

Form 603

Corporations Law
Section 671B

Notice of initial substantial holder

To Company Name/Scheme **MINERAL RESOURCES LIMITED**

ACN/ARSN **118 549 910**

1. Details of substantial holder (1)

Name **PERPETUAL LIMITED and its related bodies corporate**

ACN (if applicable) **000 431 827**

The holder became a substantial holder on **_13_ / _04_ / _2017_**

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	Persons' votes (5)	Voting power (6)
Ordinary	9,361,890	9,361,890	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 of relevant interest (7)	Class and number of securities
Refer annexure 1 & 2		

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph above are as follows:

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder (8)	Class and number of securities
Refer annexure 1			

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	
Refer annexure 3				

Associates

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

Name and ACN (if applicable)	Nature of association
Perpetual Investment Management Limited	Related bodies corporate of Perpetual Limited
Perpetual Trustee Company Limited	Related bodies corporate of Perpetual Limited

6. Addresses

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

Name	Address
Perpetual Limited	18/123 Pitt Street Sydney, NSW 2000
Perpetual Investment Management Limited	18/123 Pitt Street Sydney, NSW 2000
Perpetual Trustee Company Limited	18/123 Pitt Street Sydney, NSW 2000

Signature

Print name **GLEND A CHARLES**

Capacity **DEPUTY COMPANY SECRETARY**

ANNEXURE 1 - Perpetual Investments Account Codes & Details

Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, as Responsible Entity for:

INTERNAL CODE	REGISTRATION DETAILS
17	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
26	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
33	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
118	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
212	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
649	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
650	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
652	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
653	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
651	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
654	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
670	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
695	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
774	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001

855	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2093	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2095	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2124	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2125	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2127	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2128	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2089	RBC Investor Services Australia Nominees Pty Limited <PICREDIT> GPO Box 5430 Sydney NSW 2001
2130	RBC Investor Services Australia Nominees Pty Ltd <BKCUST A/C> GPO Box 5430 Sydney NSW 2001
2086	RBC Investor Services Australia Nominees Pty Ltd <PI CREDIT A/C> GPO Box 5430 Sydney NSW 2001
106	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
133	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
323	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
669	RBC Investor Services Australia Nominees Pty Ltd <PI POOLED A/C> GPO Box 5430 Sydney NSW 2001
139	RBC Investor Services Australia Nominees Pty Ltd <PIQTE2 A/C> GPO Box 5430 Sydney NSW 2001

44	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
108	UBS Nominees Pty Ltd Level 16, Chifley Tower 2 Chifley Square Sydney NSW 2000
414	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
696	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000
941	UBS Nominees Pty Ltd Level 16 Chifley Tower 2 Chifley Square Sydney NSW 2000

Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, as Trustee for:

ALL 'SS' CODES	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
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Perpetual Investment Management Limited (PIML), subsidiary of Perpetual Limited, under Investment Management Agreements with:

INTERNAL CODE	REGISTRATION DETAILS
227	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
248	BNP Paribas Noms Pty Ltd P.O. Box R209 Royal Exchange Sydney NSW 1225
702	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
740	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
786	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2085	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
2122	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225

2131	BNP Paribas Nominees Pty Ltd PO Box R209 Royal Exchange NSW 1225
220	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
221	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
222	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
224	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
2163	Citicorp Nominees Pty Ltd GPO Box 764G Melbourne VIC 3001
194	Northern Trust Company Melbourne Branch: HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
779	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2101	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2152	Northern Trust Company Melbourne Branch: HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2161	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
2172	HSBC Custody Nominees (Australia) Limited GPO Box 5302 Sydney NSW 2001
210	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
215	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
230	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001

231	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
392	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
394	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
449	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
773	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
788	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
791	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
2100	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
2166	JPMorgan Nominees Australia Limited Locked Bag 20049 Melbourne VIC 3001
711	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
787	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2083	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2097	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001
2160	National Nominees Pty Ltd PO Box 1406 Melbourne VIC 3001

Perpetual Trustee Company Limited as trustee, custodian or nominee

INTERNAL CODE	REGISTRATION DETAILS
T2	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001

