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To:	Company Announcements Platform	From	Jacqueline Verhaeg Cooper Investors
Company:	ASX	Date:	27 February 2017
Facsimile:	1300 135 638	Pages:	5 (including this one)
Re:	Form 603 – Notice of initial substantial holder		

Dear Sir/Madam,

I attach a completed Form 603; Notice of initial substantial holder, completed by Cooper Investors Pty Limited, in accordance with Section 671B of the Corporations Act 2001, in relation to Iluka Resources.

Yours sincerely,

Jacqueline Verhaeg
Compliance Manager

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme Iluka Resources LimitedACN/ARSN 008 675 018**1. Details of substantial holder (1)**Name Cooper Investors Pty LimitedACN/ARSN (if applicable) 100 409 890The holder became a substantial holder on 23 / 2 / 2017**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	22,044,104	22,044,104	5.265%

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
See Annexure B		

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
See Annexure B			

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	
Cooper Investors Pty Limited	Various dates between 24/10/2016 to 23/2/2017	See Annexure A		

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
Cooper Investors Pty Limited	Level 1, 60 Collins Street, Melbourne, VIC, 3000

Signature

print name Katie Nemet

Capacity: Company Secretary

sign here



date 27 / 2 / 2017

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.

ILU 2302/17 ANNEXURE A

Trade Date Ticker	Security	Quantity	Price	Amount	Curr
24/10/2016 ILU	Iluka Resources Limited	544,687	5.78 \$	3,149,162.36 AUD	
25/10/2016 ILU	Iluka Resources Limited	160,400	5.81 \$	931,924.00 AUD	
25/10/2016 ILU	Iluka Resources Limited	100,000	5.81 \$	581,000.00 AUD	
25/10/2016 ILU	Iluka Resources Limited	494,044	5.84 \$	2,883,092.57 AUD	
26/10/2016 ILU	Iluka Resources Limited	700,869	5.74 \$	4,022,988.06 AUD	
27/10/2016 ILU	Iluka Resources Limited	1,750,000	5.66 \$	9,896,350.00 AUD	
27/10/2016 ILU	Iluka Resources Limited	400,000	5.65 \$	2,259,520.00 AUD	
28/10/2016 ILU	Iluka Resources Limited	540,000	5.65 \$	3,053,106.00 AUD	
31/10/2016 ILU	Iluka Resources Limited	276,577	5.76 \$	1,592,143.16 AUD	
1/11/2016 ILU	Iluka Resources Limited	657,000	5.66 \$	3,717,503.10 AUD	
2/11/2016 ILU	Iluka Resources Limited	103,889	5.68 \$	588,302.65 AUD	
3/11/2016 ILU	Iluka Resources Limited	272,834	5.79 \$	1,578,344.69 AUD	
4/11/2016 ILU	Iluka Resources Limited	173,509	5.75 \$	997,359.14 AUD	
7/11/2016 ILU	Iluka Resources Limited	66,491	5.8106 \$	386,352.60 AUD	
8/11/2016 ILU	Iluka Resources Limited	119,223	6.0462 \$	720,846.10 AUD	
9/11/2016 ILU	Iluka Resources Limited	590,000	6.035 \$	3,500,300.00 AUD	
9/11/2016 ILU	Iluka Resources Limited	269,038	5.8778 \$	1,581,351.56 AUD	
10/11/2016 ILU	Iluka Resources Limited	260,254	6.1839 \$	1,609,384.71 AUD	
10/11/2016 ILU	Iluka Resources Limited	4,144	6.2 \$	25,632.80 AUD	
11/11/2016 ILU	Iluka Resources Limited	500,000	6.1704 \$	3,085,200.00 AUD	
11/11/2016 ILU	Iluka Resources Limited	320,000	6.16 \$	1,971,200.00 AUD	
14/11/2016 ILU	Iluka Resources Limited	167,758	6.1995 \$	1,040,015.72 AUD	
15/11/2016 ILU	Iluka Resources Limited	150,746	6.3666 \$	956,232.02 AUD	
16/11/2016 ILU	Iluka Resources Limited	421,990	6.2177 \$	2,623,907.22 AUD	
17/11/2016 ILU	Iluka Resources Limited	939,506	6.1896 \$	5,815,166.34 AUD	
17/11/2016 ILU	Iluka Resources Limited	35,868	6.12 \$	219,512.16 AUD	
17/11/2016 ILU	Iluka Resources Limited	275,000	6.1035 \$	1,678,462.50 AUD	
18/11/2016 ILU	Iluka Resources Limited	-50,062	6.04 \$	302,374.48 AUD	
24/11/2016 ILU	Iluka Resources Limited	6,549	6.37 \$	41,717.13 AUD	
29/11/2016 ILU	Iluka Resources Limited	-165,379	6.28 \$	1,038,580.12 AUD	
1/12/2016 ILU	Iluka Resources Limited	29,660	6.12 \$	181,519.20 AUD	
1/12/2016 ILU	Iluka Resources Limited	-29,660	6.12 \$	181,519.20 AUD	
30/11/2016 ILU	Iluka Resources Limited	33,742	6.12 \$	206,501.04 AUD	
1/12/2016 ILU	Iluka Resources Limited	30,158	6.3277 \$	190,830.78 AUD	
2/12/2016 ILU	Iluka Resources Limited	242,112	6.5476 \$	1,585,252.53 AUD	
5/12/2016 ILU	Iluka Resources Limited	133,748	6.4765 \$	866,218.92 AUD	
5/12/2016 ILU	Iluka Resources Limited	-90,388	6.57 \$	593,849.16 AUD	
8/12/2016 ILU	Iluka Resources Limited	12,759	6.82 \$	87,016.38 AUD	
12/12/2016 ILU	Iluka Resources Limited	33,533	7.3034 \$	244,904.91 AUD	
21/12/2016 ILU	Iluka Resources Limited	74,473	6.9516 \$	517,706.51 AUD	
22/12/2016 ILU	Iluka Resources Limited	278,098	7.0408 \$	1,958,032.40 AUD	
23/12/2016 ILU	Iluka Resources Limited	184,640	7.0184 \$	1,295,877.38 AUD	
28/12/2016 ILU	Iluka Resources Limited	602	7.05 \$	4,244.10 AUD	
29/12/2016 ILU	Iluka Resources Limited	42,799	7.1929 \$	307,848.93 AUD	
3/01/2017 ILU	Iluka Resources Limited	21,131	7.38 \$	155,946.78 AUD	
4/01/2017 ILU	Iluka Resources Limited	321,081	7.4242 \$	2,383,769.56 AUD	
5/01/2017 ILU	Iluka Resources Limited	39,569	7.4708 \$	295,612.09 AUD	
9/01/2017 ILU	Iluka Resources Limited	750,000	7.59 \$	5,692,500.00 AUD	
9/01/2017 ILU	Iluka Resources Limited	129,825	7.5742 \$	984,077.94 AUD	
11/01/2017 ILU	Iluka Resources Limited	14,611	7.6169 \$	111,280.53 AUD	
12/01/2017 ILU	Iluka Resources Limited	134,661	7.644 \$	1,029,348.68 AUD	
12/01/2017 ILU	Iluka Resources Limited	375,000	7.6497 \$	2,868,637.50 AUD	
13/01/2017 ILU	Iluka Resources Limited	350,000	7.565 \$	2,647,750.00 AUD	
13/01/2017 ILU	Iluka Resources Limited	418,875	7.56 \$	3,166,695.00 AUD	
13/01/2017 ILU	Iluka Resources Limited	221,636	7.5043 \$	1,663,223.03 AUD	
17/01/2017 ILU	Iluka Resources Limited	236,790	7.7511 \$	1,835,362.97 AUD	
18/01/2017 ILU	Iluka Resources Limited	150,000	7.655 \$	1,148,250.00 AUD	
20/01/2017 ILU	Iluka Resources Limited	149,613	7.6991 \$	1,151,885.45 AUD	
23/01/2017 ILU	Iluka Resources Limited	63,028	7.623 \$	480,462.44 AUD	
24/01/2017 ILU	Iluka Resources Limited	3,712	7.7401 \$	28,731.25 AUD	
25/01/2017 ILU	Iluka Resources Limited	893,647	7.9 \$	6,585,811.30 AUD	
27/01/2017 ILU	Iluka Resources Limited	500,000	7.825 \$	3,912,500.00 AUD	
30/01/2017 ILU	Iluka Resources Limited	155,313	7.7475 \$	1,203,287.47 AUD	
31/01/2017 ILU	Iluka Resources Limited	244,667	7.4008 \$	1,810,879.55 AUD	
31/01/2017 ILU	Iluka Resources Limited	500,000	7.4866 \$	3,743,300.00 AUD	
9/02/2017 ILU	Iluka Resources Limited	33,966	6.93 \$	235,522.98 AUD	
23/02/2017 ILU	Iluka Resources Limited	1,370,678	6.946 \$	9,520,729.39 AUD	

