

FORM 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Regis Resources LimitedACN/ARSN 009 174 761**1. Details of substantial holder (1)**Name Newmont Mining Corporation ("Newmont") and each of the entities listed in Annexure A ("Associates")ACN/ARSN (if applicable) 099 065 997There was a change in the interests of the
substantial holder on8 / 12 / 11

The previous notice was given to company on

15 / 12 / 09

The previous notice was dated

15 / 12 / 09**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	43,382,777	15.47%	73,908,223	16.86%

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:

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
08.12.11	Newmont and its Associates by operation of the Corporations Act.	Issue of shares	Shares issued for the termination of the Garden Well royalty	4,038,364 ordinary shares	Newmont and its Associates

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
Newmont and its Associates (Annexure A)	Newmont Capital Pty Ltd	Newmont Capital Pty Ltd	Beneficial holder and owner of the shares	73,908,223 ordinary shares	Newmont Capital Pty Ltd

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	Nature of association
N/A	

6. Addresses

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

Name	Address
Regis Resources Ltd	Level 1, Alvan Street, Subiaco, WA 6008
Newmont Mining Corporation	2711 Centerville Road, Suite 400, Wilmington, Delaware 19808, USA
Newmont Capital Pty Ltd	Level 1, 388 Hay Street, Subiaco WA 6008

Signature

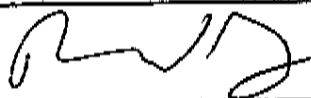
print name

Richard Jones

capacity

Local Agent

sign here



date 9 / 12 / 11

ANNEXURE A - NEWMONT ASSOCIATES**Newmont Mining Corporation (ARBN 099 065 997)**

This is the Annexure of 5 pages marked "A" referred to in Form 604 – "Notice of change of interests of substantial shareholder" by Newmont Mining Corporation, signed by me and dated 9/12/11.

Signed**Richard Jones****Local Agent****Newmont Mining Corporation****Dated: 9 December 2011****PART A****Company Name**

Battle Mountain Exploration Company
 Battle Mountain Gold Company
 Battle Mountain Resources Inc.
 Butterpot Resources ULC
 Canmont Mining Properties Limited
 Con Exploration Ltd.
 Dacia Exploration S.R.L.
 Dafrico (Overseas) Limited
 Dawn Mining Company LLC
 Elko Land and Livestock Company
 Empresa Minera La Joya S.R.L.
 Empresa Minera Maria SRL
 Euronimba Ltd
 European Gold Refineries Holding, SA
 Finorafa SA
 Fronteer de Mexico S.A. de C.V.
 Fronteer Development LLC
 Fronteer Development (USA) Inc.
 Fronteer Holdings Inc
 Fronteer Royalty LLC
 Gold Discovery Company
 Hemlo Gold Mines Ghana Limited
 Hope Bay Mining Ltd.
 Hospah Coal Company
 Idarado Legacy, LLC
 Idarado Mining Company
 Minera BMG
 Minera Chaupiloma dos de Cajamarca, S.R.L.
 Minera El Bermejil, S. de R. L. de C.V.
 Minera La Zanja S.R.L.
 Minera Los Tapados S.A.
 Minera Newmont (Chile) Limitada
 Minera Penmont S. de R.L. de C.V.
 Minera Yanacocha S.R.L.
 Miramar Gold Corporation
 Miramar HBG Inc.
 Miramar Northern Mining Ltd.
 Moydow Limited
 N.I. Limited
 Nevada Eagle Resources LLC
 New Verde Mines LLC
 Newmont (Guyana) Incorporated
 Newmont (Uzbekistan) Limited

Place of Incorporation

Texas
 Nevada
 Nevada
 British Columbia
 Delaware
 British Columbia
 Romania
 Cyprus
 Delaware
 Nevada
 Bolivia
 Bolivia
 Jersey
 Switzerland
 Switzerland
 Mexico
 Delaware
 Delaware
 Cayman Islands
 Delaware
 Cayman Islands
 Ghana
 British Columbia
 Delaware
 Colorado
 Delaware
 Nevada
 Peru
 Mexico
 Peru
 Peru
 Chile
 Mexico
 Peru
 Nevada
 Quebec
 British Columbia
 Ghana
 Bermuda
 Nevada
 Delaware
 Guyana
 Cyprus