T3	The Trust Company Limited GPO Box 4270 Sydney NSW 2001
T4	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T6	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001
T7	Perpetual Trustee Company Limited GPO Box 4172 Sydney NSW 2001

ANNEXURE 2

PRESENT RELEVANT INTERESTS

ASXCode	Internal Code	Holding
MIN	212	2,674,179
MIN	2172	260,486
MIN	786	885,865
MIN	2127	412,938
MIN	2160	950,072
MIN	2097	696,303
MIN	653	3,482,047

ANNEXURE 3

CHANGES IN RELEVANT INTERESTS

Account	Security	Volume	Value	AsAtDate	
2172	MIN	-	4,629	53,557	12/04/2017
2172	MIN		4,427	49,066	15/03/2017
2172	MIN		9,000	92,798	14/03/2017
2172	MIN		18,000	188,436	08/03/2017
653	MIN		54,935	662,011	23/01/2017
653	MIN	109,254		1,336,010	20/01/2017
2172	MIN		50,498	686,156	16/02/2017
2172	MIN		13,625	186,672	16/02/2017
212	MIN	-	34,000	388,984	11/04/2017
2172	MIN		58,000	722,873	07/02/2017
212	MIN	-	66,060	752,239	10/04/2017
2172	MIN		9,000	111,471	30/01/2017
212	MIN		10,500	112,838	22/03/2017
2172	MIN		3,760	47,195	27/01/2017
2172	MIN		29,853	376,508	25/01/2017
212	MIN		24,134	267,494	15/03/2017
212	MIN		18,000	185,575	14/03/2017
2172	MIN		6,250	75,326	23/01/2017
212	MIN		62,500	642,355	09/03/2017
212	MIN		40,000	418,699	08/03/2017
2172	MIN		14,000	171,218	20/01/2017
212	MIN		16,100	171,601	07/03/2017
212	MIN		48,300	517,963	07/03/2017
2172	MIN		31,797	384,054	18/01/2017
212	MIN	750,000		8,225,127	01/03/2017
212	MIN	530,926		5,827,523	28/02/2017
212	MIN	200,000		2,521,210	21/02/2017
212	MIN	100,000		1,293,466	17/02/2017
212	MIN	39,376		534,972	16/02/2017
212	MIN	10,624		145,534	16/02/2017
212	MIN	68,000		847,425	07/02/2017
212	MIN	20,000		247,686	30/01/2017
212	MIN	8,000		100,405	27/01/2017
212	MIN	21,250		256,080	23/01/2017
786	MIN	-	4,097	47,402	12/04/2017
786	MIN	-	33,130	378,967	11/04/2017
786	MIN	-	49,815	567,169	10/04/2017
786	MIN		7,359	79,092	22/03/2017
786	MIN		9,660	107,066	15/03/2017
786	MIN		11,615	119,761	14/03/2017
2160	MIN	-	3,935	45,534	12/04/2017
2160	MIN	-	42,501	486,233	11/04/2017
786	MIN		44,695	459,412	09/03/2017
786	MIN		19,018	199,093	08/03/2017
2160	MIN	-	80,740	919,403	10/04/2017
786	MIN		8,136	86,727	07/03/2017
786	MIN		24,406	261,756	07/03/2017
2160	MIN		11,200	120,361	22/03/2017
2160	MIN		12,596	139,617	15/03/2017
2160	MIN		24,000	247,433	14/03/2017

