

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **ILUKA RESOURCES LIMITED**

ACN/ARSN **008 675 018**

1. Details of substantial holder (1)

Name **PERPETUAL LIMITED and its related bodies corporate**

ACN (if applicable) **000 431 827**

There was a change in the interests of the Substantial holder on 29 / 08 / 2019

The previous notice was given to the company on 26 / 08 / 2019

The previous notice was dated 22 / 08 / 2019

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	32,329,127	7.65%	38,466,479	9.10%

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 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
	Refer annexure 3				

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
	Refer annexure 1 & 2				

5. Changes in association

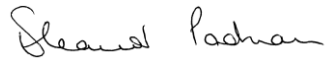
The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN (if applicable)	Nature of association
Perpetual Investment Management Limited	Related bodies corporate of Perpetual Limited
Perpetual Trustee Company Limited	Related bodies corporate of Perpetual Limited

6. Addresses

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

Name	Address
Perpetual Limited	18/123 Pitt Street Sydney, NSW 2000
Perpetual Investment Management Limited	18/123 Pitt Street Sydney, NSW 2000
Perpetual Trustee Company Limited	18/123 Pitt Street Sydney, NSW 2000



Signature

Print name **ELEANOR PADMAN**

Capacity **COMPANY SECRETARY**

ANNEXURE 1 - Perpetual Investments Account Codes & Details

Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, as Responsible Entity for:

INTERNAL CODE	REGISTRATION DETAILS
17	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
26	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
33	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
118	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
212	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
649	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
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651	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
654	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
670	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
695	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
774	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001

855	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2093	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2095	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2124	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2125	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2127	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2128	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2199	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2210	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2219	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2130	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2089	RBC Investor Services Australia Nominees Pty Limited <PICREDIT> GPO Box 5430 Sydney NSW 2001
2086	RBC Investor Services Australia Nominees Pty Ltd <PI CREDIT A/C> GPO Box 5430 Sydney NSW 2001
106	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
133	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001

323	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
669	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
139	RBC Investor Services Australia Nominees Pty Ltd <PIQTE2 A/C> GPO Box 5430 Sydney NSW 2001
44	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
108	UBS Nominees Pty Ltd Level 16, Chifley Tower 2 Chifley Square Sydney NSW 2000
414	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
696	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
941	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000

Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, as Trustee for:

ALL 'SS' CODES	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
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Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, under Investment Management Agreements with:

INTERNAL CODE	REGISTRATION DETAILS
227	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
248	BNP Paribas Noms Pty Ltd P.O. Box R209 Royal Exchange Sydney NSW 1225
702	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
740	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225

786	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2085	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2122	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2131	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2216	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
220	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
221	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
222	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
224	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
2163	Northern Trust Company Melbourne Branch: HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2222	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
194	Northern Trust Company Melbourne Branch: HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
779	State Street Limited 420 George Street Sydney NSW 2000
2101	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2152	Northern Trust Company Melbourne Branch: HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001

2161	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2172	State Street Limited 420 George Street Sydney NSW 2000
210	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
215	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
230	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
231	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
392	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
394	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
449	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
773	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
788	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
791	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
2100	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
2166	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
711	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001

787	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2083	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2097	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2160	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2220	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001

Perpetual Trustee Company Limited as trustee, custodian or nominee

INTERNAL CODE	REGISTRATION DETAILS
T2	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T3	The Trust Company Limited GPO Box 4270 Sydney NSW 2001
T4	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T6	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T7	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001

ANNEXURE 2

PRESENT RELEVANT INTERESTS

ASXCode	Internal Code	Holding
ILU	17	1,620,353
ILU	26	3,794,610
ILU	2130	999,622
ILU	194	923,135
ILU	2085	786,649
ILU	212	1,045,000
ILU	2222	68,603
ILU	2100	796,465
ILU	702	1,022,200
ILU	2152	2,408,802
ILU	649	3,519,194
ILU	650	651,091
ILU	2125	76,359
ILU	2131	2,044,309
ILU	2124	43,358
ILU	779	1,086,948
ILU	740	1,437,051
ILU	941	1,600,158
ILU	44	3,031,104
ILU	696	2,942,293
ILU	215	6,671,923
ILU	220	762,559
ILU	653	1,124,693
ILU	T2	10,000

