

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Newcrest Mining Limited

ACN/ARSN 005 683 625

1. Details of substantial holder (1)

Name The Vanguard Group, Inc.

ACN/ARSN (if applicable) N/A

The holder became a substantial holder on 17 August 2018

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	38,436,257	38,436,257	5.006%

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
Vanguard Investments Australia Ltd.	Beneficial Owner	Ordinary – 16,878,438
The Vanguard Group, Inc.	Beneficial Owner	Ordinary – 21,557,819

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
Vanguard Investments Australia Ltd	JP Morgan Chase Bank, N.A. and various other Custodians	Vanguard Investments Australia Ltd is the manager of various superannuation funds, institutional investor portfolios and unit trusts and in that capacity can exercise the power to vote and/or dispose of the shares	Ordinary – 16,878,438
The Vanguard Group, Inc.	Brown Brothers Harriman	The Vanguard Group, Inc., is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Ordinary – 1,862,066
The Vanguard Group, Inc.	JP Morgan Chase Bank, N.A.	The Vanguard Group, Inc., is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Ordinary – 11,153,819
The Vanguard Group, Inc.	Citi Bank	The Vanguard Group, Inc., is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Ordinary – 7,623
The Vanguard Group, Inc.	BNY Mellon	The Vanguard Group, Inc., is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Ordinary – 2,075,222
The Vanguard Group, Inc.	State Street Bank and Trust Company	The Vanguard Group, Inc., is the manager of various Mutual funds and accounts and in that capacity has the power to dispose of the shares	Ordinary – 6,459,089

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
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	N/A

7. Addresses

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

Name	Address
The Vanguard Group, Inc.	P.O. Box 2600, V26 Valley Forge, PA 19482 USA
Vanguard Investments Australia Ltd	Level 34, 2 Southbank Blvd, Southbank 3006 VIC

print name

KEITH DELGADO

capacity

Secretary

sign here



date

21 August 2018

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related 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, moneys and other, that any person from whom a relevant interest has 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 of its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

