FORM 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Grange Resources Limited
ACN/ARSN 009 132 405

1. Details of substantial holder (1)
Name Pacific International Co. Pty Ltd (Pl) and each of the entities and persons set out in Annexure A (Associates)
ACN/ARSN (if applicable) Not applicable

There was a change in the interests of the substantial holder on: 20/04/2012
The previous notice was given to company on: 6/04/2012
The previous notice was dated: 2/04/2012

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:

<table>
<thead>
<tr>
<th>Class of securities (4)</th>
<th>Previous Notice</th>
<th>Present Notice</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Person’s votes</td>
<td>Voting power (5)</td>
</tr>
<tr>
<td>Ordinary</td>
<td>749,163,631</td>
<td>64.88%</td>
</tr>
</tbody>
</table>

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 the 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:

<table>
<thead>
<tr>
<th>Date of change</th>
<th>Person whose relevant interest changed</th>
<th>Nature of change (6)</th>
<th>Consideration given in relation to change (7)</th>
<th>Class and number of securities affected</th>
<th>Person’s votes affected</th>
</tr>
</thead>
<tbody>
<tr>
<td>From March 27 2012 through to 20 April 2012</td>
<td>RGL and Associates</td>
<td>On market sale of 11,649,204 ordinary shares</td>
<td>A$7,027,633</td>
<td>ORD 11,649,204</td>
<td>11,649,204</td>
</tr>
<tr>
<td>From March 27 2012 through to 3 April 2012</td>
<td>Shagang and Associates</td>
<td>On market sale of 2,743,158 ordinary shares</td>
<td>A$1,792,990</td>
<td>ORD 2,743,158</td>
<td>2,743,158</td>
</tr>
</tbody>
</table>
4. Present relevant interests
Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

<table>
<thead>
<tr>
<th>Holder of relevant interest</th>
<th>Registered holder of securities</th>
<th>Person entitled to be registered as holder (8)</th>
<th>Nature of relevant interest (6)</th>
<th>Class and number of securities</th>
<th>Person’s votes</th>
</tr>
</thead>
<tbody>
<tr>
<td>PI and Associates</td>
<td>RGL Holdings Ltd</td>
<td>RGL Holdings Ltd</td>
<td>Relevant interests under sub section 608(1) of the Corporations Act 2001 (Cwth)</td>
<td>ORD 107,618,198</td>
<td>107,618,198</td>
</tr>
<tr>
<td>Shagang International Holdings Ltd</td>
<td>Shagang International Holdings Ltd</td>
<td>Shagang International Holdings Ltd</td>
<td>Relevant interests under sub section 608(1) of the Corporations Act 2001 (Cwth)</td>
<td>ORD 229,360,632</td>
<td>229,360,632</td>
</tr>
<tr>
<td>PI and Associates</td>
<td>Shagang International (Australia) Pty Ltd</td>
<td>Shagang International (Australia) Pty Ltd</td>
<td>Relevant interests under sub section 608(1) of the Corporations Act 2001 (Cwth)</td>
<td>ORD 305,375,639</td>
<td>305,375,639</td>
</tr>
<tr>
<td>PI and Associates</td>
<td>Pacific International Co Pty Ltd</td>
<td>Pacific International Co Pty Ltd</td>
<td>Relevant interests under sub section 608(1) of the Corporations Act 2001 (Cwth)</td>
<td>ORD 90,385,520</td>
<td>90,385,520</td>
</tr>
<tr>
<td>PI and Associates</td>
<td>Ever Lucky Developments Limited</td>
<td>Ever Lucky Developments Limited</td>
<td>Relevant interests under sub section 608(1) of the Corporations Act 2001 (Cwth)</td>
<td>ORD 2,031,280</td>
<td>2,031,280</td>
</tr>
</tbody>
</table>

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:

<table>
<thead>
<tr>
<th>Name and ACN/ARSN</th>
<th>Nature of association</th>
</tr>
</thead>
</table>

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

<table>
<thead>
<tr>
<th>Name and ACN/ARSN</th>
<th>Nature of association</th>
</tr>
</thead>
<tbody>
<tr>
<td>PI and Associates</td>
<td>Shagang, RGL Holdings Co. Ltd and Pacific International Pty Ltd may in certain circumstances act jointly in respect of their investment where their interests are aligned, which means that they are deemed to be Associates under section 12(2) of the Corporations Act.*</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>RGL Holdings Ltd</td>
<td>23/F, New Poly Plaza, No. 1 North Chaoyangmen Street, Dongcheng District, Beijing, People’s Republic of China</td>
</tr>
<tr>
<td>Shagang</td>
<td>Jinfeng Town, Zhangjiagang City, Jiangsu Province in the People’s Republic of China (Post code 215526)</td>
</tr>
</tbody>
</table>
Pacific International Co
Pty Ltd
c/o PriceWaterhouseCoopers Mr. Bruce Ellis, 2 Southbank Boulevard, Southbank VIC 3006, Australia

Signature

Print name: KO Cheung
Capacity: Director

Sign here

Date: 20/04/2012
Annexure A

Pacific International Co. Pty Ltd

This is Annexure A of 2 pages referred to in Form 604 "Notice of Change of Interests in Substantial Holder" signed by me and dated 20 April 2012

Signature: 

KO Cheung

Name:

Associates of Shagang International Holdings Ltd.

