

# 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>	28 June 2017

### 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>	N/A
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
<b>Date of change</b>	
<b>No. of securities held prior to change</b>	
<b>Class</b>	
<b>Number acquired</b>	
<b>Number disposed</b>	
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	
<b>No. of securities held after change</b>	
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	

+ See chapter 19 for defined terms.

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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 – Vesting and lapsing of previously granted Long Term Deferred Rights in accordance with the director's contract of employment
<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>	1 March 2018
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	<ol style="list-style-type: none"> <li>Contract of Employment – 758,304 Long Term Deferred Rights</li> <li>2017 Long Term Incentive – 246,493 rights to acquire a fully paid ordinary share</li> </ol>
<b>Interest acquired</b>	Vesting of 73,907 Long Term Deferred Rights
<b>Interest disposed</b>	Lapsing of 73,907 Long Term Deferred Rights
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	Nil
<b>Interest after change</b>	<ol style="list-style-type: none"> <li><b>Contract of Employment</b> – 684,397 Long Term Deferred Rights, comprising: <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> </li> <li><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.</li> </ol>

**Part 3 – +Closed period**

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<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>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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