



FACSIMILE MESSAGE

To : Company Announcements Platform **Fax No** : (61) 2 9778 0999
Australian Securities Exchange Limited

CC : Mr. David Berg, the Company Secretary **Fax No** : (61) 8 9485 2305
and General Counsel
Mount Gibson Iron Limited

From : Samantha Fung **Fax No** : (852) 2541 9133

Date : 6 January 2009 **Page(s)** : 6 (including this page)

Dear Sirs,

Mount Gibson Iron Limited (ACN: 008 670 817)

Please find enclosed a Form 604 – Notice of change of interests of substantial holder in respect of the interests of APAC Resources Limited in Mount Gibson Iron Limited.

Yours faithfully

For and on behalf of

APAC RESOURCES LIMITED

Samantha Fung
Company Secretary

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Mount Gibson Iron Limited ("Mount Gibson")

ACN/ARSN 008 670 817

1. Details of substantial holder (1)

Name APAC Resources Limited ("APAC") and the entities listed in Attachment A.

ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on

31/12/2008

The previous notice was given to the company on

18/10/2007

The previous notice was dated

18/10/2007

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 ("Shares")	160,760,209	20.28%	164,148,144	17.95% (based on 914,355,821 Shares on issue)

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
31/12/08	Net Success Investments Limited and APAC	Dilution as a result of placement of 110,000,000 new Shares in Mount Gibson to Shougang Concord International Enterprises Company Limited ("Shougang Placement")	N/A	3,934,717 Shares	3,934,717
31/12/08	Net Success Investments Limited and APAC	Dilution as a result of Shougang Placement	N/A	33,943,877 Shares	33,943,877
31/12/08	Fortune Desire Investments Limited and APAC	Dilution as a result of Shougang Placement	N/A	86,143,583 Shares	86,143,583
31/12/08	Fortune Desire Investments Limited and APAC	Dilution as a result of Shougang Placement	N/A	40,125,967 Shares	40,125,967

Between 17/10/2007 and 06/01/2009	The entities referred to in Attachment B	On market purchases and disposals	See Attachment B	See Attachment B	See Attachment B
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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
Net Success Investments Limited and APAC	Sun Hung Kai Investment Services Ltd <Clients A/C> (as nominee)	Net Success Investments Limited	Controller of Shares within the meaning of section 608(1)(b) and (c) of the Corporations Act 2001	3,934,717 Shares	3,934,717
Net Success Investments Limited and APAC	Merrill Lynch (Australia) Nominees Pty Ltd (as nominee)	Net Success Investments Limited	Controller of Shares within the meaning of section 608(1)(b) and (c) of the Corporations Act 2001	33,943,877 Shares	33,943,877
Fortune Desire Investments Limited and APAC	Sun Hung Kai Investment Services Ltd <Client Fortune Desire Invest Ltd A/C> (as nominee)	Fortune Desire Investments Limited	Controller of Shares within the meaning of section 608(1)(b) and (c) of the Corporations Act 2001	86,143,583 Shares	86,143,583
Fortune Desire Investments Limited and APAC	Merrill Lynch (Australia) Nominees Pty Ltd (as nominee)	Fortune Desire Investments Limited	Controller of Shares within the meaning of section 608(1)(b) and (c) of the Corporations Act 2001	40,125,967 Shares	40,125,967

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
	See changes to associates indicated in Attachment A.

6. Addresses

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

Name	Address
APAC Resources Limited	32/F, China Online Centre, 333 Lockhart Road, Wanchai, Hong Kong
Net Success Investments Limited	P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands
Fortune Desire Investments Limited	P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands

Attachment A - substantial holders:

This is Attachment A of 1 page, referred to in the Form 604 - Notice of change of interests of substantial holder lodged by APAC Resources Limited dated 6 January 2009 and signed by me.


Samantha Fung Sam Ming
6 January 2009

The substantial holders are the companies and individuals noted in Items 3 and 4 and the following subsidiaries of APAC Resources Limited.

