

## Form 604

Corporations Law  
Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme Bathurst Resources Limited

ACN/ARSN \_\_\_\_\_

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

Name JPMorgan Chase & Co. and its affiliates

ACN (if applicable) N/A

There was a change in the interests of the substantial holder on 7 / Mar /2013

The previous notice was given to the company on 8 /Jan /2013

The previous notice was dated 8 / Jan / 2013

#### 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	60,237,165	8.64%	52,882,781	7.58%

#### 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
See Appendix	China International Fund Management	In its capacity as investment manager or in various other related capacities	See Appendix	2,038 Ordinary	2,038
See Appendix	J.P. Morgan Securities Australia Limited	Purchase and sales of shares in its capacity as Principal/Proprietary	See appendix	50,167 Ordinary	50,167
See Appendix	J.P. Morgan Securities Australia Limited	Holder of securities subject to an obligation to return under a securities lending agreement	See appendix	6,670,800 Ordinary	6,670,800
See Appendix	JF Asset Management Limited	In its capacity as investment manager or in various other related capacities	See Appendix	637,321 Ordinary	637,321

See Appendix	JPMorgan Asset Management (Taiwan) Limited	In its capacity as investment manager or in various other related capacities	See Appendix	11,492 Ordinary	11,492
See Appendix	JPMorgan Asset Management (UK) Limited	In its capacity as investment manager or in various other related capacities	See Appendix	10,500 Ordinary	10,500
See Appendix	JPMorgan Chase Bank, National Association	In its capacity as investment manager or in various other related capacities	See Appendix	72,400 Ordinary	72,400

#### 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
See Appendix	China International Fund Management		In its capacity as investment manager or in various other related capacities	87,614 Ordinary	87,614
See Appendix	J.P. Morgan Investment Management Inc.		In its capacity as investment manager or in various other related capacities	721,990 Ordinary	721,990
See Appendix	JF Asset Management Limited		In its capacity as investment manager or in various other related capacities	845,874 Ordinary	845,874
See Appendix	JPMorgan Asset Management (Taiwan) Limited		In its capacity as investment manager or in various other related capacities	448,078 Ordinary	448,078
See Appendix	JPMorgan Asset Management (UK) Limited		In its capacity as investment manager or in various other related capacities	31,884,435 Ordinary	31,884,435
See Appendix	J.P. Morgan Securities Australia Limited		Purchase and sales of shares in its capacity as Principal/Proprietary	299,490 Ordinary	299,490
See Appendix	J.P. Morgan Securities Australia Limited		Holder of securities subject to an obligation to return under a securities lending agreement (see attached)	18,595,300 Ordinary	18,595,300

#### 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 (if applicable)	Nature of association
N/A	

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**6. Addresses**

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

Name	Address
JPMorgan Chase & Co.	111 Polaris Parkway, Columbus, Ohio 43240

**Signature**

print name Caroline Phong capacity Executive Director/ JPMorgan Chase Bank, N.A.

sign here \_\_\_\_\_ date 8 / March / 2013

**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 Law.
- (3) See the definition of “relevant interest” in sections 608 and 671B(7) of the Corporations Law.
- (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 Law.
- (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) Given details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

