

FACSIMILE TRANSMISSION

TO : ASX Company Announcements
FAX NO. : 1900 999 279

TO : Iluka Resources Limited
Attention: Company Secretary
FAX NO. : 08 9360 4777

DATE : 21 June 2005

PAGES : 33 following

RE : Notice of change of interests of substantial holder

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Iluka Resources Limited (Iluka)

ACN/ARSN 008 675 018

1. Details of substantial holder (1)

Name Kolsen Pty Ltd (Kolsen)

ACN/ARSN (if applicable) 111 384 144

There was a change in the interests of the substantial holder on

17/6/2005

The previous notice was given to the company on

17/6/2005

The previous notice was dated

17/6/2005

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)
Fully paid ordinary shares (Shares)	13,605,427	5.8414%	16,885,470	7.2496%

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
17/6/2005	Kolsen	On-market acquisitions of Shares by Kolsen	See Annexure "A" attached	3,280,043	3,280,043

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
Kolsen	Kolsen	Kolsen	Registered Holder	7,679,464	7,679,464

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
Not applicable	Not applicable

6. Addresses

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

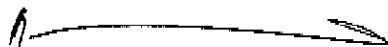
Name	Address
Kolsen	Level 45, 2 Park Street, Sydney, NSW 2000

Signature

print name Mark Howard Carnegie

capacity Director

sign here



date 21/6/2005

1 of 1

Date of Trade	Date of Settlement	No. of Shares	Purchase Price	Amount	Brokerage	GST	Total
16/06/2005	21/06/2005	1,233,043	7.1896	8,865,085.96	13,297.63	1,329.76	8,879,713.35
17/06/2005	22/06/2005	2,047,000	7.4693	15,289,657.11	22,934.49	2,293.45	15,314,885.05
		<u>3,280,043</u>		<u>24,154,743.07</u>	<u>36,232.12</u>	<u>3,623.21</u>	<u>24,194,598.40</u>

Kolsen Pty Ltd ACN 111 384 144

This is Annexure "A" of 1 page referred to in form 604 Notice of change of interests of substantial holder.


 Director

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Iluka Resources Limited (Iluka)

ACN/ARSN 008 675 018

1. Details of substantial holder (1)

Name John Singleton Promotions Pty Ltd ACN 001 606 546 (JSP), John Singleton, Ognis Pty Ltd ACN 001 051 501 (Ognis) and Swancap Pty Limited ACN 058 147 267 (Swancap)

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

17/6/2005

The previous notice was given to the company on

17/6/2005

The previous notice was dated

17/6/2005

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)
Fully paid ordinary shares (Shares)	13,606,427	5.8414%	16,885,470	7.2486%

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
17/6/2005	Kolsen Pty Ltd ACN 111 384 144 (Kolsen)	On-market acquisitions of Shares by Kolsen	See Annexure "A" attached	3,280,043	3,280,043

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 (8)	Class and number of securities	Person's votes
JSP	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Telogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Telogg Pty Limited	Beneficial interest	1,700,679	1,700,679
John Singleton	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Telogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Telogg Pty Limited	Ultimate controller of JSP	1,700,679	1,700,679

Ognis	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Controller of JSP	1,700,679	1,700,679
Swancap	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Controller of Ognis	1,700,679	1,700,679

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
Not applicable	Not applicable

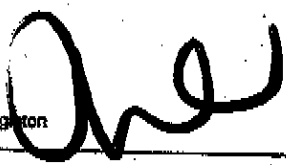
6. Addresses

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

Name	Address
Kolsen	Level 45, 2 Park Street, Sydney, NSW 2000
JSP	c/- Howarth (NSW) Pty Limited, Level 10, 1 Market Street, Sydney, NSW 2000
John Singleton	Level 27, 201 Sussex St, Sydney, NSW 2000
Ognis	c/- Howarth (NSW) Pty Limited, Level 10, 1 Market Street, Sydney, NSW 2000
Swancap	c/- Howarth (NSW) Pty Limited, Level 10, 1 Market Street, Sydney, NSW 2000
ANZ Margin Services Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
ANZ Nominees Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
Bell Potter Nominees Limited (BB Nominees Account)	GPO Box 4718 TT, Melbourne, VIC 3001
Genca Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000
Talogg Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000

