

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

	05	/	10	/	18
The previous notice was given to the company on	29	/	08	/	18
The previous notice was dated	29	/	08	/	18

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	180,110,733	30.737%	186,016,115	31.745%

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	
28/08/18	OL Master Limited	On-market purchase	16,872	49,174	49,174
28/08/18	OL Master Limited	On-market purchase	68,803	198,623	198,623
29/08/18	OL Master Limited	On-market purchase	61,256	171,250	171,250
29/08/18	OL Master Limited	On-market purchase	25,550	70,000	70,000
30/08/18	OL Master Limited	On-market purchase	7,300	20,000	20,000
30/08/18	OL Master Limited	On-market purchase	73,380	200,000	200,000
31/08/18	OL Master Limited	On-market purchase	50,360	135,668	135,668
31/08/18	OL Master Limited	On-market purchase	7,426	20,000	20,000
03/09/18	OL Master Limited	On-market purchase	40,214	107,754	107,754
04/09/18	OL Master Limited	On-market purchase	42,150	115,101	115,101
05/09/18	OL Master Limited	On-market purchase	53,025	150,000	150,000
06/09/18	OL Master Limited	On-market purchase	52,620	150,000	150,000
07/09/18	OL Master Limited	On-market purchase	50,736	145,000	145,000
10/09/18	OL Master Limited	On-market purchase	17,500	50,000	50,000

10/09/18	OL Master Limited	On-market purchase	30,711	87,296	87,296
11/09/18	OL Master Limited	On-market purchase	51,165	150,000	150,000
12/09/18	OL Master Limited	On-market purchase	8,583	25,000	25,000
12/09/18	OL Master Limited	On-market purchase	51,420	150,000	150,000
13/09/18	OL Master Limited	On-market purchase	23,146	67,363	67,363
14/09/18	OL Master Limited	On-market purchase	8,750	25,000	25,000
14/09/18	OL Master Limited	On-market purchase	29,010	83,844	83,844
17/09/18	OL Master Limited	On-market purchase	24,130	69,280	69,280
17/09/18	OL Master Limited	On-market purchase	8,750	25,000	25,000
18/09/18	OL Master Limited	On-market purchase	9,876	29,029	29,029
19/09/18	OL Master Limited	On-market purchase	21,998	64,078	64,078
20/09/18	OL Master Limited	On-market purchase	24,052	69,415	69,415
21/09/18	OL Master Limited	On-market purchase	28,987	82,023	82,023
24/09/18	OL Master Limited	On-market purchase	38,874	110,000	110,000
25/09/18	OL Master Limited	On-market purchase	7,300	20,000	20,000
25/09/18	OL Master Limited	On-market purchase	89,200	250,000	250,000
26/09/18	OL Master Limited	On-market purchase	15,671	43,470	43,470
27/09/18	OL Master Limited	On-market purchase	86,600	250,000	250,000
27/09/18	OL Master Limited	On-market purchase	17,375	50,000	50,000
28/09/18	OL Master Limited	On-market purchase	720,081	1,999,113	1,999,113
01/10/18	OL Master Limited	On-market purchase	767	2,100	2,100
01/10/18	OL Master Limited	On-market purchase	12,445	33,800	33,800
02/10/18	OL Master Limited	On-market purchase	16,660	46,600	46,600
03/10/18	OL Master Limited	On-market purchase	44,016	120,000	120,000
04/10/18	OL Master Limited	On-market purchase	93,125	250,000	250,000
05/10/18	OL Master Limited	On-market purchase	60,066	170,401	170,401
05/10/18	OL Master Limited	On-market purchase	17,500	50,000	50,000

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	158,449,939 fully paid ordinary shares	158,449,939
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
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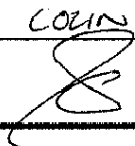
N/A	N/A
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6. Addresses

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	<u>COLIN SMITH</u>	capacity	Authorised Signatory
sign here		date	08 1 10 1 18

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.