

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo Company Name/Scheme **Iluka Resources Ltd**ACN/ARSN **008 675 018****1. Details of substantial holder (1)**Name **United Super Pty Ltd**ACN/ARSN (if applicable) **006 261 623**The holder became a substantial holder on **22/10/2020****2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	22,114,873	22,114,873	5.23%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
United Super Pty Ltd	Shareholder	Ordinary Shares 22,114,873

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
United Super Pty Ltd	JP Morgan Nominees Australia Ltd as Custodian for United Super Pty Ltd	JP Morgan Nominees Australia Ltd as Custodian for United Super Pty Ltd	Ordinary Shares 22,114,873

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
See Annexure A				

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6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	


7. Addresses

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

Name	Address
United Super Pty Ltd	Level 22, 130 Lonsdale Street, Melbourne
JP Morgan Nominees Australia Ltd	Locked Bag 20049, Melbourne VIC 3001

Signature

print name **Paul Woodburn** capacity **Company Secretary**

sign here  date **26/10/2020**

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

Annexure A

Holder of relevant interest	Date of Acquisition	Consideration (9)		Class of securities	Number of securities
		Cash	Non-Cash		
	Opening balance 22/06/2020				19,320,010
United Super Pty Ltd	23-Jun-2020	-\$ 931,233.97		Ordinary Shares	108,945
United Super Pty Ltd	23-Jun-2020	-\$ 41,732.55		Ordinary Shares	4,881
United Super Pty Ltd	24-Jun-2020	\$ -		Ordinary Shares	1,506,946
United Super Pty Ltd	24-Jun-2020	\$ -		Ordinary Shares	- 1,506,946
United Super Pty Ltd	29-Jun-2020	-\$ 514,729.78		Ordinary Shares	62,365
United Super Pty Ltd	30-Jun-2020	-\$ 4,329,108.40		Ordinary Shares	511,859
United Super Pty Ltd	02-Jul-2020	\$ 167,312.35		Ordinary Shares	- 19,930
United Super Pty Ltd	02-Jul-2020	\$ 311,738.73		Ordinary Shares	- 37,028
United Super Pty Ltd	02-Jul-2020	-\$ 335,478.06		Ordinary Shares	39,732
United Super Pty Ltd	02-Jul-2020	-\$ 732,682.28		Ordinary Shares	87,012
United Super Pty Ltd	03-Jul-2020	\$ 1,465,338.00		Ordinary Shares	- 166,800
United Super Pty Ltd	09-Jul-2020	-\$ 974,785.47		Ordinary Shares	110,636
United Super Pty Ltd	14-Jul-2020	-\$ 2,026,875.00		Ordinary Shares	230,000
United Super Pty Ltd	21-Jul-2020	-\$ 2,101,061.20		Ordinary Shares	227,629
United Super Pty Ltd	24-Jul-2020	\$ 920,970.00		Ordinary Shares	- 100,000
United Super Pty Ltd	28-Jul-2020	-\$ 2,164,037.87		Ordinary Shares	230,475
United Super Pty Ltd	31-Jul-2020	\$ 23,312.80		Ordinary Shares	- 2,576
United Super Pty Ltd	31-Jul-2020	\$ 13,946.05		Ordinary Shares	- 1,541
United Super Pty Ltd	03-Aug-2020	-\$ 274,296.00		Ordinary Shares	30,000
United Super Pty Ltd	06-Aug-2020	\$ 436,528.12		Ordinary Shares	- 45,283
United Super Pty Ltd	06-Aug-2020	\$ 772,552.00		Ordinary Shares	- 80,000
United Super Pty Ltd	14-Aug-2020	-\$ 1,185,542.40		Ordinary Shares	123,494
United Super Pty Ltd	27-Aug-2020	\$ 517,250.00		Ordinary Shares	- 50,000
United Super Pty Ltd	01-Sep-2020	\$ 1,980,640.00		Ordinary Shares	- 200,000
United Super Pty Ltd	02-Sep-2020	\$ 681,681.90		Ordinary Shares	- 67,306
United Super Pty Ltd	02-Sep-2020	-\$ 1,508.12		Ordinary Shares	148
United Super Pty Ltd	10-Sep-2020	\$ 55,687.76		Ordinary Shares	- 5,555
United Super Pty Ltd	11-Sep-2020	-\$ 1,924,800.00		Ordinary Shares	200,000
United Super Pty Ltd	15-Sep-2020	-\$ 198,866.30		Ordinary Shares	20,296
United Super Pty Ltd	16-Sep-2020	-\$ 88,649.52		Ordinary Shares	9,054
United Super Pty Ltd	17-Sep-2020	-\$ 30,831.14		Ordinary Shares	3,205
United Super Pty Ltd	18-Sep-2020	-\$ 85,106.03		Ordinary Shares	8,857
United Super Pty Ltd	23-Sep-2020	-\$ 759,848.00		Ordinary Shares	80,000
United Super Pty Ltd	30-Sep-2020	\$ 373,536.24		Ordinary Shares	- 41,412
United Super Pty Ltd	14-Oct-2020	-\$ 2,621,130.18		Ordinary Shares	273,142
United Super Pty Ltd	20-Oct-2020	-\$ 19,320.00		Ordinary Shares	2,000
United Super Pty Ltd	20-Oct-2020	\$ 14,001.19		Ordinary Shares	- 1,436
United Super Pty Ltd	22-Oct-2020	-\$ 12,280,000.00		Ordinary Shares	1,250,000
	Closing balance 22/10/2020				22,114,873