



22 August 2014

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### Notice of change of interest of substantial holder

In accordance with Section 671B of the Corporations Act 2001 (Cth), **attached** is an ASIC Form 604 (Notice of change of interests of substantial holder) issued by Norton Gold Fields Limited (ASX: NGF) (**Norton**) in relation to its off-market takeover offer to acquire all the ordinary shares in Bullabulling Gold Limited (ASX: BAB, AIM: BGL) and on-market acquisitions of Bullabulling Shares by Norton.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Richard Jones', is written over a light grey circular stamp.

Richard Jones  
Company Secretary  
Norton Gold Fields Limited

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

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

To Company Name/Scheme Bullabulling Gold Limited (BAB)

ACN/ARSN ACN 153 234 432

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

This notice is given by:

- Norton Gold Fields Limited (NGF) ACN 112 287 797;
- Zijin Mining Group Co., Ltd (Zijin) (a company incorporated in the People's Republic of China) (which has a relevant interest in approximately 82.43% of the shares in Norton Gold Fields Limited) due to the operation of sections 608(3)(b) of the Corporations Act; and
- Jinyu (H.K) International Mining Company Limited (Jinyu) (a wholly owned Zijin subsidiary) (which holds approximately 75.32 % of the shares in Norton Gold Fields Limited) due to the operation of section 608(3)(a) of the Corporations Act.

Name

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on 21/08/2014

The previous notice was given to the company on 19/08/2014

The previous notice was dated 19/08/2014

**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) |
| Fully paid Ordinary Shares in BAB (BAB Shares) | 298,183,566     | 85.00%           | 302,529,120    | 86.24%           |

**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 | Nature of change (6)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|-------------------------|--------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|-----------------------------------------|-------------------------|
| 19/08/2014 – 21/08/2014 | NGF, Zijin and Jinyu           | Acquisition of relevant interest in BAB Shares pursuant to, or as a result of, contracts arising upon acceptances of the offer made by NGF to acquire BAB Shares as set out in the NGF Bidder's Statement dated 17 April 2014 as supplemented by a Supplementary Bidder's Statement dated 20 May 2014, a Second Supplementary Bidder's Statement dated 5 June 2014, a Third Supplementary Bidder's Statement dated 16 June 2014, a Fourth Supplementary Bidder's Statement dated 9 July 2014 and a Fifth Supplementary Bidder's Statement dated 28 July 2014 (Offer). | A\$0.08 per BAB Share.                        | 4,313,919 BAB Shares                    | 4,313,919               |
| 19/08/2014 – 21/08/2014 | NGF, Zijin and Jinyu           | Acquisition of relevant interest in BAB Shares pursuant to on market purchases by NGF.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | A\$0.08 per BAB Share.                        | 31,635 BAB Shares                       | 31,635                  |

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 |
|-----------------------------|-----------------------------------------------------------|----------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|----------------|
| NGF, Zijin and Jinyu        | Various persons who have accepted the Offer               | NGF (subject to the contracts referred to in "3. Changes in relevant interests" above) | NGF has a relevant interest in BAB Shares under sections 608(1) of the Corporations Act pursuant to acceptances of the Offer.<br><br>Zijin, and Jinyu are taken under section 608(3) of the Corporations Act to have a deemed relevant interest (or voting power) in the BAB Shares in which NGF has a relevant interest.                   | 270,210,887 BAB Shares         | 270,210,887    |
| NGF, Zijin and Jinyu        | Various persons who have sold BAB Shares to NGF on market | NGF                                                                                    | NGF has a relevant interest in BAB Shares under sections 608(1) of the Corporations Act pursuant to on market acquisition of BAB Shares by NGF.<br><br>Zijin, and Jinyu are taken under section 608(3) of the Corporations Act to have a deemed relevant interest (or voting power) in the BAB Shares in which NGF has a relevant interest. | 32,318,233 BAB Shares          | 32,318,233     |

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                                                                         |
|-----------------|---------------------------------------------------------------------------------|
| NGF             | Level 36, Exchange Plaza, 2 The Esplanade, Perth Western Australia, 6000        |
| Zijin and Jinyu | c/- 19/F, Haifu Center, Sishui Dao, Huli District, Xiamen 361016, Fujian, China |

**Signature**

print name Nastassia Tognini capacity Power of Attorney

sign here  date 22/08/2014