

The Manager  
Companies Announcement Office  
Australian Securities Exchange Limited  
Exchange Plaza,  
2 The Esplanade  
PERTH WA 6000

Dear Sir

**APPENDIX 3Y's – CHANGE OF DIRECTOR'S INTEREST NOTICE**

We attach Appendix 3Y's - Change of Director's Interest Notice for the following Directors of Enterprise Metals Limited ("the Company"):

- Mr Dermot Ryan; and
- Dr Allan Trench.

The Company notes that while full disclosure was made of the participation of the Directors in the Placement, announced to the market on 28 November 2013 and subsequently approved by Shareholders on 17 January 2014, the associated Appendix 3Y's were not lodged contemporaneously with the announcement of the issue.

The Company believes it has adequate arrangements in place which includes processes to inform the Company's directors of their obligations to advise the Company of security trading activity and acknowledgments from directors of their obligations in relation to those matters. In this instance the administrative function of lodging the 3Y's was overlooked. The Company has now instituted regular reconciliation and confirmation of Directors holdings.

The Company believes the current arrangements to be adequate.

If you have any queries, please contact Damian Delaney.

Yours sincerely



**Damian Delaney**  
Company Secretary

# 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

<b>Name of entity</b>	<b>ENTERPRISE METALS LIMITED</b>
<b>ACN</b>	<b>123 567 073</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>	Dermot Ryan
<b>Date of last notice</b>	15 May 2013

### 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.	A. Dermot Michael Ryan & Vivienne Eleanor Ryan <The Enterprise A/C> B. Dermot Michael Ryan & Vivienne Eleanor Ryan <RF Super Fund A/C>
<b>Date of change</b>	29/01/2014
<b>No. of securities held prior to change</b>	A. 5,000,000 fully paid ordinary shares B. 7,400,000 fully paid ordinary shares 2,500,000 unlisted options (\$0.149, expiry 11/09/2015)
<b>Class</b>	Fully paid ordinary shares and unlisted options exercisable at \$0.08, expiring 30 November 2016.
<b>Number acquired</b>	500,000 fully paid ordinary shares and 250,000 unlisted options exercisable at \$0.08, expiring 30 November 2016.
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$20,000

+ See chapter 19 for defined terms.

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

<b>No. of securities held after change</b>	A. 5,000,000 fully paid ordinary shares B. 7,900,000 fully paid ordinary shares 2,500,000 unlisted options (\$0.149, expiry 11/09/2015) 250,000 unlisted options (\$0.08, expiry 30/11/2016)
<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	Participation in the placement as approved by shareholders in General Meeting on 17 January 2014.

**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

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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?	N/A
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



**Damian Delaney**  
Company Secretary  
14 May 2014

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## Change of Director's Interest Notice

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

<b>Name of entity</b>	<b>ENTERPRISE METALS LIMITED</b>
<b>ACN</b>	<b>123 567 073</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>	Allan Trench
<b>Date of last notice</b>	15 May 2013

### 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>	A. Direct 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>	Dr Allan Trench and Mrs Suzanne Louise Trench <Trench Superannuation Fund>
<b>Date of change</b>	29/01/2014
<b>No. of securities held prior to change</b>	A. 900,000 Unlisted Options (\$0.149, expiry 11/09/2015) B. 120,000 fully paid ordinary shares
<b>Class</b>	Fully paid ordinary shares and unlisted options exercisable at \$0.08, expiring 30 November 2016.
<b>Number acquired</b>	B. 125,000 fully paid ordinary shares and 62,500 unlisted options exercisable at \$0.08, expiring 30 November 2016.
<b>Number disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$5,000

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

<b>No. of securities held after change</b>	<p>A. 900,000 Unlisted Options (\$0.177, expiry 11/09/2015)</p> <p>B. 245,000 fully paid ordinary shares          62,500 unlisted options (\$0.08, expiry 30/11/2016)</p>
<p><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</p>	<p>Participation in the placement as approved by shareholders in General Meeting on 17 January 2014.</p>

**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
<p><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</p>	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<p><b>Value/Consideration</b>          Note: If consideration is non-cash, provide details and an estimated valuation</p>	N/A
<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>	N/A
<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



**Damian Delaney**  
Company Secretary

14 May 2014

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