

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme **FLINDERS MINES LIMITED**
ACN/ARSN **091 118 044**

1. Details of substantial holder

Name **UBS AG and its related bodies corporate**

ACN/ARSN (if applicable): _____

There was a change in the interests of the substantial holder on **5 March 2013**

The previous notice was given to the company on **10 January 2013**

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	Previous Notice		Present Notice	
	Person's Votes	Voting Power	Person's Votes	Voting Power
Ordinary	112,442,364	6.17%	92,304,240	5.07%

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	Consideration given in relation to change	Class and Number of securities	Person's votes affected
Please see Appendix B.					

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 holder	Nature of relevant interest	Class and number of securities	Person's votes
UBS Global Asset Management (Australia) Ltd	Various Custodians	UBS Global Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	3,585,570 Ordinary	3,585,570
UBS Securities Australia Ltd	Warbont Nominees Pty Ltd	UBS Securities Australia Ltd	Power to control disposal over shares pursuant to stock borrowing and lending activities (see Appendix A)	1,340,000 Ordinary	1,340,000
	Brispot Nominees Pty Ltd	UBS Securities Australia Ltd	Beneficial Owner	87,378,670 Ordinary	87,378,670

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 (if applicable)	Nature of association
N/A	N/A

6. Addresses

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

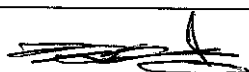
Name	Address
Details of all UBS offices can be found through the following link: http://apps.ubs.com/locationfinder	

SIGNATURE

Print Name: So Young Kim

Capacity: Authorised signatory

Sign Here:



Date: 7 March 2013

Print Name: Trish Lee

Capacity: Authorised signatory

Sign Here:



Date: 7 March 2013

Contact details for this notice:

Trish Lee
Legal & Compliance
(T) +852 3712 4387
(F) +852 2971 7895

Holder of relevant interest	UBS Securities Australia Ltd
Type of agreement	Securities Lending Agreement
Parties to agreement	(i) UBS AG, Australia Branch ("UBS AG")/ UBS Securities Australia Limited (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.
Holder of voting rights	UBS AG/ UBS Securities Australia Limited
Are there any restrictions on voting rights?	Please refer to the details below.
If yes, detail	Since all right and title in the securities passes to the transferee (i.e. UBS AG/ UBS Securities Australia Limited), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).
Scheduled return date (if any)	None, subject to the terms of the relevant loan.
Does the borrower have the right to return early?	Yes.
If yes, detail	The borrower (i.e. UBS AG/ UBS Securities Australia Limited) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.
If yes, detail	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.
Will the securities be returned on settlement?	Yes.
If yes, detail any exceptions	None.

Securities Lending Agreement - UBS AG, Australia Branch/ UBS Securities Australia Limited

Parties to agreement	Transfer date
Macquarie Bank Ltd	(i) 22 February 2013
	(ii) 27 February 2013