Signature

print name John Singleton

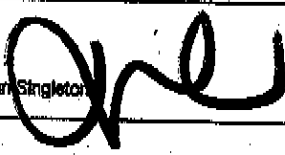


capacity Director of JSP

sign here

date 21/8/2005

print name John Singleton

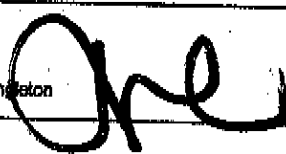


capacity Substantial holder

sign here

date 21/8/2005

print name John Singleton



capacity Director of Ognis

sign here

date 21/8/2005

print name John Singleton

capacity Director of Swancap

sign here

date 21/8/2005

1 of 1

Date of Trade	Date of Settlement	No. of Shares	Purchase Price	Amount	Brokerage	GST	Total
16/06/2005	21/06/2005	1,233,043	7.1896	8,865,085.86	13,287.63	1,329.76	8,879,713.35
17/06/2005	22/06/2005	2,047,000	7.4693	15,289,657.11	22,934.49	2,293.45	15,314,885.05
		<u>3,280,043</u>		<u>24,154,743.07</u>	<u>36,232.12</u>	<u>3,623.21</u>	<u>24,194,598.40</u>

John Shingleton Promotions Pty Ltd ACN 001 608 546

This is an annexure "A" of 1 page referred to in form 604 Notice of change of interests of substantial holder.



Director

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Iluka Resources Limited (Iluka)

ACN/ARSN 008 675 018

1. Details of substantial holder (1)

Name Buka Minerals Limited (Buka)

ACN/ARSN (if applicable) 000 741 373

There was a change in the interests of the

substantial holder on 17/6/2005

The previous notice was given to the company on 17/6/2005

The previous notice was dated 17/6/2005

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)
Fully paid ordinary shares (Shares)	13,605,427	5.8414%	16,885,470	7.2496%

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
17/6/2005	Kolsen Pty Ltd ACN 111 384 144 (Kolsen)	On-market acquisitions of Shares by Kolsen	See Annexure "A" attached	3,280,043	3,280,043

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
Buka	Not applicable	Not applicable	No relevant interest, but associate of all other parties named in paragraph 3 of Buka's notice of Initial Substantial holder dated 17 June 2005	Nil	Nil

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
Not applicable	Not applicable

6. Addresses

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

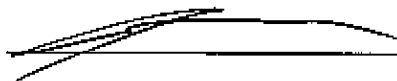
Name	Address
Kolsen	Level 45, 2 Park Street, Sydney, NSW 2000
Buka	Level 45, 2 Park Street, Sydney, NSW 2000

Signature

print name John Richards

capacity Director of Buka

sign here



date 21/6/2005

1 of 1

Date of Trade	Date of Settlement	No. of Shares	Purchase Price	Amount	Brokerage	GST	Total
16/06/2005	21/06/2005	1,233,043	7.1896	8,865,085.96	13,297.63	1,329.76	8,879,713.35
17/06/2005	22/06/2005	2,047,000	7.4693	15,289,657.11	22,934.49	2,293.45	15,314,885.05
		3,280,043		24,154,743.07	36,232.12	3,623.21	24,194,598.40

Buka Minerals Limited ACN 000 741 373

This is Annexure "A" of 1 page referred to in form 604 Notice of change of interests of substantial holder.



Director

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Iluka Resources Limited (Iluka)ACN/ARSN 008 875 018**1. Details of substantial holder (1)**

Name

M&T Carnegie Pty Ltd ACN 090 810 515 (M&T), Mark Howard Carnegie And Tanya Patricia Carnegie

ACN/ARSN (if applicable)

There was a change in the interests of the
substantial holder on17/9/2005

The previous notice was given to the company on

17/9/2005

The previous notice was dated

17/9/2005**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 (6)
Fully paid ordinary shares (8 shares)	13,805,427	5.8414%	16,865,470	7.2488%

3. Changes in relevant interestsParticulars 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
17/9/2005	Kolten Pty Ltd ACN 111 384 144 (Kolten)	On-market acquisitions of Shares by Kolten	See Annexure "A" attached	3,280,043	3,280,043

