



The Capital Group Companies, Inc.
333 South Hope Street
Los Angeles, California 90071-1406

thecapitalgroup.com

4 February 2016

BY EMAIL - ORIGINAL IN POST
(61 8 6218 8880)

Fortescue Metals Group Limited
Level 2, 87 Adelaide Terrace
East Perth, WA 6004 Australia

Re: Notice of Change in Interests of Substantial Shareholder under Section 671B

Company Secretary:

Enclosed is a Notice of Change in Interests of Substantial Shareholder under Section 671B dated 03 February 2016. Please note that a copy of this report has been sent to the Australian Stock Exchange.

The Capital Group Companies, Inc. ("CGC") is the parent company of Capital Research and Management Company ("CRMC"). CRMC is a U.S.-based investment management company that manages the American Funds family of mutual funds. CRMC manages equity assets for various investment companies through three divisions, Capital Research Global Investors, Capital International Investors and Capital World Investors. CRMC in turn is the parent company of Capital Group International, Inc. ("CGII"), which in turn is the parent company of five investment management companies ("CGII management companies"): Capital Guardian Trust Company, Capital International, Inc., Capital International Limited, Capital International Sàrl and Capital International K.K. The CGII management companies primarily serve as investment managers to institutional clients.

Neither CGC nor any of its affiliates own shares of Fortescue Metals Group Limited for its own account. Rather, the shares reported on Form 604 are owned by accounts under the discretionary investment management of one or more of the investment management companies that make up CGC.

For the purpose of this Notice, an outstanding share balance of 3,113,798,151 shares was used to calculate the percentage of holdings. We believe this outstanding share balance is correct; however, if this number is not accurate, please contact us as soon as possible so we may make the necessary revisions.

Should you have questions or require additional information, please contact us at (213) 615-0469, or send a fax message to (213) 615-4056. Alternatively, you may contact us via e-mail at GRGroup@capgroup.com.

Regards,

Gina Martinez
Principal Compliance Specialist

Form 604**Corporations Act 2001 Section 671B****Notice of change of interests of substantial holder**

To Company Name/Scheme Fortescue Metals Group Limited
 ACN/ARSN 002 594 872

1. Details of substantial holder(1)

Name The Capital Group Companies, Inc.
 ACN/ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on 03 February 2016

The previous notice was given to the company on 27 March 2015

The previous notice was dated 26 March 2015

The shares reported were owned by accounts under the discretionary investment management of 1 investment management company (Capital Research and Management Company) which is a direct or indirect subsidiary of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071.

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	220,488,581 shares	7.081%	251,922,113 shares	8.0905%

The shares being reported under this section are owned by accounts under the discretionary investment management of 1 investment management company (Capital Research and Management Company) which is a direct or indirect subsidiary of The Capital Group Companies, Inc., 333 South Hope Street, 55th Floor, Los Angeles, California 90071.

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
27 Mar 15 Through 3 Jan 16	The Capital Group Companies, Inc.	Acquisition of shares	Average price of 1.8647 AUD	31,433,532 Ordinary Shares	31,433,532

See Annexure A dated 26 March 2015

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
		none			
See Annexure A dated 03 February 2016 (copy attached)					

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
The Capital Group Companies, Inc.	333 South Hope Street, 55 th Floor Los Angeles, CA 90071

Signature

print name: Katherine Newhall

Capacity: Associate Counsel

sign here _____

date

04 February 2016

Annexure “A”

This is the Annexure of 2 pages marked Annexure “A” referred to in Form 604 signed by this corporation dated 3 February 2016.

The Capital Group Companies, Inc.

By:

Katherine Newhall
Associate Counsel

Australia Annexure A
Fortescue Metals Group Limited
As of 3 February 2016

CG Investment Management Company

	<u>Account Number</u>	<u>Number of Shares</u>	<u>% Held</u>
Capital Research and Management Company	11000016	124,055,000	3.98%
	11000033	71,453,091	2.29%
	11000036	11,140,000	0.36%
	11000037	26,127,022	0.84%
	11000054	6,300,000	0.20%
	11000071	12,847,000	0.41%
		251,922,113	
GRAND TOTAL		251,922,113	8.09%

Australia Annexure A
Nominee List

Fortescue Metals Group Limited
As of 3 February 2016

Nominee Name

BNY Mellon Bank N.A.
11000037 26,127,022

Total Shares: 26,127,022

JPMorgan Chase Bank
11000016 124,055,000
11000033 71,453,091
11000036 11,140,000

Total Shares: 206,648,091

State Street Bank North Quincy
11000054 6,300,000
11000071 12,847,000

Total Shares: 19,147,000
