

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 23 / 09 / 2019

The previous notice was given to the company on 02 / 09 / 2019

The previous notice was dated 29 / 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	38,466,479	9.10%	42,977,513	10.17%

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

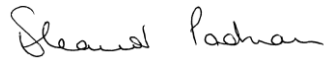
The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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	1,632,578
ILU	26	3,823,244
ILU	2130	1,537,315
ILU	194	930,099
ILU	2085	792,584
ILU	212	1,312,183
ILU	2222	98,529
ILU	2100	802,474
ILU	702	1,029,912
ILU	2152	2,426,977
ILU	649	5,037,504
ILU	650	929,512
ILU	2125	109,418
ILU	2131	2,059,733
ILU	2124	62,125
ILU	779	1,095,149
ILU	740	1,447,893
ILU	941	1,614,856
ILU	44	4,343,717
ILU	696	2,942,293
ILU	215	6,722,258
ILU	220	1,092,467
ILU	653	1,124,693
ILU	T2	10,000

ANNEXURE 3

CHANGES IN RELEVANT INTERESTS

Account	Security	Volume	Value	AsAtDate
650	ILU	1,050	\$ 7,676.79	18/09/2019
650	ILU	966	\$ 7,169.14	17/09/2019
650	ILU	10,964	\$ 84,263.35	16/09/2019
650	ILU	23,849	\$ 183,028.89	13/09/2019
650	ILU	35,833	\$ 270,305.06	10/09/2019
650	ILU	37,387	\$ 282,675.55	09/09/2019
650	ILU	22,288	\$ 169,198.32	09/09/2019
650	ILU	3,979	\$ 30,098.32	09/09/2019
2222	ILU	5,668	\$ 43,433.33	23/09/2019
649	ILU	288,363	\$ 2,209,498.72	23/09/2019
2222	ILU	83	\$ 631.41	20/09/2019
2222	ILU	3,807	\$ 28,895.15	20/09/2019
649	ILU	4,235	\$ 32,214.21	20/09/2019
649	ILU	193,657	\$ 1,469,725.60	20/09/2019
650	ILU	21,939	\$ 157,784.28	04/09/2019
650	ILU	30,756	\$ 221,882.23	04/09/2019
212	ILU	41,811	\$ 316,158.40	11/09/2019
2222	ILU	112	\$ 818.95	18/09/2019
2222	ILU	122	\$ 905.53	17/09/2019
212	ILU	35,415	\$ 265,921.47	10/09/2019
2222	ILU	1,457	\$ 11,199.39	16/09/2019
212	ILU	8,863	\$ 66,163.14	06/09/2019
212	ILU	21,094	\$ 149,940.65	04/09/2019
2222	ILU	2,539	\$ 19,487.28	13/09/2019
2222	ILU	3,806	\$ 28,713.02	10/09/2019
2222	ILU	3,968	\$ 30,002.37	09/09/2019
2222	ILU	2,366	\$ 17,962.06	09/09/2019
2222	ILU	422	\$ 3,192.42	09/09/2019
740	ILU	10,842	\$ 77,463.08	30/08/2019
220	ILU	1,239	\$ 9,059.63	18/09/2019
2222	ILU	2,322	\$ 16,702.21	04/09/2019
2222	ILU	3,254	\$ 23,477.36	04/09/2019
220	ILU	1,254	\$ 9,307.56	17/09/2019
220	ILU	14,698	\$ 112,977.77	16/09/2019
220	ILU	28,117	\$ 215,802.99	13/09/2019
220	ILU	42,175	\$ 318,174.32	10/09/2019
220	ILU	44,027	\$ 332,891.73	09/09/2019
220	ILU	26,246	\$ 199,252.76	09/09/2019
220	ILU	4,685	\$ 35,441.90	09/09/2019
220	ILU	25,770	\$ 185,364.41	04/09/2019
220	ILU	36,102	\$ 260,473.16	04/09/2019
2124	ILU	70	\$ 511.79	18/09/2019
2124	ILU	73	\$ 541.77	17/09/2019
2124	ILU	848	\$ 6,517.27	16/09/2019
2124	ILU	1,597	\$ 12,256.16	13/09/2019
2124	ILU	2,394	\$ 18,059.05	10/09/2019
2124	ILU	2,496	\$ 18,871.74	09/09/2019

