

Form **605**
Corporations Act 2001
Section 671B
Notice of ceasing to be a substantial holder

ILU

To: **Company**
Name/Scheme

The Secretary
Iluka Resources Limited
Level 14
240 St Georges Terrace
Perth WA 6000

Ph: (08) 9360 4700
Fax: (08) 9360 4777

ACN **008 675 018**

1. Details of substantial holder

Name & ACN (if applicable) National Australia Bank Limited and its associated entities listed in Annexure A (ACN 004 044 937)

The holder ceased to be a substantial holder on 04/02/2019

The previous notice was given to the company on 25/01/2019

The previous notice was dated (d/m/y) 22/01/2019

2. 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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
				Fully paid ordinary shares	
23/01/2019	MLC Investments Limited	Purchase	\$1,492,862.71	198,563	198,563
23/01/2019	MLC Investments Limited	Purchase	\$158,453.50	21,086	21,086
23/01/2019	MLC Investments Limited	Purchase	\$4,483.52	599	599
29/01/2019	MLC Investments Limited	Purchase	\$910,375.88	107,270	107,270
30/01/2019	MLC Investments Limited	Purchase	\$439,272.15	51,184	51,184
30/01/2019	MLC Investments Limited	Purchase	\$123,673.41	14,331	14,331
30/01/2019	MLC Investments Limited	Purchase	\$150,244.51	17,410	17,410
30/01/2019	MLC Investments Limited	Purchase	\$3,006.68	345	345
31/01/2019	MLC Investments Limited	Purchase	\$140,416.97	16,177	16,177
30/01/2019	MLC Investments Limited	Purchase	\$3,660.30	420	420
31/01/2019	MLC Investments Limited	Purchase	\$151,214.94	17,421	17,421
1/02/2019	MLC Investments Limited	Purchase	\$480,585.04	55,869	55,869
4/02/2019	MLC Investments Limited	Purchase	\$482,863.41	55,869	55,869

4/02/2019	MLC Investments Limited	Purchase	\$68,289.44	7,997	7,997
4/02/2019	MLC Investments Limited	Purchase	\$70,381.59	8,242	8,242
23/01/2019	MLC Investments Limited	Sale	\$12,414.74	1,598	1,598
25/01/2019	MLC Investments Limited	Sale	\$892,983.27	118,865	118,865
25/01/2019	MLC Investments Limited	Sale	\$33,277.25	4,440	4,440
25/01/2019	MLC Investments Limited	Sale	\$536,001.69	71,425	71,425
29/01/2019	MLC Investments Limited	Sale	\$70,477.38	9,351	9,351
30/01/2019	MLC Investments Limited	Sale	\$1,297,440.88	158,486	158,486
30/01/2019	MLC Investments Limited	Sale	\$480,257.26	59,161	59,161
30/01/2019	MLC Investments Limited	Sale	\$15,989.97	1,981	1,981
31/01/2019	MLC Investments Limited	Sale	\$26,587.69	3,159	3,159
31/01/2019	MLC Investments Limited	Sale	\$460,387.40	54,488	54,488
31/01/2019	MLC Investments Limited	Sale	\$321,641.80	38,037	38,037
31/01/2019	MLC Investments Limited	Sale	\$155,771.47	18,415	18,415
1/02/2019	MLC Investments Limited	Sale	\$153,677.75	17,830	17,830
1/02/2019	MLC Investments Limited	Sale	\$33,878.54	3,962	3,962
1/02/2019	MLC Investments Limited	Sale	\$196,675.74	22,961	22,961
1/02/2019	MLC Investments Limited	Sale	\$237,800.71	27,735	27,735
1/02/2019	MLC Investments Limited	Sale	\$159,316.06	18,622	18,622
4/02/2019	MLC Investments Limited	Sale	\$137,175.45	15,848	15,848
4/02/2019	MLC Investments Limited	Sale	\$585,002.22	67,376	67,376
25/01/2019	Antares Capital Partners Limited	Purchase	\$801,380.10	100,000	100,000
4/02/2019	Antares Capital Partners Limited	Sale	\$865,070.27	100,000	100,000
23/01/2019 to 04/02/2019	National Australia Bank Limited	Securities Lending	No consideration directly referable to the securities provided by NAB	Refer to Appendix 1 Table	Refer to Appendix 1 Table
31/01/2019	OneVue Limited	Purchase	\$34.88	4	4
31/01/2019	OneVue Limited	Purchase	\$61.03	7	7
31/01/2019	OneVue Limited	Purchase	\$8.72	1	1
31/01/2019	OneVue Limited	Purchase	\$17.44	2	2
31/01/2019	OneVue Limited	Purchase	\$8.72	1	1
31/01/2019	OneVue Limited	Purchase	\$8.72	1	1
31/01/2019	OneVue Limited	Purchase	\$17.44	2	2
23/01/2019	National Australia Bank Limited	Stock return - refer Appendix 2	No consideration directly referable to the securities provided by NAB	59,600	59,600
24/01/2019	National Australia Bank Limited	Stock return - refer Appendix 2	No consideration directly referable to the securities provided by NAB	91,600	91,600

