

Davis MacKenzie B
Form 3
February 09, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â SailingStone Capital Partners
LLC

(Last) (First) (Middle)

ONE CALIFORNIA
STREET,Â 30TH FLOOR

(Street)

SAN
FRANCISCO,Â CAÂ 94111

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
02/01/2018

3. Issuer Name **and** Ticker or Trading Symbol

TURQUOISE HILL RESOURCES LTD. [TRQ]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group
Filing(Check Applicable Line)
____ Form filed by One Reporting
Person
X Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

422,933 ⁽¹⁾ ⁽²⁾

I

Held by SailingStone Global
Natural Resources Fund, L.P. ⁽¹⁾

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SailingStone Capital Partners LLC ONE CALIFORNIA STREET 30TH FLOOR SAN FRANCISCO, CA 94111	^	^ X	^	^
SailingStone Holdings LLC ONE CALIFORNIA STREET 30TH FLOOR SAN FRANCISCO, CA 94111	^	^ X	^	^
Davis MacKenzie B ONE CALIFORNIA STREET 30TH FLOOR SAN FRANCISCO, CA 94111	^	^ X	^	^
Settles Kenneth L Jr ONE CALIFORNIA STREET 30TH FLOOR SAN FRANCISCO, CA 94111	^	^ X	^	^

Signatures

/s/ Patrick W.D. Turley,
Attorney-in-Fact

02/09/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
 - (1) Kenneth Settles holds approximately 0.89% of the limited partnership interests of SailingStone Global Natural Resources Fund, L.P. (the "Fund"), and may be considered to have a pecuniary interest in the proportionate amount of the common stock of the Company held by the Fund, or 188,205 shares. MacKenzie Davis holds approximately 1.11% of the limited partnership interests of the Fund and may be considered to have a pecuniary interest in the proportionate amount of the common stock of the Company held by the Fund or 234,728 shares.
 - (2) Each of the Reporting Persons (other than Kenneth Settles and MacKenzie Davis to the extent set forth above), hereby disclaims beneficial ownership of the shares held by the Fund pursuant to Rule 16a-1(a)(4) under the 1934, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of any of the reported shares for purposes of Section 16 or for any other purpose.

^

Remarks:

On February 1, 2018, the Reporting Persons took one or more actions which could be deemed have

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File three copies of this Form, one of which must be manually signed. If space is insufficient, See

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