CURRENT

Asia Cheer Trading Limited
Merchants (Hong Kong) Limited
Sino Chance Trading Limited
Sky Joy Management Limited
APAC Resources Engineering Limited
APAC Resources Investments Limited
APAC Resources Mining Limited
APAC Resources Strategic Holdings Limited
First Landmark Limited
Fortune Desire Investments Limited
Mount Sun Investment Limited
Net Success Investments Limited
Super Grand Investments Limited

NEW

APAC Resources Asia Limited
APAC Resources Beijing Limited
APAC Resources China Limited
APAC Resources Eastern Limited
APAC Resources Energy Limited
APAC Resources Enterprises Ltd
APAC Resources Holdings China Ltd
APAC Resources Investments China Ltd
APAC Resources Mining Limited
APAC Resources Northern Limited
APAC Resources Shanghai Limited
APAC Resources Southern Limited
APAC Resources Trading Limited
APAC Resources Western Limited
Hua Loong Textiles Limited
Shanghai Merchants Holdings Limited
Ying Wing (H.K.) Limited
APAC Resources Holding China Limited
APAC Resources Investment Holding Ltd
Park Well International Group Limited
Rulyu (Shanghai) Investment Consulting Co., Ltd.
APAC Resources (Qingdao) Company Limited

CEASED

Attachment B - other trades:

This is Attachment B of 2 pages, referred to in the Form 604 - Notice of change of interests of substantial holder lodged by APAC Resources Limited dated 6 January 2009 and signed by me

Samantha Fung Sam Ming
6 January 2009

For the purposes of item 3 of this Form 604, the following on-market trades in Shares were conducted on the following dates:

Date	On-market / off-market trade	Acquisition / (Disposal)	Consideration given / (received)	Class and number of securities affected	Persons votes affected
17/10/2007	On-market	1,114,022	3,047,766.46	161,874,261 Shares	161,874,261
18/10/2008	On-market	1,225,000	3,306,435.48	163,099,261 Shares	163,099,261
22/10/2007	On-market	500,000	1,323,650.88	163,599,261 Shares	163,599,261
23/10/2007	On-market	362,245	991,098.18	163,961,546 Shares	163,961,546
24/10/2007	On-market	137,715	378,282.45	164,099,261 Shares	164,099,261
02/11/2007	On-market	2,000,000	5,705,700.00	166,099,261 Shares	166,099,261
05/11/2007	On-market	500,000	1,343,149.50	166,599,261 Shares	166,599,261
06/11/2007	On-market	500,000	1,326,367.65	167,099,261 Shares	167,099,261
08/11/2007	On-market	500,000	1,322,798.75	167,599,261 Shares	167,599,261
22/02/2008	On-market	(100,000)	(325,185.00)	167,499,261 Shares	167,499,261
25/02/2008	On-market	(200,000)	(680,654.10)	167,299,261 Shares	167,299,261
10/03/2008	On-market	(936,630)	(3,102,024.43)	166,362,631 Shares	166,362,631
11/03/2008	On-market	(2,000,000)	(5,987,394.00)	164,362,631 Shares	164,362,631
12/03/2008	On-market	(190,901)	(596,198.87)	164,171,730 Shares	164,171,730
13/03/2008	On-market	(1,311,488)	(4,032,555.11)	162,860,242 Shares	162,860,242
14/03/2008	On-market	(1,398,321)	(4,400,712.20)	161,461,421 Shares	161,461,421
18/03/2008	On-market	(351,503)	(1,081,430.35)	161,109,918 Shares	161,109,918
19/03/2008	On-market	(534,325)	(1,672,360.17)	160,575,593 Shares	160,575,593
26/03/2008	On-market	(664,365)	(1,938,542.00)	159,911,228 Shares	159,911,228
27/03/2008	On-market	(1,115,360)	(3,229,617.03)	158,795,968 Shares	158,795,968
04/04/2008	On-market	2,000,000	5,326,500.00	160,795,968 Shares	160,795,968
16/04/2008	On-market	1,103,509	2,966,922.99	161,899,477 Shares	161,899,477
05/05/2008	On-market	(30,000)	(96,358.50)	161,869,477 Shares	161,869,477
24/05/2008	On-market	(1,000,000)	(3,443,270.25)	160,869,477 Shares	160,869,477
25/06/2008	On-market	(379,933)	(1,299,305.89)	160,489,544 Shares	160,489,544
10/07/2008	On-market	200,000	535,254.80	160,689,544 Shares	160,689,544
11/07/2008	On-market	100,000	268,419.38	160,789,544 Shares	160,789,544
18/07/2008	On-market	140,000	340,373.81	160,929,544 Shares	160,929,544
28/07/2008	On-market	300,000	736,837.50	161,229,544 Shares	161,229,544
06/08/2008	On-market	100,000	220,349.50	161,329,544 Shares	161,329,544
17/10/2008	On-market	2,816,600	1,325,793.34	164,148,144 Shares	164,148,144

Signature

print name Samantha Fung Sam Ming

Capacity Company Secretary

sign here

date 6/1/2009

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (ag 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 603 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.