

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, OL Master (Singapore Fund 1) Pte 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

The previous notice was given to the company on

The previous notice was dated

<u>07</u>	<u>/</u>	<u>01</u>	<u>/</u>	<u>19</u>
<u>08</u>	<u>/</u>	<u>10</u>	<u>/</u>	<u>18</u>
<u>08</u>	<u>/</u>	<u>10</u>	<u>/</u>	<u>18</u>

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	186,016,115	31.745%	192,497,676	32.77%

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	
<u>08/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>8,419</u>	<u>23,400</u>	<u>23,400</u>
<u>09/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>34,550</u>	<u>100,000</u>	<u>100,000</u>
<u>10/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>20,373</u>	<u>59,484</u>	<u>59,484</u>
<u>11/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>26,575</u>	<u>78,000</u>	<u>78,000</u>
<u>12/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>33,890</u>	<u>100,000</u>	<u>100,000</u>
<u>15/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>15,632</u>	<u>47,500</u>	<u>47,500</u>
<u>16/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>32,400</u>	<u>100,000</u>	<u>100,000</u>
<u>17/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>18,205</u>	<u>55,000</u>	<u>55,000</u>
<u>18/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>9,685</u>	<u>29,700</u>	<u>29,700</u>
<u>19/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>29,061</u>	<u>90,000</u>	<u>90,000</u>
<u>22/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>28,631</u>	<u>93,200</u>	<u>93,200</u>
<u>23/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>29,580</u>	<u>100,000</u>	<u>100,000</u>
<u>24/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>21,475</u>	<u>74,000</u>	<u>74,000</u>
<u>25/10/18</u>	<u>OL Master Limited</u>	<u>On-market purchase</u>	<u>25,515</u>	<u>90,000</u>	<u>90,000</u>

26/10/18	OL Master Limited	On-market purchase	15,933	56,882	56,882
29/10/18	OL Master Limited	On-market purchase	17,912	65,300	65,300
30/10/18	OL Master Limited	On-market purchase	26,460	100,000	100,000
31/10/18	OL Master Limited	On-market purchase	19,203	72,493	72,493
01/11/18	OL Master Limited	On-market purchase	29,710	100,000	100,000
02/11/18	OL Master Limited	On-market purchase	29,190	100,000	100,000
05/11/18	OL Master Limited	On-market purchase	21,023	75,000	75,000
06/11/18	OL Master Limited	On-market purchase	27,290	100,000	100,000
07/11/18	OL Master Limited	On-market purchase	14,539	52,000	52,000
23/11/18	OL Master Limited	On-market purchase	17,143	61,400	61,400
26/11/18	OL Master Limited	On-market purchase	12,031	43,121	43,121
27/11/18	OL Master Limited	On-market purchase	25,854	94,669	94,669
28/11/18	OL Master Limited	On-market purchase	27,130	100,000	100,000
29/11/18	OL Master Limited	On-market purchase	26,860	100,000	100,000
30/11/18	OL Master Limited	On-market purchase	14,220	54,691	54,691
03/12/18	OL Master Limited	On-market purchase	27,240	100,000	100,000
04/12/18	OL Master Limited	On-market purchase	26,590	100,000	100,000
05/12/18	OL Master Limited	On-market purchase	53,000	200,000	200,000
06/12/18	OL Master Limited	On-market purchase	51,260	200,000	200,000
07/12/18	OL Master Limited	On-market purchase	50,280	200,000	200,000
10/12/18	OL Master Limited	On-market purchase	35,196	140,000	140,000
11/12/18	OL Master Limited	On-market purchase	49,620	200,000	200,000
12/12/18	OL Master Limited	On-market purchase	49,880	200,000	200,000
13/12/18	OL Master Limited	On-market purchase	49,660	200,000	200,000
14/12/18	OL Master Limited	On-market purchase	3,915	15,615	15,615
17/12/18	OL Master Limited	On-market purchase	22,428	90,000	90,000
18/12/18	OL Master Limited	On-market purchase	20,000	80,000	80,000
19/12/18	OL Master Limited	On-market purchase	15,032	59,579	59,579
19/12/18	OL Master Limited	On-market purchase	25,450	100,000	100,000
20/12/18	OL Master Limited	On-market purchase	29,685	113,000	113,000
20/12/18	OL Master Limited	On-market purchase	33,175	125,000	125,000
21/12/18	OL Master Limited	On-market purchase	62,871	246,165	246,165
21/12/18	OL Master Limited	On-market purchase	64,275	250,000	250,000
24/12/18	OL Master Limited	On-market purchase	30,738	125,000	125,000
24/12/18	OL Master Limited	On-market purchase	30,888	125,000	125,000
27/12/18	OL Master Limited	On-market purchase	24,450	100,000	100,000
28/12/18	OL Master Limited	On-market purchase	48,889	183,311	183,311
28/12/18	OL Master Limited	On-market purchase	40,095	150,000	150,000
31/12/18	OL Master Limited	On-market purchase	27,800	100,000	100,000
31/12/18	OL Master Limited	On-market purchase	42,000	150,000	150,000
02/01/19	OL Master Limited	On-market purchase	28,300	100,000	100,000
02/01/19	OL Master Limited	On-market purchase	42,795	150,000	150,000
03/01/19	OL Master Limited	On-market purchase	28,550	100,000	100,000
03/01/19	OL Master Limited	On-market purchase	28,380	100,000	100,000
04/01/19	OL Master Limited	On-market purchase	3,589	13,051	13,051
07/01/19	OL Master Limited	On-market purchase	42,000	150,000	150,000
07/01/19	OL Master Limited	On-market purchase	28,000	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	164,931,500 fully paid ordinary shares	164,931,500
OL Master (Singapore Fund 1) Pie. 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:

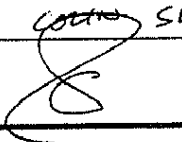
Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

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) Pie. 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 COLLEEN SMITH capacity Authorised Signatory
sign here  date 08 10 2019

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.