

Fax

Form 604: Notice of change of interests of substantial holder

From	Herbert Smith Freehills	14 March 2014
Phone	+61 2 9225 5000	
Fax	+61 2 9322 4000	

Pages 6 (including this cover sheet)

To	Company Announcements Office ASX Limited
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Fax	1300 135 638
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Copy	Mr David Godfrey Company secretary Flinders Mines Limited
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Fax	08 8132 7999
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Please see attached Form 604 Notice of change of interests of substantial holder.

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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Flinders Mines LimitedACN/ARSN 091 118 044**1. Details of substantial holder (1)**Name The Todd Corporation LimitedACN/ARSN (if applicable) New Zealand company number 3491There was a change in the interests of the
substantial holder on12/03/2014

The previous notice was given to the company on

12/03/2014

The previous notice was dated

11/03/2014**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	157,804,520	7.51% based on 2,100,866,748 ordinary shares on issue in Flinders Mines Limited	187,091,767	8.91% based on 2,100,866,748 ordinary shares on issue in Flinders Mines Limited

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
11 March 2014	The Todd Corporation Limited (and each of its Subsidiaries)	Purchase of shares on-market by TIO (NZ) Limited (a wholly owned subsidiary of the Todd Corporation)	A\$464,109.72	15,000,501 ordinary shares	15,000,501
12 March 2014	The Todd Corporation Limited (and each of its Subsidiaries)	Purchase of shares on-market by TIO (NZ) Limited (a wholly owned subsidiary of the Todd Corporation)	A\$457,175.87	14,286,748 ordinary shares	14,286,748

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
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The Todd Corporation Limited (and each of its Subsidiaries)	TIO (NZ) Limited	TIO (NZ) Limited	The registered holder of the securities, TIO (NZ) Limited, is a wholly owned subsidiary of The Todd Corporation Limited. A relevant interest in Flinders Mines Limited was acquired by The Todd Corporation Limited (and each of its Subsidiaries) as a result of acquisitions of shares on-market on 11 March 2014 and 12 March 2014.	187,091,787 ordinary shares	187,091,787
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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 applicable)	ACN/ARSN (if applicable)	Nature of association
N/A		N/A

6. Addresses

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

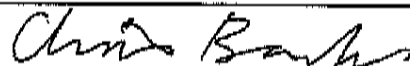
Name	Address
The Todd Corporation Limited & TIO (NZ) Limited	Level 16 The Todd Building, 95 Customhouse Quay, Wellington, 6011, New Zealand

Signature

print name Christopher Robert Banks

capacity Company Secretary

sign here



date 14/03/2014

DIRECTIONS

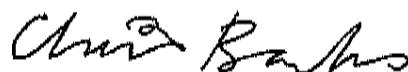
- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially 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 on 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.

Annexure A

This is Annexure A of 3 pages referred to in Form 604 (Notice of change of interests of substantial holder)

Signature:



Name: Christopher Robert Banks

Date:

14/3/2014

Subsidiaries of The Todd Corporation Limited

Ara New Zealand Limited	Thursday Plantation Properties Pty Limited
Ara Vineyards Limited	TII Management Limited
Ara Wines Limited	Titanium Park Development Limited
Ara Wines USA Limited	Todd Bros. Limited
Ara Wines USA LLC	Todd Capital Limited
Balla One (Investments) Pty Limited	Todd Carbon Limited
Balla Two (Mining) Pty Limited	Todd Central Limited
CM Platform Limited	Todd Coal Limited
Courtenay Nominees Limited	Todd Communications Limited
Eagle Pharmaceutical Pty Limited	Todd Energy Limited
Crest Energy Limited	Todd Energy International Pty Limited
Crest Energy Kaipara Limited	Todd Energy International Limited
Crest Energy Kaipara Limited	Todd Exploration Limited
Greenridge (Toowoomba) Pty Limited	Todd Family Office Limited
Greenridge Botanicals (Australia) Pty Limited	Todd Industries Limited
GXL Royalties Limited	Todd International Investments Limited
Health Distributors Australia Pty Limited	Todd Land Holdings Limited
Heriot Nominees Limited	Todd LC Holdings Limited
Hydroco Limited	Todd LHS Limited

Integria Healthcare (Australia) Pty Limited	Todd Maari Limited
Integria Healthcare (Ballina) Pty Limited	Todd Management Services Limited
Integria Healthcare (New Zealand) Limited	Todd Minerals Limited
Integria Healthcare (US) Inc	Todd Minerals & Coal Pty Limited
Integria Healthcare (Warwick) Pty Limited	Todd Offshore Limited
Integria Healthcare Limited	Todd Oil & Gas Holdings Limited
Kapiti Coast Airport Holdings Limited	Todd Petroleum Australia Limited
KCE Generation Limited	Todd Petroleum Mining Company Limited
KCE Mangahao Limited	Todd Pohokura Limited
KCE Retail Limited	Todd Property Albany Development Limited
King Country Energy Limited	Todd Property Flat Bush Limited
Life - Span Australia Pty Limited	Todd Property Group Limited
Life - Span Health Supplies Limited	Todd Property Napier Hill Limited
LLD Limited	Todd Property Pegasus Town Limited
Long Bay Communities Limited	Todd Property Pegasus Development Limited
Long Bay Farming Limited	Todd Property Pegasus Town Services Limited
Malborough Wine Group Limited	Todd Property Stonefields Apartments Limited
Marokopa Drilling Limited	Todd Property Albany Development Limited
Mediherb Pty Limited	Todd Property USA Limited
Mediherb SA	Todd Property LLC
Moody Creek Limited	Paragon Pacific LLC
Natures Remedy Australia Pty Limited	Todd Property Kansas City LLC
Ngunguru Coastal Holdings Limited	Bay Area Revitalization Associates LLC
Ngunguru Coastal Investments Limited	Todd Services Limited
Nova Energy Limited	Todd Shipping Limited

Nova Energy Solar Limited	Todd Sisson Limited
Nutrimedicine Pty Limited	Todd Sisson General Partnership
OK Pharmaceuticals Limited	Todd Sisson Limited Partnership
Okura Holdings Limited	Todd Tasman Oil Limited
Phyto Pharmaceuticals Pty Limited	Todd Technologies Limited
Phytomedicine Pty Limited	Todd TH Limited
QLD Life-Span Therapeutic Supplies Pty Limited	Todd Ventures Limited
Red 8 Limited	Todd Winegrowers Limited
SLM General Partnership	Todd Wireless Limited
SLM Limited Partnership	TIO (NZ) Limited
Solar Heating Solutions Limited	TSL Methanol Limited
Stonefields Communities Limited	TSL Methanol LLC
Stonefields Development Limited	TTI (NZ) Limited
Altera Apartments Limited Partnership	TUV Holdings Limited
Illico Apartments Limited Partnership	TUV Limited
Tall Oaks Holdings Limited	Viking Holdings Limited
Thompson Nutrition Australia Pty Limited	Viking Investments Limited
Thursday Plantation Inc	Viking Mining Company Limited
Thursday Plantation Inc (UK)	Wineco Limited
Thursday Plantation Laboratories Pty Limited	Winegrowers of Ara Limited
NEL Farms Limited	NEL Farms Limited