

**FORM 604**  
Corporations Act 2001  
Section 671B

**Notice of change of interests of substantial holder**

To Company Name/Scheme BATHURST RESOURCES LIMITED

ABN 93 125 679 469

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

Name Bank of America Corporation

ACN/ARSN (if applicable) \_\_\_\_\_

There was a change in the interests of the substantial holder on	16-Nov-10
The previous notice was given to the company on	15-Nov-10
The previous notice was dated	8-Nov-10

**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 (5)	Voting power (6)	Person's votes (5)	Voting power (6)
Ordinary Shares	52,459,376	10.71%	71,159,033	11.90%

**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 of securities	Securities affected	Person's votes affected
N/A	Merrill Lynch International	Prime Broker with rehypothecation right pursuant to Prime Brokerage agreement (see relevant clause below)*	N/A	Ordinary Shares	13,084,657	13,084,657
See Schedule	Merrill Lynch International	Market Transactions	See Schedule	Ordinary Shares	550,000	550,000
N/A	Merrill Lynch International (Australia) Ltd	Merrill Lynch International (Australia) Ltd	Beneficial Owner	Ordinary Shares	-535,000	-535,000
See Schedule	Merrill Lynch (Australia) Futures Ltd	Merrill Lynch (Australia) Futures Ltd	See Schedule	Ordinary Shares	5,800,000	5,800,000

12.9 The Customer hereby consents (without any further notice, consent or reference) to Merrill Lynch from time to time utilising any Securities for ML's own purposes and for its own benefit on the terms specified in this Clause 12.9 (including, for the avoidance of doubt, the retention of any profit generated as a result of such utilisation).....

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**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	Persons entitled to be registered as holder (8)	Nature of relevant interest (6)	Class of securities	Securities	Person's votes
Bank of America Corporation	Deemed Interest from Associates	N/A	Indirect Owner	Ordinary Shares	71,159,033	71,159,033
Merrill Lynch International	Merrill Lynch International	Prime Broker with rehypothecation right pursuant to Prime Brokerage agreement.	Beneficial Owner	Ordinary Shares	62,954,033	62,954,033
Merrill Lynch International (Australia) Ltd	Merrill Lynch International (Australia) Limited	Merrill Lynch International (Australia) Limited	Beneficial Owner	Ordinary Shares	2,055,000	2,055,000
Merrill Lynch (Australia) Futures Ltd	Merrill Lynch (Australia) Futures Ltd	Merrill Lynch (Australia) Futures Ltd	Beneficial Owner	Ordinary Shares	5,600,000	5,600,000
Merrill Lynch International	Merrill Lynch International	Merrill Lynch International	Beneficial Owner	Ordinary Shares	550,000	550,000

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or 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
Bank of America Corporation	100 North Tryon Street, Charlotte, North Carolina, 28255
Merrill Lynch International	Merrill Lynch Financial Centre, 2 King Edward Street, London EC1A 1HQ
Merrill Lynch (Australia) Futures Ltd	Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney 2000
Merrill Lynch International (Australia) Ltd	Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney 2000
Merrill Lynch, Pierce, Fenner & Smith Incorporated	One Bryant Park, New York NY 10036, United States

\*This report is submitted on the basis of our present understanding of ASIC's current policy on reporting by Prime Brokers

**Signature**

print name Danielle Tobin capacity Vice President, Bank of America Corporation

sign here

*Danielle Tobin*

date 19-Nov-10

## Schedule to Form 604

<u>Group Name</u>	<u>ASX</u>	<u>Stock</u>	<u>Trade Date</u>	<u>Trans Type</u>	<u>Trans Number</u>	<u>Consideration</u>
Merrill Lynch International	BTU	Ordinary	11-Nov-10	Borrow	550,000	305,800
Merrill Lynch (Australia) Futures Ltd	BTU	Ordinary	16-Nov-10	Buy	1,300,000	576000
Merrill Lynch (Australia) Futures Ltd	BTU	Ordinary	16-Nov-10	Buy	4,300,000	2238000

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