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LAWYERS

**4 November 2009****By fax | 6 pages incl. this one**

**To** Company Announcements Platform  
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**Globe Metals & Mining Limited (ASX - GBE)**

In accordance with s 671B of the *Corporations Act 2001* (Cth), please find enclosed a Form 604 (Notice of change of interests of substantial holder) lodged by TPG-Axon Capital Management, LP in relation to Globe Metals & Mining Limited.

Yours faithfully  
**Gilbert + Tobin**

  
**Kate Merrifield**  
Lawyer  
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**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme GLOBE METALS & MINING LIMITED  
ACN/ARSN 114 400 609

**1. Details of substantial holder (1)**

Name TPG-Axon Capital Management, LP; TPG-Axon GP, LLC; Dinakar Singh LLC; Dinakar Singh; Dinakar Singh as trustee of The Singh 2004 Family Trust; EWM1 LLC; Eric Mandelblatt (TPG Holders); and the companies listed in Annexure B

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 2 November 2009

The previous notice was given to the company on 2 October 2009

The previous notice was dated 2 October 2009

**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	6,013,665	6.6322%	5,207,248	5.6098%

**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
19-Oct-09	TPG Holders	On market sale	\$11,806.35	52,754 ordinary	52,754
20-Oct-09	TPG Holders	On market sale	\$45,277.95	201,504 ordinary	201,504
21-Oct-09	TPG Holders	On market sale	\$17,018.42	74,219 ordinary	74,219
22-Oct-09	TPG Holders	On market sale	\$61,714.80	252,000 ordinary	252,000
23-Oct-09	TPG Holders	On market sale	\$19,264.86	73,925 ordinary	73,925
26-Oct-09	TPG Holders	On market sale	\$7,157.28	27,528 ordinary	27,528
27-Oct-09	TPG Holders	On market sale	\$5,280.00	22,000 ordinary	22,000
28-Oct-09	TPG Holders	On market sale	\$8,860.00	28,000 ordinary	28,000
30-Oct-09	TPG Holders	On market sale	\$4,320.00	18,000 ordinary	18,000
2-Nov-09	TPG Holders	On market sale	\$12,709.58	56,487 ordinary	56,487

## 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 (3)	Nature of relevant interest (6)	Class and number of securities	Person's votes
TPG-Axon Capital Management, LP	HSBC Custody Nominees (Australia) Limited		Controls the exercise of rights to vote (section 608(1)(b))	5,207,248 ordinary shares	5,207,248
TPG-Axon GP, LLC	HSBC Custody Nominees (Australia) Limited		Controller of TPG-Axon Capital Management, LP and TPG-Axon Partners GP, LP (section 608(3)(b))	5,207,248 ordinary shares	5,207,248
Dinakar Singh LLC	HSBC Custody Nominees (Australia) Limited		Controller of TPG-Axon GP, LLC (section 608(3)(b))	5,207,248 ordinary shares	5,207,248
EWM1 LLC	HSBC Custody Nominees (Australia) Limited		Holder of more than a 20% interest in TPG-Axon GP, LLC (section 608(3)(a))	5,207,248 ordinary shares	5,207,248
Dinakar Singh	HSBC Custody Nominees (Australia) Limited		Controller of Dinakar Singh LLC (section 608(3)(b))	5,207,248 ordinary shares	5,207,248
Dinakar Singh, as trustee of The Singh 2004 Family Trust	HSBC Custody Nominees (Australia) Limited		Holder of more than a 20% interest in Dinakar Singh, LLC (section 608(3)(a))	5,207,248 ordinary shares	5,207,248
Eric Mandelblatt	HSBC Custody Nominees (Australia) Limited		Controller of EWM1 LLC (section 608(3)(b))	5,207,248 ordinary shares	5,207,248

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**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 Annexure A	

**6. Addresses**

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

Name	Address
See Annexure B	

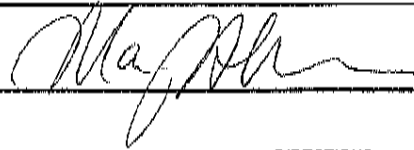
**Signature**

Mary Lee  
Chief Legal Officer

print name

capacity

sign here



date 4 /11/2009

**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 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.

## Annexure A

This is Annexure A of 1 page referred to in the Form 604 dated 4 November 2009 and signed by me.

  
Name: Mary Lee  
Chief Legal Officer

Date: 4 November 2009

The following entities are associates of the TPG Holders at the date of the prior Form 604 and continue to be associates:

- TPG-Axon Partners, GP LP (as associate of TPG-Axon GP, LLC)
- TPG-Axon Capital (HK), Ltd (as associate of TPG-Axon Capital Management, LP)
- TPG-Axon Capital (Ireland), Limited (as associate of TPG-Axon Capital Management, LP)
- TPG-Axon Capital Management (UK), Ltd. (as associate of TPG-Axon Capital Management, LP)
- TPG-Axon Capital (UK), LLC (as associate of TPG-Axon Capital Management, LP)
- TPG-Axon Capital (UK), LLP (as associate of TPG-Axon Capital Management, LP)

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## Annexure B

This is Annexure B of 1 page to the Form 604 dated 4 November 2009 and signed by me.

  
 Name: Mary Lee  
 Chief Legal Officer  
 Date: 4 November 2009

TPG-Axon Capital Management, LP c/o Corporation Trust Company Corporation Trust Center 1209 Orange Street Wilmington, Delaware 19801 USA	TPG-Axon Partners GP, LP c/o Corporation Trust Company Corporation Trust Center 1209 Orange Street Wilmington, Delaware 19801 USA
TPG-Axon GP, LLC c/o Corporation Trust Company Corporation Trust Center 1209 Orange Street Wilmington, Delaware 19801 USA	TPG-Axon Capital (HK), Limited 57/F, Two International Finance Centre 8 Finance Street Central, Hong Kong
Dinakar Singh LLC c/o Corporation Trust Company Corporation Trust Center 1209 Orange Street Wilmington, Delaware 19801 USA	TPG-Axon Capital (Ireland) Limited 70 Sir John Rogerson's Quay Dublin 2 Ireland
EWM1 LLC c/o Corporation Service Company 2711 Centerville Road, Suite 400 Wilmington, Delaware 19808 USA	HSBC Custody Nominees (Australia) Limited HSBC Bank Australia Limited Level 32 HSBC Centre 580 George Street Sydney NSW 2000 Australia
TPG-Axon Capital (UK), LLC 27 Upper Brook Street London W1K 7QF United Kingdom	TPG-Axon Capital (UK), LLP 27 Upper Brook Street London W1K 7QF United Kingdom
TPG-Axon Capital Management (UK), Ltd. 27 Upper Brook Street London W1K 7QF United Kingdom	

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