FMS - Appendix B					
Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
11-Jan-13	UBS Securities Australia Ltd	Buy	40,545	510,000	Ordinary
11-Jan-13	UBS Securities Australia Ltd	Sell	40,484	(510,000)	Ordinary
11-Jan-13	UBS Securities Australia Ltd	Sell	7,800	(100,000)	Ordinary
11-Jan-13	UBS Securities Australia Ltd	Sell	23,670	(300,000)	Ordinary
14-Jan-13	UBS Securities Australia Ltd	Sell	4,693	(59,028)	Ordinary
15-Jan-13	UBS Securities Australia Ltd	Buy	23,910	(300,000)	Ordinary
16-Jan-13	UBS Securities Australia Ltd	Buy	35,775	450,000	Ordinary
16-Jan-13	UBS Securities Australia Ltd	Buy	63,454	784,347	Ordinary
16-Jan-13	UBS Securities Australia Ltd	Sell	29,835	(374,347)	Ordinary
17-Jan-13	UBS Securities Australia Ltd	Sell	23,850	(300,000)	Ordinary
17-Jan-13	UBS Securities Australia Ltd	Sell	54,321	(694,647)	Ordinary
17-Jan-13	UBS Securities Australia Ltd	Buy	19,750	250,000	Ordinary
17-Jan-13	UBS Securities Australia Ltd	Sell	15,560	(200,000)	Ordinary
17-Jan-13	UBS Global Asset Management Ltd	Buy	87,654	135,872	Ordinary
18-Jan-13	UBS Securities Australia Ltd	Sell	62,186	(771,533)	Ordinary
18-Jan-13	UBS Securities Australia Ltd	Sell	20,000	(250,000)	Ordinary
18-Jan-13	UBS Securities Australia Ltd	Sell	23,940	(300,000)	Ordinary
21-Jan-13	UBS Securities Australia Ltd	Buy	2,385	30,000	Ordinary
21-Jan-13	UBS Securities Australia Ltd	Sell	8,123	(101,533)	Ordinary
22-Jan-13	UBS Securities Australia Ltd	Buy	59,780	700,000	Ordinary
22-Jan-13	UBS Securities Australia Ltd	Sell	68,400	(800,000)	Ordinary
22-Jan-13	UBS Securities Australia Ltd	Sell	33,600	(400,000)	Ordinary
23-Jan-13	UBS Securities Australia Ltd	Sell	8,690	(100,000)	Ordinary
23-Jan-13	UBS Securities Australia Ltd	Buy	25,098	311,000	Ordinary
24-Jan-13	UBS Securities Australia Ltd	Sell	16,000	(200,000)	Ordinary
24-Jan-13	UBS Securities Australia Ltd	Sell	23,730	(300,000)	Ordinary
31-Jan-13	UBS Securities Australia Ltd	Buy	19,500	250,000	Ordinary
01-Feb-13	UBS Securities Australia Ltd	Buy	20,000	(250,000)	Ordinary
01-Feb-13	UBS Securities Australia Ltd	Buy	23,550	300,000	Ordinary
01-Feb-13	UBS Securities Australia Ltd	Sell	19,140	(243,200)	Ordinary
05-Feb-13	UBS Securities Australia Ltd	Sell	12,480	(160,000)	Ordinary
05-Feb-13	UBS Securities Australia Ltd	Buy	15,400	200,000	Ordinary
05-Feb-13	UBS Securities Australia Ltd	Sell	23,070	(300,000)	Ordinary
06-Feb-13	UBS Securities Australia Ltd	Sell	136,234	(1,851,000)	Ordinary
06-Feb-13	UBS Securities Australia Ltd	Buy	43,980	600,000	Ordinary
06-Feb-13	UBS Securities Australia Ltd	Sell	11,482	(155,376)	Ordinary
06-Feb-13	UBS Securities Australia Ltd	Sell	22,080	(300,000)	Ordinary
07-Feb-13	UBS Securities Australia Ltd	Sell	387	(5,305)	Ordinary
08-Feb-13	UBS Securities Australia Ltd	Sell	21,540	(300,000)	Ordinary
08-Feb-13	UBS Securities Australia Ltd	Buy	70,500	(1,000,000)	Ordinary
11-Feb-13	UBS Securities Australia Ltd	Sell	5,005	(70,000)	Ordinary
12-Feb-13	UBS Securities Australia Ltd	Sell	29,200	(300,000)	Ordinary
12-Feb-13	UBS Securities Australia Ltd	Buy	28,800	400,000	Ordinary
12-Feb-13	UBS Securities Australia Ltd	Sell	21,570	(300,000)	Ordinary
13-Feb-13	UBS Securities Australia Ltd	Sell	44,040	(600,000)	Ordinary
13-Feb-13	UBS Securities Australia Ltd	Stock borrowed	N/A	500,000	Ordinary
14-Feb-13	UBS Securities Australia Ltd	Sell	14,800	(200,000)	Ordinary
14-Feb-13	UBS Securities Australia Ltd	Sell	36,950	(500,000)	Ordinary
14-Feb-13	UBS Securities Australia Ltd	Sell	4,331	(58,845)	Ordinary
15-Feb-13	UBS Securities Australia Ltd	Stock borrowed	N/A	500,000	Ordinary
15-Feb-13	UBS Securities Australia Ltd	Sell	4,351	(59,114)	Ordinary
15-Feb-13	UBS Securities Australia Ltd	Buy	4,331	58,845	Ordinary
15-Feb-13	UBS Securities Australia Ltd	Sell	18,228	(243,034)	Ordinary
15-Feb-13	UBS Securities Australia Ltd	Sell	6,535	(89,519)	Ordinary
15-Feb-13	UBS Securities Australia Ltd	Sell	36,500	(500,000)	Ordinary
15-Feb-13	UBS Securities Australia Ltd	Stock borrowed	N/A	500,000	Ordinary
18-Feb-13	UBS Securities Australia Ltd	Buy	136	1,835	Ordinary

