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Perth WA 6000
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Your Ref:
Our Ref: 240176

Allion Partners Pty Ltd
ABN: 43 109 326 463

12 October 2023

Attention: The Company Secretary
Liontown Resources Limited
PO Box 284
WEST PERTH WA 6872

Company Announcements
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL SHAREHOLDER FOR LIONTOWN RESOURCES LIMITED

We refer to the notice of change of interests of substantial shareholding lodged by Hancock Prospecting Pty Ltd and associated parties (together **HPPL**) on 10 October 2023 with respect to Liontown Resources Limited (ASX: LTR) (**HPPL Notice**).

Please find attached a notice of change of interests of substantial shareholder in relation to a relevant interest held by Bianca Rinehart (in her capacity as trustee of the Hope Margaret Hancock Trust) in 18.36% of the fully paid ordinary shares of Liontown Resources Limited (**BR Notice**).

The interest disclosed in the BR Notice arises by virtue of the operation of section 608(3)(a) of the *Corporations Act 2001* (Cth) and relates to the same shares the subject of the HPPL Notice. The information contained in the BR Notice is based solely on the disclosure contained in the HPPL Notice. Ms Rinehart makes no representation with respect to the disclosure contained in the HPPL Notice.

We understand that HPPL and associated parties have an aggregate beneficial and economic interest in 18.36% of Liontown Resources Limited's ordinary shares.

Yours faithfully

Philip Lucas*
Partner
D / +61 (8) 9216 7171
E / plucas@allionpartners.com

**Sent electronically without signature*

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allionpartners.com

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Liontown Resources Limited

ACN/ARSN 118 153 825

1. Details of substantial holder (1)

Name Bianca Hope Rinehart in her capacity as trustee of the Hope Margaret Hancock Trust*

ACN/ARSN (if applicable) Not applicable

There was a change in the interests of the substantial holder on 10/10/2023

The previous notice was given to the company on 10/10/2023

The previous notice was dated 10/10/2023

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 securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary shares (Shares)	367,593,408	16.69%	404,332,426	18.36%

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 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
For changes in relevant interests held by Bianca Hope Rinehart in her capacity as trustee of the Hope Margaret Hancock Trust* refer to the substantial shareholder notice dated 10 October 2023 lodged by Mrs Georgina Hope Rinehart, Hancock Prospecting Pty Ltd (ACN 008 676 417) (HPPL) and the subsidiaries of HPPL (together, HPPL Parties) attached to this notice as Annexure A.					

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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Bianca Hope Rinehart in her capacity as trustee of the Hope Margaret Hancock Trust* and each of the persons listed in the substantial shareholder notice dated 10 October 2023	HPPL	HPPL	Bianca Hope Rinehart, in her capacity as trustee of the Hope Margaret Hancock Trust, has a relevant interest under section 608(3)(a) of the Corporations Act by reason of holding more than 20% of the voting power (as defined in the Corporations Act) in HPPL.	404,332,426 Shares	404,332,426

lodged by the HPPL Parties.					
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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
Not Applicable	Not Applicable

6. Addresses

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

Name	Address
Bianca Hope Rinehart	PO Box H27 Australia Square NSW 1215
HPPL Parties	Level 3, 28-42 Ventnor Avenue, West Perth WA 6005

Signature

print name Bianca Hope Rinehart in her capacity as trustee of the Hope Margaret Hancock Trust*

sign here



date 12 / 10 / 2023

*

Information contained in this Form is based on the notice of substantial shareholder lodged by the HPPL Parties and dated 10 October 2023 (HPPL Notice). Ms Rinehart makes no representation with respect to the disclosures contained in the HPPL Notice.

Annexure A

This is Annexure A of 6 pages referred to in Form 604 (Notice of change of interests of substantial holder) given by Bianca Hope Rinehart in her capacity as trustee of the Hope Margaret Hancock Trust*.



Bianca Rinehart

12 October 2023

Date

Form 504

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme: Liontown Resources Limited (LTR)

ACN/ARBN: 118 153 825

1. Details of substantial holder (1)

Name: Mrs Georgina Hope Rinehart and Hancock Prospecting Pty Ltd (HPPL) and subsidiaries of HPPL as set out in Annexure A (referred to together as the HPPL Group)

ACN (if applicable): 008 676 417

There was a change in the interests of the substantial holder on: 10 / 10 / 2023

The previous notice was given to the company on: 06 / 10 / 2023

The previous notice was stated: 06 / 10 / 2023

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interest 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 securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares (Shares)	367,593,408	16.69%	404,332,426	18.36%

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
09/10/2023	The HPPL Group	On-market acquisition of shares	\$3.00 per share	14,289,018 shares	14,289,018
10/10/2023	The HPPL Group	On-market acquisition of shares	\$3.00 per share	22,450,000 shares	22,450,000

