

**ASX : ENR**

22 May 2013

Company Announcements Office  
Australian Securities Exchange  
Level 4 20 Bridge St  
Sydney NSW 2000

**Appendix 3Y – Change of Directors’ Interest Notices**

Please find attached Appendix 3Y’s for Paul Chapman, Will Robinson and Peter Bewick following completion of the Company’s Share Purchase Plan.

For further information please contact:

Mr Will Robinson  
Managing Director  
Encounter Resources Limited  
Tel: 08 9486 9455

# 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 30/9/2001.

<b>Name of entity</b> ENCOUNTER RESOURCES LIMITED
<b>ABN</b> 47 109 815 796

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>	Paul Chapman
<b>Date of last notice</b>	30 March 2012

### 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.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Mr Chapman is a Director of Stone Poneys Nominees Pty Ltd and a beneficiary of the underlying trusts  Stone Poneys Nominees Pty Ltd ATF Chapman Investments Fund  Stone Poneys Nominees Pty Ltd ATF Chapman Superannuation Fund  Mr Chapman as Executor of the estate of the late Pamela May Chapman
<b>Date of change</b>	22 May 2013
<b>No. of securities held prior to change</b>	4,650,000 ordinary fully paid shares – Chapman Investment Fund  722,400 ordinary fully paid shares – Chapman Superannuation Fund  22,500 ordinary fully paid shares – Mr Chapman as executor of the estate of the late Pamela May Chapman

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>Class</b>	Ordinary fully paid shares
<b>Number acquired</b>	71,428
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.21 per share
<b>No. of securities held after change</b>	4,650,000 ordinary fully paid shares – Chapman Investment Fund  793,828 ordinary fully paid shares – Chapman Superannuation Fund  22,500 ordinary fully paid shares – Mr Chapman as executor of the estate of the late Pamela May Chapman
<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Shares acquired pursuant to a Share Purchase Plan closing on 17 May 2013.

**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.

<b>Detail of contract</b>	N/a
<b>Nature of interest</b>	N/a
<b>Name of registered holder (if issued securities)</b>	N/a
<b>Date of change</b>	N/a
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	N/a
<b>Interest acquired</b>	N/a
<b>Interest disposed</b>	N/a
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/a

+ See chapter 19 for defined terms.

**Appendix 3Y**  
**Change of Director's Interest Notice**

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<b>Interest after change</b>	N/a
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**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/a
<b>If prior written clearance was provided, on what date was this provided?</b>	N/a

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Introduced 30/9/2001.

<b>Name of entity</b> ENCOUNTER RESOURCES LIMITED
ABN 47 109 815 796

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>	William Robinson
<b>Date of last notice</b>	30 March 2012

### 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.

<b>Direct or indirect interest</b>	Direct and indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Mr Robinson is a director of Sundin Pty Ltd and Jacmew Pty Ltd and is a beneficiary of the WMBR Super Fund and WMBR Family Trust
<b>Date of change</b>	22 May 2013
<b>No. of securities held prior to change</b>	16,266,900 ordinary fully paid shares – Direct  5,580,000 ordinary fully paid shares – Jacmew Pty Ltd <WMBR Family Trust>  250,000 ordinary fully paid shares – Sundin Pty Ltd <WMBR Super Fund>
<b>Class</b>	Ordinary fully paid shares
<b>Number acquired</b>	71,428
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.21 per share

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**Appendix 3Y**  
**Change of Director's Interest Notice**

<b>No. of securities held after change</b>	16,266,900 ordinary fully paid shares – Direct  5,580,000 ordinary fully paid shares – Jacmew Pty Ltd <WMBR Family Trust>  321,428 ordinary fully paid shares – Sundin Pty Ltd <WMBR Super Fund>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares acquired pursuant to a Share Purchase Plan closing on 17 May 2013.

**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.

<b>Detail of contract</b>	N/a
<b>Nature of interest</b>	N/a
<b>Name of registered holder (if issued securities)</b>	N/a
<b>Date of change</b>	N/a
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/a
<b>Interest acquired</b>	N/a
<b>Interest disposed</b>	N/a
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/a
<b>Interest after change</b>	N/a

+ See chapter 19 for defined terms.

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/a
<b>If prior written clearance was provided, on what date was this provided?</b>	N/a

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Introduced 30/9/2001.

<b>Name of entity</b>	Encounter Resources Limited
<b>ABN</b>	47 109 815 796

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>	Peter Bewick
<b>Date of last notice</b>	4 December 2012

### 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.

<b>Direct or indirect interest</b>	Direct and Indirect
<b>Nature of indirect interest (including registered holder)</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Mr Bewick is a Director of Solvista Pty Ltd and a beneficiary of the Bewick Family Trust and Bewick Superannuation Fund.
<b>Date of change</b>	22 May 2013
<b>No. of securities held prior to change</b>  Solvista Pty Ltd <Bewick Family Trust>  P & S Bewick <Bewick Superannuation Fund>	<ul style="list-style-type: none"> <li>• 4,650,000 ordinary fully paid shares;</li> <li>• 3,000,000 unlisted options exercisable at \$1.35 each on or before 22 November 2014;</li> <li>• 325,000 ordinary fully paid shares;</li> <li>• 500,000 unlisted options exercisable at \$1.35 each on or before 22 November 2014;</li> <li>• 750,000 unlisted options exercisable at 30 cents each on or before 30 November 2016;</li> <li>• 750,000 unlisted options exercisable at 39 cents each on or before 30 November 2017.</li> </ul>

+ See chapter 19 for defined terms.



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<b>Class</b>	Ordinary fully paid shares
<b>Number acquired</b>	71,428
<b>Number disposed</b>	N/a
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$0.21 per share
<b>No. of securities held after change</b>  Solvista Pty Ltd <Bewick Family Trust>  P & S Bewick <Bewick Superannuation Fund>	<ul style="list-style-type: none"> <li>• 4,650,000 ordinary fully paid shares;</li> <li>• 3,000,000 unlisted options exercisable at \$1.35 each on or before 22 November 2014;</li> <li>• 396,428 ordinary fully paid shares;</li> <li>• 500,000 unlisted options exercisable at \$1.35 each on or before 22 November 2014;</li> <li>• 750,000 unlisted options exercisable at 30 cents each on or before 30 November 2016;</li> <li>• 750,000 unlisted options exercisable at 39 cents each on or before 30 November 2017.</li> </ul>
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares acquired pursuant to a Share Purchase Plan closing on 17 May 2013.

**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.

<b>Detail of contract</b>	N/a
<b>Nature of interest</b>	N/a
<b>Name of registered holder (if issued securities)</b>	N/a
<b>Date of change</b>	N/a
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/a

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<b>Interest acquired</b>	N/a
<b>Interest disposed</b>	N/a
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	N/a
<b>Interest after change</b>	N/a

**Part 3 – <sup>+</sup>Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/a
<b>If prior written clearance was provided, on what date was this provided?</b>	N/a

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<sup>+</sup> See chapter 19 for defined terms.