
Form 605

Corporations Law
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme **INCITEC PIVOT LIMITED**

ACN/ARSN **004 080 264**

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 **_19_ / _10_ / 2017_**

The previous notice was given to the company on **_04_ / _08_ / 2017_**

The previous notice was dated **_02_ / _08_ / 2017_**

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
	Refer to Annexure 2				

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) with, the substantial holder in relation to voting interests in the company or scheme 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

4. 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 **GLEND A CHARLES**

Capacity **DEPUTY 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
650	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
652	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
653	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
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	RBC Investor Services Australia Nominees Pty Ltd <BKCUST A/C> GPO Box 5430 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	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	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
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	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
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

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

CHANGES IN RELEVANT INTERESTS

Account	Security	Volume	Value	AsAtDate
17	IPL	5,288	17,579	01/09/2017
17	IPL	90,871	302,565	01/09/2017
2172	IPL	- 40,000	146,450	16/10/2017
17	IPL	95,861	319,228	31/08/2017
2172	IPL	- 60,000	220,735	04/10/2017
17	IPL	13,076	43,545	31/08/2017
44	IPL	- 988,549	3,701,359	19/10/2017
44	IPL	- 104,223	391,182	19/10/2017
649	IPL	- 1,208,771	4,525,922	19/10/2017
649	IPL	- 127,441	478,327	19/10/2017
44	IPL	- 186,541	690,165	17/10/2017
649	IPL	- 191,272	707,669	17/10/2017
44	IPL	- 299,056	1,101,372	12/10/2017
248	IPL	- 237,352	802,250	21/08/2017
649	IPL	- 362,015	1,333,239	12/10/2017
779	IPL	1,633	5,429	01/09/2017
779	IPL	28,064	93,453	01/09/2017
779	IPL	4,042	13,462	31/08/2017
779	IPL	29,632	98,689	31/08/2017
44	IPL	- 485,657	1,770,698	03/10/2017
248	IPL	260	874	09/08/2017
248	IPL	4,263	14,241	09/08/2017
649	IPL	- 540,478	1,970,575	03/10/2017
779	IPL	4,999	16,449	28/08/2017
17	IPL	11,354	37,355	28/08/2017
17	IPL	4,816	15,837	28/08/2017
779	IPL	4,061	13,618	18/08/2017
2131	IPL	5,979	19,877	01/09/2017
2131	IPL	102,753	342,128	01/09/2017
2131	IPL	101,982	339,612	31/08/2017
779	IPL	5,870	19,670	15/08/2017
2131	IPL	13,911	46,325	31/08/2017
779	IPL	22,344	74,081	14/08/2017
779	IPL	8,275	27,509	14/08/2017
779	IPL	6,963	23,059	11/08/2017
2131	IPL	11,948	39,310	28/08/2017
2131	IPL	6,209	20,417	28/08/2017
695	IPL	- 377,817	1,395,057	17/10/2017
695	IPL	- 378,781	1,386,968	16/10/2017
2131	IPL	18,271	61,262	18/08/2017
695	IPL	- 766,884	2,821,623	04/10/2017
2131	IPL	24,582	82,363	15/08/2017
17	IPL	9,747	32,681	18/08/2017
2131	IPL	78,668	260,791	14/08/2017
2131	IPL	29,137	96,851	14/08/2017
2131	IPL	20,265	67,101	11/08/2017
2131	IPL	234	787	09/08/2017

2131	IPL	3,835	12,809	09/08/2017
17	IPL	19,273	64,575	15/08/2017
17	IPL	70,131	232,491	14/08/2017
17	IPL	25,974	86,338	14/08/2017
2216	IPL	1,032	3,470	09/08/2017
17	IPL	18,622	61,661	11/08/2017
2216	IPL	16,913	56,498	09/08/2017
2216	IPL	5,897	19,562	08/08/2017
17	IPL	2,768	9,245	09/08/2017
17	IPL	169	568	09/08/2017
650	IPL	- 211,520	791,980	19/10/2017
650	IPL	- 22,300	83,699	19/10/2017
650	IPL	- 44,260	163,753	17/10/2017
650	IPL	- 66,325	244,264	12/10/2017
650	IPL	- 98,097	357,660	03/10/2017
2100	IPL	1,886	6,270	01/09/2017
2100	IPL	32,415	107,929	01/09/2017
449	IPL	4,930	16,391	01/09/2017
449	IPL	84,716	282,103	01/09/2017
2100	IPL	34,227	113,980	31/08/2017
2100	IPL	4,669	15,548	31/08/2017
449	IPL	11,855	39,483	31/08/2017
449	IPL	86,907	289,443	31/08/2017
2100	IPL	4,050	13,325	28/08/2017
2100	IPL	1,725	5,672	28/08/2017
449	IPL	10,762	35,412	28/08/2017
449	IPL	4,769	15,683	28/08/2017
392	IPL	19,198	63,829	01/09/2017
392	IPL	329,907	1,098,586	01/09/2017
449	IPL	12,171	40,813	18/08/2017
2100	IPL	4,690	15,725	18/08/2017
392	IPL	347,568	1,157,570	31/08/2017
392	IPL	47,412	157,905	31/08/2017
449	IPL	19,600	65,678	15/08/2017
2100	IPL	6,784	22,730	15/08/2017
392	IPL	41,261	135,766	28/08/2017
392	IPL	17,611	57,916	28/08/2017
449	IPL	33,904	112,407	14/08/2017
449	IPL	12,557	41,744	14/08/2017
2100	IPL	25,810	85,562	14/08/2017
2100	IPL	9,559	31,774	14/08/2017
696	IPL	35,889	118,077	28/08/2017
2100	IPL	6,411	21,228	11/08/2017
696	IPL	15,395	50,624	28/08/2017
2100	IPL	94	316	09/08/2017
2100	IPL	1,545	5,161	09/08/2017
392	IPL	47,778	160,215	18/08/2017
392	IPL	69,089	231,512	15/08/2017
392	IPL	262,866	871,522	14/08/2017
392	IPL	97,358	323,655	14/08/2017
392	IPL	65,303	216,262	11/08/2017
392	IPL	592	1,991	09/08/2017
392	IPL	9,703	32,413	09/08/2017