Newmont Australia Investment Limited	Delaware
Newmont Bolivia Limited	Nevada
Newmont Canada Corporation	Nova Scotia
Newmont Canada Holdings ULC	British Columbia
Newmont Capital Limited	Nevada
Newmont de Mexico, S.A. DE C.V.	Mexico
Newmont Exploration of Canada ULC	British Columbia
Newmont FH B.V.	Netherlands
Newmont Ghana Gold Limited	Ghana
Newmont Global Employment Limited Partnership	Bermuda
Newmont Gold Company	Delaware
Newmont Golden Ridge Limited	Ghana
Newmont GTR LLC	Nevada
Newmont Holdings ULC	Nova Scotia
Newmont Indonesia Investment Limited	Delaware
Newmont Indonesia Limited	Delaware
Newmont International Group BV	Netherlands
Newmont International Services Limited	Delaware
Newmont Investment Holdings LLC	Delaware
Newmont Kazakhstan Gold Limited	Delaware
Newmont LaSource SAS	France
Newmont Latin America Inc.	Ontario
Newmont Latin America Limited	Delaware
Newmont McCoy Cove Limited	Nevada
Newmont Midas Holdings Limited	Nevada
Newmont Midas Operations Inc.	Nevada
Newmont Mineral Holdings B.V.	Netherlands
Newmont Mines Limited	Delaware
Newmont Mining B.C. ULC	British Columbia
Newmont Mining Corporation	Delaware
Newmont Mining Corporation of Canada Limited	Canada
Newmont Mining U.K. Limited	England & Wales
Newmont NE Holdings Limited	British Columbia
Newmont NE Holdings Subco Limited	British Columbia
Newmont Nevada Energy Investment LLC	Delaware
Newmont NL Limited	Delaware
Newmont North America Exploration Limited	Delaware
Newmont Northern Mining ULC	British Columbia
Newmont Nova Scotia ULC	Nova Scotia
Newmont Nusa Tenggara Holdings B.V.	Netherlands
Newmont Overseas Exploration Limited	Delaware
Newmont Peru Limited	Delaware
Newmont Peru S.R.L.	Peru
Newmont Realty Company	Delaware
Newmont Russia Limited	Delaware
Newmont Scholarship Foundation	Colorado
Newmont Second Capital Corporation	Delaware
Newmont Services U.K. Limited	United Kingdom
Newmont Technologies Limited	Nevada
Newmont USA Limited	Delaware
Newmont Ventures Limited	Delaware
Newmont Waihi Gold Limited	New Zealand
Normandy Company (Malaysia) Sdn Bhd	Malaysia
Normandy Overseas Holding Company Sdn Bhd	Malaysia
Nusa Tenggara Partnership	Netherlands
Nusa Tenggara Partnership B.V.	Netherlands
NVL (Guinee) SARL	Guinea
NVL (USA) Limited	Delaware
NVL Caucasus Limited LLC	Armenia

NVL Cote d'Ivoire, SARL
 NVL Haiti Limited S.A.
 NVL PNG Limited
 NVL Saramacca Mining LLC
 NVL Solomon Islands Limited
 Orcana Resources Inc.
 Pittston Nevada Gold Company, Ltd.
 PT Bhinneka Investama Indonesia
 PT Investama Utama Indonesia
 PT Newmont Minahasa Raya
 PT Newmont Nusa Tenggara
 PT Newmont Pacific Nusantara
 Resurrection Mining Company
 San Juan Basin Coal Holding Company
 Santa Fe Pacific Gold Corporation
 Silidor Mines Inc.
 Societe Des Mines de Fer de Guinee S.A.
 Societe Miniere de Sabodala
 Suriname Gold Company, LLC
 Talapoosa Mining Inc.
 Valcambi SA
 Vol Mines Limited
 Waihi Gold Company Limited
 Yandal Bond Company Limited

Cote d'Ivoire
 Haiti
 Papua New Guinea
 Delaware
 Solomon Islands
 Nevada
 Nevada
 Indonesia
 Indonesia
 Indonesia
 Indonesia
 Indonesia
 Delaware
 Delaware
 Delaware
 Quebec
 Guinea
 Senegal
 Delaware
 Nevada
 Switzerland
 British Columbia
 New Zealand
 Delaware