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 (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
HPPL	HPPL	HPPL	HPPL has a relevant interest under section 608(1) of the Corporations Act 2001 (Cth).	404,332,426 Shares	404,332,426
Mrs Georgina Hope Rinehart	HPPL	HPPL	Mrs Georgina Hope Rinehart has a relevant interest under section 608(3)(b) of the Corporations Act 2001 (Cth) by reason of having control of HPPL.	404,332,426 Shares	404,332,426
Each HPPL Group Company set out in Annexure A	HPPL	HPPL	Each HPPL Group Company has a relevant interest under section 608(3)(a) of the Corporations Act 2001 (Cth).	404,332,426 Shares	404,332,426

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 (if applicable)	Nature of association
Not applicable	Not applicable

6. Addresses

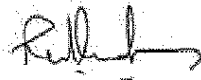
The addresses of persons named in this form are as follows:

Name	Address
Mrs Georgina Hope Rinehart, HPPL and each HPPL Group Company set out in Annexure A.	Level 3, 28-42 Ventnor Avenue, West Perth, 6005

Signature

print name: S J Huang

sign here



capacity: Secretary
date: 10 / 10 / 2023

Annexure A

This is Annexure A of 4 pages referred to in Form 604 (Notice of change of interests of substantial holder) given by Mrs Georgina Hope Rinehart, Hancock Prospecting Pty Ltd and its subsidiaries.



10 / 10 / 2023

S J Huang
Company Secretary

Date

HPPL Group Companies

ENTITY NAME	AUSTRALIAN COMPANY NUMBER
2GHR Prime Australian Beef Pty Ltd	609 508 036
2GR Australian Beef Pty Ltd	612 793 810
2GR Outback Beef Pty Ltd	612 793 629
2GR Premium Beef Pty Ltd	612 793 638
2GR Premium Outback Beef Pty Ltd	612 937 327
2GR Premium Wagyu Beef Pty Ltd	612 937 318
2GR Wagyu Beef Pty Ltd	612 793 665
Associated Management Services Pty Ltd	609 834 504
Atlas Iron Pty Ltd	110 396 168
Atlas Americ Finance, Inc	N/A
Atlas Operations Pty Ltd	122 835 947
Atlas Pty Ltd	161 762 116
Aurox Resources Pty Ltd	106 793 560
Australian Outback Beef Pty Ltd	613 901 161
Australian Beef Marketing Pty Ltd	617 875 313
Australian Manganese Pty Ltd	100 061 854
Aviation Lease Holdings Pty Ltd	602 412 993
Bluelink Nominees Pty Ltd	152 873 660
Brightside Nominees Pty Ltd	653 517 947
BV Investments Pty Ltd	657 533 883
Canada Ecuadorian Holdings One Ltd	N/A
Canada Ecuadorian Holdings Two Ltd	N/A
Carbelec Pty Ltd	655 536 262
Carlinga Mining Pty Ltd	077 264 487
Central Pilbara Holdings Pty Ltd	132 394 168
Central Pilbara North Iron Ore Pty Ltd	132 394 480
Central Pilbara South Iron Ore Pty Ltd	132 394 471
Clover Cattle Co. Pty Ltd	009 107 171
FerrAus Pty Ltd	097 422 529
FerrAus Manganese Pty Ltd	147 298 940
Ferro Metals Australia Pty Ltd	113 996 106
Flight Operations Pty Ltd	601 237 790
Gayna Park Pty Ltd	009 294 722
Georgina Hancock (1965) Pty Ltd	008 696 884
Ginbata Aircraft Pty Ltd	602 413 016
Ginbata Aviation Holdings Pty Ltd	602 411 745
Giralia Resources Pty Ltd	009 218 204
GKI Investments Pty Ltd	651 887 428
Gold Exploration Victoria Pty Ltd	603 818 382
Gunnee Feedlot Pty Ltd	157 798 082
Haggerston Pty Ltd	612 808 045