2160	MIN		64,610	676,303	08/03/2017
2160	MIN		50,000	532,928	07/03/2017
786	MIN		236,970	2,601,287	28/02/2017
2160	MIN		150,000	1,608,564	07/03/2017
786	MIN		12,312	137,045	27/02/2017
786	MIN		23,625	277,316	24/02/2017
2160	MIN		100,000	1,097,615	28/02/2017
786	MIN		17,719	200,378	24/02/2017
786	MIN		47,529	562,610	23/02/2017
786	MIN		22,796	285,824	22/02/2017
2160	MIN		201,990	2,744,288	16/02/2017
2160	MIN		54,502	746,602	16/02/2017
786	MIN		12,595	171,138	16/02/2017
786	MIN		3,398	46,555	16/02/2017
2160	MIN		74,000	922,198	07/02/2017
786	MIN		15,264	190,697	06/02/2017
2160	MIN		21,600	267,501	30/01/2017
786	MIN		16,939	207,275	31/01/2017
2160	MIN		10,340	129,773	27/01/2017
786	MIN		21,220	262,822	30/01/2017
786	MIN		8,476	106,391	27/01/2017
2160	MIN		22,500	271,143	23/01/2017
786	MIN		11,276	135,900	23/01/2017
2160	MIN		46,000	562,510	20/01/2017
2160	MIN		81,762	987,435	18/01/2017
786	MIN		24,537	300,084	20/01/2017
2127	MIN	-	5,000	55,165	13/04/2017
2127	MIN		30,000	300,393	13/03/2017
2127	MIN		20,000	204,091	10/03/2017
2127	MIN		25,000	257,945	09/03/2017
2127	MIN		30,000	333,398	03/03/2017
2097	MIN	-	22,307	255,203	11/04/2017
2127	MIN		25,000	271,111	01/03/2017
2127	MIN		23,912	263,511	28/02/2017
2097	MIN	-	38,794	441,755	10/04/2017
2127	MIN		20,000	222,594	27/02/2017
2127	MIN		4,026	44,256	27/02/2017
2127	MIN		40,000	476,727	23/02/2017
2127	MIN		100,000	1,253,645	22/02/2017
2127	MIN		100,000	1,260,605	21/02/2017
2097	MIN		5,743	61,717	22/03/2017
2097	MIN		7,517	83,324	15/03/2017
2097	MIN		9,045	93,251	14/03/2017
2097	MIN		34,780	357,458	09/03/2017
2097	MIN		14,840	155,337	08/03/2017
2097	MIN		6,345	67,628	07/03/2017
2097	MIN		19,036	204,139	07/03/2017
2097	MIN		184,436	2,024,379	28/02/2017
2097	MIN		9,618	107,046	27/02/2017
2097	MIN		18,426	216,264	24/02/2017
2097	MIN		13,820	156,268	24/02/2017
2097	MIN		37,019	438,152	23/02/2017
2097	MIN		18,432	231,072	22/02/2017
2097	MIN		9,820	133,417	16/02/2017
2097	MIN		2,650	36,301	16/02/2017
2097	MIN		11,870	148,279	06/02/2017

2097	MIN		13,143	160,807	31/01/2017
2097	MIN		16,449	203,708	30/01/2017
2097	MIN		6,610	82,959	27/01/2017
2097	MIN		8,789	105,914	23/01/2017
2097	MIN		6,209	75,927	20/01/2017
653	MIN		50,000	517,269	13/04/2017
653	MIN	-	10,485	121,329	12/04/2017
653	MIN	-	80,566	921,715	11/04/2017
653	MIN	-	131,591	1,498,454	10/04/2017
653	MIN		17,500	188,064	22/03/2017
653	MIN		17,698	190,192	22/03/2017
653	MIN		22,952	254,388	15/03/2017
653	MIN		23,691	262,579	15/03/2017
653	MIN		28,340	292,178	14/03/2017
653	MIN		108,025	1,110,246	09/03/2017
653	MIN		43,532	455,670	08/03/2017
653	MIN		19,419	206,977	07/03/2017
653	MIN		58,258	624,751	07/03/2017
653	MIN		578,594	6,350,677	28/02/2017
653	MIN		28,470	316,865	27/02/2017
653	MIN		29,600	329,442	27/02/2017
653	MIN		57,949	680,143	24/02/2017
653	MIN		43,461	491,429	24/02/2017
653	MIN		115,452	1,366,475	23/02/2017
653	MIN		58,772	736,792	22/02/2017
653	MIN		29,138	395,876	16/02/2017
653	MIN		27,198	369,519	16/02/2017
653	MIN		7,862	107,699	16/02/2017
653	MIN		7,339	100,534	16/02/2017
653	MIN		37,000	462,199	06/02/2017
653	MIN		35,866	448,034	06/02/2017
653	MIN		42,393	518,686	31/01/2017
653	MIN		42,100	515,101	31/01/2017
653	MIN		59,760	740,080	30/01/2017
653	MIN		51,971	643,620	30/01/2017
653	MIN		27,364	343,434	27/01/2017
653	MIN		35,450	444,918	27/01/2017