



ABN 32 009 220 053

ASX: ATP

24 December 2010

The Manager  
Australian Securities Exchange  
Exchange Plaza  
2 The Esplanade  
PERTH WA 6000

### **DIRECTOR PURCHASE OF SHARES**

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Attached are Change of Director's Interest Notices for Mr Stephen Birkbeck and Mr Geoff Newman. Through an off-market transaction, these directors have acquired parcels of shares (2,558,911 and 400,000 respectively) and have paid a consideration of twelve (12) cents per share. This price has been agreed through a private negotiation and the directors believe that it is a fair price to pay for these shares.

Yours sincerely

**SIMON ADAMS**  
**Managing Director**

# 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.

Name of entity	ATLAS SOUTH SEA PEARL 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 P BIRKBECK
Date of last notice	5 October 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*

Direct or indirect interest	INDIRECT INTEREST
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	SP & K Birkbeck Holdings Pty Ltd <SP & K Birkbeck Superannuation Fund A/C> Raintree Pearls and Perfumes Pty Ltd
Date of change	24 December 2010
No. of securities held prior to change	14,596,670
Class	Ordinary Shares
Number acquired	2,558,911
Number disposed	Nil
Value/Consideration	\$307,069
No. of securities held after change	17,155,581
Nature of change	Off-market trade

+ See chapter 19 for defined terms.

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

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Part 2 – Change of director's interests in contracts

Detail of contract	N/A
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 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
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A



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SIMON ADAMS  
Managing Director

24 December 2010

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Introduced 30/9/2001.

Name of entity	ATLAS SOUTH SEA PEARL 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	15 October 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*

Direct or indirect interest	INDIRECT INTEREST
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	GG Newman and CL Newman <Geryl Super Fund>
Date of change	24 December 2010
No. of securities held prior to change	Nil
Class	Ordinary Shares
Number acquired	400,000
Number disposed	Nil
Value/Consideration	\$48,000
No. of securities held after change	400,000
Nature of change	Off-market trade

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

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Part 2 – Change of director's interests in contracts

Detail of contract	N/A
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



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SIMON ADAMS  
Managing Director

24 December 2010

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