

# 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: EMPIRE RESOURCES LIMITED</b>
<b>ABN: 32 092 471 513</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>	THOMAS REVY
<b>Date of last notice</b>	6 Sept 2010

**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>	Thomas G Revy and Valeria M Revy atf Revcorp Superfund
<b>Date of change</b>	12 May 2011
<b>No. of securities held prior to change</b>	350,000 ordinary shares (ERL)  500,000 options Exercise Price - 13.7 cents Expiry Date 25 June 2013 (ERLAM)
<b>Class</b>	A - Ordinary shares (ERL) B - Options (ERLAM)
<b>Number acquired</b>	A - 360,000
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$29,520

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<b>No. of securities held after change</b>	Direct - 350,000 ordinary shares (ERL) Indirect - 360,000 ordinary shares (ERL)  500,000 options Exercise Price - 13.7 cents Expiry Date 25 June 2013 (ERLAM)
<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	Acquired in off market transfer

**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>	
<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> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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Introduced 30/9/2001.

<b>Name of entity: EMPIRE RESOURCES LIMITED</b>
<b>ABN: 32 092 471 513</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>	DAVID SARGEANT
<b>Date of last notice</b>	8 July 2010

**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> Note: Provide details of the circumstances giving rise to the relevant interest.	DW Sargeant Pty Ltd - Mr Sargeant is a director of and controls DW Sargeant Pty Ltd. Kirkdale Holdings Pty Ltd - Mr Sargeant is a director of and controls Kirkdale Holdings Pty Ltd.
<b>Date of change</b>	12 May 2011
<b>No. of securities held prior to change</b>	2,800,000 ordinary shares - - DW Sargeant Pty Ltd 3,300,000 ordinary shares - Kirkdale Holdings Pty Ltd 500,000 options Exercise Price - 13.7 cents Expiry Date 25 June 2013 Vest on market cap reaching \$10.77 million and remaining at that level for 50 ASX business days.
<b>Class</b>	A - Ordinary shares (ERL) B - Options
<b>Number acquired</b>	A - Nil B - Nil
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	Paid \$61,500 for shares acquired May 2008 pursuant to the Empire Resources Ltd Share Plan.

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<b>No. of securities held after change</b>	2,800,000 ordinary shares - - DW Sargeant Pty Ltd 3,300,000 ordinary shares - Kirkdale Holdings Pty Ltd 500,000 options Exercise Price - 13.7 cents Expiry Date 25 June 2013 Vest on market cap reaching \$10.77 million and remaining at that level for 50
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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	Paid \$61,500 for 750,000 shares acquired in May 2008 pursuant to the Empire Resources Ltd Share Plan.
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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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	
<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> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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Introduced 30/9/2001.

<b>Name of entity: EMPIRE RESOURCES LIMITED</b>
<b>ABN: 32 092 471 513</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>	ADRIAN JESSUP
<b>Date of last notice</b>	8 July 2010

### 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>	Murilla Exploration Pty Ltd. Mr Jessup is a director of and controls Murilla Exploration Pty Ltd.
<b>Date of change</b>	12 May 2011
<b>No. of securities held prior to change</b>	722,222 ordinary shares – Adrian Jessup 1,345,333 ordinary shares - Murilla Exploration Pty Ltd 500,000 options Exercise Price - 13.7 cents Expiry Date 25 June 2013 Vest on market cap reaching \$10.77 million and remaining at that level for 50 ASX business days.
<b>Class</b>	A - Ordinary shares (ERL) B – Options
<b>Number acquired</b>	A – Nil B – Nil
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Paid \$41,000 for shares acquired May 2008 pursuant to the Empire Resources Ltd Share Plan.

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<b>No. of securities held after change</b>	722,222 ordinary shares – Adrian Jessup 1,345,333 ordinary shares - Murilla Exploration Pty Ltd 500,000 options Exercise Price - 13.7 cents Expiry Date 25 June 2013 Vest on market cap reaching \$10.77 million and remaining at that level for 50 ASX business days.
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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	Paid \$41,000 for 500,000 shares acquired in May 2008 pursuant to the Empire Resources Ltd Share Plan.
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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.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	
<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> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**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>	
<b>If prior written clearance was provided, on what date was this provided?</b>	

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