

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

Name of entity: Iluka Resources Limited
ABN: 34 008 675 018

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.

Name of Director	Thomas O'Leary
Date of last notice	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.

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

+ See chapter 19 for defined terms.

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<p>Nature of change 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.

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

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Part 3 – +Closed period

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

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