

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity: Iluka Resources Limited</b>
<b>ABN: 34 008 675 018</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Thomas O'Leary
<b>Date of last notice</b>	7 March 2018

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Direct interest
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	N/A
<b>Date of change</b>	9 March 2018
<b>No. of securities held prior to change</b>	Nil
<b>Class</b>	Fully Paid Ordinary Shares
<b>Number acquired</b>	36,273 fully paid ordinary shares: - 18,137 restricted from trading until March 2019; and - 18,136 restricted from trading until March 2020.
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Nil
<b>No. of securities held after change</b>	36,273 fully paid ordinary shares

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+ See chapter 19 for defined terms.

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<p><b>Nature of change</b>          Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Award of 36,273 fully paid ordinary shares subject to restrictions on trading under the Company's 2017 Short Term Incentive Plan</p>
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**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<p><b>Detail of contract</b></p>	<p>Contract of Employment          2017 Long Term Incentive</p>
<p><b>Nature of interest</b></p>	<p>Long Term Deferred Rights, each being a right to acquire a fully paid ordinary share in the Company.</p>
<p><b>Name of registered holder (if issued securities)</b></p>	<p>N/A</p>
<p><b>Date of change</b></p>	<p>No change</p>
<p><b>No. and class of securities to which interest related prior to change</b>          Note: Details are only required for a contract in relation to which the interest has changed</p>	<p>1. <b>Contract of Employment</b> – 684,397 Long Term Deferred Rights, comprising:</p> <ul style="list-style-type: none"> <li>• 357,115 unvested Long Term Deferred Rights provided as a sign-on incentive;</li> <li>• 73,907 vested but unexercised Long Term Deferred Rights provided as a sign-on incentive; and</li> <li>• 253,375 unvested Long Term Deferred Rights provided in respect of the director's 2016 Long Term Incentive grant.</li> </ul> <p>2. <b>2017 Long Term Incentive</b> – 246,493 rights to acquire a fully paid ordinary share in the Company under the Company's 2017 Long Term Incentive Plan.</p>
<p><b>Interest acquired</b></p>	<p>No change</p>
<p><b>Interest disposed</b></p>	<p>No Change</p>
<p><b>Value/Consideration</b>          Note: If consideration is non-cash, provide details and an estimated valuation</p>	<p>N/A</p>
<p><b>Interest after change</b></p>	<p>No change</p>

+ See chapter 19 for defined terms.

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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