

**FACSIMILE TRANSMITTAL SHEET**

To:	ASX	From:	Officium Capital
Fax:	1300 135 638	Pages:	5 (including cover sheet)
Phone:		Date:	08-06-2010
Re:	Form 604	cc:	

Urgent For Review Please Comment Please Reply

● Comments:

To Whom It May Concern,

Please find enclosed form 604: Notice of change of interests of substantial holder

This form has been mailed to the relating entity.

Regards,

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**

To Company Name/Scheme

OVERLAND RESOURCES LIMITED

ACN/ARSN

114 187 978

1. Details of substantial holder(1)

OFFICIUM CAPITAL LIMITED

Name

ACN/ARSN (if applicable)

108 747 637

There was a change in the interests of the
substantial holder on12 / 03 / 2010

The previous notice was given to the company on

01 / 03 / 2010

The previous notice was dated

01 / 03 / 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)
ORD	22,361,077	15.25%	16.47%	24,142,459

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					
ANNEX					
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
REFER					
ANNEX					
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
OFFICIUM CAPITAL LTD	PO BOX 1396, MILTON, QLD, 4064

Signature

print name JOHN NUNAN

capacity DIRECTOR

sign here



date

8/6/2010

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 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.

Annexure A**Overland Resources Limited**

Date of Change	Person whose relevant interests changes	Nature of change	Consideration given in relation to change	Class and number of securities affected		Person's votes affected
12/3/2010	Officium Capital Ltd as responsible entity of the Emerging Resources Company Share Fund ARSN 118 630 541	Purchase of fully paid ordinary shares	7,362.13	Ord	91,875	91,875
15/3/2010			9,615.84	Ord	120,000	120,000
19/3/2010			22,837.62	Ord	300,000	300,000
29/3/2010			5,258.67	Ord	70,000	70,000
31/3/2010			26,994.47	Ord	350,000	350,000
21/5/2010			18,780.94	Ord	250,000	250,000
26/5/2010			17,528.88	Ord	250,000	250,000
27/5/2010			2,128.01	Ord	29,507	29,507
28/5/2010			6,090.03	Ord	80,000	80,000
07/6/2010			17,779.29	Ord	250,000	250,000

This is Annexure A referred to in Form 604 – Notice of change of interests of substantial holder signed and dated 8 June 2010.



John Nunan

Director

Annexure B**Overland Resources Limited**

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder	Nature of relevant interest	Class and number of securities	Person's votes
Officium Capital Limited	Bond Street Custodians Limited as Custodian of the Emerging Resources Company Share Fund ARSN 118 630 541	n/a	Officium Capital Limited as responsible entity of the Emerging Resources Company Share Fund ARSN 118 630 541	Ord Shares	24,142,459

This is Annexure A referred to in Form 604 – Notice of change of interests of substantial holder signed and dated 8 June 2010.



John Nunan

Director