PART B**Company Name**

Australian Gold Alliance Pty Ltd
 Australian Metals Corporation Pty Ltd
 Clynton Court Pty Ltd (subject to deed of company arrangement)
 Eagle Mining Pty Ltd
 GMK Investments Pty Ltd
 GMKI Pty Ltd
 Goldfields Power Pty Ltd
 GPS Finance Pty Ltd
 Great Central Holdings Pty Ltd
 Great Central Investments Pty Ltd
 Great Central Mines Pty Ltd
 Hampton Australia Limited (in liquidation)
 Hunter Resources Pty Ltd
 Kalgoorlie Consolidated Gold Mines Pty Ltd
 Kalgoorlie Lake View Pty Ltd
 Kepala Burung Offshore Pty Ltd
 Macapa Pty Ltd
 Matlock Castellano Pty Ltd
 Matlock Mining Pty Ltd
 National Shareholder Services Pty Ltd
 Newmont AP Power Pty Ltd
 Newmont Asia Pty Ltd
 Newmont Australia Holdings Pty Ltd
 Newmont Australia Pty Ltd
 Newmont Australia Superannuation Plan Pty Ltd
 Newmont Boddington Gold Pty Ltd
 Newmont Boddington Holdings Pty Ltd
 Newmont Boddington Investments Pty Ltd
 Newmont Boddington Pty Ltd
 Newmont Capital Pty Ltd
 Newmont Exploration Pty Ltd
 Newmont Finance Pty Ltd
 Newmont GMK Holdings Pty Ltd
 Newmont Gold Exploration Pty Ltd
 Newmont Gold Marketing & Finance Pty Ltd
 Newmont Gold Pty Ltd
 Newmont Gold Treasury Pty Ltd
 Newmont Golden Grove Operations Pty Ltd
 Newmont Group Finance Pty Ltd
 Newmont GRPL Pty Ltd
 Newmont International Exploration Pty Ltd
 Newmont International Holdings Pty Ltd
 Newmont Kaltails Pty Ltd
 Newmont Landco Pty Ltd
 Newmont Metals Pty Ltd
 Newmont Mining Finance Pty Ltd
 Newmont Mining Holdings Pty Ltd
 Newmont Mining Services Pty Ltd
 Newmont NGL Holdings Pty Ltd
 Newmont Pacific Energy Pty Ltd
 Newmont Pacific Pty Ltd
 Newmont Pajingo Pty Ltd
 Newmont Power Pty Ltd
 Newmont Tanami Pty Ltd
 Newmont Wiluna Gold Pty Ltd
 Newmont Wiluna Metals Pty Ltd

Place of Incorporation

South Australia
 Western Australia
 Victoria
 Western Australia
 South Australia
 Australian Capital Territory
 Western Australia
 Australian Capital Territory
 Victoria
 Victoria
 Western Australia
 Western Australia
 Queensland
 Western Australia
 Victoria
 Victoria
 Western Australia
 Western Australia
 Western Australia
 Western Australia
 Western Australia
 South Australia
 Victoria
 Victoria
 South Australia
 Western Australia
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 South Australia
 South Australia
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 New South Wales
 Victoria
 South Australia
 Western Australia
 Western Australia
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 Western Australia
 Western Australia
 Australian Capital Territory
 Western Australia
 South Australia
 Western Australia
 South Australia
 South Australia
 Victoria
 Western Australia
 Australian Capital Territory
 Australian Capital Territory
 South Australia
 South Australia
 Northern Territory
 Western Australia
 New South Wales
 Western Australia
 South Australia
 South Australia
 Queensland
 Western Australia

Newmont Wiluna Mines Pty Ltd
Newmont Woodcutters Pty Ltd
Newmont Yandal Operations Pty Ltd
Norkal Pty Ltd
North Kalgurli Mines Pty Ltd
NP Kalgoorlie Pty Ltd
Otter Gold Mines Pty Ltd
Otter Gold Pty Ltd
Pacific-Nevada Mining Pty Ltd
Quotidian No 117 Pty Ltd
Saddleback Investments Pty Ltd
Wirralie Gold Mines Pty Ltd
Yandal Gold Holdings Pty Ltd
Yandal Gold Pty Ltd

Western Australia
New South Wales
Victoria
Western Australia
Western Australia
South Australia
Victoria
New South Wales
Australian Capital Territory
New South Wales
Western Australia
Queensland
Victoria
Victoria