Eversain International Corporation

Zhangjiagang Haili-wharf Co., Ltd

Ever Lucky Development Limited

Zhangjiagang Hengchang Neotype Tignum Co., Ltd

Fayuan Steel Burden Trade Co., Ltd

Zhangjiagang Hengchang Precision milling Co., Ltd

Hade Union (Zhangjiagang City)

Petrochemical Industry Co., Ltd

Zhangjiagang Hengle Neotype Tignum Co., Ltd

Hongrun Real Estate Development Co., Ltd

Zhangjiagang Hongchang High-speed Wire Co., Ltd

Iron-making of Jiangsu Shagang Group Co., Ltd

Zhangjiagang Hongchang Palletzing Co., Ltd

Jiangsu Shagang Group Co., Ltd

Zhangjiagang Hongchang Steel-bar Co., Ltd

Jiangsu Shagang Group Huaiang Special Steel Co., Ltd

Zhangjiagang Hongchang Steel-plate Co., Ltd

Jiangsu Shagang Group Xinrui Special Steel Co., Ltd

Zhangjiagang Hongfa Steel-making Co., Ltd

Jiangsu Shagang International Trade Co., Ltd

Zhangjiagang Hongxing High-speed Wire Co., Ltd

Jiangsu Yong Steel Group Co., Ltd

Zhangjiagang Huasha Auto-development Co., Ltd

Jiangyin City Runde Assets Co., Ltd

Zhangjiagang Huasheng Iron-making Co., Ltd

Rongde Trade Co., Ltd

Zhangjiagang Jingde Steel-plate Co., Ltd

Runyuan Stainless Steel Co., Ltd

Zhangjiagang Rongde Stainless-steel Product Co., Ltd

Shagang Group Living-service Co., Ltd

Zhangjiagang Rongsheng Steel-making Co., Ltd

Shagang International (Hong Kong) Co. Ltd

Zhangjiagang Runzhong Steel Co., Ltd

Shagang International Holdings Ltd.

Zhangjiagang Sanhe-Shagang High-temperature Technology Co., Ltd

Shagang International (Australia) Pty Ltd

Zhangjiagang Shagang Tongxin Galvanized-steel Co., Ltd
Shagang SouthAsia (Hong Kong) Trading Co., Ltd
Mr Wenrong Shen
Zhangjiagang Shajing Steel Co., Ltd

Zhangjiagang City Hongda Transportation Co., Ltd
Zhangjiagang Xiaoshua Steel Processing Co., Ltd

Zhangjiagang City Scrap Steel Processing & Supplying Company
Zhangjiagang Yongxin Steel Co., Ltd

Associates of RGL Holdings Co Ltd.
Alasan Meng Huaxi Trading Co., Ltd.
Alasan Meng Jinganglian Co., Ltd.
Alasan Meng RGL Industry Development Co., Ltd.
Beijing RGL Science Development Co., Ltd.
Fujian RGL Trading Co., Ltd.
Fuzhou RL Steel Co., Ltd.
Fuzhou RL Trading Co., Ltd.
Jiaozuo Ruiwang Industry Co., Ltd.
RGL Group Co., Ltd
Mr Zhenhua You
RGL International Co., Ltd
Shanghai Jingxi Industry Co., Ltd.
Shanghai Ruixilian Industry Co., Ltd.
Shanghai Ruixilian Trading Co., Ltd.
Shanghai Ruiyelian Industry Co., Ltd.
Shenzhen RGL Industry Co., Ltd.
Wuhan RGL Industry and Trade Co., Ltd.
Yiyang Yifeng Road and Bridge Development Co., Ltd.
Shanghai Huaxi Industry Co., Ltd.
Beijing RGL Metal Co., Ltd.

Associates of Pacific International Co Pty Ltd.
Acefair Pacific Limited
Eastchoice Pacific Limited
Fastlane Limousine Co. Limited
Mainway Resources Limited
Mineral Power Limited
Pacific International Business Limited
Pacific International Co. Pty Ltd
Pacific Minerals Investment Limited
Pacific Minerals Overseas Limited
Pacific Shipping Limited
Suzhou Metallurgical Resources (Hong Kong) Company Limited
Mr Cheung (Clement) Ko