



19 October 2015

To: **Company Announcements Office**

Company Name: **Australian Stock Exchange**

Fax: **1300 135 638**

No. of Pages: **5 (including cover)**

From: **Fortress Investment Group (Australia) Pty Ltd**

Fax: **02 8239 1999**

Comments:

Dear Sir/Madam

Aditya Birla Minerals Limited (ABY) – Notice of Initial Substantial Holder

Please find attached a Form 603 "Notice of Initial Substantial Holder" executed by Fortress Investment Group (Australia) Pty Limited.

Yours sincerely

☒ Urgent ☐ For Review ☐ Please Comment ☐ Please Reply ☐ Please Recycle

Form 603

Corporations Act 2001

Section 671B

Notice of initial substantial holderTo Company Name /Scheme Aditya Birla Minerals LimitedACN/ARSN 103 515 037**1. Details of substantial holder (1)**Name Fortress Investment Group (Australia) Pty Ltd and associates named in this formACN/ARSN (If applicable) ACN 111 940 713The holder became a substantial holder on 16 / 10 /15**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 shares	15,693,079	15,693,079	5.01%

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 relevant interest (7)	Class and number of securities
FCCD (Australia) Pty Ltd ACN 134 182 380	Power to control disposal and voting of shares as beneficial owner.	11,005,148 ordinary shares
FCCO (Australia) Pty Ltd ACN 134 182 415	Power to control disposal and voting of shares as beneficial owner.	4,687,931 ordinary shares

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
FCCD (Australia) Pty Ltd	FCCD (Australia) Pty Ltd	FCCD (Australia) Pty Ltd	10,810,148 ordinary shares
FCCD (Australia) Pty Ltd	Unknown	FCCD (Australia) Pty Ltd	195,000 ordinary shares

FCCO (Australia) Pty Ltd	FCCO (Australia) Pty Ltd	FCCO (Australia) Pty Ltd	4,632,931 ordinary shares
FCCO (Australia) Pty Ltd	Unknown	FCCO (Australia) Pty Ltd	55,000 ordinary shares

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	Ordinary Shares
FCCD (Australia) Pty Ltd	12-Jun-15	6,267.14	-	28,487
FCCD (Australia) Pty Ltd	15-Jun-15	16,989.06	-	77,223
FCCD (Australia) Pty Ltd	16-Jun-15	42,590.21	-	194,024
FCCD (Australia) Pty Ltd	17-Jun-15	20,244.34	-	94,768
FCCD (Australia) Pty Ltd	18-Jun-15	116,093.34	-	539,969
FCCD (Australia) Pty Ltd	22-Jun-15	15,787.05	-	76,866
FCCD (Australia) Pty Ltd	23-Jun-15	24,457.28	-	116,164
FCCD (Australia) Pty Ltd	24-Jun-15	25,117.27	-	118,004
FCCD (Australia) Pty Ltd	25-Jun-15	37,625.00	-	175,000
FCCD (Australia) Pty Ltd	26-Jun-15	10,632.61	-	49,454
FCCD (Australia) Pty Ltd	29-Jun-15	28,750.42	-	131,614
FCCD (Australia) Pty Ltd	1-Jul-15	29,462.45	-	134,061
FCCD (Australia) Pty Ltd	2-Jul-15	25,336.29	-	115,210
FCCD (Australia) Pty Ltd	6-Jul-15	10,302.90	-	47,054
FCCD (Australia) Pty Ltd	7-Jul-15	37,834.28	-	171,974
FCCD (Australia) Pty Ltd	8-Jul-15	35,392.10	-	161,164
FCCD (Australia) Pty Ltd	10-Jul-15	4,093.32	-	18,606
FCCD (Australia) Pty Ltd	15-Jul-15	3,851.76	-	17,508
FCCD (Australia) Pty Ltd	17-Jul-15	14,066.45	-	63,343
FCCD (Australia) Pty Ltd	20-Jul-15	15,127.43	-	67,233
FCCD (Australia) Pty Ltd	21-Jul-15	4,518.45	-	20,082
FCCD (Australia) Pty Ltd	23-Jul-15	13,056.08	-	58,027
FCCD (Australia) Pty Ltd	24-Jul-15	6,357.38	-	28,255
FCCD (Australia) Pty Ltd	27-Jul-15	4,790.11	-	21,476
FCCD (Australia) Pty Ltd	28-Jul-15	39,265.63	-	175,000
FCCD (Australia) Pty Ltd	29-Jul-15	236,250.00	-	1,050,000
FCCD (Australia) Pty Ltd	16-Oct-15	45,825.00	-	195,000
FCCO (Australia) Pty Ltd	12-Jun-15	2,686.20	-	12,210
FCCO (Australia) Pty Ltd	15-Jun-15	7,281.12	-	33,096
FCCO (Australia) Pty Ltd	16-Jun-15	18,253.13	-	83,154
FCCO (Australia) Pty Ltd	17-Jun-15	8,675.96	-	40,614
FCCO (Australia) Pty Ltd	18-Jun-15	49,754.44	-	231,416
FCCO (Australia) Pty Ltd	22-Jun-15	6,765.97	-	32,943
FCCO (Australia) Pty Ltd	23-Jun-15	10,481.57	-	49,784
FCCO (Australia) Pty Ltd	24-Jun-15	10,764.30	-	50,572
FCCO (Australia) Pty Ltd	25-Jun-15	16,125.00	-	75,000