696	IPL	3,630	12,204	09/08/2017
696	IPL	59,508	198,764	09/08/2017
194	IPL	3,211	10,676	01/09/2017
194	IPL	55,174	183,729	01/09/2017
194	IPL	48,348	161,022	31/08/2017
194	IPL	6,595	21,965	31/08/2017
696	IPL	11,200	37,148	08/08/2017
194	IPL	4,955	16,304	28/08/2017
194	IPL	3,302	10,859	28/08/2017
194	IPL	8,022	26,900	18/08/2017
194	IPL	18,494	61,972	15/08/2017
194	IPL	38,509	127,675	14/08/2017
194	IPL	14,262	47,412	14/08/2017
194	IPL	9,749	32,285	11/08/2017
194	IPL	227	763	09/08/2017
194	IPL	3,713	12,403	09/08/2017
26	IPL	13,020	43,284	01/09/2017
26	IPL	223,756	745,021	01/09/2017
26	IPL	236,042	786,046	31/08/2017
702	IPL	2,498	8,305	01/09/2017
26	IPL	32,198	107,223	31/08/2017
702	IPL	42,927	142,946	01/09/2017
702	IPL	43,491	144,846	31/08/2017
702	IPL	5,933	19,760	31/08/2017
26	IPL	28,476	93,687	28/08/2017
26	IPL	11,885	39,082	28/08/2017
702	IPL	5,030	16,551	28/08/2017
702	IPL	2,556	8,406	28/08/2017
702	IPL	7,386	24,768	18/08/2017
26	IPL	32,187	107,921	18/08/2017
702	IPL	9,712	32,544	15/08/2017
26	IPL	46,975	157,392	15/08/2017
702	IPL	33,304	110,418	14/08/2017
702	IPL	12,335	41,006	14/08/2017
26	IPL	177,692	589,065	14/08/2017
26	IPL	65,812	218,759	14/08/2017
702	IPL	8,266	27,374	11/08/2017
702	IPL	128	430	09/08/2017
702	IPL	2,095	6,998	09/08/2017
26	IPL	42,349	140,225	11/08/2017
26	IPL	17,732	59,613	09/08/2017
26	IPL	290,707	970,998	09/08/2017
711	IPL	- 31,873	119,327	19/10/2017
711	IPL	- 3,360	12,610	19/10/2017
711	IPL	- 6,017	22,259	17/10/2017
26	IPL	65,100	215,923	08/08/2017
711	IPL	- 8,600	31,669	12/10/2017
711	IPL	- 36,774	134,062	03/10/2017
651	IPL	683	2,296	09/08/2017
651	IPL	11,202	37,416	09/08/2017
2152	IPL	10,172	33,816	01/09/2017
2152	IPL	174,814	582,063	01/09/2017
2152	IPL	25,186	83,872	31/08/2017