ANNEXURE 3**CHANGES IN RELEVANT INTERESTS**

Account	Security	Volume	Value	AsAtDate
220	ILU	82,561	\$ 589,833.78	29/08/2019
220	ILU	15,384	\$ 116,177.20	23/08/2019
649	ILU	374,244	\$ 2,673,440.39	29/08/2019
649	ILU	65,144	\$ 491,882.16	23/08/2019
650	ILU	68,210	\$ 487,263.31	29/08/2019
650	ILU	12,924	\$ 97,585.12	23/08/2019
653	ILU	134,689	\$ 916,984.76	27/08/2019
702	ILU	20,825	\$ 146,858.12	29/08/2019
702	ILU	20,861	\$ 146,952.08	29/08/2019
702	ILU	187	\$ 1,282.64	28/08/2019
702	ILU	5,994	\$ 42,176.76	28/08/2019
702	ILU	18,457	\$ 129,188.42	28/08/2019
702	ILU	16,070	\$ 113,121.23	28/08/2019
702	ILU	45,272	\$ 309,026.61	27/08/2019
702	ILU	23,390	\$ 164,134.35	26/08/2019
702	ILU	11,360	\$ 80,762.47	26/08/2019
740	ILU	29,276	\$ 206,454.65	29/08/2019
740	ILU	29,292	\$ 206,342.94	29/08/2019
740	ILU	263	\$ 1,803.93	28/08/2019
740	ILU	8,427	\$ 59,296.55	28/08/2019
740	ILU	25,961	\$ 181,712.13	28/08/2019
740	ILU	22,592	\$ 159,031.41	28/08/2019
740	ILU	63,215	\$ 431,505.51	27/08/2019
740	ILU	32,896	\$ 230,840.68	26/08/2019
740	ILU	16,107	\$ 114,510.65	26/08/2019
779	ILU	22,144	\$ 156,159.71	29/08/2019
779	ILU	22,145	\$ 155,997.01	29/08/2019
779	ILU	199	\$ 1,364.95	28/08/2019
779	ILU	6,374	\$ 44,850.62	28/08/2019
779	ILU	19,728	\$ 138,084.70	28/08/2019
779	ILU	17,089	\$ 120,294.25	28/08/2019
779	ILU	47,710	\$ 325,668.41	27/08/2019
779	ILU	24,882	\$ 174,604.13	26/08/2019
779	ILU	12,134	\$ 86,265.12	26/08/2019
941	ILU	39,738	\$ 280,190.85	29/08/2019
941	ILU	39,739	\$ 279,893.30	29/08/2019
941	ILU	358	\$ 2,455.31	28/08/2019
941	ILU	11,492	\$ 80,851.31	28/08/2019
941	ILU	47,175	\$ 330,168.30	28/08/2019
941	ILU	30,810	\$ 216,860.71	28/08/2019
17	ILU	33,010	\$ 232,752.02	29/08/2019
941	ILU	80,506	\$ 549,484.51	27/08/2019
941	ILU	19,910	\$ 139,693.27	26/08/2019
941	ILU	19,918	\$ 141,591.74	26/08/2019
2085	ILU	16,026	\$ 113,015.51	29/08/2019
2085	ILU	16,034	\$ 112,948.99	29/08/2019
2085	ILU	144	\$ 987.70	28/08/2019

