

# 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	Atlas Pearls and Perfumes Ltd
ABN	32 009 220 053

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	GEOFFREY NEWMAN
Date of last notice	28 January 2014

### 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) Note: Provide details of the circumstances giving rise to the relevant interest.	G. G. Newman and C. L. Newman <Geryl Super Fund A/C> - trustee and beneficiary of account.
Date of change	1 May 2015
No. of securities held prior to change	<b>G. G. Newman and C. L. Newman &lt;Geryl Super Fund A/C&gt;</b> - 1,539,295 fully paid ordinary shares.
Class	Fully paid ordinary shares.
Number acquired	307,859 fully paid ordinary shares.
Number disposed	Nil.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.045 per fully paid ordinary share.

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No. of securities held after change	<b>G. G. Newman and C. L. Newman</b> <Geryl Super Fund A/C> - 1,847,154 fully paid ordinary shares.
<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	Issue of fully paid ordinary shares under the fully underwritten 1 for 5 non-renounceable pro rata entitlement offer (Entitlement Offer) which closed on 24 April 2015.

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

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+ See chapter 19 for defined terms.

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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Introduced 30/09/01 Amended 01/01/11

Name of entity	Atlas Pearls and Perfumes Ltd
ABN	32 009 220 053

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	TIMOTHY JAMES MARTIN
Date of last notice	3 February 2014

### 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
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	<b>1. Jingie Investments Pty Ltd</b> (director and shareholder)  <b>2. Boneyard Investments Pty Ltd</b> (director and shareholder)
Date of change	1 May 2015
No. of securities held prior to change	<b>Timothy James Martin</b> 3,256,545 fully paid ordinary shares.  <b>T. J. Martin and W. G. Martin &lt;TJM Superannuation Fund A/C&gt;</b> (trustee and beneficiary) 1,000,000 fully paid ordinary shares.  <b>Jingie Investments Pty Ltd</b> (director and shareholder) 14,900,200 fully paid ordinary shares.

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Class	Fully paid ordinary shares
Number acquired	1. Jingie Investments Pty Ltd - 2,980,040 fully paid ordinary shares.  2. Boneyard Investments Pty Ltd - 53,048,882 fully paid ordinary shares.
Number disposed	Nil.
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$0.045 per share.
No. of securities held after change	<b>DIRECT</b> <b>Timothy James Martin</b> - 3,256,545 fully paid ordinary shares.  <b>INDIRECT</b> <b>T. J. Martin and W. G. Martin &lt;TJM Superannuation Fund A/C&gt;</b> (trustee and beneficiary) - 1,000,000 fully paid ordinary shares.  <b>Jingie Investments Pty Ltd</b> (director and shareholder) - 17,880,240 fully paid ordinary shares.  <b>Boneyard Investments Pty Ltd</b> (director and shareholder) - 53,048,882 fully paid ordinary shares.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	1. Issue of fully paid ordinary shares under the fully underwritten 1 for 5 non-renounceable pro rata entitlement offer (Entitlement Offer) which closed on 24 April 2015.  2. Issue of fully paid ordinary shares as underwriter of the fully underwritten 1 for 5 non-renounceable pro rata entitlement offer (Entitlement Offer) which closed on 24 April 2015.

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

**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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Introduced 30/09/01 Amended 01/01/11

Name of entity	Atlas Pearls and Perfumes Ltd
ABN	32 009 220 053

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	Stephen John Arrow
Date of last notice	5 June 2014

### 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>	<b>Arrow Pearl Co Pty Ltd</b> (director and shareholder)
Date of change	1 May 2015
No. of securities held prior to change	<b>Arrow Pearl Co Pty Ltd</b> (director and shareholder) - 11,508,089 fully paid ordinary shares.
Class	Fully paid ordinary shares.
Number acquired	2,301,618 fully paid ordinary shares.
Number disposed	Nil.
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.045 per fully paid ordinary share.
No. of securities held after change	<b>Arrow Pearl Co Pty Ltd</b> - 13,809,707 fully paid ordinary shares.

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<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	Issue of fully paid ordinary shares under the fully underwritten 1 for 5 non-renounceable pro rata entitlement offer (Entitlement Offer) which closed on 24 April 2015.
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### 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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	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
Interest acquired	N/A
Interest disposed	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

### 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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