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30 November 2017

The Manager  
Company Announcements Office  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

By electronic lodgement

Dear Sir/Madam,

**Re: Notice of initial substantial holder – OZ Minerals Limited (OZL)**

We enclose notice of becoming an initial substantial holder in OZ Minerals Limited. This notice is given by Alphinity Investment Management Pty Limited.

Yours faithfully,

A handwritten signature in black ink, appearing to read "Andrew Brown".

Andrew Brown  
Company Secretary

attach

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To CompanyName/Scheme

**OZ Minerals Limited**

ACN/ARSN

**005 482 824**

### 1. Details of substantial holder (1)

Name

**Alphinity Investment Management Pty Ltd**

ACN/ARSN (if applicable)

**140 833 709**

The holder became a substantial holder on

**28/11/2017**

### 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)
<b>Ordinary Fully Paid</b>	<b>Same as persons votes</b>	<b>14,987,597</b>	<b>5.02%</b>

### 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
<b>Alphinity Investment Management Pty Ltd</b>	<b>Ordinary Fully Paid securities purchased and sold on market and acquired (via off market transfer) by Alphinity Investment Management Pty Ltd</b>	<b>Refer Annexure 1</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
<b>Alphinity Investment Management Pty Ltd</b>	<b>BNP Paribas Nominees Pty Limited</b>	<b>BNP Paribas Nominees Pty Limited</b>	<b>1,024,795 (Ordinary Fully Paid)</b>
<b>Alphinity Investment Management Pty Ltd</b>	<b>Citicorp Nominees Pty Limited</b>	<b>Citicorp Nominees Pty Limited</b>	<b>2,363,746 (Ordinary Fully Paid)</b>
<b>Alphinity Investment Management Pty Ltd</b>	<b>HSBC Custody Nominees (Australia) Limited</b>	<b>HSBC Custody Nominees (Australia) Limited</b>	<b>2,568,453 (Ordinary Fully Paid)</b>
<b>Alphinity Investment Management Pty Ltd</b>	<b>J P Morgan Nominees Australia Limited</b>	<b>J P Morgan Nominees Australia Limited</b>	<b>6,584,947 (Ordinary Fully Paid)</b>
<b>Alphinity Investment Management Pty Ltd</b>	<b>National Nominees Limited</b>	<b>National Nominees Limited</b>	<b>2,445,656 (Ordinary Fully Paid)</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	
<b>Alphinity Investment Management Pty Ltd</b>	<b>Refer Annexure 1</b>	<b>Refer Annexure 1</b>		<b>Refer Annexure 1</b>

## 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	N/A

## 7. Addresses

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

Name	Address
Alphinity Investment Management Pty Ltd	Level 2, 5 Martin Place, Sydney NSW 2000

## Signature

print name **Andrew Brown** capacity **Company Secretary**



sign here date **30/11/2017**

## 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 section s608 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.



