

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Encounter Resources Limited (Encounter)

ACN/ARSN 109 815 796

1. Details of substantial holder (1)

Name Antofagasta Investment Company Limited (previously known as Sierra Gorda Investment Company Limited) (AICL) and each of its related bodies corporate listed in Annexure A (Antofagasta Group).

ACN/ARSN (if applicable) n/a

There was a change in the interests of the substantial holder on

30/09/2015

The previous notice was given to the company on

30/04/2013

The previous notice was dated

29/04/2013

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 securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORDINARY	9,241,931	7.48%	9,241,931	8.38%

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
01/09/2015	AICL	Reduction in voting power due to share placement by Encounter as described in its Appendix 3B dated 1 October 2015.	N/A	9,241,931 ordinary shares	9,241,931
01/09/2015	Antofagasta Group	Reduction in voting power due to share placement by Encounter as described in its Appendix 3B dated 1 October 2015.	N/A	9,241,931 ordinary shares	9,241,931

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 (9)	Class and number of securities	Person's votes
AICL	AICL	AICL	Pursuant to section 608(1)(a) of the Corporations Act 2001 (Cth) as the holder of ordinary shares.	9,241,931 ordinary shares	9,241,931
Antofagasta Group	AICL	AICL	Each member of the Antofagasta Group is an associate of AICL pursuant to section 12(2)(a) of the Corporations Act and has a relevant interest under section 608(3)(a) of the Corporations Act.	9,241,931 ordinary shares	9,241,931

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
See Annexure A for updated list of related bodies corporate of AICL.	See Annexure A for updated list of related bodies corporate of AICL.

6. Addresses

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

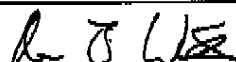
Name	Address
AICL	2 Grenville Street St. Helier Jersey JE4 8PX United Kingdom
<ul style="list-style-type: none"> • Minera Centinela SCM • Minera Los Pelambres SCM • Minera Michilla S.A. • Minera Antucoya SCM • Antofagasta Minerals S.A. 	AV. Apoquindo 4001, 18th Floor 7550162 Las Condes Chile
Antofagasta plc.	Cleveland House 33 King Street, St James's London SW 1 8RJ United Kingdom
<ul style="list-style-type: none"> • Antofagasta Minerals Australia Pty Limited • Antofagasta Minerals Adelaide Pty Limited • Antofagasta Minerals Perth Pty Limited 	Level 28 Riparian Plaza 71 Eagle Street Brisbane QLD 4000

Signature

print name Alan James Wilson

capacity Director

sign here



date 15/10/18

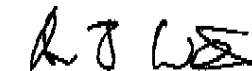
DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (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 because of which the change in relevant interest occurred. 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, or influence 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 on 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.

Annexure A to Form 604

This is Annexure A of 1 page referred to in the Form 604 (Notice of change of interests of substantial holder), signed by me and dated

15th OCTOBER 2015.



Alan James Wilson
Director

The Antofagasta Group of companies other than AICL

- Antofagasta Ptc
- Antofagasta Minerals Australia Pty Limited ACN 152 355 824
- Antofagasta Minerals Adelaide Pty Limited ACN 152 369 787
- Antofagasta Minerals Perth Pty Limited ACN 163 892 703
- Minera Los Pelambres SCM
- Minera Centinela SCM
- Minera Michilla S.A.
- Minera Antucoya SCM
- Antofagasta Minerals S.A.