2152	IPL	184,639	614,869	31/08/2017
2152	IPL	21,838	71,848	28/08/2017
2152	IPL	9,314	30,628	28/08/2017
215	IPL	15,762	52,405	01/09/2017
215	IPL	270,869	901,990	01/09/2017
215	IPL	39,020	129,956	31/08/2017
215	IPL	286,055	952,702	31/08/2017
2152	IPL	25,223	84,571	18/08/2017
215	IPL	33,825	111,298	28/08/2017
215	IPL	14,463	47,563	28/08/2017
2152	IPL	36,565	122,513	15/08/2017
2152	IPL	139,256	461,646	14/08/2017
2152	IPL	51,577	171,442	14/08/2017
2152	IPL	34,570	114,467	11/08/2017
215	IPL	39,190	131,417	18/08/2017
2152	IPL	313	1,052	09/08/2017
2152	IPL	5,125	17,118	09/08/2017
215	IPL	56,679	189,927	15/08/2017
2161	IPL	- 7,183	26,523	17/10/2017
215	IPL	215,726	715,231	14/08/2017
2161	IPL	- 6,219	22,772	16/10/2017
215	IPL	79,899	265,614	14/08/2017
2161	IPL	- 3,116	11,465	04/10/2017
215	IPL	53,563	177,383	11/08/2017
215	IPL	766	2,576	09/08/2017
215	IPL	12,562	41,963	09/08/2017
740	IPL	3,392	11,278	01/09/2017
740	IPL	58,287	194,095	01/09/2017
740	IPL	8,396	27,963	31/08/2017
740	IPL	61,549	204,988	31/08/2017
740	IPL	7,280	23,954	28/08/2017
740	IPL	3,103	10,205	28/08/2017
740	IPL	8,435	28,285	18/08/2017
740	IPL	12,197	40,871	15/08/2017
740	IPL	46,412	153,877	14/08/2017
740	IPL	17,190	57,146	14/08/2017
2124	IPL	- 27,212	101,888	19/10/2017
2124	IPL	- 2,869	10,768	19/10/2017
740	IPL	11,529	38,180	11/08/2017
941	IPL	- 269,062	965,038	29/09/2017
2124	IPL	- 4,160	15,391	17/10/2017
2124	IPL	- 9,458	34,832	12/10/2017
740	IPL	170	572	09/08/2017
740	IPL	2,781	9,290	09/08/2017
2124	IPL	- 28,171	102,711	03/10/2017
652	IPL	4,349	14,621	09/08/2017
941	IPL	9,608	31,611	28/08/2017
941	IPL	4,122	13,555	28/08/2017
652	IPL	71,288	238,111	09/08/2017
652	IPL	16,170	53,632	08/08/2017
941	IPL	11,216	37,607	18/08/2017
220	IPL	- 304,220	1,138,943	19/10/2017
220	IPL	- 32,074	120,370	19/10/2017

220	IPL	-	61,432	227,261	17/10/2017
941	IPL		16,761	56,158	15/08/2017
220	IPL	-	97,592	359,374	12/10/2017
941	IPL		59,400	196,916	14/08/2017
941	IPL		22,000	73,128	14/08/2017
941	IPL		15,479	51,254	11/08/2017
941	IPL		966	3,248	09/08/2017
220	IPL	-	293,372	1,069,510	03/10/2017
941	IPL		15,833	52,884	09/08/2017
2163	IPL		1,596	5,366	09/08/2017
2125	IPL	-	27,855	104,296	19/10/2017
2125	IPL	-	2,937	11,024	19/10/2017
2163	IPL		26,164	87,401	09/08/2017
2163	IPL		1,633	5,417	08/08/2017
2125	IPL	-	6,318	23,375	17/10/2017
2125	IPL	-	10,534	38,795	12/10/2017
2125	IPL	-	17,451	63,626	03/10/2017
2166	IPL	-	85,000	313,855	17/10/2017
2166	IPL	-	75,000	274,625	16/10/2017
2166	IPL	-	170,000	625,487	04/10/2017
2085	IPL		1,857	6,174	01/09/2017
2085	IPL		31,906	106,247	01/09/2017
2085	IPL		33,689	112,201	31/08/2017
2085	IPL		4,596	15,307	31/08/2017
2085	IPL		3,987	13,119	28/08/2017
2085	IPL		1,699	5,587	28/08/2017
2085	IPL		4,619	15,489	18/08/2017
2085	IPL		6,677	22,374	15/08/2017
2085	IPL		25,403	84,223	14/08/2017
2085	IPL		9,408	31,276	14/08/2017
2166	IPL		67,304	223,348	11/08/2017
2085	IPL		6,310	20,897	11/08/2017
2085	IPL		93	313	09/08/2017
2085	IPL		1,526	5,098	09/08/2017
230	IPL		8,811	29,295	01/09/2017
230	IPL		151,421	504,230	01/09/2017
230	IPL		21,811	72,641	31/08/2017
230	IPL		159,897	532,535	31/08/2017
230	IPL		18,909	62,219	28/08/2017
230	IPL		8,062	26,513	28/08/2017
230	IPL		21,910	73,471	18/08/2017
230	IPL		31,685	106,174	15/08/2017
230	IPL		120,575	399,762	14/08/2017
230	IPL		44,657	148,457	14/08/2017
230	IPL		29,951	99,188	11/08/2017
230	IPL		272	915	09/08/2017
230	IPL		4,462	14,905	09/08/2017
2172	IPL	-	30,000	110,760	17/10/2017
T2	IPL		164,302	546,304	31/08/2017