

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 **09 May 2013**
The previous notice was given to the company on **04 March 2013**
The previous notice was dated **04 March 2013**

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	51,429,500	16.94%	48,203,566	15.88%

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	24,250,000
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	22,759,825
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	493,667

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	629,413
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

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
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	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

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
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
Jackson National Asset Management LLC	1 Corporate Way, Michigan, USA
State Street Nominees	20 CHURCHILL PLACE CANARY WHARF LONDON E14 5HJ

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Signature _____

sign here **James Todd**

Date **10 May 2013**

print name **James Todd**

capacity **Notifiabes Administrator**

Annex 1: Transactions - 02 March 2013 – 09 May 2013

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
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-Mar-13	-5,431,271		-907,729
	12-Mar-13	-2,916,655		-500,000
	19-Mar-13	-2,828,104		-500,000
M&G Investment Management Limited M&G Limited M&G Group Limited Prudential plc (JNL/M&G Global Basics Fund – JBCS)	04-Mar-13	-92,006		-15,377
	19-Mar-13	-378,553		-66,927
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)	04-Mar-13	-579,752		-96,894
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)	25-Apr-13	N/A		-517,874
	29-Apr-13	N/A		-988,509
	30-Apr-13	N/A		-44,343
	01-May-13	N/A		363,735
	02-May-13	N/A		-926,024
	03-May-13	N/A		-135,563
	07-May-13	N/A		-1,483,400
	08-May-13	N/A		-715,598
	09-May-13	N/A		-1,191,431
M&G Investment Management Limited M&G Limited M&G Group Limited Prudential plc (Chase Nominees Ltd - VANG)	10-Apr-13	5,299,343		1,000,000
	30-Apr-13	2,151,595		500,000
	06-May-13	6,408,872		1,463,299
	07-May-13	2,300,545		536,701
	08-May-13	4,446,103		1,000,000