

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme **Bathurst Resources Limited**

ACN/ARSN **125 679 469**

1. Details of substantial holder

Name **Bank of America Corporation and its related bodies corporate**

ACN/ARSN (if applicable): _____

There was a change in the interests of the substantial holder on **8 November 2012**

The previous notice was given to the company on **6 September 2012**

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)
Ordinary	83,066,099	11.92%	76,103,858	10.91%

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
Please see Annexure 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 holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Merrill Lynch (Australia) Futures Ltd	Merrill Lynch (Australia) Nominees Pty Ltd	Merrill Lynch (Australia) Futures Ltd	Beneficial Owner	Ordinary 352,952	352,952
Merrill Lynch International	Merrill Lynch (Australia) Nominees Pty Ltd	Merrill Lynch International	Beneficial Owner	Ordinary 5,199	5,199
Merrill Lynch International (Australia) Ltd	MLEQ Nominees Pty Limited	Merrill Lynch International (Australia) Ltd	Borrowing of securities pursuant to a Prime Brokerage Agreement (see Appendix)	Ordinary 20,579,156	20,579,156
Merrill Lynch International	Merrill Lynch (Australia) Nominees Pty Ltd	Merrill Lynch International	Borrowing of securities pursuant to a Prime Brokerage Agreement (see Appendix)	Ordinary 53,889,382	53,889,382
Merrill Lynch International	Merrill Lynch (Australia) Nominees Pty Ltd	Merrill Lynch International	Borrowing of securities pursuant to a Securities Lending Agreement (see Appendix)	Ordinary 1,277,169	1,277,169

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
N/A	N/A

6. Addresses

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

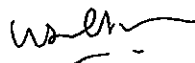
Name	Address
Bank of America Corporation	100 North Tryon Street, Charlotte, North Carolina, 28255, USA
Merrill Lynch (Australia) Futures Ltd	Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia
Merrill Lynch International (Australia) Ltd	Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia
Merrill Lynch International	2 King Edward Street, London EC1A 1HQ, United Kingdom
Merrill Lynch (Australia) Nominees Pty Ltd	Level 19, 120 Collins St, Melbourne Vic 3000, Australia
MLEQ Nominees Pty Ltd	Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia

SIGNATURE

Print Name: Roland Chan

Capacity: Authorised signatory

Sign Here:



Date: 12 November 2012

Annexure A

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration (5)	Class (6) of securities	Securities affected	Person's votes affected
6-Sep-12	Merrill Lynch (Australia) Futures Ltd	Buy	10,512	Ordinary	32,346	32,346
6-Sep-12	Merrill Lynch (Australia) Futures Ltd	Sell	1,806,750	Ordinary	(5,500,000)	(5,500,000)
10-Sep-12	Merrill Lynch (Australia) Futures Ltd	Sell	905,500	Ordinary	(2,500,000)	(2,500,000)
17-Sep-12	Merrill Lynch (Australia) Futures Ltd	Sell	2,522	Ordinary	(6,305)	(6,305)
17-Sep-12	Merrill Lynch (Australia) Futures Ltd	Sell	5,990	Ordinary	(15,763)	(15,763)
20-Sep-12	Merrill Lynch (Australia) Futures Ltd	Sell	122,071	Ordinary	(290,646)	(290,646)
20-Sep-12	Merrill Lynch (Australia) Futures Ltd	Buy	43,271	Ordinary	104,146	104,146
25-Sep-12	Merrill Lynch (Australia) Futures Ltd	Buy	24,753	Ordinary	62,666	62,666
2-Oct-12	Merrill Lynch (Australia) Futures Ltd	Buy	6,373	Ordinary	15,736	15,736
3-Oct-12	Merrill Lynch (Australia) Futures Ltd	Buy	6,373	Ordinary	15,736	15,736
11-Oct-12	Merrill Lynch (Australia) Futures Ltd	Buy	191,124	Ordinary	457,345	457,345
11-Oct-12	Merrill Lynch (Australia) Futures Ltd	Buy	172,955	Ordinary	411,993	411,993
12-Oct-12	Merrill Lynch (Australia) Futures Ltd	Buy	11,510	Ordinary	27,734	27,734
12-Oct-12	Merrill Lynch (Australia) Futures Ltd	Sell	37	Ordinary	(88)	(88)
15-Oct-12	Merrill Lynch (Australia) Futures Ltd	Buy	152,739	Ordinary	355,289	355,289
17-Oct-12	Merrill Lynch (Australia) Futures Ltd	Buy	179,529	Ordinary	393,187	393,187
17-Oct-12	Merrill Lynch (Australia) Futures Ltd	Buy	172,689	Ordinary	380,540	380,540
18-Oct-12	Merrill Lynch (Australia) Futures Ltd	Sell	8,637	Ordinary	(18,983)	(18,983)
19-Oct-12	Merrill Lynch (Australia) Futures Ltd	Sell	188	Ordinary	(400)	(400)
10-Sep-12	Merrill Lynch International	Buy	1,795	Ordinary	5,199	5,199
5-Sep-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	49,869,144	49,869,144
5-Sep-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(26,251,244)	(26,251,244)
5-Sep-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(12,415,900)	(12,415,900)
5-Sep-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(11,202,000)	(11,202,000)
7-Sep-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(514,435)	(514,435)
11-Sep-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	6,257,000	6,257,000
12-Sep-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	15,297,336	15,297,336
12-Sep-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	55,611,708	55,611,708
12-Sep-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(2,470,000)	(2,470,000)
12-Sep-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(49,354,708)	(49,354,708)
12-Sep-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(6,257,000)	(6,257,000)
24-Sep-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(185,017)	(185,017)
15-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,277,169	1,277,169
16-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
16-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,277,169)	(1,277,169)
17-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
17-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
18-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
18-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
18-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(308,460)	(308,460)
19-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
19-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
22-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
22-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
22-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(8,866,000)	(8,866,000)
23-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
23-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(30,619,000)	(30,619,000)
23-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
24-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
24-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
24-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(6,490,000)	(6,490,000)
25-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
25-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
26-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
26-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
29-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
29-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
30-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	5,900,000	5,900,000
30-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
30-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(475,424)	(475,424)
30-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
31-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	15,228,248	15,228,248
31-Oct-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
31-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(5,900,000)	(5,900,000)
31-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(9,328,248)	(9,328,248)
31-Oct-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
1-Nov-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,267,169	1,267,169
1-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(410,000)	(410,000)
1-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
1-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,000)	(1,000)
1-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(5,975,000)	(5,975,000)
2-Nov-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,277,169	1,277,169
2-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(8,668,000)	(8,668,000)
2-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,267,169)	(1,267,169)
5-Nov-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,277,169	1,277,169
5-Nov-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	12,000,000	12,000,000
5-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,277,169)	(1,277,169)
5-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(492,965)	(492,965)
6-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(50,000)	(50,000)
7-Nov-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,277,169	1,277,169
7-Nov-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	18,067,284	18,067,284
7-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,277,169)	(1,277,169)
7-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(5,800,000)	(5,800,000)
7-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(398,796)	(398,796)

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7-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(12,000,000)	(12,000,000)
7-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(6,067,283)	(6,067,283)
8-Nov-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	1,277,169	1,277,169
8-Nov-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	36,290,000	36,290,000
8-Nov-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,277,169)	(1,277,169)
11-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(6,257,000)	(6,257,000)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	2,470,000	2,470,000
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(1,547,863)	(1,547,863)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(124,590)	(124,590)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(1,431,278)	(1,431,278)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(479,000)	(479,000)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(294,663)	(294,663)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(1,090,000)	(1,090,000)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(1,410)	(1,410)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(840,000)	(840,000)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(103,296)	(103,296)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(1,334,002)	(1,334,002)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(3,592,000)	(3,592,000)
12-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(4,459,234)	(4,459,234)
13-Sep-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	19,600	19,600
20-Sep-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	19,600	19,600
24-Sep-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	185,017	185,017
25-Sep-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	19,600	19,600
26-Sep-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	19,600	19,600
26-Sep-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(19,600)	(19,600)
2-Oct-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	19,600	19,600
22-Oct-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	8,866,000	8,866,000
23-Oct-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	30,619,000	30,619,000
24-Oct-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	19,473	19,473
24-Oct-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	6,490,000	6,490,000
26-Oct-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	19,500	19,500
30-Oct-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(5,900,000)	(5,900,000)
1-Nov-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	5,975,000	5,975,000
2-Nov-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	8,668,000	8,668,000
5-Nov-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(12,000,000)	(12,000,000)
7-Nov-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	5,800,000	5,800,000
8-Nov-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(5,975,000)	(5,975,000)
8-Nov-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(8,668,000)	(8,668,000)
8-Nov-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(18,619,000)	(18,619,000)
8-Nov-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(3,028,000)	(3,028,000)

