

Appendix 3Y

Change of Director's Interest Notice

Name of entity	IMAGE RESOURCES NL
ABN:	57 063 977 579

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	Roger Michael Thomson
Date of last notice	22 September 2005
Date of this notice	7 November 2005

Part 1 - Change of director's relevant interests in securities

Direct or indirect interest	Direct and Indirect	
Nature of indirect interest (including registered holder)	Interests held by Roger Michael Thomson as trustee for a related family trust Interests held by spouse	
Date/s of change	4 and 7 November 2005	
No. of securities held prior to change	Direct Interests: 1,466,015 Quoted Options to subscribe for Fully Paid Ordinary Shares exercisable on or before 25.8.2006 at 25 cents each 800,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 27.11.2008 at 33.5 cents each 800,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 26.11.2009 at 39 cents each Indirect Interests: 150,000 Fully Paid Ordinary Shares 55,000 Fully Paid Ordinary Shares	
Class	Shares	Options
Number acquired	45,000	Nil
Number disposed	Nil	300,000
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$14,850	\$30,000

No. of securities held after change	Direct Interests: 1,166,015 Quoted Options to subscribe for Fully Paid Ordinary Shares exercisable on or before 25.8.2006 at 25 cents each 800,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 27.11.2008 at 33.5 cents each 800,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 26.11.2009 at 39 cents each Indirect Interests: 150,000 Fully Paid Ordinary Shares 100,000 Fully Paid Ordinary Shares
Nature of change	Sale of quoted options on market Purchase of quoted shares on market

Part 2 – Change of director's interests in contracts

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change	
Interest acquired	
Interest disposed	
Value/Consideration	
Interest after change	