Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme	**IperionX Ltd**
ACN/ARSN	**618 935 372**

1. Details of substantial holder (1)

Name	**The Bank of New York Mellon Corporation (BNYMC) and each Group Entity listed in Annexure A (Group Entity),(together BNYMC Group)**
ACN/ARSN (if applicable)	

There was a change in the interests of the substantial holder on	**25/May/2023**
The previous notice was given to the company on	**10/February/2023**
The previous notice was dated	**09/February/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	**12,451,050**	**7.23%**	**17,894,430***	**9.32%***
			***See Note 1 in Annexure C**	

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
See Annexure B					

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
See Annexure C					

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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
BNYMC and each Group Entity	**Each Group Entity is an associate of BNYMC pursuant to section 12(2)(a) of the Corporations Act 2001 (Cth) as each entity is directly or indirectly owned and controlled by BNYMC.**

6. Addresses

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

Name	Address
The Bank of New York Mellon Corporation	**240 Greenwich Street, New York, NY 10286 USA**
Each Group Entity	**240 Greenwich Street, New York, NY 10286 USA**

Signature

print name **Andrew Weiser** capacity **Attorney-In-Fact**

sign here  date **26/May/2023**

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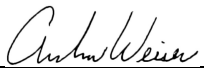
Annexure A

This is Annexure A of 1 page referred to in Form 604 Notice of Change of Interests of Substantial Holder given by The Bank of New York Mellon Corporation and its related bodies corporate

The Bank of New York Mellon Corporation is the ultimate parent company of a corporate group comprised of a large number of operating and holding companies. Details of the entities directly owned and controlled by The Bank of New York Mellon Corporation are listed below.

- The Bank of New York Mellon

print name Andrew Weiser capacity Attorney-In-Fact

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Annexure B

This is Annexure B of 1 page referred to in Form 604 Notice of Change of Interests of Substantial Holder given by The Bank of New York Mellon Corporation and its related bodies corporate

Changes in relevant interest

Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Class and number of securities affected (Ordinary Shares)	Person's votes affected
10-Feb-2023	The Bank of New York Mellon	Deposit of Securities	N/A	115,900	115,900
13-Feb-2023	The Bank of New York Mellon	Deposit of Securities	N/A	200,000	200,000
14-Feb-2023	The Bank of New York Mellon	Deposit of Securities	N/A	178,270	178,270
16-Feb-2023	The Bank of New York Mellon	Deposit of Securities	N/A	75,000	75,000
17-Feb-2023	The Bank of New York Mellon	Deposit of Securities	N/A	13,670	13,670
21-Feb-2023	The Bank of New York Mellon	Deposit of Securities	N/A	121,850	121,850
23-Feb-2023	The Bank of New York Mellon	Deposit of Securities	N/A	12,600	12,600
6-Mar-2023	The Bank of New York Mellon	Deposit of Securities	N/A	36,000	36,000
7-Mar-2023	The Bank of New York Mellon	Deposit of Securities	N/A	105,200	105,200
9-Mar-2023	The Bank of New York Mellon	Deposit of Securities	N/A	16,660	16,660
10-Mar-2023	The Bank of New York Mellon	Deposit of Securities	N/A	22,400	22,400
15-Mar-2023	The Bank of New York Mellon	Deposit of Securities	N/A	9,500	9,500
17-Mar-2023	The Bank of New York Mellon	Deposit of Securities	N/A	20,000	20,000
20-Mar-2023	The Bank of New York Mellon	Deposit of Securities	N/A	30,000	30,000
6-Apr-2023	The Bank of New York Mellon	Deposit of Securities	N/A	64,000	64,000
11-Apr-2023	The Bank of New York Mellon	Deposit of Securities	N/A	20,000	20,000
13-Apr-2023	The Bank of New York Mellon	Deposit of Securities	N/A	17,600	17,600
17-Apr-2023	The Bank of New York Mellon	Deposit of Securities	N/A	85,050	85,050
18-Apr-2023	The Bank of New York Mellon	Transfer out of securities	N/A	(10,280)	(10,280)
19-Apr-2023	The Bank of New York Mellon	Transfer out of securities	N/A	(40,000)	(40,000)
20-Apr-2023	The Bank of New York Mellon	Transfer out of securities	N/A	(60,000)	(60,000)
24-Apr-2023	The Bank of New York Mellon	Transfer out of securities	N/A	(56,500)	(56,500)
26-Apr-2023	The Bank of New York Mellon	Transfer out of securities	N/A	(10,000)	(10,000)
28-Apr-2023	The Bank of New York Mellon	Deposit of Securities	N/A	4,120	4,120
1-May-2023	The Bank of New York Mellon	Deposit of Securities	N/A	9,410	9,410
2-May-2023	The Bank of New York Mellon	Deposit of Securities	N/A	40,910	40,910
11-May-2023	The Bank of New York Mellon	Deposit of Securities	N/A	77,340	77,340
16-May-2023	The Bank of New York Mellon	Deposit of Securities	N/A	143,540	143,540
19-May-2023	The Bank of New York Mellon	Deposit of Securities	N/A	104,870	104,870
23-May-2023	The Bank of New York Mellon	Deposit of Securities	N/A	96,270	96,270
25-May-2023	The Bank of New York Mellon	Deposit of Securities	N/A	4,000,000	4,000,000