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Appendix: Prescribed information

Type of agreement	Prime Brokerage Agreement / Global Master Securities Lending Agreement		
Parties to agreement	Merrill Lynch International, Merrill Lynch International (Australia) Limited and Focus Asset Management Pty Ltd	Merrill Lynch International and Virtu Financial Asia Pty Ltd	Merrill Lynch International, Merrill Lynch International (Australia) Limited and Mathews Capital Partners Pty Limited as Trustee of The Peak Energy and Global Resources Fund
Transfer date	For the period from 5 September 2012 to 8 November 2012.		
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.		
Are there any restrictions on voting rights?	No		
If yes, detail	N/A		
Scheduled return date (if any)	On recall of the securities loan by the securities lender.		
Does the borrower have the right to return early?	Yes		
If yes, detail	Securities borrower will have right to return assets at any time.		
Does the lender have the right to recall early?	Yes		
If yes, detail	Securities lender will have right to recall assets at any time.		
Will the securities be returned on settlement?	Yes		
If yes, detail any exceptions	N/A		

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Type of agreement	Prime Brokerage Agreement / Global Master Securities Lending Agreement		
Parties to agreement	Merrill Lynch International, Merrill Lynch International (Australia) Limited and Mathews Capital Partners Pty Limited as Trustee of the Sabre Fund	Merrill Lynch International, Merrill Lynch International (Australia) Limited, and Susquehanna Pacific Pty Limited	Merrill Lynch International and the Tomahawk International Fund L.P
Transfer date	For the period from 5 September 2012 to 8 November 2012.		
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.		
Are there any restrictions on voting rights?	No		
If yes, detail	N/A		
Scheduled return date (if any)	On recall of the securities loan by the securities lender.		
Does the borrower have the right to return early?	Yes		
If yes, detail	Securities borrower will have right to return assets at any time.		
Does the lender have the right to recall early?	Yes		
If yes, detail	Securities lender will have right to recall assets at any time.		
Will the securities be returned on settlement?	Yes		
If yes, detail any exceptions	N/A		

Type of agreement	Prime Brokerage Agreement / Global Master Securities Lending Agreement		
Parties to agreement	Merrill Lynch International, Merrill Lynch International (Australia) Limited and Mathews Capital Partners Pty Limited as Trustee of Velocity Fund	Merrill Lynch International, Merrill Lynch International (Australia) Limited and Mathews Capital Partners Pty Limited as Trustee of Searchlight Asia Pacific Fund	Merrill Lynch International and GETCO Asia Pte. Ltd
Transfer date	For the period from 5 September 2012 to 8 November 2012.		
Holder of voting rights	Securities borrower. Securities lender may instruct the registered holder to vote on securities.		
Are there any restrictions on voting rights?	No		
If yes, detail	N/A		
Scheduled return date (if any)	On recall of the securities loan by the securities lender.		
Does the borrower have the right to return early?	Yes		
If yes, detail	Securities borrower will have right to return assets at any time.		
Does the lender have the right to recall early?	Yes		
If yes, detail	Securities lender will have right to recall assets at any time.		
Will the securities be returned on settlement?	Yes		
If yes, detail any exceptions	N/A		