

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To, Company Name/Scheme Indochine Mining Limited

ACN/ARSN 141 677 365

1. Details of substantial holder (1)

Name Och-Ziff Holding Corporation and Och-Ziff Capital Management Group LLC on behalf of themselves, OZ Management LP and their controlled entities OZ Europe Master Fund Ltd, Gordal Holdings Ltd, OZ ELS Master Fund, Ltd, OZ Master Fund, Ltd and OZ Global Special Investments Master Fund, LP.

ACN/ARSN (if applicable) Not applicable

There was a change in the interests of the substantial holder on 01/09/2011

The previous notice was given to the company on 18/04/2011

The previous notice was dated 18/04/2011

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) |
| Fully Paid Ordinary Shares | 50,665,826 | 12.18% | 50,673,622 | 10.31% |

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 |
|----------------|--|---|---|---|-------------------------|
| | Refer to Annexure A | | | | |
| 1-Sep-2011 | The persons named in Item 1 | Increase in the total number of votes in the Company through the issue of ordinary shares. OZ Management Group's votes in the Company have not increased. | | Fully Paid Ordinary Shares | 50,673,622 |

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 |
|--|---|---|---|--------------------------------|----------------|
| Och-Ziff Holding Corporation, Och-Ziff Capital Management Group LLC. | HSBC Custody Nominees (Australia) Limited and National Australia Bank Limited | OZ Europe Master Fund Ltd, Gordal Holdings Ltd, OZ Master Fund, Ltd, OZ ELS Master Fund, Ltd and OZ Global Special Investments Master Fund, LP. | The holder of the relevant interest has a relevant interest in the holdings detailed below by virtue of section 608(3)(b) of the Corporations Act | 50,673,622 ordinary shares | 50,673,622 |

This is Annexure A of 4 pages referred to in Form 604 Change in interests of substantial holder

| | | | | | |
|---|---|---|---|----------------------------|------------|
| and OZ Management LP | | | | | |
| OZ Management II LP | HSBC Custody Nominees (Australia) Limited | OZ ELS Master Fund, Ltd | OZ Management II LP has a relevant interest in the holdings by virtue of section 608(3)(b) of the Corporations Act | 1,046,068 ordinary shares | 1,046,068 |
| OZ Europe Master Fund, Ltd | National Australia Bank Limited | OZ Europe Master Fund, Ltd | As legal owner of the interest, OZ Europe Master Fund Limited has a relevant interest by virtue of section 608(1) of the Corporations Act | 15,144,674 ordinary shares | 15,144,674 |
| Gordel Holdings Ltd | HSBC Custody Nominees (Australia) Limited | Gordel Holdings Ltd | As legal owner of the interest, Gordel Holdings Ltd has a relevant interest by virtue of section 608(1) of the Corporations Act | 1,227,292 ordinary shares | 1,227,292 |
| OZ Master Fund, Ltd | HSBC Custody Nominees (Australia) Limited and National Australia Bank Limited | OZ Master Fund, Ltd | As legal owner of the interest, OZ Master Fund, Ltd has a relevant interest by virtue of section 608(1) of the Corporations Act | 32,297,148 ordinary shares | 32,297,148 |
| OZ ELS Master Fund, Ltd | HSBC Custody Nominees (Australia) Limited | OZ ELS Master Fund, Ltd | As legal owner of the interest, OZ ELS Master Fund, Ltd has a relevant interest by virtue of section 608(1) of the Corporations Act | 1,046,068 ordinary shares | 1,046,068 |
| OZ Global Special Investments Master Fund, LP | HSBC Custody Nominees (Australia) Limited | OZ Global Special Investments Master Fund, LP | As legal owner of the interest, OZ Global Special Investments Master Fund, LP has a relevant interest by virtue of section 608(1) of the Corporations Act | 958,440 ordinary shares | 958,440 |

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


6. Addresses

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

| Name | Address |
|--|--|
| Och-Ziff Holding Corporation | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A. |
| Och-Ziff Capital Management Group LLC | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A. |
| Oz Management I LP | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A. |
| Oz Management II LP | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, U.S.A. |
| OZ Europe Master Fund, Ltd. | c/o Goldman Sachs (Cayman) Trust, Limited, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman Cayman Islands, B.W.I. |
| Gordel Holdings Ltd | c/o Trident Trust Company (BVI) Ltd., Trident Chambers, Wickhams Cay, Road Town, Tortola, British Virgin Islands. |
| OZ Master Fund, Ltd. | c/o Goldman Sachs (Cayman) Trust, Limited, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman Cayman Islands, B.W.I. |
| OZ ELS Master Fund, Ltd. | c/o Goldman Sachs (Cayman) Trust, Limited, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman Cayman Islands, B.W.I. |
| OZ Global Special Investments Master Fund, LP. | c/o Goldman Sachs (Cayman) Trust, Limited, P.O. Box 896, Suite 3307, Gardenia Court, 45 Market Street, Camana Bay, Grand Cayman Cayman Islands, B.W.I. |

Signature

print name Joel M. Frank Capacity Chief Financial Officer

sign here  date 7 / 09 / 2011

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.

