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23 November 2010

Company Announcements Office
ASX Limited
Exchange Plaza
2 The Esplanade
PERTH WA 6000
1300 135 638

No of pages 6
(including this
page)

Dear Sir/Madam

Notice of change of interests of substantial holder - Territory Resources Limited

We act for Jonesville Limited (Jonesville).

In accordance with section 671B(1)(b) of the Corporations Act 2001(Cth), we enclose a Form 694 (Notice of change of interests of substantial holder) from Jonesville and its associates, which has also been provided to Territory Resources Limited.

Yours faithfully



Matthew Johnson, Partner
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Enclosure

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

No. 0584 P2

To Company Name/Scheme

ACHMANN

Territory Resources Limited

ACN 100 582 118

1. Details of substantial holder (1)

Name: Jonesville Limited (Jonesville) Noble Group Limited (Noble); and each of the companies listed in Annexure "A" [Noble Group]

ACHMANN (if applicable)

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

13/01/2010

The previous notice was given to the company on:

15/01/2008

The previous notice was dated:

15/01/2008

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)
Fully Paid Ordinary Shares	89,001,825	26.46%	70,771,751	26.01%

3. Changes in relevant interests

Particulars of each change (1), 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 (5)	Condition(s) given in relation to change (7)	Class and number of securities affected	Person's votes affected
Refer to Annexure "B"					

4. Present relevant interests

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

Holds or relevant interest	Registered holder(s) of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (8)	Class and number of securities	Person's votes
Refer to Annexure "B"					

5. Changes in association

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

Name and ACN/VRN (if applicable)	Nature of association
N/A	N/A

6. Addresses

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

Name	Address
Noble Group	18th Floor, Nass Mutual Tower, 38 Gloucester Rd, Hong Kong
Jonesville Limited	P.O. Box 861, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands
Cronley Resources Limited	Level 2, 23 Yorkton Avenue, West Perth, WA 6005

Signature

Print name: Yim Wei Yin, Lisa

Capacity: Company Secretary

Signature

Date: 22 November 2010

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 611(6) 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 power or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).
- (7) See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) 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 may 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.
- (9) 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".
- (10) Give details, if appropriate, of the present association and any change in their association since the last substantial holding notice.

Annexure A to Form 604

The Noble Group of companies

This Annexure A of 1 page referred to in the Form 604 (Notice of change of interests of substantial holder), signed by me and dated, 22 November 2010.



Yim Wai Yin, Lisa
Company Secretary, Jonesville Limited

The Noble Group of companies other than Noble Group Limited and Jonesville Limited

Chongqing Xinfu Food Co., Ltd	Noble Chartstring Limited
CocoFuels, S.A.	Noble Clean Fuels Limited
Charley Resources Limited	Noble Europe Limited
Donaldson Coal Holdings Limited	Noble Mount Investments Limited
Donaldson Coal Pty Limited	Noble Netherlands B.V.
Evere Sociiedad Anónima Cenitcal	Noble Paraguay Sociedad Anónima
Fleet Management Limited	Noble Resources Group Limited
Fleet Ship Management Inc.	Noble Resources Limited
Gloucester Coal Limited	Noble Resources Pte. Ltd.
Lengkou Xinlong Edible Oil Co., Ltd.	Noble Resources SA
Lennar Pty Limited	Noble Resources UK Limited
Newtong Noble Grain and Protein Co., Ltd.	Noble Trade Finance Hong Kong Limited
Newcastle Coal Company Pty Limited	Osando Pty Limited
Noble Americas Corp.	PT Pelayaran Nasional Tanjungtau Servis
Noble Argentine S.A.	PT Sanga Cera Indonesia
Noble Brasil S.R.	Qindou Dayang Cereals and Oils Company Limited
Noble Carbon Credits Limited	Stalment Group Limited
Noble Chartering Inc.	Summer Fortune Limited

Annexure B to Form 604

Details of changes in relevant interest and present relevant interests

This Annexure B of 2 pages referred to in the Form 604 (Notice of change of interests of substantial holder), signed by me and dated 22 November 2010.


Yim Wai Yin, Esq.
Company Secretary, Jonesville Limited

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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
11/11/2010	Jonesville	On-market purchase	\$189,771	510,000 fully paid ordinary shares	510,000
13/11/2010	Jonesville	On-market purchase	\$21,165,045	50,875 fully paid ordinary shares	50,875
18/11/2010	Jonesville	On-market purchase	\$475,400,2239	1,285,882 fully paid ordinary shares	1,285,882
19/11/2010	Jonesville	On-market purchase	\$1,866,145,3335	4,824,495 fully paid ordinary shares	4,824,495
As above	Mobile	As parent company of Jonesville, has a relevant interest under section 608(3)(b) of the Corporations Act 2001 (Cth) (ASX).	N/A	8,778,750 fully paid ordinary shares (total of above)	8,778,750 (total of above)
As above	Mobile Group	Each member of the Mobile Group is an associate of Mobile and Jonesville pursuant to section 122(3)(a) of the Act and has a relevant interest under section 608(3)(a) of the Act.	N/A	8,778,750 fully paid ordinary shares (total of above)	8,778,750 (total of above)

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	Nature of relevant interest	Class and number of securities affected	Person's votes
Jonesville	Jonesville	Jonesville	Pursuant to section 108(1)(c) of the Act as the holder of the securities	58,770,231 fully paid ordinary shares	58,770,231
Mobile	Jonesville	Jonesville	As parent company of Jonesville, has a relevant interest under section 608(3)(b) of the Act.	58,770,231 fully paid ordinary shares	58,770,231

Noble Group	Jonesville	Jonesville	Each member of the Noble Group is an associate of Noble and Jonesville pursuant to section 12(2)(a) of the Act and has a relevant interest under section 638(3)(b) of the Act.	58,770,231 fully paid ordinary shares	58,770,231
Crawley Resources United	Crawley Resources Limited	Crawley Resources Limited	Pursuant to section 638(1)(b) of the Act as the holder of the securities.	18,001,534 fully paid ordinary shares	18,001,534
Noble	Crawley Resources Limited	Crawley Resources Limited	Has a relevant interest under section 638(3)(b) of the Act.	18,001,534 fully paid ordinary shares	18,001,534
Jonesville and Noble Group	Crawley Resources Limited	Crawley Resources Limited	Jonesville and each member of the Noble Group is an associate of Noble and Crawley Resources United pursuant to section 12(2)(a) of the Act and has a relevant interest under section 638(3)(b) of the Act.	18,001,534 fully paid ordinary shares	18,001,534