

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **OZ Minerals Limited**

ACN/ARSN

1. Details of substantial holder (1)

Name **M&G Investment Funds (1)
M&G Investment Management Limited
M&G Limited
M&G Group Limited
M&G Securities Limited
Prudential plc**

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on **28 February 2013**
The previous notice was given to the company on **06 August 2012**
The previous notice was dated **06 August 2012**

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 Security (4)	Previous Notice		Present Notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
Ordinary	54,627,450	18.00%	53,429,696	17.60%

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
	M&G Investment Funds (1) M&G Investment Management Limited M&G Limited M&G Group Limited M&G Securities Limited Prudential plc			PLEASE SEE ANNEX 1 (Below)	

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	Nature of relevant interest	Class and number of securities
M&G Investment Management Limited, M&G Limited, M&G Group Limited, Prudential plc	Chase Nominees Ltd	Chase Nominees Ltd	Power to dispose of, or control the exercise of a power to dispose of, the securities	19,750,000
M&G Investment Funds (1) M&G Investment Management Limited, M&G Limited, M&G Group Limited, M&G Securities Limited, Prudential plc	State Street Noms Ltd A/C GMBM	State Street Noms Ltd A/C GMBM	Power to exercise or control the exercise of, a right to vote attached to the securities. Power to dispose of, or control the exercise of a power to dispose of, the securities	26,269,158
M&G Investment Funds (1) M&G Investment Management Limited, M&G Limited, M&G Group Limited, M&G Securities Limited, Prudential plc	State Street Noms Ltd A/C GMGQ	State Street Noms Ltd A/C GMGQ	exercise of a power to dispose of, the securities	964,035

M&G Investment Management Limited, M&G Limited, M&G Group Limited, Prudential plc	JNL/M&G GLOBAL BASICS FUND	JNL/M&G GLOBAL BASICS FUND	Power to exercise or control the exercise of, a right to vote attached to the securities. Power to dispose of, or control the exercise of a power to dispose of, the securities	736,835
M&G Investment Management Limited, M&G Limited, M&G Group Limited, Prudential plc	PRUCLT HSBC GIS NOM(UK) PPL AC	PRUCLT HSBC GIS NOM(UK) PPL AC	Power to exercise or control the exercise of, a right to vote attached to the securities. Power to dispose of, or control the exercise of a power to dispose of, the securities	17,765
Jackson National Asset Management Plc, Prudential Plc	Jackson National Asset Management	Jackson National Asset Management	Power to exercise or control the exercise of, a right to vote attached to the securities. Power to dispose of, or control the exercise of a power to dispose of, the securities	52,896
Eastspring Investments Prudential PLC The Prudential Assurance Company Limited,	EASTSPRING INV ASIA OCEANIA HD EASTSPRING INV ASIA E IN Eastspring Investments Asia-Pacific High Yield Equity Fund	EASTSPRING INV ASIA OCEANIA HD EASTSPRING INV ASIA E IN Eastspring Investments Asia-Pacific High Yield Equity Fund	Power to exercise or control the exercise of, a right to vote attached to the securities. Power to dispose of, or control the exercise of a power to dispose of, the securities	5,639,007

5. Changes in association

The persons who have been 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 CAN/ARSN (if applicable)	Nature of association

6. Addresses

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

Name	Address
M&G Investment Funds (1)	Laurence Pountney Hill, London EC4R 0HH, England
M&G Investment Management Limited, M&G Securities Limited	Laurence Pountney Hill, London EC4R 0HH, England Laurence Pountney Hill, London EC4R 0HH, England
M&G Limited	Laurence Pountney Hill, London EC4R 0HH, England
M&G Group Limited	Laurence Pountney Hill, London EC4R 0HH, England
Prudential plc	Laurence Pountney Hill, London EC4R 0HH, England
Chase Nominees Ltd	125 London Wall, London EC2Y 5AJ, England
Eastspring Investments Singapore/Hong Kong	10 Marina Boulevard #32-01, Marina Bay Financial Centre Tower 2, Singapore 018983. 13/F, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong.
Jackson National Asset Man LLC	1 Corporate Way, Michigan, USA
State Street Nominees	20 CHURCHILL PLACE CANARY WHARF LONDON E14 5HJ