**Andrew Brown**  
**Company Secretary of Alphinity Investment Management Pty Ltd**

**Transactions:**

**Company**

**Name/Scheme:** OZ Minerals Limited (OZL)

**As at:** 28/11/2017

**Class of security:** Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
27/07/2017	Alphinity Investment Management Pty Ltd	Opening Balance		9,820,917	9,820,917
17/08/2017	as above	Buy	50,685.99	5770	5,770
22/08/2017	as above	Sell	99,069.17	-11,182	11,182
22/08/2017	as above	Sell	24,700.84	-2,788	2,788
22/08/2017	as above	Sell	97,722.49	-11,030	11,030
23/08/2017	as above	Buy - inspecie transfer	301,332.50	34438	34,438
29/08/2017	as above	Sell	240,484.92	-29,184	29,184
07/09/2017	as above	Buy - inspecie transfer	4,087,356.96	484284	484,284
08/09/2017	as above	Buy	10,198.81	1222	1,222
08/09/2017	as above	Buy	62,169.35	7449	7,449
08/09/2017	as above	Buy	309,970.44	37140	37,140
08/09/2017	as above	Buy	34,569.13	4142	4,142
08/09/2017	as above	Buy	450,358.51	53961	53,961
08/09/2017	as above	Buy	285,341.39	34189	34,189
08/09/2017	as above	Buy	851,993.06	102084	102,084
08/09/2017	as above	Buy	18,803.54	2253	2,253
08/09/2017	as above	Buy	73,803.68	8843	8,843
08/09/2017	as above	Buy	1,366,816.07	163769	163,769
08/09/2017	as above	Buy	563,763.95	67549	67,549
11/09/2017	as above	Buy	310,767.20	38467	38,467
11/09/2017	as above	Buy	10,623.62	1315	1,315
11/09/2017	as above	Buy	136,046.99	16840	16,840
11/09/2017	as above	Buy	137,412.31	17009	17,009
11/09/2017	as above	Buy	6,673.09	826	826
11/09/2017	as above	Buy	40,700.99	5038	5,038
11/09/2017	as above	Buy	202,907.14	25116	25,116
11/09/2017	as above	Buy	22,628.72	2801	2,801
11/09/2017	as above	Buy	294,811.57	36492	36,492
11/09/2017	as above	Buy	186,789.93	23121	23,121
11/09/2017	as above	Buy	557,736.12	69037	69,037
11/09/2017	as above	Buy	12,312.09	1524	1,524
11/09/2017	as above	Buy	48,311.22	5980	5,980
11/09/2017	as above	Buy	894,751.34	110753	110,753
11/09/2017	as above	Buy	369,047.66	45681	45,681
12/09/2017	as above	Buy	302,302.39	36491	36,491
12/09/2017	as above	Buy	10,330.52	1247	1,247
12/09/2017	as above	Buy	132,333.41	15974	15,974
12/09/2017	as above	Buy	133,667.18	16135	16,135
12/09/2017	as above	Buy	6,494.89	784	784
12/09/2017	as above	Buy	39,590.67	4779	4,779
12/09/2017	as above	Buy	197,381.73	23826	23,826
12/09/2017	as above	Buy	22,011.39	2657	2,657
12/09/2017	as above	Buy	286,777.61	34617	34,617
12/09/2017	as above	Buy	181,699.55	21933	21,933

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
12/09/2017	as above	Buy	542,538.81	65490	65,490
12/09/2017	as above	Buy	11,970.81	1445	1,445
12/09/2017	as above	Buy	46,996.83	5673	5,673
12/09/2017	as above	Buy	870,365.13	105062	105,062
12/09/2017	as above	Buy	358,991.86	43334	43,334
12/09/2017	as above	Buy	159,576.20	19233	19,233
12/09/2017	as above	Buy	5,451.13	657	657
12/09/2017	as above	Buy	69,869.04	8421	8,421
12/09/2017	as above	Buy	70,565.99	8505	8,505
12/09/2017	as above	Buy	3,426.66	413	413
12/09/2017	as above	Buy	20,900.14	2519	2,519
12/09/2017	as above	Buy	104,193.73	12558	12,558
12/09/2017	as above	Buy	11,615.80	1400	1,400
12/09/2017	as above	Buy	151,387.06	18246	18,246
12/09/2017	as above	Buy	95,921.62	11561	11,561
12/09/2017	as above	Buy	286,395.85	34518	34,518
12/09/2017	as above	Buy	6,322.31	762	762
12/09/2017	as above	Buy	24,808.03	2990	2,990
12/09/2017	as above	Buy	459,454.67	55376	55,376
12/09/2017	as above	Buy	189,511.78	22841	22,841
13/09/2017	as above	Buy	226,612.08	27408	27,408
13/09/2017	as above	Buy	7,747.21	937	937
13/09/2017	as above	Buy	99,184.13	11996	11,996
13/09/2017	as above	Buy	100,192.84	12118	12,118
13/09/2017	as above	Buy	4,869.91	589	589
13/09/2017	as above	Buy	29,682.48	3590	3,590
13/09/2017	as above	Buy	147,965.92	17896	17,896
13/09/2017	as above	Buy	16,494.86	1995	1,995
13/09/2017	as above	Buy	214,978.87	26001	26,001
13/09/2017	as above	Buy	136,208.68	16474	16,474
13/09/2017	as above	Buy	406,699.57	49189	49,189
13/09/2017	as above	Buy	8,979.16	1086	1,086
13/09/2017	as above	Buy	35,230.37	4261	4,261
13/09/2017	as above	Buy	652,452.31	78912	78,912
13/09/2017	as above	Buy	269,110.12	32548	32,548
13/09/2017	as above	Buy	119,222.63	14425	14,425
13/09/2017	as above	Buy	4,074.65	493	493
13/09/2017	as above	Buy	52,201.74	6316	6,316
13/09/2017	as above	Buy	52,714.17	6378	6,378
13/09/2017	as above	Buy	2,562.15	310	310
13/09/2017	as above	Buy	15,612.59	1889	1,889
13/09/2017	as above	Buy	77,848.04	9419	9,419
13/09/2017	as above	Buy	8,678.25	1050	1,050
13/09/2017	as above	Buy	113,106.53	13685	13,685
13/09/2017	as above	Buy	71,657.55	8670	8,670
13/09/2017	as above	Buy	213,972.59	25889	25,889
13/09/2017	as above	Buy	4,719.32	571	571
13/09/2017	as above	Buy	18,530.13	2242	2,242
13/09/2017	as above	Buy	343,261.98	41532	41,532
13/09/2017	as above	Buy	141,587.72	17131	17,131
14/09/2017	as above	Buy	172,042.39	20884	20,884
14/09/2017	as above	Buy	5,881.93	714	714
14/09/2017	as above	Buy	75,311.80	9142	9,142
14/09/2017	as above	Buy	76,086.17	9236	9,236
14/09/2017	as above	Buy	3,698.86	449	449
14/09/2017	as above	Buy	22,530.93	2735	2,735
14/09/2017	as above	Buy	112,333.37	13636	13,636
14/09/2017	as above	Buy	12,530.00	1521	1,521
14/09/2017	as above	Buy	163,211.26	19812	19,812
14/09/2017	as above	Buy	103,411.61	12553	12,553
14/09/2017	as above	Buy	308,768.48	37481	37,481
14/09/2017	as above	Buy	6,812.83	827	827

