

# FORM 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Phoenix Copper Limited

ACN/ARSN ACN 127 446 271

### 1. Details of substantial holder (1)

Name Asia Image Limited

ACN/ARSN (if applicable) \_\_\_\_\_

There was a change in the interests of the substantial holder on 30/07/2010 (This notice corrects errors in the notice dated 12 August 2010)

The previous notice was given to company on 12/02/2008

The previous notice was dated 10/02/2008

### 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)
Fully paid ordinary shares	12,500,000	23.38%	13,000,000	16.87% *

\*based on the number of issued shares as at the date of this notice (77,040,502). Voting power at time of 2009 acquisitions of shares (based on 53,975,500 issued shares) was 24.08%.

### 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
First half of 2009	Asia Image Limited	On-market purchase of ordinary shares	\$45,000.00	500,000 ordinary shares	Asia Image Limited

**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
Asia Image Limited	Asia Image Limited	Asia Image Limited	Direct holding	12,500,000 ordinary shares	12,500,000
Company Managers Limited	Asia Image Limited	Asia Image Limited	Indirect holding as sole director of Asia Image Limited	13,000,000 ordinary shares	13,000,000
Asia Image Limited	HSBC Custody Nominees (Australia) Limited	Asia Image Limited	Indirect holding as bare trustee for Asia Image Limited	500,000 ordinary shares	500,000

**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	N/A

**6. Addresses**


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

Name	Address
Asia Image Limited	Level 21, 91 King William Street, Adelaide SA 5000
Company Managers Limited	P.O. Box 556, Thain Street, Charleston, Nevis
HSBC Custody Nominees (Australia) Limited	Level 32, 580 George Street, Sydney NSW 2000, Australia

**Signature**

print name COMPANY MANAGERS LTD capacity Director

sign here \_\_\_\_\_ date 24 08 2010

Herman KIRU Ph. de la DEBUTRIÈ  
 La de tout

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