

# 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> Note: Provide details of the circumstances giving rise to the relevant interest.	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> Note: If consideration is non-cash, provide details and estimated valuation	Nil
<b>No. of securities held after change</b>	36,273 fully paid ordinary shares

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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.

<b>Detail of contract</b>	Contract of Employment 2017 Long Term Incentive
<b>Nature of interest</b>	Long Term Deferred Rights, each being a right to acquire a fully paid ordinary share in the Company.
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	No change
<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>
<b>Interest acquired</b>	No change
<b>Interest disposed</b>	No Change
<p><b>Value/Consideration</b>          Note: If consideration is non-cash, provide details and an estimated valuation</p>	N/A
<b>Interest after change</b>	No change

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**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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