Signature

sign here **James Todd**

Date **01 March 2013**

print name **James Todd**

capacity **Notifiables Administrator**

Annex 1: Transactions 03 August 2012 – 28 February 2013

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Eastspring Investments Prudential PLC The Prudential Assurance Company Limited, (EASTSPRING INV ASIA OCEANIA HD EASTSPRING INV ASIA E IN Eastspring Investments Asia-Pacific High Yield Equity Fund)	02-Nov-12	N/A		267,429
	05-Nov-12	N/A		165,000
	07-Nov-12	N/A		12,877
	19-Nov-12	N/A		30,446
	20-Nov-12	N/A		177,859
	21-Nov-12	N/A		168,095
	22-Nov-12	N/A		60,602
	05-Dec-12	N/A		245
	28-Dec-12	N/A		35,275
	28-Jan-13	N/A		7,591
	25-Feb-13	N/A		5,728
M&G Investment Management Limited M&G Limited M&G Group Limited Prudential plc (JNL/M&G Global Basics Fund – JBCS)	15-Aug-12	53,666		7,236
	11-Sep-12	-809,498		-120,311
	02-Oct-12	-768,431		-111,794
	05-Oct-12	115,593		16,228
	16-Oct-12	-1,220,393		-158,287
	24-Oct-12	245,948		29,414
	31-Oct-12	327,600		40,000
	10-Jan-13	104,273		14,803
	22-Jan-13	94,946		12,682
	01-Feb-13	171,694		24,404
	20-Feb-13	182,409		25,842
	26-Feb-13	-282,721		-42,726
	27-Feb-13	-272,391		-41,589
M&G Investment Management Limited M&G Limited M&G Group Limited Prudential plc (Chase Nominees Ltd - VANG)	07-Sep-12	3,359,559		500,000
	13-Sep-12	3,417,453		500,000
	14-Sep-12	3,593,322		500,000
	20-Sep-12	1,799,410		250,000
	26-Sep-12	1,150,296		175,000
	23-Oct-12	-4,256,039		-500,000
	25-Oct-12	-8,300,000		-1,000,000
	31-Oct-12	-3,480,750		-425,000
	04-Dec-12	1,831,820		250,000
	03-Jan-13	3,616,196		500,000
	08-Jan-13	3,598,581		500,000
	25-Jan-13	3,419,709		500,000
	31-Jan-13	-3,470,000		-500,000
21-Feb-13	-3,376,983		-500,000	
M&G Investment Management Limited, M&G Limited, M&G Group Limited, Prudential plc (PRUCLT HSBC GIS NOM(UK) PPL AC – PPLIA)	16-Nov-12	-25,192		3,500
	15-Jan-13	-11,322		1,643

M&G Investment Funds (1) M&G Investment Management Limited, M&G Limited, M&G Securities Limited M&G Group Limited, Prudential Plc (M&G Global Basics Fund – AUST)	04-Oct-12	1,415,138		200,000
	16-Oct-12	1,220,393		158,287
	18-Oct-12	3,261,214		391,713
	25-Oct-12	8,300,000		1,000,000
	31-Oct-12	3,153,150		385,000
	22-Jan-13	1,871,677		250,000
	31-Jan-13	3,470,000		500,000
	26-Feb-13	-6,706,340		-1,013,489
M&G Investment Management Limited, M&G Limited, M&G Group Limited, Prudential plc (Jackson National Asset Management - JNAM)	27-Feb-13	-6,461,233		-986,511
	28-Feb-13	-5,494,613		-865,842
	04-Oct-12	N/A		9,441
M&G Investment Funds (4) M&G Investment Management Limited, M&G Limited, M&G Securities Limited M&G Group Limited, Prudential Plc (M&G Managed Growth Fund – MGF)	28-Feb-13	-4,670,417		-735,965