ILU 23/02/17 ANNEXURE B

Holder of Relevant Interest		Registered Holder of Securities		Persons entitled to be registered as holder		Nature of Relevant Interest	
Cooper Investors Pty Ltd	National Nominees Ltd	Cooper Investors Pty Ltd	National Nominees Ltd	National Nominees Ltd	Investment Manager	Investment Manager	7,237,431.00
Cooper Investors Pty Ltd	JP Morgan Nominees Australia Ltd	Cooper Investors Pty Ltd	JP Morgan Nominees Australia Ltd	JP Morgan Nominees Australia Ltd	Investment Manager	Investment Manager	4,648,941.00
Cooper Investors Pty Ltd	State Street Australia Limited	Cooper Investors Pty Ltd	State Street Australia Limited	State Street Australia Limited	Investment Manager	Investment Manager	7,753,435.00
Cooper Investors Pty Ltd	RBC Global Services Australia Limited	Cooper Investors Pty Ltd	RBC Global Services Australia Limited	RBC Global Services Australia Limited	Investment Manager	Investment Manager	934,332.00
Cooper Investors Pty Ltd	Citi Group	Cooper Investors Pty Ltd	Citi Group	Citi Group	Investment Manager	Investment Manager	193,372.00
Cooper Investors Pty Ltd	BNP Paribas	Cooper Investors Pty Ltd	BNP Paribas	BNP Paribas	Investment Manager	Investment Manager	1,276,593.00
Total holdings						22,044,104.00	
				Total Shares Outstanding		418,701,380	
				Percentage holding		5.265%	