



# Territory Resources Limited

23 Ventnor Avenue,  
West Perth WA 6005  
Telephone: +61 8 9483 5100  
Facsimile : +61 8 9483 5111

21 July 2009

Manager Announcements  
Company Announcements Office  
ASX Limited  
Level 4  
20 Bridge Street  
SYDNEY NSW 2000

Dear Sir/Madam

**ASIC FORM 605 – Notice of ceasing to be a substantial shareholder**

Attached is a copy of a Notice of ceasing to be a substantial shareholder in regard to Territory Resources Limited group's recent sale of shares in Northern Mining Limited.

Yours sincerely,

**Patrick McCole**  
Company Secretary



**An Australian Resources Group**

Post Office Box 158, West Perth, Western Australia 6872  
admin@territoryresources.com.au www.territoryresources.com.au  
A.B.N. 53 100 552 118

**Form 605**  
Corporations Act 2001  
Section 671B

**Notice of ceasing to be a substantial holder**

To Company Name/Scheme Northern Mining Limited

ACN/ARSN 113 654 229

**1. Details of substantial holder (1)**

Name Territory Resources Limited

ACN/ARSN (if applicable) 100 552 118

The holder ceased to be a substantial holder on 17/07/2009  
The previous notice was given to the company on 19/05/2009  
The previous notice was dated 19/05/2009

**2. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
17 July 2009	Territory Iron Pty Ltd	Off Market Sale	\$264,694.27	11,028,928 ordinary securities	11,028,928
17 July 2009	Territory Resources Ltd	See above	Nil	See above	See above

**3. Changes in association**

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
N/A	

**4. Addresses**

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

Name	Address
Territory Iron Pty Ltd	Ground Floor, 23 Ventnor Avenue, West Perth WA 6005
Territory Resources Limited	Ground Floor, 23 Ventnor Avenue, West Perth WA 6005

**Signature**

print name Patrick McCole capacity Company Secretary

sign here  date 21/07/2009

## 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 "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.

- (5) 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 on 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.
- (6) The voting shares of a company constitute once class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.