

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme AVZ MINERALS LIMITED

ACN/ARSN 125 176 703

1. Details of substantial holder(1) HUAYOU INTERNATIONAL MINING (HONGKONG) LIMITED
(HK Registry No. 62170485-000-16-9); ZHEJIANG HUAYOU COBOLT COMPANY LIMITED
and GREAT MOUNTAIN ENTERPRISE PTE. LTD

Name

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 05 / 03 / 19

The previous notice was given to the company on 17 / 08 / 17

The previous notice was dated 17 / 08 / 17

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	186,000,000	11.20%	216,615,790	9.49%

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
See attached below					

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
See attached below					

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
N/A	

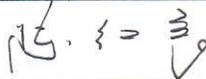
6. Addresses

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

Name	Address
Huayou International Mining (HongKong) Limited	Room 802, 8/F, Nan On Commercial Building, No. 69A Wuhu Street, Kowloon, Hong Kong

Signature

print name Hongliang Chen Director of Huayou International Mining
capacity (HongKong) Limited

sign here  date 20 / 03 / 2019

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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) 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.
- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

3. Changes in relevant interests

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
07/03/19	Huayou International Mining (HK) Limited	On market purchase	\$193,500	4,300,000 Ordinary Shares	4,300,000
05/03/19	Huayou International Mining (HK) Limited	Participation in placement	\$1,000,000	26,315,790 Ordinary Shares	26,315,790
05/03/19	Huayou International Mining (HK) Limited	Dilution from placement and SPP	N/A	368,421,220 Ordinary Shares	368,421,220
19/07/18	Huayou International Mining (HK) Limited	Dilution from vesting of Performance Rights	N/A	20,000,000 Ordinary Shares	20,000,000
05/06/18 – 24/08/17	Huayou International Mining (HK) Limited	Dilution from exercise of options	N/A	96,321,951 Ordinary Shares	96,321,951
28/02/18	Huayou International Mining (HK) Limited	Dilution from placement	N/A	60,000,000 Ordinary Shares	60,000,000
02/02/18	Huayou International Mining (HK) Limited	Dilution from vesting of Performance Rights	N/A	3,000,000 Ordinary Shares	3,000,000
13/10/17	Huayou International Mining (HK) Limited	Dilution from placement	N/A	34,385,714 Ordinary Shares	34,385,714
31/08/17	Huayou International Mining (HK) Limited	Dilution from vesting of Performance Rights	N/A	7,500,000 Ordinary Shares	7,500,000

4. Present relevant interests

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
Huayou International Mining (HongKong) Limited	Huayou International Mining (HongKong) Limited	Huayou International Mining (HongKong) Limited	Direct	216,615,790 Ordinary Shares	216,615,790
Zhejiang Huayou Cobalt Company Limited			Huayou International Mining (HongKong) Limited is a wholly owned subsidiary of Zhejiang Huayou Cobalt Company Limited		
Great Mountain Enterprise Pte. Ltd			Relevant interest in Zhejiang Huayou Cobalt Company Limited		