29/01/2019	National Australia Bank Limited	Stock return - refer Appendix 2	No consideration directly referable to the securities provided by NAB	392,000	392,000
30/01/2019	National Australia Bank Limited	Stock return - refer Appendix 2	No consideration directly referable to the securities provided by NAB	252,704	252,704
31/01/2019	National Australia Bank Limited	Stock return - refer Appendix 2	No consideration directly referable to the securities provided by NAB	205,296	205,296
1/02/2019	National Australia Bank Limited	Stock return - refer Appendix 2	No consideration directly referable to the securities provided by NAB	115,312	115,312

3. Changes in association

The following persons who have become associates of, ceased to be associates of, or have changed the nature of their association 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
No change	

4. Addresses

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

	Address
National Australia Bank Limited	Level 1 800 Bourke Street DOCKLANDS VIC 3008
MLC Investments Limited	Ground Floor 105-153 Miller Street NORTH SYDNEY NSW 2062
Antares Capital Partners Limited	Ground Floor 105-153 Miller Street NORTH SYDNEY NSW 2062
OneVue Limited	Level 2 1 Castlereagh Street SYDNEY NSW 2000

Signature

Name	Kelly Patterson	Capacity Company Secretary for and on behalf of National Australia Bank Limited
Signature		Date 07/02/2019

Appendix 1 - ILU

Type of agreement and parties to agreement	National Australia Bank Limited and Securities Borrowing Agreement (SBA) clients MOTOR TRADES ASSOCIATION OF AUSTRALIA (iv) SUPERANNUATION FUND PTY LIMITED (ix) AUSTSAFE PTY LTD	National Australia Bank Limited and AMSLA Counterparties (a) DEUTSCHE SECURITIES AUSTRALIA LIMITED (f) CREDIT SUISSE
Transfer dates	23/1/2018 to 4/2/2019 Specific dates for each transfer can be found by matching the number reference in the 'Type of agreement and parties to agreement' field to the accompanying list of transactions.	23/1/2018 to 4/2/2019 Specific dates for each transfer can be found by matching the number reference in the 'Type of agreement and parties to agreement' field to the accompanying list of transactions.
Holder of voting rights	Registered owner	Registered owner
Are there any restrictions on voting	The registered owner holds voting rights. However, in certain circumstances the lender may request for the borrower to use best endeavours to arrange for voting instructions to be exercised in accordance with the instructions from the lender.	The registered owner holds voting rights. However, in certain circumstances the lender may request for the borrower to use best endeavours to arrange for voting instructions to be exercised in accordance with the instructions from the lender.
Scheduled date of return (if any)	On demand	On demand
Does the borrower have the right to return early?	Yes - at notice	Yes - at notice
Does the lender have the right to recall early?	Yes - at notice	Yes - at notice
Will the securities be returned on settlement?	Yes, or equivalent protection under Securities Borrowing Agreement.	Yes, or equivalent protection under AMSLA.
National Australia Bank Limited will, if required by the company or responsible entity to whom the prescribed form must be given or ASIC give a copy of the agreements to the company, responsible entity or ASIC.		

