

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme Aeon Metals Limited (AML)

ACN/ARSN 121 964 725

1. Details of substantial holder (1)

Name OCP Asia (Hong Kong) Limited and all its related bodies corporate and associates as investment manager of OL Master Limited and Orchard Makira Master Limited investment funds (together, the "OCP Group")

ACN/ARSN (if applicable) N/A

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

27 / 08 / 18

The previous notice was given to the company on

22 / 12 / 17

The previous notice was dated

22 / 12 / 17

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 of 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	172,433,323	29.698%	180,110,733	30.737%

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 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
			AUD	Fully paid ordinary shares	
13/06/2018	OL Master Limited	On-market purchase	67,540	200,000	200,000
14/06/2018	OL Master Limited	On-market purchase	70,040	200,000	200,000
15/06/2018	OL Master Limited	On-market purchase	44,847	127,263	127,263
18/06/2018	OL Master Limited	On-market purchase	54,551	159,227	159,227
19/06/2018	OL Master Limited	On-market purchase	99,390	300,000	300,000
20/06/2018	OL Master Limited	On-market purchase	41,814	126,555	126,555
21/06/2018	OL Master Limited	On-market purchase	20,873	60,308	60,308
22/06/2018	OL Master Limited	On-market purchase	28,257	79,463	79,463
25/06/2018	OL Master Limited	On-market purchase	16,617	48,644	48,644
26/06/2018	OL Master Limited	On-market purchase	73,786	221,447	221,447
27/06/2018	OL Master Limited	On-market purchase	44,347	130,664	130,664
28/06/2018	OL Master Limited	On-market purchase	35,148	105,233	105,233
29/06/2018	OL Master Limited	On-market purchase	70,020	200,000	200,000
02/07/2018	OL Master Limited	On-market purchase	30,027	80,719	80,719
03/07/2018	OL Master Limited	On-market purchase	73,660	200,000	200,000

04/07/2018	OL Master Limited	On-market purchase	40,757	109,502	109,502
05/07/2018	OL Master Limited	On-market purchase	74,540	200,000	200,000
09/07/2018	OL Master Limited	On-market purchase	69,901	193,044	193,044
10/07/2018	OL Master Limited	On-market purchase	72,340	200,000	200,000
11/07/2018	OL Master Limited	On-market purchase	23,177	64,941	64,941
12/07/2018	OL Master Limited	On-market purchase	15,750	43,774	43,774
13/07/2018	OL Master Limited	On-market purchase	15,867	44,038	44,038
16/07/2018	OL Master Limited	On-market purchase	20,043	56,715	56,715
17/07/2018	OL Master Limited	On-market purchase	66,520	200,000	200,000
18/07/2018	OL Master Limited	On-market purchase	23,064	68,867	68,867
19/07/2018	OL Master Limited	On-market purchase	28,881	88,646	88,646
20/07/2018	OL Master Limited	On-market purchase	22,104	68,946	68,946
23/07/2018	OL Master Limited	On-market purchase	30,780	95,323	95,323
24/07/2018	OL Master Limited	On-market purchase	40,538	124,925	124,925
25/07/2018	OL Master Limited	On-market purchase	46,143	134,881	134,881
26/07/2018	OL Master Limited	On-market purchase	149,520	400,000	400,000
27/07/2018	OL Master Limited	On-market purchase	27,200	74,195	74,195
30/07/2018	OL Master Limited	On-market purchase	26,534	70,756	70,756
31/07/2018	OL Master Limited	On-market purchase	75,429	205,194	205,194
01/08/2018	OL Master Limited	On-market purchase	65,803	189,197	189,197
02/08/2018	OL Master Limited	On-market purchase	33,287	96,400	96,400
03/08/2018	OL Master Limited	On-market purchase	47,333	133,558	133,558
06/08/2018	OL Master Limited	On-market purchase	17,672	50,520	50,520
07/08/2018	OL Master Limited	On-market purchase	44,780	130,325	130,325
08/08/2018	OL Master Limited	On-market purchase	67,420	200,000	200,000
09/08/2018	OL Master Limited	On-market purchase	21,252	61,492	61,492
10/08/2018	OL Master Limited	On-market purchase	15,933	46,464	46,464
13/08/2018	OL Master Limited	On-market purchase	67,120	200,000	200,000
14/08/2018	OL Master Limited	On-market purchase	65,980	200,000	200,000
15/08/2018	OL Master Limited	On-market purchase	64,100	200,000	200,000
16/08/2018	OL Master Limited	On-market purchase	50,955	156,880	156,880
17/08/2018	OL Master Limited	On-market purchase	22,390	70,787	70,787
20/08/2018	OL Master Limited	On-market purchase	118,680	400,000	400,000
21/08/2018	OL Master Limited	On-market purchase	60,900	200,000	200,000
22/08/2018	OL Master Limited	On-market purchase	45,718	140,627	140,627
23/08/2018	OL Master Limited	On-market purchase	16,503	47,890	47,890
24/08/2018	OL Master Limited	On-market purchase	58,514	170,000	170,000
27/08/2018	OL Master Limited	On-market purchase	67,020	200,000	200,000
27/08/2018	OL Master Limited	On-market purchase	33,770	100,000	100,000

4. Present relevant interest

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
OL Master Limited	CS Third Nominees Pty Limited <HSBC CUST NOM AU LTD 13 A/C>	CS Third Nominees Pty Limited <HSBC CUST NOM AU LTD 13 A/C>	Power to dispose of securities	152,544,557 fully paid ordinary shares	152,544,557
OL Master (Singapore Fund 1) Pte. Limited	CS Third Nominees Pty Limited <HSBC CUST NOM AU LTD 13 A/C>	CS Third Nominees Pty Limited <HSBC CUST NOM AU LTD 13 A/C>	Power to dispose of securities	20,825,106 fully paid ordinary shares	20,825,106
Orchard Makira Master Limited	CS Third Nominees Pty Limited <HSBC CUST NOM AU LTD 13 A/C>	CS Third Nominees Pty Limited <HSBC CUST NOM AU LTD 13 A/C>	Power to dispose of securities	6,741,070 fully paid ordinary shares	6,741,070

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
OL Master Limited	14/F Shanghai Commercial Bank Tower, 12 Queen's Road Central, Hong Kong
OL Master (Singapore Fund 1) Pte. Limited	14/F Shanghai Commercial Bank Tower, 12 Queen's Road Central, Hong Kong
Orchard Makira Master Limited	14/F Shanghai Commercial Bank Tower, 12 Queen's Road Central, Hong Kong
OCP Asia (Hong Kong) Limited	14/F Shanghai Commercial Bank Tower, 12 Queen's Road Central, Hong Kong
CS Third Nominees Pty Limited <HSBC CUST NOM AU LTD 13 A/C>	C/O HSBC Custody Nominees (Australia) Limited, GPO Box 5302, Sydney NSW 2001, Australia

Signature

print name	Colin Smith	capacity	Authorised Signatory
sign here		date	29 / August / 2018

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant issues (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 by which the relevant interest was acquired. 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, 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.