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 (9)	Class and number of securities	Person's votes
M&T	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BS Nominees Account), Gencor Pty Limited and Telago Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BS Nominees Account), Gencor Pty Limited and Telago Pty Limited	Beneficial interest	850,339	850,339
Mark Howard Carnegie	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BS Nominees Account), Gencor Pty Limited and Telago Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BS Nominees Account), Gencor Pty Limited and Telago Pty Limited	Controller of M&T	850,339	850,339

Tanya Patricia Carnegie	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Controller of M&T	850,339	850,339
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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 (3) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

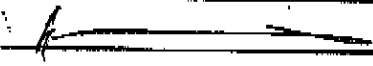
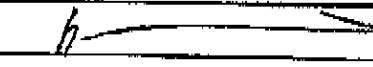
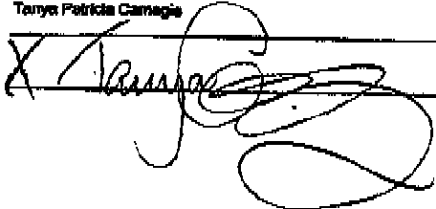
Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	Not applicable

6. Addresses

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

Name	Address
Kobson	Level 45, 2 Park Street, Sydney, NSW 2000
M&T	Level 45, 2 Park Street, Sydney, NSW 2000
Mark Howard Carnegie and Tanya Patricia Carnegie	Level 45, 2 Park Street, Sydney, NSW 2000
ANZ Margin Services Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
ANZ Nominees Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
Bell Potter Nominees Limited (BB Nominees Account)	GPO Box 4718 TT, Melbourne, VIC 3001
Genca Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000
Talogg Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000

Signature

print name	Mark Howard Carnegie	capacity	Director of M&T
sign here		date	21/6/2005
print name	Mark Howard Carnegie	capacity	Substantial holder
sign here		date	21/6/2005
print name	Tanya Patricia Carnegie	capacity	Substantial holder
sign here		date	21/6/2005

Date of Trade	Date of Settlement	No. of Shares	Purchase Price	Amount	Brokerage	GST	Total
16/06/2005	21/06/2005	1,233,043	7.1988	8,895,885.98	19,287.63	1,328.76	8,916,492.37
17/06/2005	22/06/2005	2,047,000	7.4692	15,289,857.11	22,834.48	2,283.45	15,314,975.06
		<u>3,280,043</u>		<u>24,185,743.07</u>	<u>50,232.12</u>	<u>3,612.21</u>	<u>24,194,586.40</u>

1 of 1

M&T Camper Pty Ltd ACN 096 819 515

This is Assurance "A" of 1 page referred to in Item 604 Notice of change of
holders of substantial holder.

Director

M&T 09/06/2005, 10:45

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

In Company Name/Scheme Iuka Resources Limited (Iuka)

ACN/ARSN 008 675 018

1. Details of substantial holder (1)

Name Tamorer Pty Limited ACN 073 128 166 (Tamorer), John Malcolm Rodney Wylie and Myriam Angèle Wylie

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

17/6/2005

The previous notice was given to the company on

17/6/2005

The previous notice was dated

17/6/2005

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)
Fully paid ordinary shares (Shares)	13,605,427	5.8414%	16,885,470	7.2499%

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
17/6/2005	Kolsen Pty Ltd ACN 111 384 144 (Kolsen)	On-market acquisitions of Shares by Kolsen	See Annexure "A" attached	3,280,043	3,280,043

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
Tamorer	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Beneficial interest	850,339	850,339
John Malcolm Rodney Wylie	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Controller of Tamorer	850,339	850,339

21/06 '05 TUE 14:28 FAX 61 3 9532 7566

JOHN WYLIE

002

Myriam Angela Wylie	ANZ Margin Services Pty Ltd, ANZ Nominations Ltd, Bell Potter Nominations Limited (BB Nominations Account), Genoa Pty Limited and Tefogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominations Ltd, Bell Potter Nominations Limited (BB Nominations Account), Genoa Pty Limited and Tefogg Pty Limited	Controller of Tefogg	850,336	850,336
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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 otherwise are as follows:

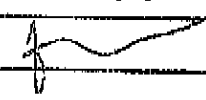
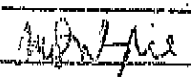
Name and ACN/VARSN (if applicable)	Nature of association
Not applicable	Not applicable

