

# Appendix 3Y

## Change of Director's Interest Notice

|                       |                           |
|-----------------------|---------------------------|
| <b>Name of entity</b> | <b>IMAGE RESOURCES NL</b> |
| <b>ABN:</b>           | <b>57 063 977 579</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>    | Roger Michael Thomson |
| <b>Date of last notice</b> | 11 November 2005      |
| <b>Date of this notice</b> | 9 December 2005       |

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

|                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                |
|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                        | Direct and Indirect                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                |
| <b>Nature of indirect interest (including registered holder)</b>                                          | Interests held by Roger Michael Thomson as trustee for a related family trust<br>Interests held by spouse                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                |
| <b>Date/s of change</b>                                                                                   | 9 December 2005                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                |
| <b>No. of securities held prior to change</b>                                                             | <b>Direct Interests:</b><br>1,166,015 Quoted Options to subscribe for Fully Paid Ordinary Shares exercisable on or before 25.8.2006 at 25 cents each<br>800,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 27.11.2008 at 33.5 cents each<br>800,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 26.11.2009 at 39 cents each<br><br><b>Indirect Interests:</b><br>150,000 Fully Paid Ordinary Shares<br>110,000 Fully Paid Ordinary Shares |                                                                |
| <b>Class</b>                                                                                              | Shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Options                                                        |
| <b>Number acquired</b>                                                                                    | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 800,000                                                        |
| <b>Number disposed</b>                                                                                    | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Nil                                                            |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation | N/A                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Issued pursuant to resolution passed at 2005 AGM on 21.11.2005 |

|                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|--------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>No. of securities held after change</b> | <b>Direct Interests:</b><br>1,166,015 Quoted Options to subscribe for Fully Paid Ordinary Shares exercisable on or before 25.8.2006 at 25 cents each<br>800,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 27.11.2008 at 33.5 cents each<br>800,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 26.11.2009 at 39 cents each<br>800,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 21.11.2010 at 37 cents each<br><br><b>Indirect Interests:</b><br>150,000 Fully Paid Ordinary Shares<br>110,000 Fully Paid Ordinary Shares |
| <b>Nature of change</b>                    | Issue of options pursuant to resolution passed at 2005 AGM on 21.11.2005                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |

## Part 2 – Change of director's interests in contracts

|                                                                              |     |
|------------------------------------------------------------------------------|-----|
| <b>Detail of contract</b>                                                    | N/A |
| <b>Nature of interest</b>                                                    | N/A |
| <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> |     |
| <b>Interest acquired</b>                                                     |     |
| <b>Interest disposed</b>                                                     |     |
| <b>Value/Consideration</b>                                                   |     |
| <b>Interest after change</b>                                                 |     |