

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: Arafura Resources Ltd
ABN: 22 080 933 455

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	Gavin John Lockyer
Date of last notice	24/07/2013

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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Administrative oversight in shares held when Appendix 3X was lodged on the 24 th of July 2013.
Date of change	N/A
No. of securities held prior to change	The Lockyer Family Trust – 260,000 shares 500,000 options @\$0.85 expiry 31/12/13 200,000 options @\$0.96 expiry 16/7/14 430,000 options @\$0.23 expiry 31/12/15 2,500,000 options @\$0.14 expiry 18/7/16 TONGA Superfund – 40,000 shares
Class	Fully Paid Ordinary
Number acquired	34,014 Fully Paid Ordinary Shares not included in Appendix 3X.
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$1,000 pursuant to Arafura SPP in March 2012 at \$0.294 per share

+ See chapter 19 for defined terms.

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No. of securities held after change	The Lockyer Family Trust – 260,000 500,000 options @\$0.85 expiry 31/12/13 200,000 options @\$0.96 expiry 16/7/14 430,000 options @\$0.23 expiry 31/12/15 2,500,000 options @\$0.14 expiry 18/7/16 TONGA Superfund – 74,014 shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	The 34,014 Fully Paid Ordinary Shares were purchased in March 2012 and were not reported in error in the previously lodged Appendix 3X.

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

+ See chapter 19 for defined terms.

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

⁺ See chapter 19 for defined terms.