

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	Aware Super Pty Ltd as trustee of Aware Super
ACN/ ARSN (if applicable)	11 118 202 672
There was a change in the interests of the substantial holder on	21/10/2021
The previous notice was given to the company on	23/02/2021
The previous notice was dated	23/02/2021

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) (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	
	Number of securities	Voting power	Number of securities	Voting power
FPO	26,178,905	6.19%	21,796,888	5.15%

*Based on issued capital of 423,202,342 shares

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
Aware Super Pty Ltd (ABN 11 118 202 672) as trustee of Aware Super (ABN 53 226 460 365)	Beneficial Owner	21,504,371 Fully Paid Ordinary shares
Aware Financial Services Australia Limited (ABN 86 003 742 756)	Beneficial Owner	292,517 Fully Paid 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)
Aware Super Pty Ltd (ABN 11 118 202 672) as trustee of Aware Super (ABN 53 226 460 365)	State Street Australia Limited	Aware Super Pty Ltd (ABN 11 118 202 672) as trustee of Aware Super (ABN 53 226 460 365)
Aware Financial Services Australia Limited (ABN 86 003 742 756)	State Street Australia Limited	Aware Financial Services Australia Limited (ABN 86 003 742 756)

5. 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:

Holder of relevant interest	Date of acquisition	Consideration (9)		Number of FPO Shares
		Cash	Non-cash	
Aware Super Pty Ltd as trustee of Aware Super	18-Feb	3,768,656.02	N/A	508,763
Aware Super Pty Ltd as trustee of Aware Super	22-Feb	1,445,759.80	N/A	196,970
Aware Super Pty Ltd as trustee of Aware Super	23-Feb	1,559,460.92	N/A	209,648
Aware Super Pty Ltd as trustee of Aware Super	24-Feb	919,170.02	N/A	124,243
Aware Super Pty Ltd as trustee of Aware Super	25-Feb	885,538.52	N/A	117,598
Aware Super Pty Ltd as trustee of Aware Super	1-Mar	1,648,219.86	N/A	221,912
Aware Super Pty Ltd as trustee of Aware Super	2-Mar	1,118,611.52	N/A	149,136
Aware Super Pty Ltd as trustee of Aware Super	3-Mar	899,801.09	N/A	120,412
Aware Super Pty Ltd as trustee of Aware Super	4-Mar	115,891.16	N/A	15,709
Aware Super Pty Ltd as trustee of Aware Super	8-Mar	53,744.18	N/A	7,623
Aware Super Pty Ltd as trustee of Aware Super	9-Mar	932,230.62	N/A	135,144
Aware Super Pty Ltd as trustee of Aware Super	11-Mar	677,128.27	N/A	100,753
Aware Super Pty Ltd as trustee of Aware Super	16-Mar	101,247.27	N/A	14,719
Aware Super Pty Ltd as trustee of Aware Super	17-Mar	69,573.42	N/A	10,257
Aware Super Pty Ltd as trustee of Aware Super	18-Mar	7,377,604.79	N/A	1,067,027
Aware Super Pty Ltd as trustee of Aware Super	19-Mar	1,798,633.74	N/A	266,187
Aware Super Pty Ltd as trustee of Aware Super	23-Mar	54,822.21	N/A	8,050