ANNEXURE A

Och-Ziff Holding Corporation and Och-Ziff Capital Management Group LLC on behalf of themselves, OZ Management LP, OZ Management II LP - on behalf of itself, its controlled entities:
 OZ MASTER FUND, LTD
 OZ EUROPE MASTER FUND, LTD
 OZ ELS MASTER FUND, LTD
 GORDEL HOLDINGS, LTD
 OZ GLOBAL SPECIAL INVESTMENTS MASTER FUND, LP

1. ACQUISITIONS AND DISPOSALS BY OZ ELS MASTER FUND LTD

| Holder of relevant interest: | | The persons named in Item 1 | | | | | |
|------------------------------|--|--|---|---|-------------------------|--|--|
| Holdings as of Sept 1, 2011: | | 1,046,068 | | | | | |
| Date of Change | Person whose relevant interest charged | Nature of Change | Class and Number of Securities affected | Consideration given in relation to change | Person's votes affected | | |
| 4-May-11 | The persons named in Item 1 | Acquisition by OZ ELS MASTER FUND, LTD | Fully Paid Ordinary Shares 108,239 | -\$28,541.62 | 108,239 | | |
| 9-May-11 | The persons named in Item 1 | Acquisition by OZ ELS MASTER FUND, LTD | Fully Paid Ordinary Shares 52,374 | -\$14,162.19 | 52,374 | | |
| 5-August-11 | The persons named in Item 1 | Disposal by OZ ELS MASTER FUND, LTD | Fully Paid Ordinary Shares -108,000 | \$21,582.72 | 108,000 | | |
| 8-August-11 | The persons named in Item 1 | Disposal by OZ ELS | Fully Paid Ordinary Shares -104,200 | \$18,220.41 | 105,200 | | |

This is Annexure A of 4 pages referred to in Form 604 Change in interests of substantial holder

| | | | | | | |
|--------------|-----------------------------|--|----------------------------|---------|--------------|---------|
| 9-August-11 | The persons named in Item 1 | MASTER FUND, LTD | Fully Paid Ordinary Shares | -70,314 | \$12,168.64 | 70,314 |
| 11-August-11 | The persons named in Item 1 | Acquisition by OZ ELS MASTER FUND, LTD | Fully Paid Ordinary Shares | 68,228 | -\$13,226.33 | 68,228 |
| 12-August-11 | The persons named in Item 1 | Acquisition by OZ ELS MASTER FUND, LTD | Fully Paid Ordinary Shares | 136,000 | -\$27,219.31 | 136,000 |
| 15-August-11 | The persons named in Item 1 | Acquisition by OZ ELS MASTER FUND, LTD | Fully Paid Ordinary Shares | 190,000 | -\$39,939.9 | 190,000 |
| 16-August-11 | The persons named in Item 1 | Acquisition by OZ ELS MASTER FUND, LTD | Fully Paid Ordinary Shares | 44,000 | -\$9,006.34 | 44,000 |
| | | | | | | |
| | | | | | | |
| | | | TOTAL | 316,327 | -\$80,123.92 | |

This is Annexure A of 4 pages referred to in Form 804 Change in interests of substantial holder

2. ACQUISITIONS AND DISPOSALS BY GORDEL HOLDINGS LTD

| Holder of relevant interest: | | The persons named in Item 1 | | | | |
|------------------------------|--|------------------------------------|---|---|-------------------------|--|
| Holdings as of Sept 1, 2011: | | 1,227,292 | | | | |
| Date of Change | Person whose relevant interest changed | Nature of Change | Class and Number of Securities affected | Consideration given in relation to change | Person's votes affected | |
| 16-May-11 | The persons named in item 1 | Acquisition by Gordel Holdings Ltd | Fully Paid Ordinary Shares 145,037 | -\$37,039.92 | 145,037 | |
| 20-May-11 | The persons named in item 1 | Acquisition by Gordel Holdings Ltd | Fully Paid Ordinary Shares 27,377 | -\$6,849.04 | 27,377 | |
| 23-May-11 | The persons named in item 1 | Acquisition by Gordel Holdings Ltd | Fully Paid Ordinary Shares 87,964 | -\$22,716.5 | 87,964 | |
| | | | TOTAL: | 260,378 | -\$66,605.46 | |

3. ACQUISITIONS AND DISPOSALS BY OZ GLOBAL SPECIAL INVESTMENTS MASTER FUND, LP

| Holder of relevant interest: | | The persons named in item 1 | | | |
|------------------------------|--|---|---|---|-------------------------|
| Holdings as of Sept 1, 2011: | | 958,440 | | | |
| Date of Change | Person whose relevant interest changed | Nature of Change | Class and Number of Securities affected | Consideration given in relation to change | Person's votes affected |
| 24-May-11 | The persons named in item 1 | Disposal by OZ GLOBAL SPECIAL INVESTMENTS | Fully Paid Ordinary Shares -8,915 | \$2,271.06 | 8,915 |

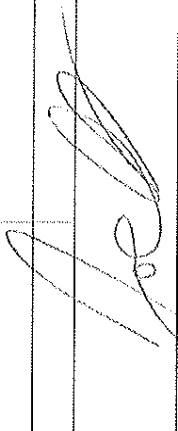
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| | | | | | | |
|-----------|-----------------------------|---|----------------------------|---------------|-------------|--------------|
| 25-May-11 | The persons named in item 1 | MASTER FUND, LP | Fully Paid Ordinary Shares | -200,000 | \$48,951 | 200,000 |
| 27-May-11 | The persons named in item 1 | Disposal by OZ GLOBAL SPECIAL INVESTMENTS MASTER FUND, LP | Fully Paid Ordinary Shares | -30,000 | \$7,192.8 | 30,000 |
| 30-May-11 | The persons named in item 1 | Disposal by OZ GLOBAL SPECIAL INVESTMENTS MASTER FUND, LP | Fully Paid Ordinary Shares | -7,000 | \$1,678.32 | 7,000 |
| 31-May-11 | The persons named in item 1 | Disposal by OZ GLOBAL SPECIAL INVESTMENTS MASTER FUND, LP | Fully Paid Ordinary Shares | -222,994 | \$50,231.99 | 222,994 |
| | | | | TOTAL: | 468,909 | \$110,325.17 |

Signature:

Name:

Capacity:


 Joel Frank
 Chief Financial Officer