Annexure A

To Company
ACN/ARSN

Newcrest Mining Limited
005 683 625

Substantial Holder Name
ACN/ARSN

The Vanguard Group, Inc.
N/A

Date of change	Person whose relevant interest changed	Nature of Change(6)	Consideration given in relation to change(7)	Class	Number of securities affected	Person's votes affected
18-Apr-2018	The Vanguard Group, Inc.	BUY	20.22	Ordinary	1,800	1,800
19-Apr-2018	The Vanguard Group, Inc.	BUY	20.11	Ordinary	10,246	10,246
19-Apr-2018	The Vanguard Group, Inc.	BUY	20.16	Ordinary	6,876	6,876
23-Apr-2018	The Vanguard Group, Inc.	BUY	20.35	Ordinary	4,978	4,978
24-Apr-2018	The Vanguard Group, Inc.	BUY	20.77	Ordinary	2,280	2,280
26-Apr-2018	The Vanguard Group, Inc.	BUY	20.72	Ordinary	1,800	1,800
26-Apr-2018	The Vanguard Group, Inc.	BUY	20.72	Ordinary	14,128	14,128
26-Apr-2018	The Vanguard Group, Inc.	BUY	20.88	Ordinary	9,045	9,045
27-Apr-2018	The Vanguard Group, Inc.	BUY	21.09	Ordinary	46,389	46,389
27-Apr-2018	The Vanguard Group, Inc.	BUY	21.43	Ordinary	1,980	1,980
27-Apr-2018	The Vanguard Group, Inc.	SELL	20.93	Ordinary	(253)	(253)
27-Apr-2018	The Vanguard Group, Inc.	BUY	21.38	Ordinary	681	681
1-May-2018	The Vanguard Group, Inc.	SELL	21.30	Ordinary	(2,298)	(2,298)
2-May-2018	The Vanguard Group, Inc.	BUY	21.24	Ordinary	12,504	12,504
2-May-2018	The Vanguard Group, Inc.	BUY	21.24	Ordinary	6,041	6,041
3-May-2018	The Vanguard Group, Inc.	BUY	21.24	Ordinary	31,698	31,698
7-May-2018	The Vanguard Group, Inc.	BUY	21.83	Ordinary	5,298	5,298
7-May-2018	The Vanguard Group, Inc.	BUY	21.82	Ordinary	338	338
9-May-2018	The Vanguard Group, Inc.	BUY	21.91	Ordinary	13,245	13,245
10-May-2018	The Vanguard Group, Inc.	BUY	22.04	Ordinary	60,510	60,510
10-May-2018	The Vanguard Group, Inc.	BUY	22.13	Ordinary	105	105
14-May-2018	The Vanguard Group, Inc.	BUY	22.01	Ordinary	1,532	1,532
15-May-2018	The Vanguard Group, Inc.	BUY	21.87	Ordinary	12,983	12,983
15-May-2018	The Vanguard Group, Inc.	BUY	21.67	Ordinary	10,596	10,596
15-May-2018	The Vanguard Group, Inc.	BUY	21.60	Ordinary	676	676
16-May-2018	The Vanguard Group, Inc.	BUY	21.16	Ordinary	9,243	9,243
21-May-2018	The Vanguard Group, Inc.	BUY	20.83	Ordinary	12,842	12,842
22-May-2018	The Vanguard Group, Inc.	BUY	20.75	Ordinary	3,420	3,420
22-May-2018	The Vanguard Group, Inc.	BUY	20.75	Ordinary	6,181	6,181
23-May-2018	The Vanguard Group, Inc.	BUY	20.79	Ordinary	589	589
23-May-2018	The Vanguard Group, Inc.	BUY	20.79	Ordinary	7,045	7,045
24-May-2018	The Vanguard Group, Inc.	SELL	20.69	Ordinary	(1,532)	(1,532)
25-May-2018	The Vanguard Group, Inc.	BUY	20.81	Ordinary	2,649	2,649
28-May-2018	The Vanguard Group, Inc.	BUY	20.58	Ordinary	1,669	1,669
30-May-2018	The Vanguard Group, Inc.	BUY	20.30	Ordinary	44,149	44,149
30-May-2018	The Vanguard Group, Inc.	BUY	20.51	Ordinary	51,915	51,915
31-May-2018	The Vanguard Group, Inc.	BUY	20.76	Ordinary	809	809
31-May-2018	The Vanguard Group, Inc.	BUY	20.76	Ordinary	14,042	14,042
31-May-2018	The Vanguard Group, Inc.	SELL	20.76	Ordinary	(5,264)	(5,264)
1-Jun-2018	The Vanguard Group, Inc.	BUY	20.72	Ordinary	32,036	32,036
1-Jun-2018	The Vanguard Group, Inc.	BUY	20.89	Ordinary	4,415	4,415
1-Jun-2018	The Vanguard Group, Inc.	SELL	20.68	Ordinary	(2,517)	(2,517)
1-Jun-2018	The Vanguard Group, Inc.	BUY	20.72	Ordinary	629	629
5-Jun-2018	The Vanguard Group, Inc.	BUY	20.85	Ordinary	580	580
7-Jun-2018	The Vanguard Group, Inc.	BUY	21.36	Ordinary	29,792	29,792
7-Jun-2018	The Vanguard Group, Inc.	BUY	21.36	Ordinary	32,679	32,679
7-Jun-2018	The Vanguard Group, Inc.	SELL	21.24	Ordinary	(10,019)	(10,019)
8-Jun-2018	The Vanguard Group, Inc.	BUY	21.00	Ordinary	2,089	2,089
12-Jun-2018	The Vanguard Group, Inc.	SELL	20.36	Ordinary	(1,274)	(1,274)
15-Jun-2018	The Vanguard Group, Inc.	SELL	20.98	Ordinary	(60,689)	(60,689)
15-Jun-2018	The Vanguard Group, Inc.	SELL	20.98	Ordinary	(14,229)	(14,229)
19-Jun-2018	The Vanguard Group, Inc.	BUY	21.21	Ordinary	61,924	61,924
20-Jun-2018	The Vanguard Group, Inc.	BUY	21.12	Ordinary	34,354	34,354
21-Jun-2018	The Vanguard Group, Inc.	SELL	21.34	Ordinary	(568)	(568)
26-Jun-2018	The Vanguard Group, Inc.	BUY	21.65	Ordinary	44,486	44,486
27-Jun-2018	The Vanguard Group, Inc.	BUY	21.44	Ordinary	31,270	31,270
27-Jun-2018	The Vanguard Group, Inc.	SELL	21.49	Ordinary	(633)	(633)
29-Jun-2018	The Vanguard Group, Inc.	BUY	21.80	Ordinary	31,524	31,524
3-Jul-2018	The Vanguard Group, Inc.	BUY	21.39	Ordinary	900	900
4-Jul-2018	The Vanguard Group, Inc.	BUY	21.56	Ordinary	41,065	41,065
4-Jul-2018	The Vanguard Group, Inc.	BUY	21.56	Ordinary	5,453	5,453