						Asset Management							Proprietary			
Transaction Date	Entity	Type of Transaction	Ccy	Price	Quantity	Total Positions	Issued share capital	% Owned	JPMAM(UK)	JPMIMI	JFAM	JPMAM(TW)	JPMCB	CIFM	JPMSAL	Total
<b>Balance as at 4 Jan 2013</b>						<b>60,237,165</b>	<b>697,247,997</b>	<b>8.64%</b>	<b>31,894,935</b>	<b>721,990</b>	<b>1,483,195</b>	<b>459,570</b>	<b>72,400</b>	<b>89,652</b>	<b>25,515,423</b>	<b>60,237,165</b>
8-Jan-13	JPMSAL	Sell	AUD	0.36	(12,783)	60,224,382	697,247,997	8.64%	-	-	-	-	-	-	(12,783)	(12,783)
9-Jan-13	JPMSAL	Purchase	AUD	0.37	5,861	60,230,243	697,247,997	8.64%	-	-	-	-	-	-	5,861	5,861
10-Jan-13	JPMSAL	Purchase	AUD	0.39	7,005	60,237,248	697,247,997	8.64%	-	-	-	-	-	-	7,005	7,005
11-Jan-13	JPMSAL	Purchase	AUD	0.39	4,635	60,241,883	697,247,997	8.64%	-	-	-	-	-	-	4,635	4,635
14-Jan-13	JPMSAL	Purchase	AUD	0.42	1,745	60,243,628	697,247,997	8.64%	-	-	-	-	-	-	1,745	1,745
15-Jan-13	JPMSAL	Sell	AUD	0.43	(5,807)	60,237,821	697,247,997	8.64%	-	-	-	-	-	-	(5,807)	(5,807)
16-Jan-13	JPMSAL	Purchase	AUD	0.42	5,230	60,243,051	697,247,997	8.64%	-	-	-	-	-	-	5,230	5,230
17-Jan-13	JPMSAL	Purchase	AUD	0.42	13,589	60,256,640	697,247,997	8.64%	-	-	-	-	-	-	13,589	13,589
17-Jan-13	JPMSAL	Sell	AUD	0.42	(8,963)	60,247,677	697,247,997	8.64%	-	-	-	-	-	-	(8,963)	(8,963)
17-Jan-13	JPMSAL	Purchase	AUD	0.42	8,963	60,256,640	697,247,997	8.64%	-	-	-	-	-	-	8,963	8,963
18-Jan-13	JPMAM(TW)	Sell	AUD	0.42	(11,492)	60,245,148	697,247,997	8.64%	-	-	-	(11,492)	-	-	-	(11,492)
21-Jan-13	JPMSAL	Sell	AUD	0.42	(6,910)	60,238,238	697,247,997	8.64%	-	-	-	-	-	-	(6,910)	(6,910)
22-Jan-13	JPMSAL	Sell	AUD	0.43	(4,014)	60,234,224	697,247,997	8.64%	-	-	-	-	-	-	(4,014)	(4,014)
23-Jan-13	JPMSAL	Purchase	AUD	0.42	4,018	60,238,242	697,247,997	8.64%	-	-	-	-	-	-	4,018	4,018
25-Jan-13	JPMSAL	Purchase	AUD	0.40	3,712	60,241,954	697,247,997	8.64%	-	-	-	-	-	-	3,712	3,712
27-Jan-13	JPMAM(UK)	Sell	AUD	0.34	(10,500)	60,231,454	697,247,997	8.64%	(10,500)	-	-	-	-	-	-	(10,500)
29-Jan-13	JPMSAL	Purchase	AUD	0.40	11,341	60,242,795	697,247,997	8.64%	-	-	-	-	-	-	11,341	11,341
29-Jan-13	JPMCB	Sell	AUD	0.39	(72,400)	60,170,395	697,247,997	8.63%	-	-	-	-	(72,400)	-	-	(72,400)
30-Jan-13	JPMSAL	Purchase	AUD	0.40	2,800	60,173,195	697,247,997	8.63%	-	-	-	-	-	-	2,800	2,800
31-Jan-13	JPMSAL	Sell	AUD	0.39	(6,713)	60,166,482	697,247,997	8.63%	-	-	-	-	-	-	(6,713)	(6,713)
4-Feb-13	JPMSAL	Sell	AUD	0.38	(3,347)	60,163,135	697,247,997	8.63%	-	-	-	-	-	-	(3,347)	(3,347)
5-Feb-13	JPMSAL	Sell	AUD	0.39	(6,720)	60,156,415	697,247,997	8.63%	-	-	-	-	-	-	(6,720)	(6,720)
6-Feb-13	JPMSAL	Purchase	AUD	0.39	10,107	60,166,522	697,247,997	8.63%	-	-	-	-	-	-	10,107	10,107
7-Feb-13	JPMSAL	Purchase	AUD	0.38	5,564	60,172,086	697,247,997	8.63%	-	-	-	-	-	-	5,564	5,564
8-Feb-13	JPMSAL	Purchase	AUD	0.39	5,546	60,177,632	697,247,997	8.63%	-	-	-	-	-	-	5,546	5,546
11-Feb-13	JPMSAL	Sell	AUD	0.38	(2,753)	60,174,879	697,247,997	8.63%	-	-	-	-	-	-	(2,753)	(2,753)
12-Feb-13	JPMSAL	Borrow			600000	60,774,879	697,247,997	8.72%	-	-	-	-	-	-	600,000	600,000
12-Feb-13	JPMSAL	Sell	AUD	0.38	(1,104)	60,773,775	697,247,997	8.72%	-	-	-	-	-	-	(1,104)	(1,104)
13-Feb-13	JPMSAL	Purchase	AUD	0.38	7,176	60,780,951	697,247,997	8.72%	-	-	-	-	-	-	7,176	7,176
15-Feb-13	JPMSAL	Borrow			1067200	61,848,151	697,247,997	8.87%	-	-	-	-	-	-	1,067,200	1,067,200
15-Feb-13	JPMSAL	Borrow-Return			(1,656,000)	60,192,151	697,247,997	8.63%	-	-	-	-	-	-	(1,656,000)	(1,656,000)
18-Feb-13	JPMSAL	Borrow-Return			(756,000)	59,436,151	697,247,997	8.52%	-	-	-	-	-	-	(756,000)	(756,000)
25-Feb-13	JPMSAL	Purchase	AUD	0.35	2,731	59,438,882	697,247,997	8.52%	-	-	-	-	-	-	2,731	2,731
27-Feb-13	JPMSAL	Sell	AUD	0.33	(2,742)	59,436,140	697,247,997	8.52%	-	-	-	-	-	-	(2,742)	(2,742)
27-Feb-13	JPMSAL	Borrow-Return			(87,000)	59,349,140	697,247,997	8.51%	-	-	-	-	-	-	(87,000)	(87,000)
27-Feb-13	JPMSAL	Borrow-Return			(900,000)	58,449,140	697,247,997	8.38%	-	-	-	-	-	-	(900,000)	(900,000)
27-Feb-13	JPMSAL	Borrow-Return			(2,600,000)	55,849,140	697,247,997	8.01%	-	-	-	-	-	-	(2,600,000)	(2,600,000)
28-Feb-13	JPMSAL	Borrow-Return			(10,000)	55,839,140	697,247,997	8.01%	-	-	-	-	-	-	(10,000)	(10,000)
1-Mar-13	JFAM	Sell	AUD	0.33	(309,074)	55,530,066	697,247,997	7.96%	-	-	(309,074)	-	-	-	-	(309,074)
4-Mar-13	JFAM	Sell	AUD	0.30	(328,247)	55,201,819	697,247,997	7.92%	-	-	(328,247)	-	-	-	-	(328,247)
4-Mar-13	JPMSAL	Sell	AUD	0.30	(8,109)	55,193,710	697,247,997	7.92%	-	-	-	-	-	-	(8,109)	(8,109)
4-Mar-13	JPMSAL	Borrow-Return			(707,000)	54,486,710	697,247,997	7.81%	-	-	-	-	-	-	(707,000)	(707,000)
5-Mar-13	JPMSAL	Borrow-Return			(340,000)	54,146,710	697,247,997	7.77%	-	-	-	-	-	-	(340,000)	(340,000)
5-Mar-13	JPMSAL	Borrow-Return			(200,000)	53,946,710	697,247,997	7.74%	-	-	-	-	-	-	(200,000)	(200,000)
5-Mar-13	JPMSAL	Purchase	AUD	0.29	8,199	53,954,909	697,247,997	7.74%	-	-	-	-	-	-	8,199	8,199
5-Mar-13	JPMSAL	Purchase	AUD	0.29	2,733	53,957,642	697,247,997	7.74%	-	-	-	-	-	-	2,733	2,733

