

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 30/9/2001.

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	Valerie Anne Davies
Date of last notice	15 March 2006

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

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Held by Iluka Administration Limited as trustee for the Director's, Executives and Employees Share Acquisition Plan which were purchased on market by sacrifice of director's fees.
Date of change	15 June 2006
No. of securities held prior to change	(i) 7,500 ordinary shares Held by VA Davies. (ii) 25,584 ordinary shares Held by Iluka Administration Limited as trustee for the Director's, Executives and Employees Share Acquisition Plan.
Class	Ordinary
Number acquired	1,200
Number disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$7,272.00

+ See chapter 19 for defined terms.

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No. of securities held after change	(i) 7,500 ordinary shares Held by VA Davies. (ii) 26,784 ordinary shares Held by Iluka Administration Limited as trustee for the Director's, Executives and Employees Share Acquisition Plan.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Held by Iluka Administration Limited as trustee for the Director's, Executives and Employees Share Acquisition Plan which were purchased on market by sacrifice of director's fees.

Part 2 – Change of director's interests in contracts

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

+ See chapter 19 for defined terms.