6. Addresses

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

Name	Address
Kelston	Level 45, 2 Park Street, Sydney, NSW 2000
Tefogg	Level 45, 2 Park Street, Sydney, NSW 2000
John Malcolm Rodney Wylie	Level 45, 2 Park Street, Sydney, NSW 2000
Myriam Angela Wylie	Level 45, 2 Park Street, Sydney, NSW 2000
ANZ Margin Services Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
ANZ Nominations Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
Bell Potter Nominations Limited (BB Nominations Account)	2500 2004712 RT, Melbourne, VIC 3001
Genoa Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000
Tefogg Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000

Signature

print name	John Malcolm Rodney Wylie	capacity	Director of Tefogg
sign name		date	21/6/2005
print name	John Malcolm Rodney Wylie	capacity	Substantial holder
sign name		date	21/6/2005
print name	Myriam Angela Wylie	capacity	Substantial holder
sign name		date	21/6/2005

M25_354257_1 (M37)

21/06 '05 TUE 14:08 [TX/RX NO 7340] 002

1 of 1

Date of Trade	Date of Settlement	No. of Shares	Purchase Price	Amount	Brokerage	GST	Total
16/06/2005	21/06/2005	1,233,043	7.1696	8,865,085.96	13,297.63	1,329.76	8,879,713.35
17/06/2005	22/06/2005	2,047,000	7.4693	15,289,657.11	22,934.49	2,293.45	15,314,885.05
		<u>3,280,043</u>		<u>24,154,743.07</u>	<u>36,232.12</u>	<u>3,623.21</u>	<u>24,194,598.40</u>

Timoror Pty Limited ACN 073 129 156

This is Annexure "A" of 1 page referred to in form 604 Notice of change of interests of substantial holder.

Director

MEL5_334840_1 (XLS)

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Iuka Resources Limited (Iuka)

ACN/ARSN 008 675 018

1. Details of substantial holder (1)

Name Castree Pty Ltd ACN 084 494 619 (Castree), Consolidated Press Holdings Limited ACN 008 394 509 (CPH) and each of their associates referred to in Annexure "B" attached (Associates)

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on

17/6/2005

The previous notice was given to the company on

17/6/2005

The previous notice was dated

17/6/2005

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)
Fully paid ordinary shares (Shares)	13,605,427	5.8414%	16,885,470	7.2496%

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
17/6/2005	Kolsen Pty Ltd ACN 111 384 144 (Kolsen)	On-market acquisitions of Shares by Kolsen	See Annexure "A" attached	3,280,043	3,280,043

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
Castree	ANZ Margin Services Pty Ltd and Perpetual Trustee Company Ltd	ANZ Margin Services Pty Ltd and Perpetual Trustee Company Ltd	Beneficial interest	6,802,713	6,802,713
CPH	ANZ Margin Services Pty Ltd and Perpetual Trustee Company Ltd	ANZ Margin Services Pty Ltd and Perpetual Trustee Company Ltd	Controller of Castree	6,802,713	6,802,713
Associates	ANZ Margin Services Pty Ltd and Perpetual Trustee Company Ltd	ANZ Margin Services Pty Ltd and Perpetual Trustee Company Ltd	Interest as 'associates' or interposed controllers of Castree	6,802,713	6,802,713

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
Not applicable	Not applicable

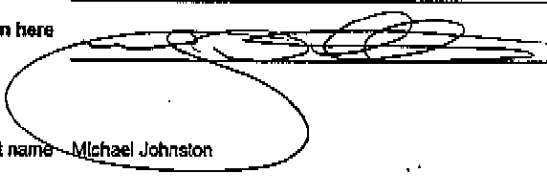
6. Addresses

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

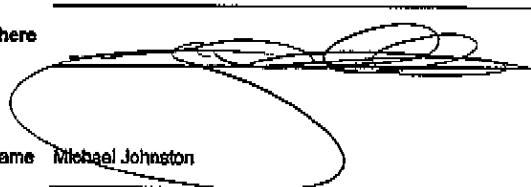
Name	Address
Kolsen	Level 45, 2 Park Street, Sydney, NSW 2000
Castthree	Level 3, 54 Park Street, Sydney, NSW 2000
CPH	Level 3, 54 Park Street, Sydney, NSW 2000
Associates	Level 3, 54 Park Street, Sydney, NSW 2000
ANZ Margin Services Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
Perpetual Trustee Company Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000

