

A modern mining company



11 April 2018

The Manager, Companies
Australian Securities Exchange
Companies Announcement Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam,

Takeover bid by OZ Minerals Limited for Avanco Resources Limited — substantial holder notice

In accordance with section 671B(1)(c) of the *Corporations Act 2001* (Cth), we attach an ASIC Form 604 — Notice of change of interest of substantial holder in respect of Avanco Resources Limited.

Sincerely,

A handwritten signature in black ink, consisting of a large, stylized 'M' followed by a long, horizontal stroke.

Michelle Pole

Company Secretary and Senior Legal Counsel

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Avanco Resources Limited (Avanco)

ACN/ARSN 126 379 646

1. Details of substantial holder (1)

Name OZ Minerals Limited ABN 40 005 482 824 (OZ Minerals), OZ Minerals Brazil (Holdings) Pty Ltd, and each of the other entities listed in OZ Minerals' 2017 Annual and Sustainability Report on page 121 (as updated from time to time and available on request) (OZ Minerals Group Entities)

ACN/ARSN (if applicable) 005 482 824

There was a change in the interests of the substantial holder on

N/A - Form lodged pursuant to section 671B(1)(c) of the Corporations Act 2001 (Cth)

The previous notice was given to the company on

28/03/2018

The previous notice was dated

28/03/2018

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)
Fully paid ordinary shares in Avanco (Avanco Shares)	453,307,418	18.45% (based on 2,456,906,443 Avanco Shares on issue)	453,307,418	18.45% (based on 2,456,906,443 Avanco Shares on issue)

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
-	-	-	-	-	-

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
OZ Minerals	J.P. Morgan Nominees Australia Limited	<p>Appian Natural Resources Fund LP</p> <p>OZ Minerals or a subsidiary of OZ Minerals may become entitled to be registered as holder of the shares pursuant to the pre-bid acceptance deed dated 27 March 2018 between OZ Minerals, Appian Natural Resources Fund LP and Appian Natural Resources (UST) Fund LP (Pre-Bid Acceptance Deed), a copy of which is attached as Annexure A to the previous notice given to Avanco by Oz Minerals and the OZ Minerals Group Entities on 28 March 2018.</p>	OZ Minerals has power to control the disposal of these shares pursuant to the Pre-Bid Acceptance Deed.	408,869,522 Avanco Shares	16.64% (based on 2,456,906,443 Avanco Shares on issue)
	J.P. Morgan Nominees Australia Limited	<p>Appian Natural Resources (UST) Fund LP</p> <p>OZ Minerals or a subsidiary of OZ Minerals may become entitled to be registered as holder of the shares pursuant to the Pre-Bid Acceptance Deed.</p>	OZ Minerals has power to control the disposal of these shares pursuant to the Pre-Bid Acceptance Deed.	44,437,896 Avanco Shares	1.81% (based on 2,456,906,443 Avanco Shares on issue)

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
-	-

6. Addresses

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

Name	Address
OZ Minerals, OZ Minerals Brazil (Holdings) Pty Ltd and each of the OZ Minerals Group Entities	Level 1, 162 Greenhill Road, Parkside, South Australia 5063
Appian Natural Resources Fund LP	47 Esplanade, St Helier, Jersey JE1 OBD, Channel Island
Appian Natural Resources (UST) Fund LP	47 Esplanade, St Helier, Jersey JE1 OBD, Channel Island

Signature

print name Michelle Pole capacity Company Secretary

sign here



date 11/04/2018