Aware Super Pty Ltd as trustee of Aware Super	25-Mar	218,385.72	N/A	33,256
Aware Super Pty Ltd as trustee of Aware Super	31-Mar	2,294,476.09	N/A	309,507
Aware Super Pty Ltd as trustee of Aware Super	6-Apr	425.65	N/A	58
Aware Super Pty Ltd as trustee of Aware Super	8-Apr	524,295.38	N/A	72,528
Aware Super Pty Ltd as trustee of Aware Super	9-Apr	1,638,014.36	N/A	226,421
Aware Super Pty Ltd as trustee of Aware Super	12-Apr	653,613.18	N/A	89,668
Aware Super Pty Ltd as trustee of Aware Super	14-Apr	673,814.34	N/A	94,351
Aware Super Pty Ltd as trustee of Aware Super	22-Apr	535,957.54	N/A	72,779
Aware Super Pty Ltd as trustee of Aware Super	23-Apr	413,581.86	N/A	56,117
Aware Super Pty Ltd as trustee of Aware Super	28-Apr	903,775.14	N/A	118,823
Aware Super Pty Ltd as trustee of Aware Super	29-Apr	494,592.98	N/A	63,634
Aware Super Pty Ltd as trustee of Aware Super	7-May	2,220,661.22	N/A	260,431
Aware Super Pty Ltd as trustee of Aware Super	10-May	1,405,027.65	N/A	159,999
Aware Super Pty Ltd as trustee of Aware Super	12-May	199,691.31	N/A	23,106
Aware Super Pty Ltd as trustee of Aware Super	13-May	2,084,989.90	N/A	240,429
Aware Super Pty Ltd as trustee of Aware Super	14-May	232,984.79	N/A	27,733
Aware Super Pty Ltd as trustee of Aware Super	17-May	1,026,831.55	N/A	123,787
Aware Super Pty Ltd as trustee of Aware Super	18-May	5,130,109.01	N/A	610,289
Aware Super Pty Ltd as trustee of Aware Super	20-May	1,054,178.26	N/A	139,220
Aware Super Pty Ltd as trustee of Aware Super	21-May	458,313.64	N/A	60,538
Aware Super Pty Ltd as trustee of Aware Super	28-May	21,727.91	N/A	2,823
Aware Super Pty Ltd as trustee of Aware Super	9-Jun	40,790.47	N/A	5,205
Aware Super Pty Ltd as trustee of Aware Super	10-Jun	360,391.15	N/A	46,252
Aware Super Pty Ltd as trustee of Aware Super	21-Jun	5,608,800.00	N/A	720,000
Aware Super Pty Ltd as trustee of Aware Super	22-Jun	22,610,890.80	N/A	2,791,468
Aware Super Pty Ltd as trustee of Aware Super	24-Jun	321,330.64	N/A	39,773
Aware Super Pty Ltd as trustee of Aware Super	25-Jun	83,577.07	N/A	10,189
Aware Super Pty Ltd as trustee of Aware Super	28-Jun	5,947,200.00	N/A	720,000
Aware Super Pty Ltd as trustee of Aware Super	2-Jul	460,004.35	N/A	54,321
Aware Super Pty Ltd as trustee of Aware Super	6-Jul	1,550,656.13	N/A	178,503
Aware Super Pty Ltd as trustee of Aware Super	7-Jul	1,382,634.20	N/A	161,030
Aware Super Pty Ltd as trustee of Aware Super	13-Jul	661,566.43	N/A	76,089
Aware Super Pty Ltd as trustee of Aware Super	14-Jul	3,358,705.38	N/A	387,381
Aware Super Pty Ltd as trustee of Aware Super	15-Jul	2,617,546.95	N/A	299,103
Aware Super Pty Ltd as trustee of Aware Super	22-Jul	4,751,352.98	N/A	503,571
Aware Super Pty Ltd as trustee of Aware Super	26-Jul	318,286.60	N/A	32,027
Aware Super Pty Ltd as trustee of Aware Super	27-Jul	404,099.40	N/A	40,648
Aware Super Pty Ltd as trustee of Aware Super	28-Jul	804,705.22	N/A	83,093
Aware Super Pty Ltd as trustee of Aware Super	29-Jul	101,779.11	N/A	10,335
Aware Super Pty Ltd as trustee of Aware Super	30-Jul	43,774.01	N/A	4,365
Aware Super Pty Ltd as trustee of Aware Super	2-Aug	21,889.05	N/A	2,235
Aware Super Pty Ltd as trustee of Aware Super	3-Aug	1,292,252.77	N/A	133,159
Aware Super Pty Ltd as trustee of Aware Super	4-Aug	2,308,356.68	N/A	236,948
Aware Super Pty Ltd as trustee of Aware Super	5-Aug	387,612.81	N/A	40,309
Aware Super Pty Ltd as trustee of Aware Super	6-Aug	38,868.11	N/A	4,124
Aware Super Pty Ltd as trustee of Aware Super	9-Aug	46,546.59	N/A	4,948
Aware Super Pty Ltd as trustee of Aware Super	10-Aug	111,768.28	N/A	11,874
Aware Super Pty Ltd as trustee of Aware Super	11-Aug	31,263.31	N/A	3,332
Aware Super Pty Ltd as trustee of Aware Super	12-Aug	240,869.70	N/A	25,668
Aware Super Pty Ltd as trustee of Aware Super	13-Aug	37,668.20	N/A	4,012
Aware Super Pty Ltd as trustee of Aware Super	16-Aug	27,698.37	N/A	2,961
Aware Super Pty Ltd as trustee of Aware Super	17-Aug	196,770.11	N/A	21,369
Aware Super Pty Ltd as trustee of Aware Super	18-Aug	77,590.79	N/A	8,439
Aware Super Pty Ltd as trustee of Aware Super	19-Aug	378,840.17	N/A	41,970

