

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 Thomson Resources Ltd (ASX Code: TMZ)
ABN 82 138 358 728

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	Antonio Peter BELPERIO
Date of last notice	24 November 2016

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<ul style="list-style-type: none"> • MACT Investments Pty Ltd <Bel Kir Super Fund> - In effect has a relevant interest in securities held by registered holders
Date of change	8 May 2017
No. of securities held prior to change	Direct: <ul style="list-style-type: none"> • Nil Indirect: <ul style="list-style-type: none"> • 360,000 – Ordinary Shares • 1,000,000 - Options exercisable at \$0.05 each on or before 12 December 2017
Class	Ordinary Shares
Number acquired	1,000,000

+ See chapter 19 for defined terms.

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Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$50,000
No. of securities held after change	Direct: <ul style="list-style-type: none"> • Nil Indirect: <ul style="list-style-type: none"> • 1,360,000 – Ordinary Shares • 1,000,000 - Options exercisable at \$0.06 each on or before 24 November 2019
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issued on exercise of 1,000,000 options at 5 cents each expiring on 12 December 2017

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

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Interest after change	
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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

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Name of entity Thomson Resources Ltd (ASX Code: TMZ)
ABN 82 138 358 728

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	Eoin ROTHERY
Date of last notice	21 February 2017

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) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Curracloe Pty Ltd <Rothery Super Fund A/C> - In effect has a relevant interest in securities held by the super fund
Date of change	(a) 5 May 2017 (On-market trade) (b) 8 May 2017 (Option exercise)
No. of securities held prior to change	Indirect: <ul style="list-style-type: none"> 1,898,500 ordinary shares 1,900,000 – Options exercisable at \$0.05 each on or before 12 December 2017 1,500,000 – Options exercisable at \$0.06 each on or before 26 November 2018 2,000,000 – Options exercisable at \$0.06 each on or before 24 November 2019
Class	Ordinary shares

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Number acquired	(a) 11,500 (b) 200,000
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(a) \$690 (b) \$10,000
No. of securities held after change	Indirect: <ul style="list-style-type: none"> • 2,110,000 ordinary shares • 1,700,000 – Options exercisable at \$0.05 each on or before 12 December 2017 • 1,500,000 – Options exercisable at \$0.06 each on or before 26 November 2018 • 2,000,000 – Options exercisable at \$0.06 each on or before 24 November 2019
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	(a) On-market trade (b) Exercise of options at \$0.05 each expiring on 12 December 2017

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	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
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	
Interest acquired	
Interest disposed	

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Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
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

+ See chapter 19 for defined terms.