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Bathurst Resources Ltd - ISIN : AU000000BTU9																
Transaction Date	Entity	Type of Transaction	Ccy	Price	Quantity	Total Positions	Issued share capital	% Owned	Asset Management					Proprietary		
									JPMAM(UK)	JPMIMI	JFAM	JPMAM(TW)	JPMCB	CIFM	JPMSAL	Total
5-Mar-13	JPMSAL	Sell	AUD	0.29	(2,733)	53,954,909	697,247,997	7.74%	-	-	-	-	-	-	(2,733)	(2,733)
6-Mar-13	JPMSAL	Purchase	AUD	0.33	11,910	53,966,819	697,247,997	7.74%	-	-	-	-	-	-	11,910	11,910
6-Mar-13	JPMSAL	Borrow-Return			(82,000)	53,884,819	697,247,997	7.73%	-	-	-	-	-	-	(82,000)	(82,000)
6-Mar-13	CIFM	Sell	AUD	0.30	(2,038)	53,882,781	697,247,997	7.73%	-	-	-	-	-	(2,038)	-	(2,038)
7-Mar-13	JPMSAL	Borrow-Return			(1,000,000)	52,882,781	697,247,997	7.58%	-	-	-	-	-	-	(1,000,000)	(1,000,000)
<b>Balance as at 7 Mar 2013</b>						<b>52,882,781</b>	<b>697,247,997</b>	<b>7.58%</b>	<b>31,884,435</b>	<b>721,990</b>	<b>845,874</b>	<b>448,078</b>	<b>-</b>	<b>87,614</b>	<b>18,894,790</b>	<b>52,882,781</b>
"JFAM" =JF Asset Management Limited																
"JPMAM(UK)" = JPMorgan Asset Management (UK) Limited																
"JPMIMI" = JPMorgan Investment Management Inc.																
"JPMAM(TW)" = JPMorgan Asset Management (Taiwan) Limited																
"JPMCB" = JPMorgan Chase Bank, National Association.																
"JPMSAL" = J.P.Morgan Securities Australia Limited																
"CIFM" = China International Fund Management																

