

Notice of Change of Interests of a Substantial Holder

This form is the form prescribed by OM Holdings Limited for the purposes of Bye-Law 52AAA.13 for the disclosure by a Substantial Holder of the information required by Bye-Law 52AAA.12 in accordance with Bye-Law 52AAA.11.

To OM Holdings Ltd (OMH or the Company)

ARBN 081 028 337

1. Details of Substantial Holder (1)

Name Marc Chan (Chan) and his wholly owned entities, Amplewood Resources Limited (Amplewood) and Perfield International Limited (Perfield)

Insert company number or other company identification (if applicable)

There was a change in the interests of the Substantial Holder on See below (3).

The previous notice was given to the company on 03/04/2013

The previous notice was dated 03/04/2013

2. Previous and present Voting Power

The total number of votes attached to all the voting shares in the Company that the Substantial Holder or an Associate (2) had a direct or indirect Relevant Interest (3) in when last required, and when now required, to give a Substantial Holding notice to the Company are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting Power (5)	Person's votes	Voting Power (5)
Fully paid ordinary shares (Shares)	57,564,035	8.55%	72,080,011	9.83%

3. Changes in Relevant Interests

Particulars of each change in the nature of a Relevant Interest of the Substantial Holder or each of its Associates in voting securities of the Company since the Substantial Holder was last required to give a Substantial Holding notice in accordance with the Bye-laws to the Company 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
16/04/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$272,020.00	700,000	700,000
27/05/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$599,417.33	1,530,297	1,530,297
27/05/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$700,920.00	1,800,000	1,800,000
28/05/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$38,500.00	100,000	100,000
12/06/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$229,132.14	713,585	713,585
13/06/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$6,357.12	19,264	19,264
14/06/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$90,838.11	275,267	275,267
17/06/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$34,804.77	105,469	105,469
17/06/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$64,860.00	200,000	200,000
18/06/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$13,245.38	40,755	40,755
19/06/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$17,806.44	54,008	54,008
20/06/2013	Amplewood and	Acquisition pursuant to an on-	\$3,390.75	10,275	10,275

	Chan	market transaction.			
10/10/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$428,750.00	1,225,000	1,225,000
15/10/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$97,445.04	295,288	295,288
17/10/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$10,032.99	30,403	30,403
28/10/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$681,976.69	2,069,732	2,069,732
31/10/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$47,683.44	151,376	151,376
31/10/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$289,464.64	904,577	904,577
12/11/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$5,753.28	17,979	17,979
20/11/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$660,261.53	1,889,701	1,889,701
28/11/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$419,640.00	1,200,000	1,200,000
29/11/2013	Amplewood and Chan	Acquisition pursuant to an on-market transaction.	\$406,817.40	1,163,000	1,163,000

4. Present Relevant Interests

Particulars of each Relevant Interest of the Substantial Holder and each of its Associates 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
Amplewood	Amplewood	Amplewood	Registered holder of Shares and has a Relevant Interest pursuant to clause 52AAA.1(15) of the Company's bye laws.	65,203,376 Shares	65,203,376
Parfield	Parfield	Parfield	Registered holder of Shares and has a Relevant Interest pursuant to clause 52AAA.1(15) of the Company's bye laws.	1,245,455 Shares	1,245,455
Chan	Chan	Chan	Registered holder of Shares and has a relevant interest pursuant to clause 52AAA.1(15) of the Company's bye laws.	5,611,180 Shares	5,611,180
Chan	Amplewood	Amplewood	Relevant interest pursuant to 52AAA.1(15) Company's bye laws in respect of shares held by Amplewood.	65,203,376 Shares	65,203,376
Chan	Parfield	Parfield	Relevant interest pursuant to 52AAA.1(15) Company's bye laws in respect of shares held by Parfield.	1,245,455 Shares	1,245,455

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 securities in the Company are as follows:

Name and company number or other company identification (if applicable)	Nature of Association
N/A	N/A

6. Addresses

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

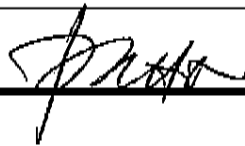
Name	Address
Amplewood	P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands
Parfield	Drake Chambers, Road Town, Tortola, British Virgin Islands
Marc Chan	21E United Centre, Admiralty, Hong Kong

Signature

Print Name Marc Chan

Capacity

Sign here



Date 04/12/2013

DIRECTIONS

- (1) You are required to insert the full company name or name of the individual who is the Substantial Holder (including as relevant the company number or similar company identification). The Substantial Holder must set out the dates of previous notices.
 You are a "Substantial Holder" if you have a Substantial Holding in the Company. See the definition of "Substantial Holding" in Bye-law 52AAA.1(21) of the Bye-laws of OMH. A copy of OMH's Bye-laws is available on the Company's website at www.omholdingsltd.com.
 If there are a number of Substantial Holders with similar or related interests in the Company, the names of those persons can be included in an annexure to the form and that group may be referred to throughout the form as a specifically named group (provided that the names and addresses of members of the group are clearly set out in paragraph 6 of the form).
- (2) See the definition of "Associate" in clause 52AAA.1(3) of the Bye-laws of OMH.
- (3) See the definition of "Relevant Interest" in clause 52AAA.1(15) of the Bye-laws of OMH.
- (4) You are required to specify the class of securities to which the Substantial Holding relates. The voting shares of a company constitute one class unless divided into separate classes.
- (5) See the definition of "Voting Power" in Bye-law 52AAA.1(23) of the Bye-laws of OMH.
- (6) You must describe the nature of the change. In accordance with the Bye-laws, you are required to include details of any relevant agreement through which either the Substantial Holder or its Associates would have a Relevant Interest in Shares in the Company. In accordance with the Bye-laws, this form must be accompanied by either:
 - (a) a copy of any document including the relevant agreement (endorsed with a statement that the copy is a true copy) that contributed to the situation giving rise to the Shareholder needing to provide the information and is in writing and readily available to the Substantial Holder or Shareholder; or
 - (b) a statement by the Substantial Holder or Shareholder giving full and accurate details of any contract, scheme or arrangement that contributed to the situation giving rise to the Shareholder needing to provide the information and is not both in writing and readily available to the Substantial Holder or Shareholder.
 This requirement does not apply if the transaction giving rise to the Substantial Holder or Shareholder needing to provide the information takes place on the ASX.
- (7) The Company considers, for the purposes of Bye-Law 52AAA.12(6), that details of the consideration paid for each Relevant Interest is relevant. The details of the consideration must include any and all benefits, money and other benefits 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 (e.g. if the Relevant Interest arises because of an option), write "unknown".
- (9) In providing details of the Association, you should refer to the definition of "Associate" in clause 52AAA.1(3) of the Bye-laws of OMH.
- (10) This form must be given to both the Company and ASX:
 - (a) within two business days (as that term is defined in the Bye-laws) after the Shareholder becomes aware of the circumstances giving rise to the need for disclosure under the Bye-Laws (specified in Bye-laws 52AAA.11(1) and (2)); or
 - (b) by nine-thirty (9.30am) on the next trading day of the ASX after a Person becomes aware of that Person making a takeover bid for securities in the Company.