Signature

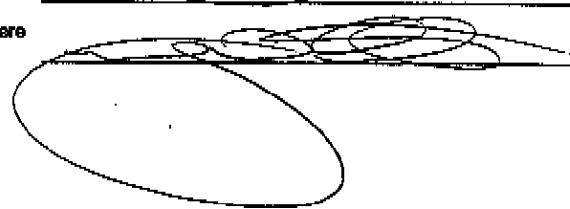
print name Michael Johnston capacity Director of Castthree

sign here  date 21/6/2005

print name Michael Johnston capacity Director of CPH

sign here  date 21/6/2005

print name Michael Johnston capacity Authorised person on behalf of Associates

sign here  date 21/6/2005

1 of 1

Date of Trade	Date of Settlement	No. of Shares	Purchase Price	Amount	Brokerage	GST	Total
16/06/2005	21/06/2005	1,233,043	7.1896	8,865,085.96	13,297.63	1,329.76	8,879,713.35
17/06/2005	22/06/2005	2,047,000	7.4693	15,289,657.11	22,934.49	2,293.45	15,314,885.05
		<u>3,280,043</u>		<u>24,154,743.07</u>	<u>36,232.12</u>	<u>3,623.21</u>	<u>24,194,598.40</u>

Easttree Pty Ltd ACN 084 494 619

This is Annexure "A" of 1 page referred to in form 604 Notice of change of interests of substantial holder.

Director

MELE_334841_1 (XLS)

Casthree Pty Ltd ACN 084 494 619

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This is Annexure "B" of 5 pages referred to in form 604 Notice of change of interests of substantial holder.

Director

ENTITY NAME	AUSTRALIAN COMPANY NO.
ACP Customs Services Pty Ltd	002 561 319
Amagraz Pty Ltd	009 672 400
Australian Financial Times Pty Ltd	003 993 682
Australian Fluorine Chemicals Pty Ltd	000 333 684
Australian Rural Exports Pty Ltd	009 933 831
Baines River Cattle Company Pty Ltd	009 603 516
Baratria Pastoral Company Pty Ltd	054 544 884
Bareage Pty Ltd	060 526 865
Benchem Pty Ltd	072 167 527
Cairnton Holdings Limited	008 394 134
Cairnton Pty Ltd	001 735 075
Captwo Pty Ltd	091 030 929
Carlton Hill Pty Ltd	009 624 159
Casthree Pty Ltd	084 494 619
Castwo Pty Ltd	084 494 520
Catone Pty Ltd	091 030 910
Cavalane Holdings Pty Ltd	080 695 754
Cinema Centers of Bangor, Inc.	
Cinereus Beach Pty Ltd	070 772 404
Compress (Canada) Corp.	
Compress Cayman IV, LDC	
Compress (Hong Kong) Ltd	
Compress (Malaysia) SDN BHD	
Compress Cayman Finance, LDC	
Compress Cayman II, LDC	
Compress Cayman, LDC	
Compress Christchurch Pty Ltd	
Compress Finance BV	
Compress Gulf, Inc.	
Compress Holdings Pty Ltd	088 047 974
Compress International (Netherlands Antilles) II NV	
Compress International (Netherlands Antilles) NV	
Compress International Finance	
Compress Meat Group (USA) Corporation	
Compress Projects BV	
Compress Ventures Pty Ltd	086 177 513
Consolidated Custodians International Ltd	
Consolidated Custodians Pty Ltd	008 394 492
Consolidated Gaming Pty Ltd	071 513 409
Consolidated Meat Group Pty Ltd	065 093 709
Consolidated Meat Holdings Pty Ltd	065 092 775
Consolidated Meat Property Pty Ltd	070 208 687

Consolidated Pastoral Company Pty Ltd	010 080 654
Consolidated Press (Finance) Ltd	001 557 035
Consolidated Press Entertainment Pty Ltd	070 506 606
Consolidated Press Financial Services Pty Ltd	008 457 869
Consolidated Press Holdings Ltd	008 394 509
Consolidated Press International Limited	
Consolidated Press International Holdings Limited	
Consolidated Press Investments Pty Ltd	000 089 118
Consolidated Press Property Pty Ltd	004 160 703
CP International Investments Ltd	