Annexure A

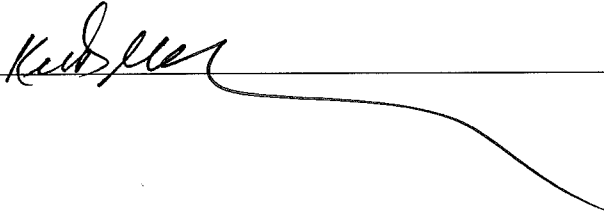
Date of change	Person whose relevant interest changed	Nature of Change(6)	Consideration given in relation to change(7)	Class	Number of securities affected	Person's votes affected
5-Jul-2018	The Vanguard Group, Inc.	BUY	21.76	Ordinary	63,756	63,756
6-Jul-2018	The Vanguard Group, Inc.	BUY	22.16	Ordinary	2,160	2,160
6-Jul-2018	The Vanguard Group, Inc.	BUY	22.19	Ordinary	4,444	4,444
11-Jul-2018	The Vanguard Group, Inc.	BUY	21.98	Ordinary	956	956
12-Jul-2018	The Vanguard Group, Inc.	SELL	21.54	Ordinary	(3,544)	(3,544)
12-Jul-2018	The Vanguard Group, Inc.	SELL	21.35	Ordinary	(389)	(389)
12-Jul-2018	The Vanguard Group, Inc.	SELL	21.53	Ordinary	(12,293)	(12,293)
17-Jul-2018	The Vanguard Group, Inc.	BUY	21.00	Ordinary	6,420	6,420
19-Jul-2018	The Vanguard Group, Inc.	BUY	20.04	Ordinary	374	374
20-Jul-2018	The Vanguard Group, Inc.	BUY	20.12	Ordinary	1,800	1,800
20-Jul-2018	The Vanguard Group, Inc.	SELL	20.09	Ordinary	(6,843)	(6,843)
20-Jul-2018	The Vanguard Group, Inc.	BUY	20.09	Ordinary	4,965	4,965
23-Jul-2018	The Vanguard Group, Inc.	SELL	19.83	Ordinary	(2,298)	(2,298)
24-Jul-2018	The Vanguard Group, Inc.	SELL	19.90	Ordinary	(334)	(334)
24-Jul-2018	The Vanguard Group, Inc.	BUY	20.07	Ordinary	374	374
25-Jul-2018	The Vanguard Group, Inc.	SELL	20.06	Ordinary	(1,532)	(1,532)
25-Jul-2018	The Vanguard Group, Inc.	SELL	20.06	Ordinary	(2,298)	(2,298)
25-Jul-2018	The Vanguard Group, Inc.	SELL	20.06	Ordinary	(11,490)	(11,490)
25-Jul-2018	The Vanguard Group, Inc.	SELL	20.00	Ordinary	(565)	(565)
25-Jul-2018	The Vanguard Group, Inc.	BUY	20.00	Ordinary	1,392	1,392
27-Jul-2018	The Vanguard Group, Inc.	SELL	21.28	Ordinary	(4,100)	(4,100)
30-Jul-2018	The Vanguard Group, Inc.	SELL	21.54	Ordinary	(3,730)	(3,730)
1-Aug-2018	The Vanguard Group, Inc.	BUY	21.74	Ordinary	61,399	61,399
1-Aug-2018	The Vanguard Group, Inc.	SELL	21.80	Ordinary	(249)	(249)
2-Aug-2018	The Vanguard Group, Inc.	SELL	21.32	Ordinary	(7,660)	(7,660)
3-Aug-2018	The Vanguard Group, Inc.	SELL	21.15	Ordinary	(2,389)	(2,389)
3-Aug-2018	The Vanguard Group, Inc.	BUY	21.15	Ordinary	607	607
8-Aug-2018	The Vanguard Group, Inc.	SELL	21.05	Ordinary	(252)	(252)
9-Aug-2018	The Vanguard Group, Inc.	BUY	21.45	Ordinary	531	531
10-Aug-2018	The Vanguard Group, Inc.	SELL	21.22	Ordinary	(18,384)	(18,384)
10-Aug-2018	The Vanguard Group, Inc.	SELL	21.25	Ordinary	(15,757)	(15,757)
14-Aug-2018	The Vanguard Group, Inc.	BUY	21.04	Ordinary	38,704	38,704
14-Aug-2018	The Vanguard Group, Inc.	SELL	21.21	Ordinary	(4,124)	(4,124)
15-Aug-2018	The Vanguard Group, Inc.	SELL	20.54	Ordinary	(9,192)	(9,192)
