

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	24 November 2010
Date of this notice	28 December 2011

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 (jointly with spouse) as trustee for related family trust and superannuation fund	
Date/s of change	27 December 2011	
No. of securities held prior to change	2,143,969 Fully Paid Ordinary Shares 950,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 16.11.2011 at \$1.80 each 750,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 20.11.2012 at \$2.12 each 550,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 18.12.2014 at \$1.1162 each	
Class	Shares	Options
Number acquired	N/A	750,000
Number disposed	N/A	950,000
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A	Options granted pursuant to a resolution passed at 2011 AGM on 29.11.2011 Options lapsed as unexercised

No. of securities held after change	2,143,969 Fully Paid Ordinary Shares 750,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 20.11.2012 at \$2.12 each 550,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 18.12.2014 at \$1.1162 each 750,000 Unquoted Options to subscribe for Fully Paid Ordinary Shares, exercisable on or before 27.12.2016 at \$0.3908 each
Nature of change	Options granted pursuant to a resolution passed at 2011 AGM on 29.11.2011 Options lapsed as unexercised on 16.11.2011

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	

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