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
14/09/2017	as above	Buy	26,740.55	3246	3,246
14/09/2017	as above	Buy	495,342.70	60129	60,129
14/09/2017	as above	Buy	204,310.64	24801	24,801
27/09/2017	as above	Buy	29,006.00	3879	3,879
27/09/2017	as above	Buy	1,085,784.47	145203	145,203
28/09/2017	as above	Buy	37,889.28	5205	5,205
28/09/2017	as above	Buy	1,417,990.72	194795	194,795
05/10/2017	as above	Buy	716,975.49	91645	91,645
05/10/2017	as above	Buy	715,136.99	91410	91,410
06/10/2017	as above	Buy	395,620.75	50064	50,064
06/10/2017	as above	Buy	394,609.25	49936	49,936
06/10/2017	as above	Buy	399,010.08	50064	50,064
06/10/2017	as above	Buy	397,989.92	49936	49,936
18/10/2017	as above	Buy	843,763.59	99565	99,565
18/10/2017	as above	Buy	574,011.78	67734	67,734
18/10/2017	as above	Buy	575,291.43	67885	67,885
18/10/2017	as above	Buy	44,109.77	5205	5,205
19/10/2017	as above	Buy	703,203.09	82836	82,836
19/10/2017	as above	Buy	478,394.74	56354	56,354
19/10/2017	as above	Buy	479,455.88	56479	56,479
19/10/2017	as above	Buy	36,766.29	4331	4,331
27/10/2017	as above	Sell	448,353.06	-53,800	53,800
08/11/2017	as above	Sell	247,129.55	-29,097	29,097
13/11/2017	as above	Sell	484,880.14	-56,203	56,203
13/11/2017	as above	Buy	227,691.77	26381	26,381
17/11/2017	as above	Buy - inspecie transfer	1,651,188.20	199660	199,660
20/11/2017	as above	Buy - inspecie transfer	1,159,144.32	142052	142,052
22/11/2017	as above	Buy	8,190.28	985	985
22/11/2017	as above	Buy	330,961.95	39803	39,803
22/11/2017	as above	Buy	48,293.52	5808	5,808
22/11/2017	as above	Buy	311,030.89	37406	37,406
22/11/2017	as above	Buy	355,133.65	42710	42,710
22/11/2017	as above	Buy	18,101.76	2177	2,177
22/11/2017	as above	Buy	79,774.11	9594	9,594
22/11/2017	as above	Buy	516,020.59	62059	62,059
22/11/2017	as above	Buy	31,014.95	3730	3,730
22/11/2017	as above	Buy	764,231.65	91910	91,910
22/11/2017	as above	Buy	57,897.35	6963	6,963
22/11/2017	as above	Buy	56,957.75	6850	6,850
22/11/2017	as above	Buy	249,025.94	29949	29,949
22/11/2017	as above	Buy	262,255.10	31540	31,540
22/11/2017	as above	Buy	1,242,668.44	149449	149,449
22/11/2017	as above	Buy	14,684.29	1766	1,766
23/11/2017	as above	Buy	4,134.55	486	486
23/11/2017	as above	Buy	167,142.92	19647	19,647
23/11/2017	as above	Buy	24,390.43	2867	2,867
23/11/2017	as above	Buy	157,070.28	18463	18,463
23/11/2017	as above	Buy	179,342.39	21081	21,081
23/11/2017	as above	Buy	9,136.84	1074	1,074
23/11/2017	as above	Buy	40,290.57	4736	4,736
23/11/2017	as above	Buy	260,595.61	30632	30,632
23/11/2017	as above	Buy	15,661.94	1841	1,841
23/11/2017	as above	Buy	385,942.17	45366	45,366
23/11/2017	as above	Buy	29,239.59	3437	3,437
23/11/2017	as above	Buy	28,763.18	3381	3,381
23/11/2017	as above	Buy	125,763.42	14783	14,783
23/11/2017	as above	Buy	132,441.65	15568	15,568
23/11/2017	as above	Buy	627,549.49	73766	73,766
23/11/2017	as above	Buy	7,418.37	872	872
27/11/2017	as above	Buy	2,922.12	342	342