18-Feb-13	UBS Securities Australia Ltd	Sell	7,390	(100,000)	Ordinary
18-Feb-13	UBS Securities Australia Ltd	Sell	14,600	(200,000)	Ordinary
18-Feb-13	UBS Securities Australia Ltd	Sell	36,400	(500,000)	Ordinary
18-Feb-13	UBS Securities Australia Ltd	Sell	3,167	(43,211)	Ordinary
18-Feb-13	UBS Securities Australia Ltd	Sell	8,579	(117,519)	Ordinary
19-Feb-13	UBS Securities Australia Ltd	Stock borrowed	N/A	200,000	Ordinary
19-Feb-13	UBS Securities Australia Ltd	Sell	3,487	(46,487)	Ordinary
19-Feb-13	UBS Securities Australia Ltd	Sell	36,195	(483,880)	Ordinary
19-Feb-13	UBS Securities Australia Ltd	Sell	3,565	(50,000)	Ordinary
19-Feb-13	UBS Securities Australia Ltd	Sell	7,100	(100,000)	Ordinary
19-Feb-13	UBS Securities Australia Ltd	Sell	2,585	(36,251)	Ordinary
19-Feb-13	UBS Securities Australia Ltd	Stock borrowed	N/A	1,000,000	Ordinary
20-Feb-13	UBS Securities Australia Ltd	Sell	17,278	(241,652)	Ordinary
20-Feb-13	UBS Securities Australia Ltd	Sell	39,794	(555,000)	Ordinary
20-Feb-13	UBS Securities Australia Ltd	Stock borrowed	N/A	700,000	Ordinary
21-Feb-13	UBS Securities Australia Ltd	Sell	8,625	(125,000)	Ordinary
21-Feb-13	UBS Securities Australia Ltd	Buy	17,500	250,000	Ordinary
21-Feb-13	UBS Securities Australia Ltd	Sell	20,850	(300,000)	Ordinary
21-Feb-13	UBS Securities Australia Ltd	Sell	15,359	(213,342)	Ordinary
21-Feb-13	UBS Securities Australia Ltd	Stock borrowed	N/A	1,500,000	Ordinary
22-Feb-13	UBS Securities Australia Ltd	Sell	7,098	(101,690)	Ordinary
22-Feb-13	UBS Securities Australia Ltd	Sell	371	5,329	Ordinary
22-Feb-13	UBS Securities Australia Ltd	Stock borrowed	12,553	(176,798)	Ordinary
25-Feb-13	UBS Securities Australia Ltd	Sell	21,090	(300,000)	Ordinary
25-Feb-13	UBS Securities Australia Ltd	Sell	3,927	(55,699)	Ordinary
25-Feb-13	UBS Securities Australia Ltd	Sell	29,549	(422,132)	Ordinary
25-Feb-13	UBS Securities Australia Ltd	Buy	18,938	263,755	Ordinary
25-Feb-13	UBS Securities Australia Ltd	Sell	5,345	(73,215)	Ordinary
26-Feb-13	UBS Securities Australia Ltd	Stock borrowed	N/A	460,000	Ordinary
26-Feb-13	UBS Securities Australia Ltd	Buy	10,084	144,671	Ordinary
26-Feb-13	UBS Securities Australia Ltd	Sell	88,162	(1,245,221)	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Sell	21,150	(300,000)	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Sell	31,791	(449,666)	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Buy	43,798	610,002	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Sell	25,826	(363,742)	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Sell	85,142	(1,189,134)	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Stock borrowed	N/A	780,000	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Stock returned	N/A	(500,000)	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Stock returned	N/A	(500,000)	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Stock returned	N/A	(200,000)	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Stock returned	N/A	(1,000,000)	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Stock returned	N/A	(1,500,000)	Ordinary
27-Feb-13	UBS Securities Australia Ltd	Stock returned	N/A	(460,000)	Ordinary
28-Feb-13	UBS Securities Australia Ltd	Sell	3,795	(51,990)	Ordinary
28-Feb-13	UBS Securities Australia Ltd	Buy	370	5,000	Ordinary
28-Feb-13	UBS Securities Australia Ltd	Sell	9,554	(132,700)	Ordinary
01-Mar-13	UBS Securities Australia Ltd	Sell	47,222	(655,863)	Ordinary
01-Mar-13	UBS Securities Australia Ltd	Sell	14,800	(200,000)	Ordinary
01-Mar-13	UBS Securities Australia Ltd	Sell	54,246	(740,068)	Ordinary
04-Mar-13	UBS Securities Australia Ltd	Sell	673	(9,091)	Ordinary
04-Mar-13	UBS Securities Australia Ltd	Sell	3,153	(42,606)	Ordinary
04-Mar-13	UBS Securities Australia Ltd	Sell	1,642	(22,190)	Ordinary
04-Mar-13	UBS Securities Australia Ltd	Sell	28,158	(380,002)	Ordinary
04-Mar-13	UBS Securities Australia Ltd	Buy	15,000	200,000	Ordinary
04-Mar-13	UBS Securities Australia Ltd	Sell	74,920	(1,008,345)	Ordinary
04-Mar-13	UBS Securities Australia Ltd	Sell	135,099	(1,803,721)	Ordinary
05-Mar-13	UBS Securities Australia Ltd	Buy	70,962	976,089	Ordinary
05-Mar-13	UBS Securities Australia Ltd	Sell	18,000	(250,000)	Ordinary

05-Mar-13	UBS Securities Australia Ltd	Sell	15,249	(213,276)	Ordinary
05-Mar-13	UBS Securities Australia Ltd	Sell	64,530	(900,000)	Ordinary
05-Mar-13	UBS Securities Australia Ltd	Sell	18,793	(252,256)	Ordinary
05-Mar-13	UBS Securities Australia Ltd	Sell	129,098	(1,778,206)	Ordinary
05-Mar-13	UBS Securities Australia Ltd	Sell	31,191	(421,493)	Ordinary
05-Mar-13	UBS AG, London Branch	Stock returned	N/A	(2,182,900)	Ordinary