

# Form 604

Corporations Act 2001

Section 671B

## Notice of change of interests of substantial holder

Company Name/Scheme MOD Resources Limited

ACN/ARSN 003 103 544

### 1. Details of Substantial Holder (1)

Name AustralianSuper Pty Ltd

ACN/ARSN (if applicable) 006 457 987

There was a change in the interests of the substantial holder on 25 / 01 / 2019

The previous notice was given to the company on 06 / 11 / 2017

The previous notice was dated 06 / 11 / 2017

### 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	168,706,957	8.91%	29,366,917	10.40%

### 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	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
REFER ATTACHED					

### 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
AustralianSuper Pty Ltd	JPMorgan Nominees Australia Ltd	JPMorgan Nominees Australia Ltd	Shareholder	ORD 29,352,372	29,352,372

AustralianSuper Pty Ltd	Various custodians depending on the party for whom the Industry Super Holdings Pty Ltd (as defined in the fourth column of this table) is managing funds	Various custodians depending on the party for whom the Industry Super Holdings Pty Ltd (as defined in the fourth column of this table) is managing funds	AustralianSuper Pty Ltd has a relevant interest in 14,545 ordinary shares in MOD Resources Limited under section 608(3)(a) of the Corporations Act 2001 (Cth), as a result of its voting power of 20.55% in Industry Super Holdings Pty Ltd. Industry Super Holdings Pty Ltd is the holding company of companies that control the voting and/or disposal of 14,545 ordinary shares in MOD Resources Limited.	ORD 14,545	14,545
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## 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	

## 6. Addresses

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

Name	Address
AustralianSuper Pty Ltd	Level 33, 50 Lonsdale Street Melbourne VIC 3000

## Signature

print name      Paul Doig      capacity      Analyst

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sign here      date      31/01/2019

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Security Name	Security Code	Trade Description	Trade Date	Settlement Date	Units	Price
MOD RESOURCES LTD	6072081	CONVER	9/03/2018	9/03/2018	21276595	0.00
MOD RESOURCES LTD	6072081	OS-PUR	27/03/2018	29/03/2018	475272	0.04
MOD RESOURCES LTD	6072081	OS-PUR	27/03/2018	29/03/2018	6394241	0.04
MOD RESOURCES LTD	6072081	CONVER	11/04/2018	11/04/2018	5004000	0.00
MOD RESOURCES LTD	6072081	CONVER	1/06/2018	1/06/2018	-201857065	0.00
MOD RESOURCES LTD	6072081	CONVER	13/06/2018	13/06/2018	20185706	0.00
MOD RESOURCES LTD	6072081	OS-PUR	28/09/2018	2/10/2018	66957	0.37
MOD RESOURCES LTD	6072081	OS-PUR	1/10/2018	3/10/2018	9157	0.39
MOD RESOURCES LTD	6072081	OS-PUR	4/10/2018	8/10/2018	2423886	0.39
MOD RESOURCES LTD	4E9215S	OS-PUR	25/01/2019	29/01/2019	6666666	0.30

This Form 604 includes a relevant interest in 14,545 ordinary shares in MOD Resources Limited which AustralianSuper Pty Ltd (AustralianSuper) has under section 608(3)(a) of the Corporations Act 2001 (Cth), as a result of its voting power of 20.55% in Industry Super Holdings Pty Ltd. Industry Super Holdings Pty Ltd is the holding company of companies that control the voting and/or disposal of 14,545 ordinary shares in MOD Resources Limited. AustralianSuper has not given any financial consideration in connection with the purchase of such shares by the Industry Super Holdings Pty Ltd. AustralianSuper is proposing to reduce its voting power in Industry Super Holdings Pty Ltd to below 20%. If that occurs, AustralianSuper would cease to have a relevant interest in shares in MOD Resources Limited in which Industry Super Holdings Pty Ltd has a relevant interest through section 608(3)(a) and a new form would be lodged by AustralianSuper.