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ENTITY NAME	AUSTRALIAN COMPANY NO.
CP International Management Services Limited	
CP International Resources Ltd	
CP International Securities Ltd	
CPH Acquisition Sub, Inc.	
CPH Capital Pty Ltd	096 130 899
CPH Fashion Pty Ltd	089 304 941
CPH Holding Corp. (III), Inc.	
CPH Holdings Corp. (I), Inc.	
CPH Holdings Corp. (II), Inc.	
CPH Investments Management Pty Limited	092 008 172
CPH Management Limited	080 207 496
CPH New Investments Pty Ltd	096 130 906
CPH Products Pty Limited	106 918 638
CPH Property Pty Limited	000 031 747
DCE America Inc.	
Dorigad Two Pty Ltd	073 500 535
Ellerstina (Belgium) BVBA	
Ellerstina Inversiones (Malaysia) SDN BHD	
Ellerstina Inversiones SA	
Ellerstina SA	
Ellerston Capital Pty Ltd	110 397 674
Ellerston Gems Pty Ltd	109 155 544
Ellsworth Cinemas Inc	
Emerald Limited	
Estudios & Tecnologia SA	
GJ Foster Pty Ltd	077 834 809
GRM International Group Limited	
GRM International Pty Ltd	010 020 201
H Penn Inc	
Holiwest Pty Ltd	082 627 898
Hoyts Advertising Pty Ltd	107 614 684
Hoyts Austria (Operations) B.V.	
Hoyts (Brewster) Corporation	
Hoyts Cinemas (Michigan) Corp	
Hoyts Cinemas (Ohio) Corp	
Hoyts Cinemas (South America) Holdings Limited	
Hoyts Cinemas America Limited	
Hoyts Cinemas Argentina Limited	
Hoyts Cinemas Chile Limited	
Hoyts Cinemas Europe B.V.	
Hoyts Cinemas Germany GmbH	
Hoyts Cinemas Germany Operations GmbH	
Hoyts Cinemas Limited	066 234 900
Hoyts Cinemas Operations Pty Ltd	006 530 347
Hoyts Cinemas Overseas Holdings Sdn Bhd	
Hoyts Cinemas Polska Sp z.o.o.	
Hoyts Emerging Territories Ltd	
Hoyts European Holdings B.V.	
Hoyts Investments Pty Ltd	107 240 979
Hoyts Leasing Inc	
Hoyts Merger Inc	
Hoyts Overseas Operations Sdn Bhd	

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ENTITY NAME	AUSTRALIAN COMPANY NO.
Hoyts Cinemas (Wood Green) Limited	
HSV Inc	
HUSH Holding Company Inc	
HUSH Holding Subsidiary Inc	
HUSH Holdings US Inc	
Jaslib Pty Ltd	065 059 458
Jasopt Pty Ltd	065 064 164
Kingston Tripple Cinemas Inc	
Lenvoka Pty Limited	003 274 628
Leyton Limited	
Lutrust Pty Limited	088 937 428
Magenta Investments Ltd	
Miamba Pastoral Company Pty Ltd	010 549 809
Murray Leisure Group Pty Limited	000 090 273
Murray Publishers Pty Limited	000 067 998
Nicarby Pty Ltd	086 715 362
Northeast Cinemas, L.L.C.	
Northeast Cinemas (Connecticut) L.L.C.	
Northeast Cinemas (Georgia) L.L.C.	
Northeast Cinemas (New Jersey) L.L.C.	
Northeast Cinemas (Rhode Island) L.L.C.	
Northkom Pty Ltd	082 885 961
Nova One Limited	
Nova Two Limited	
Perisher Blue Pty Ltd	061 232 488
RDI Philippines Inc.	
Revlake Pty Limited	051 765 818
Ridgegate Pty Limited	058 139 923
Rosgrove Pty Limited	051 649 560
Sandleford Pty Ltd	105 268 942
Savabow Pty Ltd	084 712 774
SBC Burlington Corp	
Sedgeford Pastoral Company Pty Ltd	011 053 937
Silthree Pty Ltd	084 494 575
Siltwo Pty Ltd	084 494 495
Silver City Cinemas, Inc.	
Silver City Holdings, Inc.	
Stepney Limited	
Sunningdale Holdings Limited	
Sunningdale Investments Ltd	
Television Corporation of Australia Pty Ltd	003 181 404
Taringah Pty Ltd	105 268 862
Teys Bros (Beenleigh) Pty Ltd	009 672 459
Teys Bros (Biloela) Pty Ltd	009 669 265
Teys Bros (Holdings) Pty Ltd	009 872 600
Teys Bros (Japan) Pty Ltd	065 440 146
Teys Bros (Naracoorte) Pty Ltd	010 807 986
Teys Bros (USA) Pty Ltd	099 656 096
Teys Feedlots Pty Ltd	010 835 533
Teys Financial Services Pty Ltd	011 011 395
Teys Investments Pty Ltd	009 868 900