FCCO (Australia) Pty Ltd	26-Jun-15	4,556.93	-	21,195
FCCO (Australia) Pty Ltd	29-Jun-15	12,321.83	-	56,407
FCCO (Australia) Pty Ltd	1-Jul-15	12,627.05	-	57,456
FCCO (Australia) Pty Ltd	2-Jul-15	10,858.69	-	49,377
FCCO (Australia) Pty Ltd	6-Jul-15	4,415.75	-	20,167
FCCO (Australia) Pty Ltd	7-Jul-15	16,214.88	-	73,704
FCCO (Australia) Pty Ltd	8-Jul-15	15,167.98	-	69,070
FCCO (Australia) Pty Ltd	10-Jul-15	1,754.28	-	7,974
FCCO (Australia) Pty Ltd	15-Jul-15	1,650.88	-	7,504
FCCO (Australia) Pty Ltd	17-Jul-15	6,028.48	-	27,147
FCCO (Australia) Pty Ltd	20-Jul-15	6,483.38	-	28,815
FCCO (Australia) Pty Ltd	21-Jul-15	1,936.35	-	8,608
FCCO (Australia) Pty Ltd	23-Jul-15	5,595.53	-	24,869
FCCO (Australia) Pty Ltd	24-Jul-15	2,724.75	-	12,110
FCCO (Australia) Pty Ltd	27-Jul-15	2,052.91	-	9,204
FCCO (Australia) Pty Ltd	28-Jul-15	16,828.13	-	75,000
FCCO (Australia) Pty Ltd	29-Jul-15	101,250.00	-	450,000
FCCO (Australia) Pty Ltd	16-Oct-15	12,925.00	-	55,000

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
FCCD (Australia) Pty Ltd	Fortress Investment Group (Australia) Pty Ltd is the investment manager of this entity.
FCCO (Australia) Pty Ltd	Fortress Investment Group (Australia) Pty Ltd is the investment manager of this entity.

7. Addresses

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

Name	Address
Fortress Investment Group (Australia) Pty Ltd	Level 43, 50 Bridge Street, Sydney NSW 2000
FCCD (Australia) Pty Ltd	Level 43, 50 Bridge Street, Sydney NSW 2000
FCCO (Australia) Pty Ltd	Level 43, 50 Bridge Street, Sydney NSW 2000

Signature

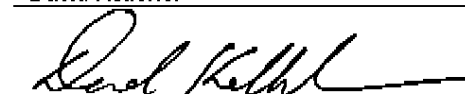
print name

David Kelleher

capacity

Director

sign here



date

19 / 10 / 15

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 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, 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.