

OM HOLDINGS LIMITED

(ARBN 081 028 337)



2 April 2009

The Board of Directors
Territory Resources Limited
Ground Floor,
23 Ventnor Street
WEST PERTH WA 6005

Company Announcements Office
ASX Limited
4th Floor
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

**TERRITORY RESOURCES LIMITED (ABN 53 100 552 118)
NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL SHAREHOLDER**

Pursuant to section 671B of the Corporations Act 2001 please find attached a Notice of Change of Interests of Substantial Shareholder relating to OM Holdings Limited's shareholding in Territory Resources Limited ("TTY").

OM Holdings Limited presently holds 27,761,413 ordinary shares in TTY representing 10.5% of the issued capital of TTY.

Can you please ensure this Notice is lodged with the ASX Limited on behalf of OM Holdings Limited.

Yours faithfully
OM HOLDINGS LIMITED



Heng Siow Kwee/ Julie A Wolseley
Company Secretary

Attachment: ASIC Form 604 – Notice of Change of Interests of Substantial Shareholder (3 pages)

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **TERRITORY RESOURCES LIMITED**ACN/ARSN **100 552 118****1. Details of substantial holder (1)**Name **OM HOLDINGS LIMITED**ACN/ARSN (if applicable) **081 028 337**

There was a change in the interests of the substantial holder on

01/04/2009

The previous notice was given to the company on

04/01/2008

The previous notice was dated

04/01/2008**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORDINARY SHARES	29,161,413	11.5%	27,761,413	10.5%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
Refer Annexure A					

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
OM HOLDINGS LTD	OM HOLDINGS LTD	OM HOLDINGS LTD	SHAREHOLDING	27,761,413 ORDINARY SHARES	27,761,413 ORDINARY SHARES

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
OM HOLDINGS LIMITED	#08 - 08, Parkway Parade, 80 Marine Parade Road, Singapore 449269

Signature

print name JULIE ANNE WOLSELEY

capacity JOINT COMPANY SECRETARY

sign here

date 02/04/2009

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

CORPORATIONS ACT 2001

SECTION 671B

NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL SHAREHOLDER

THIS IS ANNEXURE A OF 1 PAGE REFERRED TO IN FORM 604 – Issued to TERRITORY RESOURCES
by OM HOLDINGS LIMITED


JA Wolseley
Joint Company Secretary

2 April 2009

Date

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial shareholder was last required to give a substantial holding notice to the company or scheme are as follows:

On Market Disposals

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
17 Dec 2008	OM Holdings Limited	On market share disposal	\$10,000	100,000 ordinary shares	100,000 ordinary shares
19 Dec 2008	OM Holdings Limited	On market share disposal	\$20,500	200,000 ordinary shares	200,000 ordinary shares
31 Dec 2008	OM Holdings Limited	On market share disposal	\$30,000	200,000 ordinary shares	200,000 ordinary shares
2 Jan 2009	OM Holdings Limited	On market share disposal	\$17,000	100,000 ordinary shares	100,000 ordinary shares
5 Jan 2009	OM Holdings Limited	On market share disposal	\$38,000	200,000 ordinary shares	200,000 ordinary shares
25 March 2009	OM Holdings Limited	On market share disposal	\$16,000	100,000 ordinary shares	100,000 ordinary shares
26 March 2009	OM Holdings Limited	On market share disposal	\$19,050	115,000 ordinary shares	115,000 ordinary shares
27 March 2009	OM Holdings Limited	On market share disposal	\$14,450	85,000 ordinary shares	85,000 ordinary shares
30 March 2009	OM Holdings Limited	On market share disposal	\$17,500	100,000 ordinary shares	100,000 ordinary shares
31 March 2009	OM Holdings Limited	On market share disposal	\$12,018	66,764 ordinary shares	66,764 ordinary shares
1 April 2009	OM Holdings Limited	On market share disposal	\$24,649	133,236 ordinary shares	133,236 ordinary shares