2124	ILU	1,488	\$	11,296.10	09/09/2019
2124	ILU	266	\$	2,012.10	09/09/2019
2124	ILU	1,466	\$	10,543.40	04/09/2019
2124	ILU	2,055	\$	14,825.33	04/09/2019
649	ILU	5,704	\$	41,703.23	18/09/2019
649	ILU	5,621	\$	41,716.05	17/09/2019
2125	ILU	6,233	\$	47,758.57	23/09/2019
2125	ILU	92	\$	699.81	20/09/2019
2125	ILU	4,194	\$	31,829.63	20/09/2019
649	ILU	65,950	\$	506,855.96	16/09/2019
649	ILU	129,472	\$	993,631.74	13/09/2019
2125	ILU	124	\$	906.59	18/09/2019
2125	ILU	131	\$	972.22	17/09/2019
2125	ILU	1,542	\$	11,850.97	16/09/2019
649	ILU	194,435	\$	1,466,714.02	10/09/2019
2125	ILU	2,818	\$	21,626.71	13/09/2019
649	ILU	202,842	\$	1,533,647.37	09/09/2019
649	ILU	120,922	\$	917,973.75	09/09/2019
2125	ILU	4,224	\$	31,863.60	10/09/2019
649	ILU	21,583	\$	163,260.13	09/09/2019
941	ILU	14,698	\$	104,997.41	30/08/2019
2125	ILU	4,404	\$	33,297.75	09/09/2019
2125	ILU	2,626	\$	19,935.16	09/09/2019
2125	ILU	469	\$	3,547.66	09/09/2019
2125	ILU	2,582	\$	18,569.63	04/09/2019
2125	ILU	3,620	\$	26,115.67	04/09/2019
649	ILU	118,875	\$	854,943.57	04/09/2019
649	ILU	166,651	\$	1,202,266.08	04/09/2019
650	ILU	53,005	\$	406,135.59	23/09/2019
650	ILU	779	\$	5,925.57	20/09/2019
650	ILU	35,626	\$	270,377.23	20/09/2019
26	ILU	28,634	\$	204,551.35	30/08/2019
2152	ILU	18,175	\$	129,835.89	30/08/2019
215	ILU	50,335	\$	359,629.57	30/08/2019
2100	ILU	6,009	\$	42,926.21	30/08/2019
194	ILU	6,964	\$	49,755.84	30/08/2019
44	ILU	250,555	\$	1,919,805.76	23/09/2019
212	ILU	160,000	\$	1,185,584.20	17/09/2019
2130	ILU	49,750	\$	375,287.48	10/09/2019
2130	ILU	140,058	\$	1,063,243.82	09/09/2019
2130	ILU	234,942	\$	1,776,348.97	09/09/2019
2130	ILU	25,000	\$	189,107.33	09/09/2019
2130	ILU	10,943	\$	81,690.52	06/09/2019
2130	ILU	77,000	\$	553,780.49	04/09/2019
702	ILU	7,712	\$	55,100.10	30/08/2019
2131	ILU	15,424	\$	110,183.70	30/08/2019
44	ILU	3,679	\$	27,984.90	20/09/2019
44	ILU	168,255	\$	1,276,941.62	20/09/2019
44	ILU	4,945	\$	36,154.01	18/09/2019
44	ILU	5,152	\$	38,235.38	17/09/2019
44	ILU	57,926	\$	445,187.83	16/09/2019
44	ILU	111,608	\$	856,534.36	13/09/2019
2085	ILU	5,935	\$	42,403.92	30/08/2019

44	ILU	167,383	\$	1,262,648.14	10/09/2019
44	ILU	174,760	\$	1,321,325.04	09/09/2019
44	ILU	104,180	\$	790,877.64	09/09/2019
44	ILU	18,596	\$	140,665.58	09/09/2019
779	ILU	8,201	\$	58,593.86	30/08/2019
44	ILU	102,504	\$	737,204.08	04/09/2019
44	ILU	143,070	\$	1,032,146.27	04/09/2019
2124	ILU	3,567	\$	27,331.12	23/09/2019
2124	ILU	52	\$	395.54	20/09/2019
2124	ILU	2,395	\$	18,176.42	20/09/2019
220	ILU	62,609	\$	479,766.62	23/09/2019
220	ILU	920	\$	6,998.75	20/09/2019
220	ILU	42,066	\$	319,281.17	20/09/2019
17	ILU	12,225	\$	87,331.15	30/08/2019