

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Iluka Resources Limited (ASX code: ILU)
ACN/ARSN 008 675 018

1. Details of substantial holder (1)

Name Sumitomo Mitsui Trust Holdings, Inc. (SMTH) and its Subsidiaries as listed in Annexure C
ACN/ARSN (if applicable) n/a

The holder became a substantial holder on 9 Jun 2016

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 had a relevant interest in on the date the substantial holder became a substantial holder are as follows:

Class of securities	Number of securities	Person's votes	Voting power
Ordinary Shares	21,130,872	21,130,872	5.05%

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	Class and number of securities
Nikko AM Limited (NAML)	Under section 608(1) and 608(3) of the Corporations Act in its capacity as fund manager.	21,117,028 fully paid ordinary shares
Nikko Asset Management Co., Ltd. (NAM)	Under section 608(1) and 608(3) of the Corporations Act by virtue of direct control of NAML and in its capacity as fund manager.	13,844 fully paid ordinary shares

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	Class and number of securities
Each person named in section 3 above	As set out in Annexure A		

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	Class and number of securities
As set out in Annexure B			

6. Associates

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

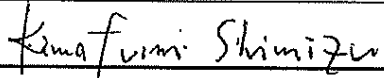
Name and ACN/ARSN (if applicable)	Nature of association
Nikko AM Limited (NAML) ABN: 99 003 376 252	Ultimately a subsidiary of SMTH
Nikko Asset Management Co., Ltd. (NAM)	Ultimate parent company of NAML and subsidiary of SMTH.
SMTH's subsidiaries as set out in Annexure C	Each subsidiary is a related body corporate of SMTH.

7. Addresses

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

Name	Address
NAML	Level 31, 420 George Street, Sydney NSW 2000
NAM	Midtown Tower 9-7-1 Akasaka, Minato-ku Tokyo 107-6242 Japan
SMTH	1-4-1 Marunouchi, Chiyoda-ku, Tokyo 100-8233, Japan

Signature

print name	Kiwafumi Shimizu,	capacity	Senior Manager, Risk Management Dept. Sumitomo Mitsui Trust Holdings, Inc.
sign here		date	14/06/2016

Annexure A – Details of present registered holders

This is Annexure A of 1 page referred to in the Form 603 Notice of initial substantial holder

Signed by me and dated 14/06/2016

Kiwafumi Shimizu

Kiwafumi Shimizu,
Senior Manager, Risk Management Dept. Sumitomo Mitsui Trust Holdings, Inc.

Details of present registered holders

Holder of relevant interest	Registered holder of securities	Registration details	Person's votes
Nikko AM Limited	BNP Paribas Security Services Pty Ltd	<account 87> BNP Paribas Security Services Pty Ltd 60 Castlereagh Street Sydney NSW 2000	103,534
Nikko AM Limited	BNP Paribas Security Services Pty Ltd	<account 57> BNP Paribas Security Services Pty Ltd 60 Castlereagh Street Sydney NSW 2000	107,095
Nikko AM Limited	BNP Paribas Security Services Pty Ltd	<account 47> BNP Paribas Security Services Pty Ltd 60 Castlereagh Street Sydney NSW 2000	114,450
Nikko AM Limited	BNP Paribas Security Services Pty Ltd	<account 56> BNP Paribas Security Services Pty Ltd 60 Castlereagh Street Sydney NSW 2000	131,260
Nikko AM Limited	BNP Paribas Security Services Pty Ltd	<account 9> BNP Paribas Security Services Pty Ltd 60 Castlereagh Street Sydney NSW 2000	159,351
Nikko AM Limited	BNP Paribas Security Services Pty Ltd	<account 7> BNP Paribas Security Services Pty Ltd 60 Castlereagh Street Sydney NSW 2000	170,762
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	<account 80> National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	184,321
Nikko AM Limited	Citicorp Nominees Pty Limited	<account 59> Citicorp Nominees Pty Limited Level 25 2 Park Street SYDNEY NSW 2000	236,211
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	<account 90> National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	269,835
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	<account 76> National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	272,049
Nikko AM Limited	JP Morgan Nominees Australia Ltd	<account 54> JP Morgan Nominees Australia Ltd Level 26, Grosvenor Place, 255 George Street Sydney NSW 2000	404,951
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	<account 81> National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	419,882
Nikko AM Limited	Citicorp Nominees Pty Limited	<account 92> Citicorp Nominees Pty Limited Level 25 2 Park Street SYDNEY NSW 2000	422,522
Nikko AM Limited	National Australia Bank Limited	<account 91>	867,415

Holder of relevant interest	Registered holder of securities	Registration details	Person's votes
	(NAB Custodian Services)	National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	
Nikko AM Limited	BNP Paribas Security Services Pty Ltd	<account 44> BNP Paribas Security Services Pty Ltd 60 Castlereagh Street Sydney NSW 2000	1,368,239
Nikko AM Limited	JP Morgan Nominees Australia Ltd	<account 94> JP Morgan Nominees Australia Ltd Level 26, Grosvenor Place, 255 George Street Sydney NSW 2000	1,522,917
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	<account 88> National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	2,019,300
Nikko AM Limited	National Australia Bank Limited (NAB Custodian Services)	<account 53> National Australia Bank Limited (NAB Custodian Services) Level 23, 255 George St, Sydney NSW 2000 Australia	2,659,211
Nikko AM Limited	Citicorp Nominees Pty Limited	<account 75> Citicorp Nominees Pty Limited Level 25 2 Park Street SYDNEY NSW 2000	4,254,017
Nikko AM Limited	BNP Paribas Security Services Pty Ltd	<account 3> BNP Paribas Security Services Pty Ltd 60 Castlereagh Street Sydney NSW 2000	5,429,706
Nikko Asset Management Co., Ltd.	Mizuho Trust & Banking Co., Ltd.	1-2-1 Yaesu, Chuo-ku, Tokyo	13,844
		TOTAL UNITS	21,130,872

Annexure B – Consideration

This is Annexure B of 1 page referred to in the Form 603 Notice of initial substantial holder

Signed by me and dated 14/06/2016.

