



RESOLUTE
MINING
LIMITED

ACN 097 088 689

ASX Announcement

31 OCTOBER 2011

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SUBSTANTIAL SHAREHOLDER NOTICE

Please find attached a copy of a substantial shareholder notice received by the Company.

GREG FITZGERALD
Company Secretary

Resolute Mining Limited

4th Floor, The BGC Centre, 28 The Esplanade, Perth, Western Australia 6000

Telephone: + 61 8 9261 6100 Facsimile: + 61 8 9322 7597 E-mail: contact@rml.com.au www.rml.com.au

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holderTo Company Name/Scheme **Resolute Mining Limited**ACN/ARSN **097 088 689****1. Details of substantial holder (1)**Name **Alliance Life Common Fund Limited**

ACN/ARSN (if applicable)

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

26/10/2011

The previous notice was given to the company on

11/04/2011

The previous notice was dated

11/04/2011**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	79,711,370	17.1%	74,911,370	16.0%

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
	See Appendix "A"				

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
	See Appendix "A"				

5. Changes in association

This is Appendix A of 2 pages referred to in form 604 – Notice of change of interests of substantial holder

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4. Present relevant interests

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
Alliance Life Common Fund (L) Ltd	HSBC Custody Nominees	Alliance Life Common Fund (L) Ltd	Beneficial owner	26,932,781	26,932,781
Alliance Life Common Fund (L) Ltd	Newport Black Trust Company	Alliance Life Common Fund (L) Ltd	Beneficial owner	93,391	93,391
Utilico Investments Ltd	JP Morgan	Utilico Investments Ltd	Beneficial owner	47,885,198	47,885,198

5. Changes in association

Name and ACN

Utilico Investments Ltd

Nature of association

Common directors and fund manager

6. Addresses

Name

Alliance Life Common Fund Ltd

Utilico Investments Ltd

Address

1/12 Via San Simpliciano, Milan, Italy

Exchange House, Primrose Street, London
EC2A 2NY, United Kingdom

Director

B.A. Goddard

Date

28 / 10 / 11

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 Appendix "A"	

6. Addresses

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

Name	Address
See Appendix "A"	

Signature

print name **Brad Goddard**

capacity **Director**

sign here

date **28 / 10 / 11**

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 Appendix A of 2 pages referred to in form 604 – Notice of change of interests of substantial holder

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3. Changes in relevant interests

Date of change	Person whose relevant interest changes	Nature of change	Consideration given in relation to change	Class and number of securities	Person's votes affected
13-May-11	Alliance Life Common Fund (L) Ltd	Purchase - on Market	520,520	500,000	500,000
18-May-11	Alliance Life Common Fund (L) Ltd	Purchase - on Market	499,143	500,000	500,000
14-Jul-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	639,360	500,000	500,000
22-Aug-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	353,396	250,000	250,000
23-Aug-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	369,630	250,000	250,000
01-Aug-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	1,366,133	1,000,000	1,000,000
04-Aug-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	681,818	500,000	500,000
25-Aug-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	362,400	250,000	250,000
25-Aug-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	373,376	250,000	250,000
31-Aug-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	161,838	100,000	100,000
31-Aug-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	799,200	500,000	500,000
07-Sep-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	323,676	200,000	200,000
09-Sep-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	711,288	400,000	400,000
09-Sep-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	1,042,956	600,000	600,000
14-Sep-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	342,095	200,000	200,000
27-Oct-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	1,215,783	700,000	700,000
27-Sep-11	Alliance Life Common Fund (L) Ltd	Sale - on Market	143,357	100,000	100,000