ENTITY NAME	AUSTRALIAN COMPANY NO.
Ticketek Argentina SA	
Toranaga Pty Ltd	056 229 728
Toray Pty Ltd	002 348 503
Treysta Pty Ltd	078 467 080
Vilder Holdings Pty Ltd	105 268 899
Wakefield Bahamas Limited	
Wavemill Custodians No. 1 Pty Ltd	105 282 335
Wavemill Custodians No. 2 Pty Ltd	105 282 317
Wavemill Holdings Pty Ltd	105 282 344
Western Empire Publications Ltd	
Wooltech Europe S.r.l.	
Wooltech Holdings (Luxembourg) SA	
Wooltech Pty Limited	010 717 441

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Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Iluka Resources Limited (Iluka)

ACN/ARSN 008 675 018

1. Details of substantial holder (1)

Name Avobone NV (Avobone) and Cornelis de Jan Bruin

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on

17/6/2005

The previous notice was given to the company on

17/6/2005

The previous notice was dated

17/6/2005

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)
Fully paid ordinary shares (Shares)	13,605,427	5.8414%	16,885,470	7.2496%

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
17/6/2005	Kolsen Pty Ltd ACN 111 384 144 (Kolsen)	On-market acquisitions of Shares by Kolsen	See Annexure "A" attached	3,280,043	3,280,043

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
Avobone	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Beneficial Interest	1,700,679	1,700,679
Cornelis de Jan Bruin	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Controller of Avobone	1,700,679	1,700,679

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
Not applicable	Not applicable

6. Addresses

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

Name	Address
Kolsen	Level 45, 2 Park Street, Sydney, NSW 2000
Avobone	9 place du Bourg-de-Four, PO Box 3047, 1211 Geneva 3, Switzerland
Cornelis de Jan Bruin	Westerkade 3, NL-3016 CL Rotterdam, The Netherlands
ANZ Margin Services Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
ANZ Nominees Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
Bell Potter Nominees Limited (BB Nominees Account)	GPO Box 4718 TT, Melbourne, VIC 3001
Genca Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000
Talogg Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000

Signature

print name	Cornelis de Jan Bruin	capacity	Controller of Avobone
sign here		date	21/6/2005
print name	Cornelis de Jan Bruin	capacity	Substantial holder
sign here		date	21/6/2005

1 of 1

Date of Trade	Date of Settlement	No. of Shares	Purchase Price	Amount	Brokerage	GST	Total
16/06/2005	21/06/2005	1,233,043	7.1896	8,865,085.96	13,297.63	1,329.76	8,879,713.35
17/06/2005	22/06/2005	2,047,000	7.4693	15,289,657.11	22,934.49	2,293.45	15,314,885.05
		3,280,043		24,154,743.07	36,232.12	3,623.21	24,194,598.40

Avobone NV

This is Annexure "A" of 1 page referred to in form 604 Notice of change of interests of substantial holder.

Cornelis de Jan Bruin

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Iluka Resources Limited (Iluka)ACN/ARSN 008 675 018**1. Details of substantial holder (1)**Name Takeda Pty Ltd ACN 004 931 837 (Takeda), Ronald Joseph Walker and Barbara Frances Walker

ACN/ARSN (if applicable) _____

There was a change in the interests of the

substantial holder on

17/6/2005

The previous notice was given to the company on

17/6/2005

The previous notice was dated

17/6/2005**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)
Fully paid ordinary shares (Shares)	13,605,427	5.8414%	16,885,470	7.2496%

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
17/6/2005	Kolsen Pty Ltd ACN 111 384 144 (Kolsen)	On-market acquisitions of Shares by Kolsen	See Annexure "A" attached	3,280,043	3,280,043

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
Takeda	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Beneficial interest	850,339	850,339
Ronald Joseph Walker	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Controller of Takeda	850,339	850,339

Barbara Frances Walker	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Controller of Takeda	850,339	850,339
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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
Not applicable	Not applicable

