



RESOURCE
CAPITAL FUNDS

**Resource Capital Funds
Management Pty Ltd**
ABN: 25 098 091 715

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To: Company Announcements From: Mason Hills

Fax: 1900 999 279 Pages: 2

Company: Australian Stock Exchange Date: January 29, 2008

Re: Form 605

URGENT FOR REVIEW PLEASE REPLY PLEASE COMMENT PLEASE RECYCLE

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme ST BARBARA LIMITED

ACN/ARSN

ACN 009 165 066**1. Details of substantial holder (1)**Name Resource Capital Fund II L.P. ("RCF II") and Resource Capital Fund III L.P. ("RCF III")
ACN/ARSN (if applicable) NOT APPLICABLEThe holder ceased to be a substantial holder on 29 / 01 / 08
The previous notice was given to the company on 27 / 07 / 07
The previous notice was dated 27 / 07 / 07**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's voted affected
29/01/08	RCF II	SALE OF SHARES	\$25,241,406.30	31,162,230 ORDINARY SHARES	31,162,230
29/01/08	RCF III	SALE OF SHARES	\$38,475,000.00	47,500,000 ORDINARY SHARES	47,500,000

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

4. Addresses

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

Name	Address
RESOURCE CAPITAL FUND II L.P.	1400 Sixteenth Street, Suite 200 DENVER CO 80202 USA
RESOURCE CAPITAL FUND II L.P.	1400 Sixteenth Street, Suite 200 DENVER CO 80202 USA

Signatureprint name MASON HILLSCapacity AUTHORISED OFFICERsign here *M. Hills*date 29 / 01 / 08