

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **Mineral Resources Limited**ACN/ARSN **118 549 910****1. Details of substantial holder (1)**Name **Magellan Financial Group Limited and its related bodies corporate in Annexure A ('Magellan')**ACN/ARSN (if applicable) **Magellan (see Annexure A)**There was a change in the interests of the substantial holder on **16/06/2020**The previous notice was given to the company on **18/05/2020**The previous notice was dated **18/05/2020****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 FULLY PAID SHARES	15,273,405	8.10%	13,365,350	7.09%

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
Refer to Annexure B	Magellan				

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
Refer to Annexure B					

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	N/A

6. Addresses

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

Name	Address
Magellan	MLC Centre Level 36, 19 Martin Place, Sydney NSW 2000

Signature

print name **Marcia Venegas** capacity **Company Secretary**

sign here  date **18/06/2020**

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.

ANNEXURE A

1. Details of substantial holder

Magellan:

Magellan Financial Group Limited ACN 108 437 592 ("**MFG**")

Magellan Asset Management Limited trading as Airlie Funds Management ACN 120 593 946 ("**MAM**")

MAM has a relevant interest in the securities pursuant to section 608(1)(b) and/or section 608(1)(c) of the Corporations Act 2001 (Cth) ("**Act**"), being a relevant interest arising from:

- having the power to exercise, or control the exercise of, a right to vote attached to the securities; and
- having the power to dispose of, or control the exercise of a power to dispose of, the securities,

in its capacity as responsible entity of the Airlie Australian Share Fund, as trustee of The Airlie Concentrated Share Fund and as investment manager of various Australian Equity institutional mandates.

MFG is an associate of **MAM** pursuant to section 12(2)(a) of the Act and has a relevant interest in the securities by virtue of section 608(3) of the Act.

ANNEXURE B

3. Changes in relevant interests

Date of Change	Transaction Type	Consideration (Cash AUD)	No. of Securities	Class
12/06/2020	Buy	\$29,043.57	1,429	Ordinary Fully Paid Shares
	Total	\$29,043.57	1,429	

Date of Change	Transaction Type	Consideration (Cash AUD)	No. of Securities	Class
19/05/2020	Sell	\$954,150.00	50,000	Ordinary Fully Paid Shares
20/05/2020	Sell	\$705,553.72	36,380	Ordinary Fully Paid Shares
21/05/2020	Sell	\$793,642.37	41,353	Ordinary Fully Paid Shares
22/05/2020	Sell	\$1,230,283.05	64,632	Ordinary Fully Paid Shares
25/05/2020	Sell	\$4,812,400.00	250,000	Ordinary Fully Paid Shares
26/05/2020	Sell	\$1,403,914.82	72,978	Ordinary Fully Paid Shares
27/05/2020	Sell	\$680,044.30	35,779	Ordinary Fully Paid Shares
28/05/2020	Sell	\$1,386,423.10	72,599	Ordinary Fully Paid Shares
29/05/2020	Sell	\$192,008.80	10,089	Ordinary Fully Paid Shares
1/06/2020	Sell	\$4,825,175.00	250,000	Ordinary Fully Paid Shares
2/06/2020	Sell	\$2,913,840.00	150,000	Ordinary Fully Paid Shares
3/06/2020	Sell	\$4,902,250.00	250,000	Ordinary Fully Paid Shares
4/06/2020	Sell	\$4,491,643.83	225,445	Ordinary Fully Paid Shares
5/06/2020	Sell	\$2,957,798.69	150,229	Ordinary Fully Paid Shares
11/06/2020	Sell	\$204,892.00	10,000	Ordinary Fully Paid Shares
16/06/2020	Sell	\$4,759,320.00	240,000	Ordinary Fully Paid Shares
	Total	\$37,213,339.68	1,909,484	

4. Present relevant interests

Registered Holder	Number of Securities	Class of securities
BNP Paribas	1,115,854	Ordinary Fully Paid Shares
Citigroup	1,230,847	Ordinary Fully Paid Shares
JP Morgan	5,300,163	Ordinary Fully Paid Shares
National Australia Bank	1,132,261	Ordinary Fully Paid Shares
Northern Trust	3,535,419	Ordinary Fully Paid Shares
State Street	1,050,806	Ordinary Fully Paid Shares