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**For Immediate Release**

**SHARE PURCHASE PLAN (SPP) - SHORTFALL NOTICE**

UXA Resources Limited (UXA) refers to its Share Purchase Plan Offer announced on 25 September 2015 in the Replacement Prospectus of the same day.

A total of 32,000,000 new shares were offered under the SPP. The SPP closed on 13 November 2015 with valid acceptances for 1,388,105 new shares (subject to clearance of application moneys received) at an issue price of \$0.10 per share raising a total of A\$138,810.50 (before costs).

The issued capital of the Company following allotment of the shares under the SPP is:

	Number of Shares
Issued capital prior to SPP	68,084,255
Shares to be issued under the SPP (excluding Shortfall Shares)	1,388,105
Shares issued under loan conversion on 3 October 2015	2,000,000
Issued capital after SPP (excluding Shortfall Shares)	71,472,360

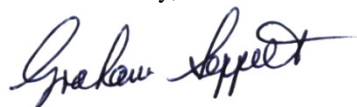
The total shortfall under the Rights Issue is 114,163,040 shares (**Shortfall Shares**):

	Number of Shares
Maximum number of shares offered under the SPP	32,000,000
Shares to be issued under the SPP (excluding Shortfall Shares)	1,388,105
Shortfall Shares	30,611,895

The UXA Board may place the Shortfall Shares at its discretion, having reserved the right to do so in the Replacement Offer Prospectus. Any of the Shortfall Shares placed by the UXA Board will:

- be placed at a price that is not less than \$0.10 per share, being the issue price for shares under the SPP Issue; and
- be issued within 3 months of the date of Shareholder approval for the issue of the SPP shares (or later with ASX approval).

Yours faithfully,



Graham Seppelt  
Company Secretary  
17 November 2015