**Appendix: Prescribed information pursuant to securities lending transaction disclosed under the substantial shareholding notice filed with ASX and NZX**

<b>Date:</b>	8 March 2013
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<b>Company's name:</b>	Bathurst Resources Limited	
<b>ISIN:</b>	AU000000BTU9	
<b>Date of change of relevant interests:</b>	7 March 2013	
<b>Schedule</b>		
<b>Type of agreement</b>	Australian Master Securities Lending Agreement ("AMSLA")	
<b>Parties to agreement</b>	Merrill Lynch Equities (Australia) Limited ("lender"), J.P. Morgan Securities Australia Limited ("borrower")	
<b>Transfer date</b>	Trade date	Quantity
	7 March 2013	1,000,000
<b>Holder of voting rights</b>	Borrower	
<b>Are there any restriction on voting rights</b>	Yes	
<b>If yes, detail</b>	The borrower undertakes to use its best endeavours to arrange for the voting rights to be exercised in accordance with the instructions of the lender, provided that the lender uses its best endeavours to notify the borrower of its instructions in writing no later than 7 business days prior to the date upon which such votes are exercisable or as otherwise agreed between the parties. This undertaking is set out in clause 4.3 of the standard form AMSLA.	
<b>Scheduled return date (if any)</b>	None	
<b>Does the borrower have the right to return early?</b>	Yes	
<b>If yes, detail</b>	Borrower has right to return all and any equivalent	

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	securities early at any time in accordance with the lender's instructions.
<b>Does the lender have the right to recall early?</b>	Yes
If yes, detail	Lender has right to recall all or any equivalent securities on any business day by giving such notice as agreed by the parties. The borrower must return the securities not later than the expiry of such notice in accordance with the lender's instructions.
<b>Will the securities be returned on settlement?</b>	Yes
If yes, detail any exceptions	No exceptions
<b>Statement</b>	If requested by the company to whom the prescribed form must be given, or if requested by ASIC, J.P. Morgan Securities Australia Limited will give a copy of the AMSLA to that company or ASIC.