Appendix 1- ILU

Date	Nature of Change	Consideration	No. of Securities	Class	AMSLA Counterparty
29/01/2019	Collateral Settle Sec Loan		320000	ORD	(a)
29/01/2019	Collateral Settle Sec Loan		172000	ORD	(a)
30/01/2019	Collateral Settle Sec Loan		7500	ORD	(a)
31/01/2019	Collateral Settle Sec Loan		155000	ORD	(a)
1/02/2019	Collateral Return Security		-155000	ORD	(a)
1/02/2019	Collateral Settle Sec Loan		2250000	ORD	(f)
4/02/2019	Collateral Return Security		-172000	ORD	(a)
4/02/2019	Collateral Return Security		-2250000	ORD	(f)

Appendix 1- ILU

Date	Nature of Change	Consideration	No. of Securities	Class	SBA Counterparty
23/01/2019	Re-Alloc Rtn		-64000	ORD	(ix)
23/01/2019	Re-Alloc Loan		64000	ORD	(iv)

APPENDIX 2 – ILU

Type of agreement and parties to agreement	National Australia Bank Limited and Securities Borrowing Agreement clients AMSLA Counterparties Barclays Bank PLC
Transfer date	23 January 2019 to 4 February 2019 – inclusive
Holder of voting rights	Registered owner
Are there any restrictions on voting	No
Scheduled date of return (if any)	N/A
Does the borrower have the right to return early?	Yes – at notice
Does the lender have the right to recall early?	Yes – at notice
Will the securities be returned on settlement?	Yes, or equivalent protection under Securities Borrowing Agreement /AMSLA

National Australia Bank Limited will, if required by the company or responsible entity to whom the prescribed form must be given or ASIC, give a copy of the agreements to the company, responsible entity or ASIC.

This is Annexure A of 3 pages referred to in the Form 605 Notice of ceasing to be a substantial holder signed by me and dated 07/02/2019

Kelly Patterson, Company Secretary

ADVANTEDGE FINANCIAL SERVICES HOLDINGS PTY LTD

ADVANTEDGE FINANCIAL SERVICES PTY LTD

ADVANTEDGE FINANCIAL SOLUTIONS PTY LTD

AF&L DRAGON LEASING PTY LTD

AF&L VISTA PTY LTD

AFSH NOMINEES PTY LTD

ANCHORAGE HOME LOANS PTY LTD

ANGARA COMPANY LIMITED

ANTARES CAPITAL PARTNERS LTD

APOGEE FINANCIAL PLANNING LIMITED

ARDB PTY LIMITED

ASIBOND PTY. LIMITED

AUSMAQ LIMITED

AUSTRALIAN COMPANY NUMBER 094 484 625 LIMITED

BANK OF NEW ZEALAND

BLSSA PTY LTD

BNZ BRANCH PROPERTIES LTD

BNZ EQUITY INVESTMENTS NO.2 LIMITED

BNZ FACILITIES MANAGEMENT LIMITED

BNZ INSURANCE SERVICES LIMITED

BNZ INTERNATIONAL FUNDING LTD

BNZ INVESTMENT SERVICES LIMITED

BNZ INVESTMENTS LTD

BNZ LIFE INSURANCE LIMITED

BNZ PROPERTY INVESTMENTS LTD

CHOICE LEND PTY LTD (IN LIQUIDATION)

CRUICKSHANK ASSET MANAGEMENT PTY LTD

CUSTOM CREDIT CORPORATION LTD (IN LIQUIDATION)

CUSTOM CREDIT HOLDINGS LTD (IN LIQUIDATION)

DIBA EQUITIES LIMITED

DIBA INVESTMENTS LIMITED

EQUITY MANAGEMENT UNIT HOLDINGS (NO.2) PTY LTD

EQUITY MANAGEMENT UNIT HOLDINGS PTY LTD

FASTLEND PTY LTD (IN LIQUIDATION)

FINANCE & SYSTEMS TECHNOLOGY HOLDINGS PTY LIMITED (IN LIQUIDATION)

FINANCE & SYSTEMS TECHNOLOGY PTY LTD

FINTRACK MEMBERS PTY LTD (IN LIQUIDATION)

GODFREY PEMBROKE LIMITED

GWM ADVISER SERVICES LIMITED

HICAPS PTY LTD

INDEPENDENT MORTGAGE AFFILIATES PTY LIMITED (IN LIQUIDATION)