Aware Super Pty Ltd as trustee of Aware Super	20-Aug	29,190.60	N/A	3,273
Aware Super Pty Ltd as trustee of Aware Super	23-Aug	28,887.51	N/A	3,212
Aware Super Pty Ltd as trustee of Aware Super	24-Aug	15,760.41	N/A	1,733
Aware Super Pty Ltd as trustee of Aware Super	25-Aug	582,100.21	N/A	66,279
Aware Super Pty Ltd as trustee of Aware Super	26-Aug	595,428.83	N/A	63,949
Aware Super Pty Ltd as trustee of Aware Super	30-Aug	1,958,081.01	N/A	201,708
Aware Super Pty Ltd as trustee of Aware Super	31-Aug	527,451.89	N/A	52,787
Aware Super Pty Ltd as trustee of Aware Super	2-Sep	771,023.47	N/A	78,648
Aware Super Pty Ltd as trustee of Aware Super	6-Sep	1,069,452.07	N/A	106,204
Aware Super Pty Ltd as trustee of Aware Super	7-Sep	904,019.22	N/A	90,802
Aware Super Pty Ltd as trustee of Aware Super	10-Sep	418,141.97	N/A	41,805
Aware Super Pty Ltd as trustee of Aware Super	13-Sep	2,502,811.23	N/A	243,969
Aware Super Pty Ltd as trustee of Aware Super	14-Sep	1,656,643.37	N/A	157,551
Aware Super Pty Ltd as trustee of Aware Super	15-Sep	28,368.37	N/A	2,788
Aware Super Pty Ltd as trustee of Aware Super	16-Sep	424,609.11	N/A	40,855
Aware Super Pty Ltd as trustee of Aware Super	17-Sep	28,381.39	N/A	3,002
Aware Super Pty Ltd as trustee of Aware Super	20-Sep	1,374,613.25	N/A	150,000
Aware Super Pty Ltd as trustee of Aware Super	21-Sep	2,546,691.76	N/A	284,650
Aware Super Pty Ltd as trustee of Aware Super	22-Sep	1,836,341.77	N/A	200,000
Aware Super Pty Ltd as trustee of Aware Super	23-Sep	1,617,782.08	N/A	175,801
Aware Super Pty Ltd as trustee of Aware Super	24-Sep	1,188,464.96	N/A	130,000
Aware Super Pty Ltd as trustee of Aware Super	28-Sep	811,583.76	N/A	88,598
Aware Super Pty Ltd as trustee of Aware Super	5-Oct	33,473.40	N/A	3,853
Aware Super Pty Ltd as trustee of Aware Super	8-Oct	1,958,499.69	N/A	215,915
Aware Super Pty Ltd as trustee of Aware Super	11-Oct	2,900,287.83	N/A	311,647
Aware Super Pty Ltd as trustee of Aware Super	12-Oct	558,958.33	N/A	60,050
Aware Super Pty Ltd as trustee of Aware Super	18-Oct	629,004.86	N/A	66,744
Aware Super Pty Ltd as trustee of Aware Super	20-Oct	155,024,511.97	N/A	16,182,911
Aware Super Pty Ltd as trustee of Aware Super	21-Oct	598,355.93	N/A	60,964
Aware Financial Services Australia Limited	18-Feb	14,127.06	N/A	1,905
Aware Financial Services Australia Limited	18-Mar	87,844.54	N/A	12,682
Aware Financial Services Australia Limited	19-Mar	82,530.37	N/A	12,214
Aware Financial Services Australia Limited	17-May	7,332.77	N/A	884
Aware Financial Services Australia Limited	18-May	114,456.54	N/A	13,616
Aware Financial Services Australia Limited	22-Jun	349,628.40	N/A	43,164
Aware Financial Services Australia Limited	13-Jul	14,537.44	N/A	1,672
Aware Financial Services Australia Limited	14-Jul	73,818.84	N/A	8,514
Aware Financial Services Australia Limited	15-Jul	57,531.20	N/A	6,574
Aware Financial Services Australia Limited	22-Jul	104,779.22	N/A	11,105
Aware Financial Services Australia Limited	13-Sep	43,611.76	N/A	4,247
Aware Financial Services Australia Limited	14-Sep	36,486.93	N/A	3,470
Aware Financial Services Australia Limited	12-Oct	3,269.22	N/A	346
Aware Financial Services Australia Limited	18-Oct	26,500.68	N/A	2,812
Aware Financial Services Australia Limited	21-Oct	25,135.98	N/A	2,561

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

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Name and ACN/ ARSN (if applicable)	Nature of association
Aware Super Pty Ltd (ABN 11 118 202 672) as trustee of Aware Super (ABN 53 226 460 365)	No Change
Aware Financial Services Australia Limited (ABN 86 003 742 756)	No Change

7. Addresses

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

Name	Address
Aware Super Pty Ltd (ABN 11 118 202 672) as trustee of Aware Super (ABN 53 226 460 365)	Level 28, 388 George Street, Sydney, 2000

Signature

Print name Ian PendletonCapacity Company Secretary

Sign here

Date 25 / 10 / 2021

DIRECTIONS

- 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.
- (1)
 - (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
 - (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.