15-Aug-2018	The Vanguard Group, Inc.	BUY	20.85	Ordinary	67,155	67,155
16-Aug-2018	The Vanguard Group, Inc.	SELL	20.34	Ordinary	(16,213)	(16,213)
17-Aug-2018	The Vanguard Group, Inc.	BUY	20.18	Ordinary	52,379	52,379
17-Aug-2018	The Vanguard Group, Inc.	BUY	20.37	Ordinary	1,260	1,260
19-Apr-2018	Vanguard Investments Australia Ltd	SELL	20.11	Ordinary	(4,161)	(4,161)
19-Apr-2018	Vanguard Investments Australia Ltd	BUY	20.11	Ordinary	8,160	8,160
27-Apr-2018	Vanguard Investments Australia Ltd	BUY	21.38	Ordinary	10,969	10,969
4-May-2018	Vanguard Investments Australia Ltd	SELL	21.55	Ordinary	(4,891)	(4,891)
4-May-2018	Vanguard Investments Australia Ltd	BUY	21.55	Ordinary	4,080	4,080
8-May-2018	Vanguard Investments Australia Ltd	BUY	21.57	Ordinary	12,466	12,466
17-May-2018	Vanguard Investments Australia Ltd	SELL	21.13	Ordinary	(4,491)	(4,491)
17-May-2018	Vanguard Investments Australia Ltd	BUY	21.13	Ordinary	580	580
17-May-2018	Vanguard Investments Australia Ltd	BUY	21.13	Ordinary	10,190	10,190
18-May-2018	Vanguard Investments Australia Ltd	BUY	20.72	Ordinary	4,809	4,809
22-May-2018	Vanguard Investments Australia Ltd	BUY	20.86	Ordinary	5,496	5,496
29-May-2018	Vanguard Investments Australia Ltd	SELL	20.42	Ordinary	(4,384)	(4,384)
29-May-2018	Vanguard Investments Australia Ltd	SELL	20.42	Ordinary	(10,233)	(10,233)
29-May-2018	Vanguard Investments Australia Ltd	BUY	20.42	Ordinary	12,586	12,586
30-May-2018	Vanguard Investments Australia Ltd	BUY	20.48	Ordinary	900	900
31-May-2018	Vanguard Investments Australia Ltd	BUY	20.76	Ordinary	1,908	1,908
31-May-2018	Vanguard Investments Australia Ltd	BUY	20.76	Ordinary	4,809	4,809
1-Jun-2018	Vanguard Investments Australia Ltd	BUY	20.86	Ordinary	17,737	17,737
1-Jun-2018	Vanguard Investments Australia Ltd	BUY	20.86	Ordinary	16,725	16,725
8-Jun-2018	Vanguard Investments Australia Ltd	BUY	20.84	Ordinary	4,809	4,809
14-Jun-2018	Vanguard Investments Australia Ltd	BUY	20.50	Ordinary	6,870	6,870
15-Jun-2018	Vanguard Investments Australia Ltd	BUY	20.98	Ordinary	25,205	25,205
15-Jun-2018	Vanguard Investments Australia Ltd	BUY	20.98	Ordinary	4,018	4,018
15-Jun-2018	Vanguard Investments Australia Ltd	BUY	20.98	Ordinary	32,419	32,419
15-Jun-2018	Vanguard Investments Australia Ltd	BUY	20.98	Ordinary	18,722	18,722
21-Jun-2018	Vanguard Investments Australia Ltd	BUY	21.39	Ordinary	13,847	13,847
29-Jun-2018	Vanguard Investments Australia Ltd	SELL	21.80	Ordinary	(45,451)	(45,451)
3-Jul-2018	Vanguard Investments Australia Ltd	BUY	21.36	Ordinary	25,389	25,389
5-Jul-2018	Vanguard Investments Australia Ltd	BUY	21.88	Ordinary	1,783	1,783
6-Jul-2018	Vanguard Investments Australia Ltd	BUY	22.14	Ordinary	13,067	13,067

