

# OM HOLDINGS LIMITED

(ARBN 081 028 337)



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9 May 2011

The Board of Directors  
Shaw River Resources Limited  
708 Murray Street  
WEST PERTH WA 6005

Company Announcements Office  
ASX Limited  
4<sup>th</sup> Floor  
20 Bridge Street  
SYDNEY NSW 2000

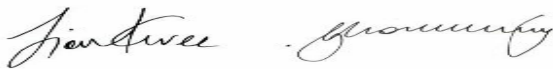
Dear Sir/Madam

**SHAW RIVER RESOURCES LIMITED (ABN 85 121 511 886)**  
**NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL HOLDER**

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

OM Holdings Limited presently holds 36,236,816 ordinary shares in SRR representing 9.6% of the issued capital of SRR.

Yours faithfully  
**OM HOLDINGS LIMITED**



Heng Siow Kwee/ Julie A Wolseley  
**Company Secretary**

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



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## BACKGROUND PROFILE OF OM HOLDINGS LIMITED

*OMH listed on the ASX in March 1998 and has its foundations in metals trading – incorporating the sourcing and distribution of manganese ore products and subsequently in processing ores into ferro-manganese intermediate products. The OMH Group now operates commercial mining operations – leading to a fully integrated operation covering Australia, China and Singapore.*

*Through its wholly owned subsidiary, OM (Manganese) Ltd, OMH controls 100% of the Bootu Creek Manganese Mine (“Bootu Creek”) located 110 km north of Tennant Creek in the Northern Territory.*

*Bootu Creek has the capacity to produce 1,000,000 tonnes of manganese product annually. Bootu Creek has further exploration potential given that its tenement holdings extend over 2,600km<sup>2</sup>.*

*Bootu Creek’s manganese product is exclusively marketed by the OMH Group’s own trading division with a proportion of the product consumed by the OMH Group’s wholly-owned Qinzhou smelter located in south west China.*

*Through its Singapore based commodity trading activities, OMH has established itself as a significant manganese supplier to the Chinese market. Product from Bootu Creek has strengthened OMH’s position in this market.*

*OMH is a constituent of the S&P/ASX 200 a leading securities index.*

*OMH holds a 26% investment in Ntsimbintle Mining (Proprietary) Ltd, which holds a 50.1% interest in the world class Tshipi Borwa manganese project in South Africa.*

*OMH also holds the following strategic shareholding interests in ASX listed entities:*

- *16% shareholding in **Northern Iron Limited** (ASX Code: NFE), a company presently producing iron ore from its Sydvaranger iron ore mine located in northern Norway;*
- *10% shareholding in **Shaw River Resources Limited** (ASX Code: SRR), a company presently exploring for manganese in Western Australia and Ghana; and*
- *19% shareholding in **Scandinavian Resources Ltd** (ASX Code: SCR), a company presently exploring for iron ore, manganese, gold and copper in Sweden and Norway.*

*OMH has also announced plans for a listing on the Main Board of The Stock Exchange of Hong Kong Limited (“HKEx”) to further broaden the Company’s shareholder base internationally and give the Company access to future capital raising opportunities in the growing Asian market to support its longer term growth strategy.*

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**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme **SHAW RIVER RESOURCES LIMITED ("SRR")**ACN/ARSN **121 511 886****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

**04/05/2011**

The previous notice was given to the company on

**14/12/2010**

The previous notice was dated

**14/12/2010****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) |
| <b>ORDINARY SHARES</b>  | <b>28,042,764</b> | <b>11.1%</b>     | <b>36,236,816</b> | <b>9.6%</b>      |
|                         |                   |                  |                   |                  |

**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 |
|-------------------------|----------------------------------------|----------------------|-----------------------------------------------|-----------------------------------------|-------------------------|
| <b>Refer Annexure A</b> |                                        |                      |                                               |                                         |                         |
|                         |                                        |                      |                                               |                                         |                         |
|                         |                                        |                      |                                               |                                         |                         |

**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                    |
|-----------------------------|---------------------------------|------------------------------------------------|---------------------------------|-----------------------------------|-----------------------------------|
| <b>OM HOLDINGS LTD</b>      | <b>OM HOLDINGS LTD</b>          | <b>OM HOLDINGS LTD</b>                         | <b>SHAREHOLDING</b>             | <b>36,236,816 ORDINARY SHARES</b> | <b>36,236,816 ORDINARY SHARES</b> |
|                             |                                 |                                                |                                 |                                   |                                   |
|                             |                                 |                                                |                                 |                                   |                                   |

## 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 |
|-----------------------------------|-----------------------|
|                                   |                       |
|                                   |                       |

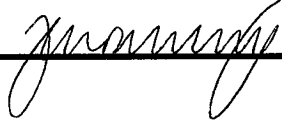
## 6. Addresses

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 **09/05/2011**

## 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.

FORM 604

Annexure A

CORPORATIONS ACT 2001

SECTION 671B

**NOTICE OF CHANGE OF INTERESTS OF SUBSTANTIAL SHAREHOLDER**

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



J A Wolseley  
Joint Company Secretary

9 May 2011

Date

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**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 Acquisitions**

| 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          |
|----------------|----------------------------------------|-----------------------------------------------------------------------------|-------------------------------------------|-----------------------------------------|----------------------------------|
| 10 Feb 2011    | OM Holdings Limited                    | Share placement                                                             | \$1,112,179                               | 8,194,052 ordinary shares               | 8,194,052 ordinary shares        |
| 3 May 2011     | OM Holdings Limited                    | SRR completed a share placement and OM Holdings Limited did not participate | -                                         | -                                       | -                                |
|                |                                        | <b>Total</b>                                                                | <b>\$1,112,179</b>                        | <b>8,194,052 ordinary shares</b>        | <b>8,194,052 ordinary shares</b> |