

# 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.

<b>Name of entity</b>	<b>Bauxite Resources Limited</b>
<b>ABN</b>	<b>72 119 699 982</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>	Luke Atkins
<b>Date of last notice</b>	19 December 2008

### 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>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Director - Tailrain Pty Ltd
<b>Date of change</b>	31 January 2009
<b>No. of securities held prior to change</b>	<ol style="list-style-type: none"> <li>1. 25,000 - Shares</li> <li>2. 2,000,000 – Options</li> <li>3. 12,500 listed options (BAUO)</li> <li>4. 17,016,667 – Shares (Tailrain Pty Ltd)</li> <li>5. 1,000,000 - Options(Tailrain Pty Ltd)</li> <li>6. 3,682,823 (BAUO) (Tailrain Pty Ltd)</li> </ol>
<b>Class</b>	<ol style="list-style-type: none"> <li>1. Fully paid ordinary shares</li> <li>2. Options expiring 31 May 2012</li> <li>3. Listed Options (BAUO)</li> <li>4. Fully paid ordinary shares</li> <li>5. Options expiring 31 May 2012</li> <li>6. Listed Options (BAUO)</li> </ol>
<b>Number acquired</b>	N/A

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+ See chapter 19 for defined terms.

**Appendix 3Y**  
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<b>Number disposed</b>	3,682,823 listed options have either been transferred, expired or been exercised. Allotment of exercised options has not yet occurred. A further appendix 3Y will be issued upon allotment.
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Expiry or 20 cents per option.
<b>No. of securities held after change</b>	<ol style="list-style-type: none"> <li>1. 25,000 - Shares</li> <li>2. 2,000,000 – Options</li> <li>3. 12,500 listed options (BAUO)</li> <li>4. 17,016,667 – Shares (Tailrain Pty Ltd)</li> <li>5. 1,000,000 - Options(Tailrain Pty Ltd)</li> </ol>
<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>	Expiry, transfer or exercise of options.

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

19 December 2008

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+ See chapter 19 for defined terms.

Paul Fromson  
Company Secretary