Hancock Beef Pty Ltd	146 118 087
Hancock Agriculture Australia Pty Ltd	616 243 406
Hancock British Holdings Ltd	N/A
Hancock Corporation Pty Ltd	615 809 740
Hancock Energy Pty Ltd	130 249 624
Hancock Energy (PB) Pty Ltd	663 446 642
Hancock Energy Corporation Pty Ltd	629 679 063
Hancock English Holdings Pty Ltd	612 807 986
Hancock Exploration Management Services Pty Ltd	127 071 836
Hancock Fresh Produce Pty Ltd	663 462 342
Hancock Group Holdings Pty Ltd	612 808 018
Hancock Manganese Pty Ltd	131 992 277
Hancock Magnetite Corporation Pty Ltd	650 608 147
Hancock Minerals Pty Ltd	057 326 824
Hancock (Singapore) Pte Ltd	N/A
Hancock Wagyu Pty Ltd	168 089 272
Hannine Ecuadorian Exploration and Mining S.A.	N/A
Hannine Finance Pty Ltd	142 927 900
Hannine Holdings Pty Ltd	154 124 204
Hannine Holdings (Singapore) Pte Ltd	N/A
Hannine Investments Pty Ltd	145 852 991
Hannine Investments (Singapore) Pte Ltd	N/A
Hannine Properties Pty Ltd	651 857 966
Hannine Properties (Singapore) Pte Ltd	N/A
Hanroy Holdings Pty Ltd	657 533 974
Hanroy Iron Ore Projects Pty Ltd	661 341 975
Hanwest Pty Ltd	651 304 264
Hanwest Infrastructure Pty Ltd	658 209 717
Hanwest Iron Pty Ltd	651 305 976
Haydon Bridge Pty Ltd	612 807 959
Heli Investment Company Pty Ltd	651 887 437
Hill View Investment Holdings Pty Ltd	630 564 519
HMHT Investments Pty Ltd	070 550 104
Hope Dairies Pty Ltd	608 094 159
Hope Dairies (WA) Pty Ltd	602 615 967
Hope Downs Iron Ore Pty Ltd	071 514 308
Hope Downs Management Services Pty Ltd	081 380 930
House of Hope Pty Ltd	142 021 770
HPPL Pastoral Properties Pty Ltd	078 739 956
HPPL Services Pty Ltd	132 394 159
Jacaranda Minerals Pty Ltd	117 264 570
Jakktower Enterprises SA	N/A
Jasmin Walk Pty Ltd	149 227 485
Lavington Pty Ltd	612 808 036
Liveringa Station Beef Pty Ltd	168 054 448
Marketwest Holdings Pty Ltd	657 008 681
Marketwest Investments Pty Ltd	657 009 124
Minera Atacamera Limitada	N/A
Minerals Australia Pty Ltd	124 475 538
Mt Gould Minerals Pty Ltd	118 341 147
Mulga Downs Iron Ore Pty Ltd	080 659 150
Mulga Downs Pty Ltd	057 326 815
Mulga Exploration Pty Ltd	600 967 619
Mulga Infrastructure Pty Ltd	600 967 682
Mulga Iron Holdings Pty Ltd	600 967 404
Nicholas Downs Pty Ltd	131 992 295

Niunai Pty Ltd	600 577 473
Northback Holdings Corporation	N/A
Northern Australia Pastoral Investments Pty Ltd	168 089 558
Northern Australia Pastoral Properties Pty Ltd	168 089 489
NWI Pty Ltd	160 138 143
NWIOA Ops Pty Ltd	137 476 370
NWI Port Pty Ltd	160 139 908
NWI Rail Pty Ltd	160 139 917
Offshore Exploration Holdings Pty Ltd	617 989 492
Ord Street Holdings Pty Ltd	658 263 962
Outram Properties Pty Ltd	654 369 445
Pastoral Properties Australia Pty Ltd	152 743 523
Pastoral Properties (Cropping) Pty Ltd	627 884 824
Pastoral Properties (Eastern) Pty Ltd	627 055 841
Pastoral Properties (NSW) Pty Ltd	602 975 511
Pastoral Properties (NT) Pty Ltd	612 807 931
Pastoral Properties (Old) Pty Ltd	169 703 011
Pastoral Properties (SV) Pty Ltd	612 808 054
Pastoral Properties (WV) Pty Ltd	660 899 990
Pilbara Crushing and Grinding Pty Ltd	660 899 981
Queensland Coal Investments Pty Ltd	144 920 187
Redstone Corporation Pty Ltd	625 680 459
Rinehan Pty Ltd	602 397 740
Rinehart Developments Pty Ltd	654 973 583
Rinehart Medical Pty Ltd	620 307 833
Riversdale Resources Pty Ltd	152 669 291
Roy Hill Holdings Pty Ltd	123 721 077
Roy Hill Infrastructure Pty Ltd	130 249 633
Roy Hill Iron Ore Pty Ltd	123 722 038
Roy Hill Logistics Pty Ltd	627 019 489
Roy Hill Operations Pty Ltd	168 771 355
S. Kidman & Co Pty Ltd	007 872 317
Stoneform Investments Pty Ltd	168 036 093
South East Pilbara Assets Pty Ltd	152 057 022
Southwest Pastoral Properties Pty Ltd	602 975 520
St George Magnetite Pty Ltd	122 999 044
Tallering Resources Pty Ltd	077 183 165
Thomas Minerals Pty Ltd	629 904 785
Timeview Enterprises Pty Ltd	147 613 312
Tiziflower Investment Inc	N/A
Valley Investments (WA) Pty Ltd	657 567 532
Valley River Holdings Pty Ltd	657 962 606
Ventnor Entertainment Services Pty Ltd	148 118 067
Vilbec Pty Ltd	144 802 380
Warrego Australia Holdings Pty Ltd	628 731 760
Warrego Energy Pty Ltd	126 394 667
Warrego Energy 127 Pty Ltd	153 352 231
Warrego Energy EP469 Pty Ltd	133 046 787
Warwick Resources Pty Ltd	063 506 963
Waterhead Pty Ltd	612 807 913
Weld Range Iron Ore Pty Ltd	118 340 686
West Erregulla Pty Ltd	628 739 640

Westraint Resources Pty Ltd	009 083 783
Wheelbarrow Prospecting Pty Ltd	118 926 613
Winform Nominees Pty Ltd	152 706 717
Wingfield Avenue Pty Ltd	065 980 181
W.N.M. MacDonald Pty Ltd	008 673 756