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
27/11/2017	as above	Buy	118,328.63	13849	13,849
27/11/2017	as above	Buy	17,267.83	2021	2,021
27/11/2017	as above	Buy	111,202.76	13015	13,015
27/11/2017	as above	Buy	126,975.36	14861	14,861
27/11/2017	as above	Buy	6,467.96	757	757
27/11/2017	as above	Buy	28,520.54	3338	3,338
27/11/2017	as above	Buy	184,494.91	21593	21,593
27/11/2017	as above	Buy	11,090.37	1298	1,298
27/11/2017	as above	Buy	273,234.97	31979	31,979
27/11/2017	as above	Buy	20,702.60	2423	2,423
27/11/2017	as above	Buy	20,360.83	2383	2,383
27/11/2017	as above	Buy	89,047.65	10422	10,422
27/11/2017	as above	Buy	93,764.05	10974	10,974
27/11/2017	as above	Buy	444,289.86	51999	51,999
27/11/2017	as above	Buy	5,254.68	615	615
28/11/2017	as above	Buy	3,483.96	411	411
28/11/2017	as above	Buy	140,765.74	16606	16,606
28/11/2017	as above	Buy	20,539.29	2423	2,423
28/11/2017	as above	Buy	132,288.94	15606	15,606
28/11/2017	as above	Buy	151,039.62	17818	17,818
28/11/2017	as above	Buy	7,696.93	908	908
28/11/2017	as above	Buy	33,932.63	4003	4,003
28/11/2017	as above	Buy	219,472.83	25891	25,891
28/11/2017	as above	Buy	13,189.90	1556	1,556
28/11/2017	as above	Buy	325,042.90	38345	38,345
28/11/2017	as above	Buy	24,625.10	2905	2,905
28/11/2017	as above	Buy	24,226.69	2858	2,858
28/11/2017	as above	Buy	105,917.62	12495	12,495
28/11/2017	as above	Buy	111,546.21	13159	13,159
28/11/2017	as above	Buy	528,528.48	62350	62,350
28/11/2017	as above	Buy	6,247.40	737	737

Total Number of Securities

14,987,597