Company Secretary

sign here



date 14/02/2011

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 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 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 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.
- (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.

“A”
THIS IS ANNEXURE MARKED “A”
REFERRED TO IN THE NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER OF
SANDFIRE RESOURCES NL A.C.N 105 154 185

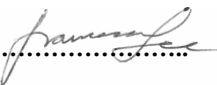
1. Details of Substantial Holder

The substantial holder is the ‘OZ Minerals Limited Group’ which includes OZ Minerals Limited (ACN 005 482 824) and the following entities that are controlled by OZ Minerals Limited:

Company Name	Australian Company Number	Country
<i>Australian Subsidiaries</i>		
Minotaur Resources Holdings Pty Ltd	091 525 343	Australia
OZ Exploration Pty Ltd	137 626 914	Australia
OZ Minerals Agincourt Holdings Pty Ltd	123 900 738	Australia
OZ Minerals Agincourt Pty Ltd	088 174 565	Australia
OZ Minerals Equity Pty Ltd	129 012 273	Australia
OZ Minerals Finance (Holdings) Pty Ltd	125 581 740	Australia
OZ Minerals Finance Pty Ltd	125 590 936	Australia
OZ Minerals Golden Grove (Holdings) Pty Ltd	114 868 254	Australia
OZ Minerals Group Treasury Pty Ltd	082 932 116	Australia
OZ Minerals Holdings Limited	101 657 309	Australia
OZ Minerals International (Holdings) Pty Ltd	066 088 159	Australia
OZ Minerals Investments Pty Ltd	127 603 605	Australia
OZ Minerals Martabe Pty Ltd	119 655 506	Australia
OZ Minerals Prominent Hill Operations Pty Ltd	091 546 691	Australia
OZ Minerals Prominent Hill Pty Ltd	091 504 497	Australia
OZ Minerals Reliance Exploration Pty Ltd	098 917 732	Australia
OZ Minerals Superannuation Pty Ltd	007 261 609	Australia
OZ Minerals Zinifex Holdings Pty Ltd	130 335 545	Australia
ZRUS Holdings Pty Ltd	108 169 642	Australia
<i>International Subsidiaries</i>		
OZ Minerals (Cambodia) Limited		Cambodia
OZ Minerals Europe Limited		Channel Islands
OZ Minerals Insurance Pte Ltd		Singapore
OZ Minerals Mexico SA de CV		Mexico
Souvannaphoum Resources Pte Ltd		Singapore

Print Name: Francesca Lee

Capacity: COMPANY SECRETARY

Sign Here 

Date: 14 February 2011

“B”
THIS IS ANNEXURE MARKED “B”
REFERRED TO IN THE NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER OF
SANDFIRE RESOURCES NL A.C.N 105 154 185

5. Changes in Association

Company Name	Australian Company Number	Country
<i>Entities that have become associates:</i>		
Not applicable.		
<i>Entities that have become and then later ceased to be associates:</i>		
Not applicable.		
<i>Entities that have ceased to be associates:</i>		
Zinifex UK (Holdings) Ltd		United Kingdom
Zinifex UK Ltd		United Kingdom

Print Name: Francesca Lee

Capacity: COMPANY SECRETARY

Sign Here 

Date: 14 February 2011