6. Addresses

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

Name	Address
Kolsen	Level 45, 2 Park Street, Sydney, NSW 2000
Takeda	381 Tooronga Road, Hawthorn East, VIC 3123
Ronald Joseph Walker Barbara Frances Walker	Suite B, 1 Albert Road, Melbourne, VIC 3004
ANZ Margin Services Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
ANZ Nominees Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
Bell Potter Nominees Limited (BB Nominees Account)	GPO Box 4718 TT, Melbourne, VIC 3001
Genca Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000
Talogg Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000

Signature

print name	Ronald Joseph Walker	capacity	Director of Takeda
sign here		date	21/6/2005
print name	Ronald Joseph Walker	capacity	Substantial holder
sign here		date	21/6/2005
print name	Barbara Frances Walker	capacity	Substantial holder
sign here		date	21/6/2005

1 of 1

Date of Trade	Date of Settlement	No. of Shares	Purchase Price	Amount	Brokerage	GST	Total
16/06/2005	21/06/2005	1,233,043	7.1896	8,865,085.96	13,297.63	1,329.76	8,879,713.35
17/06/2005	22/06/2005	2,047,000	7.4693	15,289,657.11	22,934.49	2,293.45	15,314,885.05
		<u>3,280,043</u>		<u>24,154,743.07</u>	<u>36,232.12</u>	<u>3,623.21</u>	<u>24,194,598.40</u>

Takeda Pty Ltd ACN 004 931 837

This is Annexure "A" of 1 page referred to in form 604 Notice of change of interests of substantial holder.

Director

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Iluka Resources Limited (Iluka)

ACN/ARSN 008 675 018

1. Details of substantial holder (1)

Name Bayeux Investments Pty Ltd ACN 102 746 252 (BI) and Robert James Champion de Crespigny

ACN/ARSN (if applicable) _____

There was a change in the interests of the substantial holder on

17/6/2005

The previous notice was given to the company on

17/6/2005

The previous notice was dated

17/6/2005

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)
Fully paid ordinary shares (Shares)	13,605,427	5.8414%	16,885,470	7.2496%

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
17/6/2005	Kolsen Pty Ltd ACN 111 384 144 (Kolsen)	On-market acquisitions of Shares by Kolsen	See Annexure "A" attached	3,280,043	3,280,043

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
BI	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Beneficial interest	850,339	850,339
Robert James Champion de Crespigny	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	ANZ Margin Services Pty Ltd, ANZ Nominees Ltd, Bell Potter Nominees Limited (BB Nominees Account), Genca Pty Limited and Talogg Pty Limited	Controller of BI	850,339	850,339

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
Not applicable	Not applicable

6. Addresses

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

Name	Address
Kolsen	Level 45, 2 Park Street, Sydney, NSW 2000
BI	Unit 5, Ground Floor, 60 Hindmarsh Square, Adelaide, SA 5000
Robert James Champion de Crespigny	Unit 5, Ground Floor, 60 Hindmarsh Square, Adelaide, SA 5000
ANZ Margin Services Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
ANZ Nominees Ltd	Level 7, 20 Martin Place, Sydney, NSW 2000
Bell Potter Nominees Limited (BB Nominees Account)	GPO Box 4718 TT, Melbourne, VIC 3001
Genca Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000
Talogg Pty Limited	Level 45, 2 Park Street, Sydney, NSW 2000

Signature

print name	Robert James Champion de Crespigny	capacity	Director of BI
sign here		date	21/6/2005
print name	Robert James Champion de Crespigny	capacity	Substantial holder
sign here		date	21/6/2005

1 of 1

Date of Trade	Date of Settlement	No. of Shares	Purchase Price	Amount	Brokerage	GST	Total
16/06/2005	21/06/2005	1,233,043	7.1896	8,865,085.96	13,297.63	1,329.76	8,879,713.35
17/06/2005	22/06/2005	2,047,000	7.4693	15,289,657.11	22,934.49	2,293.45	15,314,885.05
		<u>3,280,043</u>			<u>36,232.12</u>	<u>3,623.21</u>	<u>24,194,598.40</u>
					<u>24,154,743.07</u>		

Bayeux Investments Pty Ltd ACN 102 746 252

This is Annexure "A" of 1 page referred to in form 604 Notice of change of interests of substantial holder.

Director