

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Indochine Mining Limited
ACN/ARSN 141 677 385

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, Gordel 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 15/04/2011

The previous notice was given to the company on 10/12/2010

The previous notice was dated 08/12/2010

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	50,000,000	13.85%	50,565,826	12.18%

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
5-Jan-2011	OZ ELS Master Fund, Ltd	On 5 January 2011, OZ ELS Master Fund, Ltd acquired shares in Indochine Mining Limited	A\$17,747.58	Fully Paid Ordinary Shares	90,000
6-Jan-2011	OZ ELS Master Fund, Ltd	On 6 January 2011, OZ ELS Master Fund, Ltd acquired shares in Indochine Mining Limited	A\$37,351.84	Fully Paid Ordinary Shares	191,261
1-Feb-2011	OZ ELS Master Fund, Ltd	On 1 February 2011, OZ ELS Master Fund, Ltd acquired shares in Indochine Mining Limited	A\$26,287.29	Fully Paid Ordinary Shares	150,138
2-Mar-2011	OZ ELS Master Fund, Ltd	On 2 March 2011, OZ ELS Master Fund, Ltd acquired shares in Indochine Mining Limited	A\$14,936.01	Fully Paid Ordinary Shares	52,998
3-Mar-2011	OZ ELS Master Fund, Ltd	On 3 March 2011, OZ ELS Master Fund, Ltd acquired shares in Indochine Mining Limited	A\$22,850.63	Fully Paid Ordinary Shares	81,429

15-Apr-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	50,565,826
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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
The persons named in Item 1	OZ Europe Master Fund Ltd, Gordel Holdings Ltd, OZ Master Fund, Ltd, OZ ELS Master Fund, Ltd and OZ Global Special Investments Master Fund, LP.	OZ Europe Master Fund Ltd, Gordel 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	50,565,826 ordinary shares	12.18%
OZ Management II LP	OZ ELS Master Fund, Ltd	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	729,741 ordinary shares	0.18%
OZ Europe Master Fund, Ltd	OZ Europe Master Fund, Ltd	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)(a) of the Corporations Act	15,144,674 ordinary shares	3.65%
Gordel Holdings Ltd	Gordel Holdings Ltd	Gordel Holdings Ltd	As legal owner of the interest, Gordel Holdings Ltd has a relevant interest by virtue of section 608(1)(a) of the Corporations Act	966,914 ordinary shares	0.23%
OZ Master Fund, Ltd	OZ Master Fund, Ltd	OZ Master Fund, Ltd	As legal owner of the interest, OZ Master Fund, Ltd has a relevant interest by virtue of section 608(1)(a) of the Corporations Act	32,297,148 ordinary shares	7.78%
OZ ELS Master Fund, Ltd	OZ ELS Master Fund, Ltd	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)(a) of the Corporations Act	729,741 ordinary shares	0.18%
OZ Global Special Investments Master Fund, LP	OZ Global Special Investments Master Fund, LP	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)(a) of the Corporations Act	1,427,349 ordinary shares	0.34%

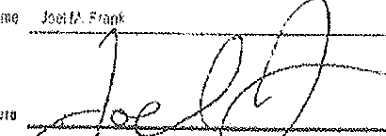
5. Changes in association

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

Signature

print name Joel A. Frank Capacity Chief Financial Officer
 sign here  date 16 / 04 / 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 excluded 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 a paragraph 5 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 671E(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 acquisition 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.