Print Name - Andrew Weiser

Capacity - Attorney - In - Fact

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Date - 26 May 2023

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Annexure C

This is Annexure C of 1 page referred to in Form 604 Notice of Change of Interests of Substantial Holder given by The Bank of New York Mellon Corporation and its related bodies corporate

Holder of relevant interest	Nature of relevant interest	Class and number of securities
The Bank of New York Mellon (**BNYM**)	Remote Interest Held Under Deposit Agreement Relevant interest under section 608(1)(c) of the Corporations Act 2001 (Cth) arising from BNYM having the limited power to dispose of, or control the exercise of a power to dispose of, securities deposited with or held by BNYM (or its custodian or agent) in its capacity as depositary administering an ADR program for **IperionX Ltd** (Company) under the Deposit Agreement dated **June 15, 2022,** between the Company, holders of American depositary receipts (ADRs) and BNYM (Deposit Agreement), [*See Note 1 below].	**17,894,430** ordinary shares
BNYMC Group (other than BNYM)	Relevant interest under section 608(3)(a) and/or section 608(3)(b) of the Corporations Act 2001 (Cth) being a relevant interest held through a body corporate (namely BNYM) in which the voting power of each other entity in the BNYMC Group is above 20%, or that each other entity in the BNYMC Group controls. [*See Note 1 and Note 2 below]	**17,894,430** ordinary shares

NOTES:

*__Note 1__: Of the total of **17,894,430** securities in which the BNYMC Group has a relevant interest, BNYM has a relevant interest in **17,894,430** securities as depositary for **IperionX Ltd** ADR program administered under the Deposit Agreement. BNYM's relevant interest in these securities arises as a result of the Deposit Agreement containing rights for BNYM to dispose of securities held under the ADR program in limited circumstances. Under the Deposit Agreement, ADR holders retain their rights to dispose of those securities and to give voting instructions for the exercise of voting rights attached to the securities. BNYMC Group's power to vote or dispose of these securities is qualified accordingly.

*__Note 2__: Each Group Entity is a direct or indirect wholly owned subsidiary of BNYMC, the ultimate parent company. Other than BNYM in respect of **17,894,430** securities (of which BNYM's power to only dispose of **17,894,430** securities is limited – see Note 1), none of the BNYMC Group entities are entitled to be registered as holder of the securities and their power to vote or dispose of the securities is qualified accordingly.

print name Andrew Weiser capacity Attorney-In-Fact

sign here date 26/May/2023

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