Annexure A

Date of change	Person whose relevant interest changed	Nature of Change(6)	Consideration given in relation to change(7)	Class	Number of securities affected	Person's votes affected
6-Jul-2018	Vanguard Investments Australia Ltd	BUY	22.14	Ordinary	13,112	13,112
6-Jul-2018	Vanguard Investments Australia Ltd	BUY	22.19	Ordinary	6,210	6,210
9-Jul-2018	Vanguard Investments Australia Ltd	SELL	22.25	Ordinary	(5,200)	(5,200)
10-Jul-2018	Vanguard Investments Australia Ltd	BUY	21.85	Ordinary	1,509	1,509
16-Jul-2018	Vanguard Investments Australia Ltd	BUY	21.00	Ordinary	4,140	4,140
16-Jul-2018	Vanguard Investments Australia Ltd	BUY	21.00	Ordinary	8,726	8,726
17-Jul-2018	Vanguard Investments Australia Ltd	BUY	20.72	Ordinary	10,242	10,242
18-Jul-2018	Vanguard Investments Australia Ltd	SELL	20.28	Ordinary	(8,280)	(8,280)
19-Jul-2018	Vanguard Investments Australia Ltd	BUY	20.04	Ordinary	10,825	10,825
20-Jul-2018	Vanguard Investments Australia Ltd	BUY	20.09	Ordinary	7,590	7,590
2-Aug-2018	Vanguard Investments Australia Ltd	BUY	21.38	Ordinary	6,291	6,291
3-Aug-2018	Vanguard Investments Australia Ltd	BUY	21.15	Ordinary	25,573	25,573
7-Aug-2018	Vanguard Investments Australia Ltd	BUY	21.22	Ordinary	10,141	10,141
15-Aug-2018	Vanguard Investments Australia Ltd	BUY	20.76	Ordinary	4,146	4,146
15-Aug-2018	Vanguard Investments Australia Ltd	BUY	20.76	Ordinary	15,085	15,085
16-Aug-2018	Vanguard Investments Australia Ltd	SELL	20.34	Ordinary	(2,736)	(2,736)

This is Annexure A of 3 pages referred to in Form 603, Notice of initial substantial holder.

Signature



Date

21-Aug-18