

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme Atlas Iron Ltd

ACN/ARSN _____

1. Details of substantial holder(1)Name BlackRock Group

ACN/ARSN (if applicable) _____

The holder ceased to be a
substantial holder on 19 /04 /13The previous notice was given to the company on 05 /04 /13The previous notice was dated 27 /03 /13**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 votes affected
	See Annexure A				

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
See Annexure B	

Signatureprint name Belinda Plotkincapacity Company Secretary

sign here _____

date 26 / 04 /13

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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

This is Annexure A of 1 pages referred to in form 603 Notice of initial substantial shareholder

26-Apr-13

Belinda Plotkin, Company Secretary **Date**

3. Details of Relevant Interests

4. Details of present registered holders

6. Associates

7. Addresses

Holder of Relevant Interests Name and ACN / ARSN (if applicable) (sections 3, 4, 6 and 7)	Class and number of Securities (sections 3 and 4)	Nature of Association (section 6)	Address (section 7)
BlackRock Investment Management (Korea) Ltd.	ORD 461,686	same ultimate holding company	23/F Seoul Finance Centre 84 Taepyeongno 1-ga, Jung-gu Seoul 100-768, Korea
BlackRock (Luxembourg) SA	ORD 27,198,500	same ultimate holding company	6d Route de Treves Senningerberg, L-2633 Luxembourg
BlackRock Fund Managers Ltd	ORD 289,654	same ultimate holding company	12 Throgmorton Avenue London EC2N 2DL UK
BlackRock Investment Management (UK) Ltd	ORD 5,013,231	same ultimate holding company	12 Throgmorton Avenue London EC2N 2DL UK
BlackRock Investment Management, LLC	ORD 122,483	same ultimate holding company	1 University Square Drive, Princeton, NJ 08540
BlackRock Asset Management Ireland Limited	ORD 2,136	same ultimate holding company	JP Morgan House International Financial Services Centre Dublin 1 IRELAND
BlackRock Advisors (UK) Ltd.	ORD 744,095	same ultimate holding company	Murray House 1 Royal Mint Court London, EC3N 4HH, UK
BlackRock Life Limited	ORD 2,550,116	same ultimate holding company	12 Throgmorton Avenue London EC2N 2DL UK
BlackRock Investment Management (Aust) Ltd (ACN 006 165 975)	ORD 1,413,663	same ultimate holding company	Level 19, 120 Collins St Melbourne Australia
BlackRock Advisors, LLC	ORD 612,300	same ultimate holding company	100 Bellevue Parkway Wilmington, DE 19809
BlackRock Asset Management Australia Limited (ACN 001 804 566)	ORD 2,466,305	same ultimate holding company	Level 43, Grosvenor Place 225 George Street Sydney NSW 2000 Australia
BlackRock Fund Advisors	ORD 1,295,529	same ultimate holding company	400 Howard Street San Francisco, CA, 94105
BlackRock Institutional Trust Company, N.A.	ORD 3,827,458	same ultimate holding company	400 Howard Street San Francisco, CA, 94105

This is Annexure B of 1 page referred to in form 603 Notice of initial substantial shareholder

Belinda Plotkin, Company Secretary 26-Apr-13
Date

5. Consideration

Atlas Iron Ltd (AGO)					
Holder of Relevant Interest	Date of Acquisition	Consideration			Class and number of securities affected
		Cash	Non-cash		
BlackRock Group	20 December 2012 to 19 April 2013	2,998,847	0	ord	2,379,722
