

Form 603

Corporations Law
Section 671B

Notice of initial substantial holder

To: Company Name/Scheme **Noble Mineral Resources Ltd**

ACN/ARSN **124 893 465**

1. Details of substantial holder (1)

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

ACN/ARSN (if applicable)

The holder became a substantial holder on: **22 August 2012**

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Persons' votes (5)	Voting power (6)
Ordinary	67,710,757	67,710,757	11.10%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Merrill Lynch International	Borrowing of securities pursuant to a Prime Brokerage Agreement (see Appendix)	Ordinary 63,596,735
Merrill Lynch International (Australia) Ltd	Borrowing of securities pursuant to a Prime Brokerage Agreement (see Appendix)	Ordinary 3,114,022
Merrill Lynch International (Australia) Ltd	Borrowing of securities pursuant to a Securities Lending Agreement (see Appendix)	Ordinary 1,000,000

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Merrill Lynch International	Merrill Lynch (Australia) Nominees Pty Ltd	Merrill Lynch International	Ordinary 63,596,735
Merrill Lynch International (Australia) Ltd	MLEQ Nominees Pty Ltd	Merrill Lynch International (Australia) Ltd	Ordinary 4,114,022

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Please see Annexure A.				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ ARSN (if applicable)	Nature of association
Merrill Lynch International	Related body corporate
Merrill Lynch International (Australia) Ltd	Related body corporate
Merrill Lynch (Australia) Nominees Pty Ltd	Related body corporate
MLEQ Nominees Pty Ltd	Related body corporate

7. Addresses

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

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

SIGNATURE

Print Name: Fiona Cheng

Capacity: Authorised signatory

Sign Here:



Date: 24 August 2012

Annexure A

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration (6)	Class (6) of securities	Securities affected	Person's votes affected
1-May-12	Merrill Lynch (Australia) Futures Ltd	Buy	24,810	Ordinary	85,000	85,000
7-May-12	Merrill Lynch (Australia) Futures Ltd	Sell	1,325,000	Ordinary	(5,000,000)	(5,000,000)
8-May-12	Merrill Lynch (Australia) Futures Ltd	Buy	4,803	Ordinary	20,000	20,000
10-May-12	Merrill Lynch (Australia) Futures Ltd	Buy	193,520	Ordinary	800,000	800,000
14-May-12	Merrill Lynch (Australia) Futures Ltd	Buy	193,605	Ordinary	800,000	800,000
14-May-12	Merrill Lynch (Australia) Futures Ltd	Sell	193,520	Ordinary	(800,000)	(800,000)
18-May-12	Merrill Lynch (Australia) Futures Ltd	Sell	1,740,000	Ordinary	(6,000,000)	(6,000,000)
31-May-12	Merrill Lynch (Australia) Futures Ltd	Sell	186,008	Ordinary	(590,500)	(590,500)
4-Jun-12	Merrill Lynch (Australia) Futures Ltd	Sell	1,647,495	Ordinary	(5,314,500)	(5,314,500)
9-Jul-12	Merrill Lynch (Australia) Futures Ltd	Sell	16,471	Ordinary	(74,870)	(74,870)
26-Jul-12	Merrill Lynch (Australia) Futures Ltd	Sell	19,700	Ordinary	(100,000)	(100,000)
27-Jul-12	Merrill Lynch (Australia) Futures Ltd	Sell	57,000	Ordinary	(300,000)	(300,000)
31-Jul-12	Merrill Lynch (Australia) Futures Ltd	Sell	12,248	Ordinary	(75,000)	(75,000)
1-Aug-12	Merrill Lynch (Australia) Futures Ltd	Sell	7,750	Ordinary	(50,000)	(50,000)
14-May-12	Merrill Lynch Equities (Australia) Ltd	Sell	57,493	Ordinary	(229,970)	(229,970)
15-May-12	Merrill Lynch Equities (Australia) Ltd	Sell	12,250	Ordinary	(50,000)	(50,000)
23-Apr-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(400,000)	(400,000)
24-Apr-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,500,000)	(1,500,000)
24-Apr-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(6,221,489)	(6,221,489)
24-Apr-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(835,000)	(835,000)
24-Apr-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(42)	(42)
26-Apr-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	6,838,527	6,838,527
30-Apr-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	19,416,733	19,416,733
1-May-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(6,838,527)	(6,838,527)
1-May-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	7,930,167	7,930,167
1-May-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(1,091,640)	(1,091,640)
3-May-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(2,886,849)	(2,886,849)
7-May-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(7,828,000)	(7,828,000)
7-May-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(7,828,000)	(7,828,000)
10-May-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(11,588,733)	(11,588,733)
16-May-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	31,135,932	31,135,932
22-May-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(31,135,932)	(31,135,932)
24-May-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	9,470,000	9,470,000
28-May-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(5,043,318)	(5,043,318)
28-May-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(9,470,000)	(9,470,000)
18-Jul-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	67,000,000	67,000,000
19-Jul-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(67,000,000)	(67,000,000)
10-Aug-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	35,470,000	35,470,000
14-Aug-12	Merrill Lynch International	Securities returned	N/A	Ordinary	(35,470,000)	(35,470,000)
22-Aug-12	Merrill Lynch International	Securities borrowed	N/A	Ordinary	63,596,736	63,596,736
23-Apr-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	6,999,958	6,999,958
24-Apr-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(968,958)	(968,958)
24-Apr-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	835,000	835,000
7-May-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	7,828,000	7,828,000
7-May-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	7,828,000	7,828,000
10-May-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	11,588,733	11,588,733
16-May-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(1,714,294)	(1,714,294)
16-May-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(473,296)	(473,296)
16-May-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(1,530,000)	(1,530,000)
16-May-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(7,828,000)	(7,828,000)
16-May-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(11,588,733)	(11,588,733)
16-May-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(166,652)	(166,652)
16-May-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(835,000)	(835,000)
22-May-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	(6,999,958)	(6,999,958)
22-May-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	31,135,932	31,135,932
24-May-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(9,470,000)	(9,470,000)
28-May-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(21,665,932)	(21,665,932)
6-Jun-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	2,900,000	2,900,000
22-Jun-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	500,000	500,000
4-Jul-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	30,000	30,000
19-Jul-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	67,000,000	67,000,000
23-Jul-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(30,000)	(30,000)
23-Jul-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(787,546)	(787,546)
24-Jul-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(35,000)	(35,000)
30-Jul-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(315,602)	(315,602)
31-Jul-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(1,761,852)	(1,761,852)
31-Jul-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(289,243)	(289,243)
1-Aug-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	500,000	500,000
10-Aug-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(35,470,000)	(35,470,000)
14-Aug-12	Merrill Lynch International (Australia) Ltd	Securities borrowed	N/A	Ordinary	35,470,000	35,470,000
16-Aug-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(28,126,736)	(28,126,736)
16-Aug-12	Merrill Lynch International (Australia) Ltd	Securities returned	N/A	Ordinary	(35,470,000)	(35,470,000)

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 Mathews Capital Partners Pty Limited as Trustee of The Peak Energy and Global Resources Fund	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
Transfer date	For the period from 23 April 2012 to 22 August 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		Australian 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 Equities (Australia) Limited and National Australia Bank Limited
Transfer date	For the period from 23 April 2012 to 22 August 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		