

## Form 604

### Corporations Act 2001 Section 671B

#### Notice of change of interests of substantial holder

To Company Name/Scheme: Iluka Resources Ltd

ACN/ARSN: 008 675 018

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

Name: Schroder Investment Management Australia Limited

ACN/ARSN (if applicable): 000 443 274

There was a change in the interests of the substantial holder on: 3/10/2018

The previous notice was given to the company on: 31/05/2018

The previous notice was dated: 31/05/2018

#### 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 Shares	25,265,143	5.99%	30,511,324	7.22%

### 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 a 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
01/06/2018 - 03/10/2018	SIMAL	Buy	\$46,110,886.54	4,662,953 Ordinary Shares	4,662,953
01/06/2018 - 03/10/2018	SIMAL	Sell	\$5,653,476.53	503,954 Ordinary Shares	503,954
01/06/2018 - 03/10/2018	SIMAL	In specie transfer	N/A	-122,468 Ordinary Shares	-122,468
01/06/2018 - 03/10/2018	SIM LTD	Buy	\$11,692,147.34	1,199,869 Ordinary Shares	1,199,869
01/06/2018 - 03/10/2018	SIM LTD	Sell	\$3,161,453.60	279,828 Ordinary Shares	279,828
01/06/2018 - 03/10/2018	SIM LTD	In specie transfer	N/A	-44,643 Ordinary Shares	-44,643
01/06/2018 - 03/10/2018	SIMNA LTD	Buy	\$2,739,721.35	276,338 Ordinary Shares	276,338
01/06/2018 - 03/10/2018	SIMNA LTD	Sell	\$83,625.85	7,228 Ordinary Shares	7,228
01/06/2018 - 03/10/2018	SIMNA LTD	In specie transfer	N/A	-13,530 Ordinary Shares	-13,530
01/06/2018 - 03/10/2018	PT SIM	Buy	\$817,815.36	86,437 Ordinary Shares	86,437
01/06/2018 - 03/10/2018	PT SIM	Sell	\$77,451.20	7,765 Ordinary Shares	7,765
01/06/2018 - 03/10/2018	PT SIM	In specie transfer	N/A	-	-

#### 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
SIMAL	BNP Paribas Securities Services	BNP Paribas Securities Services	Power to dispose of securities	5,457,166 Ordinary Shares	5,457,166
SIMAL	Citicorp Nominees Ltd HK	Citicorp Nominees Ltd HK	Power to dispose of securities	3,087,645 Ordinary Shares	3,087,645
SIMAL	HSBC Custody Nominees (Australia) Ltd	HSBC Custody Nominees (Australia) Ltd	Power to dispose of securities	801,170 Ordinary Shares	801,170
SIMAL	JP Morgan Custodial Services	JP Morgan Custodial Services	Power to dispose of securities	9,637,526 Ordinary Shares	9,637,526
SIMAL	National Nominees Ltd - Melbourne	National Nominees Ltd - Melbourne	Power to dispose of securities	3,266,957 Ordinary Shares	3,266,957
SIMAL	State Street Australia Limited	State Street Australia Limited	Power to dispose of securities	264,765 Ordinary Shares	264,765
SIM LTD	JP Morgan Chase B'Mouth	JP Morgan Chase B'Mouth	Power to dispose of securities	3,059,832 Ordinary Shares	3,059,832
SIM LTD	HSBC London	HSBC London	Power to dispose of securities	1,371,083 Ordinary Shares	1,371,083
SIM LTD	The Hong Kong and Shanghai Banking Corporation, HK	The Hong Kong and Shanghai Banking Corporation, HK	Power to dispose of securities	55,670 Ordinary Shares	55,670
SIM LTD	NT London	NT London	Power to dispose of securities	17,225 Ordinary Shares	17,225
SIMNA LTD	ABN Amro Mellon	ABN Amro Mellon	Power to dispose of securities	411,453 Ordinary Shares	411,453
SIMNA LTD	JP Morgan Chase B'Mouth	JP Morgan Chase B'Mouth	Power to dispose of securities	2,581,038 Ordinary Shares	2,581,038
SIMNA LTD	RBC DEXIA London	RBC DEXIA London	Power to dispose of securities	118,475 Ordinary Shares	118,475
SIMNA LTD	Citibank NY	Citibank NY	Power to dispose of securities	105,827 Ordinary Shares	105,827
SIMNA LTD	State Street Bank & Trust Co	State Street Bank & Trust Co	Power to dispose of securities	191,761 Ordinary Shares	191,761
SIMNA LTD	Brown Brothers Hariman	Brown Brothers Hariman	Power to dispose of securities	5,059 Ordinary Shares	5,059

PT SIM	Citibank NA, Indonesia	Citibank NA, Indonesia	Power to dispose of securities	78,672 Ordinary Shares	78,672
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#### 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/ARSN (if applicable)	Nature of association
Schroder Investment Management Australia Limited ("SIMAL")	Relevant Fund Manager
Schroder Investment Management Limited ("SIM LTD")	Relevant Fund Manager
Schroder Investment Management North America Limited ("SIMNA LTD")	Relevant Fund Manager
PT Schrodgers Investment Management Indonesia ("PT SIM")	Relevant Fund Manager

## 6. Address

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

Name	Address
Schroder Investment Management Australia Limited ("SIMAL")	Level 20, Angel Place, 123 Pitt Street, Sydney, 2000, Australia
Schroder Investment Management Limited ("SIM LTD")	31 Gresham Street, London EC2V 7QA, UK
Schroder Investment Management North America Limited ("SIMNA LTD")	31 Gresham Street, London EC2V 7QA, UK
PT Schrodgers Investment Management Indonesia ("PT SIM")	Indonesia Stock Exchange Building Tower 1, Lantai 30 Jl. Jendral Sudirman Kav.52-53 Jakarta 12190 Indonesia