

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To: Company Name/Scheme BLINA MINERALS NLACN/ARSN 086 471 007**1. Details of substantial holder(1)**Name KIMBERLEY DIAMOND COMPANY NL (KDC) AND GEM DIAMONDS LIMITED (Group)
ACN/ARSN (if applicable) 061 889 634There was a change in the interests of the substantial holder on 25/01/12The previous notice was given to the company on 19/07/11The previous notice was dated 19/07/11**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)
ORD	97256497	16.98%	97256497	12.83%

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
25/01/12	KDC & GEM GROUP	REDUCTION IN VOTING POWER DUE TO SHARE PLACEMENT	\$0.00	NIL	NIL

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
KDC & GEM GROUP	KDC	KDC & GEM GROUP	BENEFICIAL	97256497 ORD	12.83%

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:

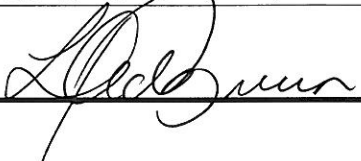
Name and ACN/ARSN (if applicable)	Nature of association
	SEE ATTACHED LISTING (ANNEXURE A)

6. Addresses

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

Name	Address
KDC	LEVEL 3, 52 KING'S PARADE ROAD, WEST PERTH
GEN DIAMONDS LIMITED	2 EATON GATE, LONDON, UNITED KINGDOM

Signature

print name LEE-ANNE DE BRUIN capacity DIRECTOR
 sign here  date 31 / 01 / 2012

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).

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.

This is Annexure A of 1 page referred to in Form 604 Notice of change of interests of substantial shareholder.



LEE-ANNE DE BRUIN
DIRECTOR
31/01/2012

DOMICILE

Singapore
British Virgin Islands
South Africa
South Africa
Botswana
Australia
Australia
Botswana
United Kingdom
British Virgin Islands
Belgium
South Africa
United Arab Emirates
Mauritius
British Virgin Islands
British Virgin Islands
Australia
Australia
Australia
Australia
South Africa
Lesotho
Indonesia
Australia

GEM DIAMONDS LIMITED GROUP

Ashton-MMC Pte Limited
BDI Mining Corp Limited
Calibrated Diamonds Investment Holdings (Pty) Limited
Calibrated Diamonds (Pty) Limited
Calibrated Gem Botswana (Proprietary) Limited
Gem Diamonds Australia Holdings Pty Ltd
Gem Diamonds Australia Pty Ltd
Gem Diamonds Botswana (Pty) Ltd
Gem Diamonds Investments Limited
Gem Diamonds Limited
Gem Diamonds Marketing Services BVBA
Gem Diamond Technical Services Pty Limited
Gem Diamonds Technology DMCC
Gem Diamonds Technology (Mauritius) Limited
Gem Equity Group Limited
Indo Mineratama BVI Limited
Kimberley Diamond Company NL
Kimberley Mining Services Ply Ltd
Kimpil Ply Ltd
Kimroy Pty Ltd
Laser Optronic Technologies (Pty) Limited
Letseng Diamonds (Pty) Limited
PT Galuh Cempaka
Royell Ply Ltd