2085	ILU	4,613	\$	32,459.36	28/08/2019
2085	ILU	14,211	\$	99,468.86	28/08/2019
2085	ILU	12,367	\$	87,054.77	28/08/2019
2085	ILU	34,605	\$	236,213.69	27/08/2019
2085	ILU	18,007	\$	126,360.30	26/08/2019
2085	ILU	8,818	\$	62,690.44	26/08/2019
2100	ILU	16,226	\$	114,408.81	29/08/2019
2100	ILU	16,234	\$	114,340.76	29/08/2019
2100	ILU	146	\$	1,001.33	28/08/2019
2100	ILU	4,670	\$	32,855.52	28/08/2019
2100	ILU	14,391	\$	100,719.71	28/08/2019
2100	ILU	12,522	\$	88,137.94	28/08/2019
2100	ILU	35,033	\$	239,113.72	27/08/2019
2100	ILU	18,232	\$	127,920.03	26/08/2019
2100	ILU	8,932	\$	63,495.20	26/08/2019
17	ILU	33,372	\$	235,048.69	29/08/2019
17	ILU	296	\$	2,030.09	28/08/2019
17	ILU	163,168	\$	1,141,979.88	28/08/2019
17	ILU	25,471	\$	179,281.37	28/08/2019
17	ILU	9,500	\$	66,836.71	28/08/2019
2124	ILU	4,448	\$	31,774.62	29/08/2019
2124	ILU	146	\$	1,102.40	23/08/2019
2125	ILU	8,208	\$	58,634.47	29/08/2019
2125	ILU	1,540	\$	11,628.06	23/08/2019
26	ILU	77,305	\$	545,074.07	29/08/2019
26	ILU	76,814	\$	541,023.29	29/08/2019
26	ILU	694	\$	4,759.74	28/08/2019
26	ILU	22,254	\$	156,566.75	28/08/2019
26	ILU	69,438	\$	485,982.53	28/08/2019
26	ILU	59,665	\$	419,960.86	28/08/2019
26	ILU	165,047	\$	1,126,509.88	27/08/2019
26	ILU	86,885	\$	609,605.75	26/08/2019
26	ILU	38,294	\$	272,221.82	26/08/2019
2131	ILU	41,647	\$	293,651.11	29/08/2019
2131	ILU	41,637	\$	293,261.47	29/08/2019
2131	ILU	374	\$	2,565.05	28/08/2019
2131	ILU	11,987	\$	84,333.86	28/08/2019
2131	ILU	37,334	\$	261,293.13	28/08/2019
2131	ILU	32,139	\$	226,215.07	28/08/2019
2131	ILU	89,345	\$	609,814.23	27/08/2019
2131	ILU	46,799	\$	328,352.86	26/08/2019
2131	ILU	22,724	\$	161,538.85	26/08/2019
2152	ILU	49,073	\$	346,011.51	29/08/2019
2152	ILU	49,015	\$	345,226.86	29/08/2019
2152	ILU	440	\$	3,017.71	28/08/2019
2152	ILU	14,125	\$	99,375.63	28/08/2019
2152	ILU	43,903	\$	307,268.23	28/08/2019
2152	ILU	37,871	\$	266,560.60	28/08/2019
2152	ILU	105,243	\$	718,323.99	27/08/2019
44	ILU	337,073	\$	2,407,906.53	29/08/2019
2152	ILU	55,147	\$	386,924.42	26/08/2019
2152	ILU	26,394	\$	187,627.90	26/08/2019
44	ILU	103,433	\$	780,990.55	23/08/2019

2222	ILU	7,462	\$	53,310.16	29/08/2019
2222	ILU	1,429	\$	10,791.55	23/08/2019
194	ILU	18,807	\$	132,627.16	29/08/2019
194	ILU	18,853	\$	132,807.02	29/08/2019
194	ILU	169	\$	1,159.18	28/08/2019
194	ILU	5,413	\$	38,088.55	28/08/2019
194	ILU	16,685	\$	116,785.45	28/08/2019
194	ILU	14,512	\$	102,154.02	28/08/2019
194	ILU	40,520	\$	276,589.47	27/08/2019
194	ILU	21,132	\$	148,289.31	26/08/2019
194	ILU	10,365	\$	73,688.64	26/08/2019
212	ILU	170,000	\$	1,200,612.78	29/08/2019
212	ILU	875,000	\$	5,957,318.50	27/08/2019
215	ILU	135,923	\$	958,530.42	29/08/2019
215	ILU	136,004	\$	958,059.04	29/08/2019
215	ILU	1,219	\$	8,361.16	28/08/2019
215	ILU	39,121	\$	275,274.80	28/08/2019
215	ILU	120,547	\$	843,759.94	28/08/2019
215	ILU	104,892	\$	738,364.12	28/08/2019
215	ILU	293,504	\$	2,003,458.32	27/08/2019
215	ILU	152,720	\$	1,071,680.08	26/08/2019
215	ILU	74,954	\$	532,875.87	26/08/2019