



**UXA Resources
Limited**

ABN 65 112 714 397

Australian Securities Exchange Announcement

29 June 2015

The Manager
Companies Announcements Office
Australian Securities Exchange
Electronic Lodgement

Dear Sir/Madam

DIRECTORS' APPENDIX 3Y's UPON CHANGE OF INTEREST

Please find attached the Appendix 3Y forms for directors upon their change of interests.

Graham Seppelt
Company Secretary

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 | UXA Resources Limited |
| ABN | 65 112 714 397 |

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 | David Walker |
| Date of last notice | 3 December 2014 |

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 and Indirect |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | David Walker is a related party of Dalkeith Resources Pty Ltd and Dalkeith Resources Pty Ltd <Dalkeith Resources Superannuation Fund A/C> |
| Date of change | 26 June 2015 |
| No. of securities held prior to change | 18,000,000 ordinary shares (D Walker) 20,000,000 ordinary shares (Dalkeith) 3,000,000 unquoted options (Dalkeith) |
| Class | Ordinary Shares and Unquoted options |
| Number acquired | 190,000 ordinary shares 8,670,000 ordinary shares transferred to Dalkeith Resources Superannuation Fund A/C with no change in beneficial ownership |
| Number disposed | Nil |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | \$96,200 |

| | |
|---|---|
| No. of securities held after change | 18,000,000 ordinary shares (D Walker) 11,330,000 ordinary shares (Dalkeith) 8,860,000 ordinary shares (Dalkeith Superannuation Fund A/C) 3,000,000 unquoted options (Dalkeith) |
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Off Market Purchase of shares plus restructure without change of beneficial ownership |

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 | |
| 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 | |

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? | N/A. |
| If prior written clearance was provided, on what date was this provided? | N/A |

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

| | |
|-----------------------|------------------------------|
| Name of entity | UXA Resources Limited |
| ABN | 65 112 714 397 |

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 | John Santich |
| Date of last notice | 3 December 2014 |

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 and Indirect |
| Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest. | John Santich is a related party of Sheoak Runner Pty Ltd |
| Date of change | 26 June 2015 |
| No. of securities held prior to change | 3,500,000 ordinary shares (J Santich) 3,000,000 ordinary shares (Sheoak Runner <S/F>) 3,000,000 unquoted options (Sheoak Runner) |
| Class | Ordinary Shares and Unquoted options |
| Number acquired | Nil |
| Number disposed | 3,500,000 ordinary shares |
| Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation | \$35,000 |
| No. of securities held after change | 3,000,000 ordinary shares (Sheoak Runner <S/F>) 3,000,000 unquoted options (Sheoak Runner) |

| | |
|--|------------------------------------|
| Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Off Market Sale of ordinary shares |
|--|------------------------------------|

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 | |
| 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 | |

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? | N/A. |
| If prior written clearance was provided, on what date was this provided? | N/A |