Kiwafumi Shimizu

Kiwafumi Shimizu,
Senior Manager, Risk Management Dept. Sumitomo Mitsui Trust Holdings, Inc.

Holder of relevant interest	Date of acquisition	Consideration	Class	Number of securities
Nikko AM Limited	10 February 2016 – 9 June 2016	\$56,659,983.69	Fully Paid Ordinary	9,182,592

Annexure C – Sumitomo subsidiaries

This is Annexure C of 2 pages referred to in the Form 603 Notice of initial substantial holder

Signed by me and dated 14/06/2016

Kiwafumi Shimizu

Kiwafumi Shimizu,
Senior Manager, Risk Management Dept. Sumitomo Mitsui Trust Holdings, Inc.

Sumitomo Mitsui Trust Holdings Inc. Subsidiaries:

Sumitomo Mitsui Trust Bank, Limited

SBI Sumishin Net Bank, Ltd.

SBI Sumishin Net Bank Card Co., Ltd.

Sumitomo Mitsui Trust General Service Co., Ltd.

Sumitomo Mitsui Trust Career Partners Co., Ltd.

HR One Corporation

Aon Hewitt HR One

HR One Shanghai Co., Ltd.

Sumitomo Mitsui Trust Business Service Co., Ltd.

Sumitomo Mitsui Trust Systems & Services Co., Ltd.

Sumitomo Mitsui Trust Guarantee Co., Ltd.

Sumishin Guaranty Company Limited

Sumitomo Mitsui Trust Wealth Partners Co., Ltd.

Sumitomo Mitsui Trust Card Co., Ltd.

Sumitomo Mitsui Trust Loan & Finance Co., Ltd.

Sumitomo Mitsui Trust Panasonic Finance Co., Ltd.

Japan Machinery Leasing and Sales Co., Ltd.

Sumitomo Mitsui Trust Leasing (SINGAPORE) Pte.Ltd.

Sumishin Life Card Company, Limited

Sumitomo Mitsui Trust Investment Co., Ltd.

Sumitomo Mitsui Trust(Hong Kong) Limited

Zijin Trust Co., Ltd

Sumitomo Mitsui Trust Bank(Thai) Public Company Limited

Tokyo Securities Transfer Agent Co.,Ltd.

Japan Securities Agents, Ltd.

Sumitomo Mitsui Trust TA Solution, Ltd.

Japan Stockholders Data Service Company, Limited

Sumitomo Mitsui Trust Research Institute Co., Ltd.

Sumitomo Mitsui Trust Realty Co., Ltd.

Sumitomo Mitsui Trust Real Estate Investment Management Co., Ltd.

Top REIT Asset Management Co., Ltd.

Mitsui & Co., Logistics Partners Ltd.

Sumitomo Mitsui Trust Asset Management Co., Ltd.

Nikko Asset Management Co., Ltd.

Nikko Asset Management Americas, Inc.

Nikko Asset Management Asia Limited

Nikko Asset Management Australia Limited

Nikko Asset Management Europe Ltd

Nikko AM Limited

Nikko Asset Management International Limited

Asian Islamic Investment Management Sdn. Bhd.

Nikko Asset Management New Zealand Limited

SIM Funds Management Limited

Nikko AM Americas Holding Co., Inc.

Nikko AM Global Holdings Limited

Nikko Asset Management Hong Kong Limited

Ambit Mauritius Investment Managers Private Limited
Nikko AM Global Cayman Limited
Nikko AM (Cayman) Ltd
Nikko Asset Management Luxembourg S.A.
Nikko AM Equities Australia Pty Limited
Singapore Consortium Investment Management Limited
Affin Hwang Asset Management Berhad
Rongtong Fund Management Co., Ltd.
Ambit Investment Advisors Private Limited
Shen Zhen Rongtong Capital Management Co., Ltd.
Treasury Asia Asset Management Limited
TAAM (Singapore) Pte.Ltd.
Rongtong Global Investment Limited
Affin Capital Services Berhad
Nikko AM Japan Property Fund I Pte. Ltd.
Nikko AM Japan Property I-I Pte. Ltd.
Nikko AM Japan Property I-II Pte. Ltd.
Nikko AM Japan Property 1-2 SPC
Sky Ocean Asset Management Co, Ltd.
SNJ Preparatory Company Limited
Sumitomo Mitsui Trust International Limited
NS Holdings LLP
NS Asset Management LLP
NSS Serv Limited
NewSmith US LP
NewSmith US GP LLC
Japan Trustee Services Bank, Ltd.
Sumitomo Mitsui Trust Bank (Luxembourg)S.A.
Sumitomo Mitsui Trust Bank (U.S.A.) Limited
Sumitomo Mitsui Trust (Ireland) Limited
SMT Fund Services (Ireland) Limited
SMT Trustees (Ireland) Limited
G.A.S. (Cayman) Limited
Sumitomo Mitsui Trust (UK) Limited
SMT Fund Services (UK) Limited
Japan Pension Operation Service, Ltd.
OIF(PANAMA) S.A.
STL AIRCRAFT S.A.
Maritime International Oceanus S.A.
Lucid Rainbow S.A.
SILVER SAIL (PANAMA) S.A.
SLOC(PANAMA) S.A.

