

Announcement

6 May 2013

NOTIFICATION OF CHANGE IN SUBSTANTIAL SHAREHOLDING PURELY AS A RESULT OF THE RECENT INSTITUTIONAL PLACEMENT

RungePincockMinarco Limited (ASX: RUL) (the **Company**) hereby advises that the attached change of interest of substantial holder notice is lodged as a result of the dilution arising from the Company's recent Institutional Placement which Directors were not legally able to participate in.

There has been no disposal of shares associated with the attached notice and all prior movements in holdings have been previously notified to the ASX in Director's Interests Notices.

Any change in Director's Interest as a result of the Company's SPP (which closed on 30 April 2013) will be notified separately to the ASX once allocations under that plan are finalised.

For further information please contact:

James O'Neill
Company Secretary
+61 7 3100 7200
companysecretary@rpmglobal.com

About RungePincockMinarco:

RungePincockMinarco Limited (ASX: RUL) is the world's largest publicly traded independent group of mining technical experts, with history stretching back to 1968. We have local expertise in all mining regions and are experienced across all commodities and mining methods.

Listed on the Australian Securities Exchange on 27 May 2008, RungePincockMinarco is a global leader in the provision of advisory consulting, technology and professional development solutions to the mining industry. We have global expertise achieved through our work in over 118 countries and our approach to the business of mining is strongly grounded in economic principles.

We operate offices in 17 locations across 11 countries on five continents.

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Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme RungePincockMinarco Limited

ACN/ARSN 010 672 321

1. Details of substantial holder (1)

Name Ian Charles Runge (IC Runge), Susan Jean Runge (SJ Runge) and Runge International Pty Ltd (ACN 010 121 598)
ATF Runge Family Trust (Runge Int)

ACN/ARSN (if applicable) As above

There was a change in the interests of the substantial holder on 5/4/2013

The previous notice was given to the company on 5/6/2008

The previous notice was dated 5/6/2008

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) |
| Ordinary shares | 15,810,389 | 12.74% | 16,283,211 | 11.64% |
| | | | | |

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 |
|----------------|--|----------------------|---|---|-------------------------|
| 31/10/08 | IC & SJ Runge | On market purchase | \$68,064 | 93,000 | IC & SJ Runge |
| 6/11/08 | IC & SJ Runge | On market purchase | \$17,500 | 25,000 | IC & SJ Runge |
| 2/12/08 | IC & SJ Runge | On market purchase | \$30,357.96 | 62,306 | IC & SJ Runge |
| 4/12/08 | IC & SJ Runge | On market purchase | \$39,080.34 | 83,000 | IC & SJ Runge |
| 12/12/08 | IC & SJ Runge | On market purchase | \$8,245 | 18,250 | IC & SJ Runge |
| 13/3/12 | IC & SJ Runge | On market purchase | \$66,943.10 | 191,266 | IC & SJ Runge |

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 |
|-----------------------------|---------------------------------|--|---------------------------------|--------------------------------|----------------|
| IC & SJ Runge | IC & SJ Runge | IC & SJ Runge | Legal holder (s 608(1)(a)) | 472,822 | 472,822 |
| Runge Int | Runge Int | Runge Int | Legal holder (s 608(1)(a)) | 15,810,389 | 15,810,389 |
| IC & SJ Runge | Runge Int & RS Company Pty Ltd | Runge Int | s 608(3) | 16,283,211 | 472,822 |

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 | N/A |
| | |

6. Addresses

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

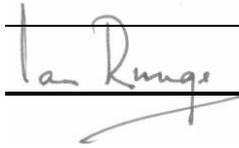
| Name | Address |
|---------------|--|
| Runge Int | Level 30, 345 Queen Street, Brisbane QLD, 4000 |
| IC & SJ Runge | 105A Upper Lancaster Road, Ascot, QLD 4007 |

Signature

print name Ian Charles Runge

capacity Director

sign here



date 03 /05/2013

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.