INVIA CUSTODIAN PTY LIMITED

JBWERE (NZ) PTY LTD
JBWERE LIMITED
LIMEHOUSE INVESTMENTS PTY LIMITED
MEDFIN AUSTRALIA PTY LIMITED
MERITUM FINANCIAL GROUP PTY LTD
MERITUM FINANCIAL PLANNING PTY LTD
MLC ALLIANCE HOLDINGS PTY LIMITED
MLC HOLDINGS LIMITED
MLC INVESTMENTS LIMITED
MLC LIFETIME COMPANY LIMITED
MLC NOMINEES PTY LTD
MLC PROPERTIES PTY. LIMITED
MLC WEALTH MANAGEMENT LIMITED
MORTGAGE SUPPORT SERVICES PTY LTD (IN LIQUIDATION)
MSS MF PTY LTD (IN LIQUIDATION)
MSS MFA PTY LTD (IN LIQUIDATION)
MUDCHUTE PTY LIMITED
NAB ASSET MANAGEMENT LIMITED
NAB ASSET MANAGEMENT SERVICES LIMITED
NAB EUROPE LIMITED
NAB INVESTMENTS LIMITED
NAB PROPERTIES AUSTRALIA PTY LIMITED
NAB TRUST SERVICES LIMITED
NAB VENTURES PTY LIMITED
NABCAPITAL LEASING (NO.2) PTY LIMITED
NABINVEST (UK) LIMITED
NABINVEST CAPITAL PARTNERS PTY LIMITED
NABINVEST UK RE LIMITED
NABSECURITIES, LLC
NAM NT RAIL PTY LIMITED (IN LIQUIDATION)
NATIONAL AMERICAS HOLDINGS LLC
NATIONAL ASSET MANAGEMENT LIMITED
NATIONAL AUSTRALIA BANK LIMITED
NATIONAL AUSTRALIA CORPORATE SERVICES PTY LIMITED
NATIONAL AUSTRALIA FINANCE (ASIA) LIMITED
NATIONAL AUSTRALIA FINANCE (COMMERCIAL LEASING) LIMITED
NATIONAL AUSTRALIA FINANCE (EUROPE HOLDINGS) LIMITED
NATIONAL AUSTRALIA FINANCE (INFRASTRUCTURE LEASING NO.2) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.1) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.5) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING NO.6) LIMITED
NATIONAL AUSTRALIA FINANCE (VESSEL LEASING) LIMITED
NATIONAL AUSTRALIA FINANCIAL MANAGEMENT LIMITED
NATIONAL AUSTRALIA FUNDING (DELAWARE) INC.
NATIONAL AUSTRALIA GROUP (NZ) LIMITED
NATIONAL AUSTRALIA GROUP SERVICES LTD
NATIONAL AUSTRALIA INVESTMENT CAPITAL LIMITED
NATIONAL AUSTRALIA MANAGERS LIMITED
NATIONAL AUSTRALIA PKI HOLDINGS LLC

NATIONAL AUSTRALIA UNDERWRITERS LIMITED
NATIONAL CAPITAL HOLDINGS I INC.
NATIONAL EQUITIES LIMITED
NATIONAL FUNDING HOLDINGS PTY LTD
NATIONAL HK INVESTMENTS LIMITED
NATIONAL MARGIN SERVICES PTY LIMITED
NATIONAL MARKETS GROUP LIMITED
NATIONAL MORTGAGE SECURITIES, INC.
NATIONAL NOMINEES LIMITED
NATIONAL OBU PTY LIMITED
NATIONAL WEALTH MANAGEMENT HOLDINGS LIMITED
NATIONAL WEALTH MANAGEMENT INTERNATIONAL HOLDINGS LTD
NATIONAL WEALTH MANAGEMENT NEW ZEALAND HOLDINGS LIMITED
NATIONAL WEALTH MANAGEMENT SERVICES LTD
NAUTILUS INSURANCE PTE LIMITED
NAUTILUS NAB LIMITED
NAVIGATOR AUSTRALIA LIMITED
NBA PROPERTIES PTY LIMITED
NMS NOMINEES PTY LIMITED
NULIS NOMINEES (AUSTRALIA) LIMITED
NWMH SUB (CANADA) INC
NWMH SUB LIMITED
PARTOWN PTY. LIMITED
PENNLEY PTY LTD
PFS NOMINEES PTY LIMITED
PLAN AUSTRALIA OPERATIONS PTY. LTD.
PLAN GROUP NOMINEES PTY LTD
PLAN LENDING PTY LTD (IN LIQUIDATION)
PLUM FINANCIAL SERVICES LIMITED
PRESIMA INC.
PROFESSIONAL LENDERS ASSOCIATION NETWORK OF AUSTRALIA PTY. LTD.
TASOVAC PTY LIMITED
THE DEEP IN HULL LIMITED
VALEWIN PTY. LIMITED
WEALTHHUB SECURITIES LIMITED
WEALTHHUB SECURITIES NOMINEES PTY LIMITED
WM LIFE AUSTRALIA LIMITED