

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 **7 July 2011**

The previous notice was given to the company on **6 July 2011**

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	43,351,282	6.49%	59,241,907	8.87%

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.					

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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	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 5,349,956	5,349,956
Merrill Lynch (Equities) Australia Ltd	Merrill Lynch (Australia) Nominees Pty Ltd	Merrill Lynch (Equities) Australia Ltd	Beneficial Owner	Ordinary 745,000	745,000
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 53,146,951	53,146,951

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:

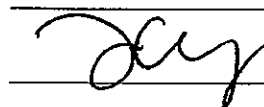
Name	Address
Bank of America Corporation	100 North Tryon Street, Charlotte, North Carolina, 28255, USA
Merrill Lynch (Australia) Futures Ltd	Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney NSW 2000, Australia
MLEQ Nominees Pty Ltd	Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney NSW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

SIGNATURE

Print Name: Fiona Cheng

Capacity: Authorised signatory

Sign Here:



Date: 12 July 2011

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
1-Jul-11	Merrill Lynch (Australia) Futures Ltd	Sell	4,455	Ordinary	-4,375	-4,375
4-Jul-11	Merrill Lynch (Australia) Futures Ltd	Sell	27,492	Ordinary	-25,000	-25,000
4-Jul-11	Merrill Lynch (Equities) Australia Ltd	Sell	100,624	Ordinary	-91,951	-91,951
5-Jul-11	Merrill Lynch (Equities) Australia Ltd	Buy	28,443	Ordinary	25,000	25,000
5-Jul-11	Merrill Lynch (Equities) Australia Ltd	Sell	62,575	Ordinary	-55,000	-55,000
7-Jul-11	Merrill Lynch (Australia) Futures Ltd	Sell	83,600	Ordinary	-75,000	-75,000
7-Jul-11	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	16,000,000	16,000,000
7-Jul-11	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	116,951	116,951

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Appendix: Prescribed information

Type of agreement	Prime Brokerage Agreement / Global Master Securities Lending Agreement
Parties to agreement	MLI, MLIA and Mathews Capital Partners Pty Ltd as Trustee of the Sabre Fund
Transfer date	7 July 2011
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