

1 February 2012

**Manager, Company Announcements  
Australian Securities Exchange Limited**

**SMALL PARCEL SALE AND TOP UP FACILITY**

BCD Resources NL (ASX: BCD) is implementing a Small Parcel Program to provide an opportunity for eligible small shareholders to sell their shareholding without incurring any brokerage or handling costs.

BCD is also offering a Top Up Facility, being an opportunity for shareholders to increase their shareholding in BCD to a marketable parcel (i.e. a parcel of shares not less than \$500) without incurring brokerage or handling costs. Those shareholders may buy \$500, \$1000 or \$2000 worth of shares.

Details are contained in the attached letter and associated documents, which are being forwarded to small shareholders today.

Yours sincerely,



**Mike Botting  
Chairman**





1 February 2012

5 West Street,  
Beaconsfield Tas, 7270

**T** (03) 6383 6500  
**F** (03) 6383 6590  
**E** enquiries@bcdresources.com.au  
www.bcdresources.com.au

**ABN** 22 057 793 834

000001   
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SAM  
MR JOHN SAMPLE  
FLAT 123  
SAMPLE STREET  
SAMPLE STREET  
SAMPLE STREET  
SAMPLETOWN VIC 3030

Dear Shareholder,

### Small Parcel Program

BCD Resources NL (**BCD**) is pleased to provide you with an opportunity to sell or increase your shareholding without incurring brokerage or handling costs. This program is open to Australian, New Zealand and United Kingdom registered shareholders who at 7.00 pm (Launceston Time) on 27 January 2012 (**Record Date**) held fully-paid ordinary shares in BCD with a value of less than \$500 (**Small Parcel**), i.e. less than a marketable parcel of Shares.

Our records show that at the Record Date you held a Small Parcel of BCD shares and hence you are eligible to participate in this program. This program closes at 5.00 pm on 15 March 2012 (**Closing Date**).

The Program is being conducted to enable BCD to reduce the significant administrative cost of managing small shareholdings. It will enable investors with less than a marketable parcel of Shares (i.e. a parcel of shares not less than \$500) (**Marketable Parcel**), who may find it difficult or expensive to dispose of those shares through normal means, to dispose of their holdings in a cost effective manner. Alternatively, the Top-up Facility provides an opportunity for shareholders to increase their shareholding in BCD to a Marketable Parcel without incurring brokerage or handling costs.

Information in this letter and in the enclosed documents will assist you in making one of three choices:

1. Sell your holding (**Do nothing**)
2. Increase your holding by buying either \$500, \$1000 or \$2000 worth of additional shares (**Use Top-up Facility and make payment**)
3. Retain your holding (**Complete and return Share Retention Form**) or increase your holding outside the program to at least \$500 (being a Marketable Parcel) by the Closing Date.

You can only choose **one** option. You may elect to participate in the Small Parcel Sale Facility (option 1) or the Top-up Facility (option 2), or you may choose option 3 (retain your small parcel if you return the Share Retention Form).

It should be noted that whilst you hold a Small Parcel, you may still sell your shareholding through normal means (i.e. on market) and outside of the Small Parcel Sale Facility. However, you are likely to incur brokerage or handling costs in these circumstances.

### **Option 1: Sell your holding (DO NOTHING)**

If you do nothing, your BCD shares will be pooled with other BCD shares that are to be sold under the Small Parcel Sale Facility and will be sold on ASX as soon as practicable after the Closing Date, and proceeds will be remitted to you as soon as practical and in any event no later than 17 April 2012.

If your shares are in a CHESS holding and are to be sold under the Small Parcel Sale Facility, you should note BCD may without further notice sell the relevant shares or initiate a holding adjustment to move those shares to an issuer sponsored holding for the purposes of the sale.

BCD will bear all brokerage and handling fees related to sales under the Small Parcel Sale Facility. The price that will be paid to shareholders for each share sold through the Small Parcel Sale Facility will be the average price received for the sale of all shares sold on ASX under the Small Parcel Sale Facility and hence may be more or less than the actual price that is received for your particular parcel of shares. This average price will be determined by dividing the total proceeds from the sale of all shares sold under the Small Parcel Sale Facility for all participating holders by the total number of shares sold under the Small Parcel Sale Facility. Sales will be conducted after the Closing Date, namely on market from 19 March 2012 to 30 March 2012.

### **Option 2: Increase your holding (USE TOP-UP FACILITY AND MAKE PAYMENT)**

If you wish to acquire additional BCD shares without incurring brokerage or handling costs, the Top-up Facility enables you to purchase either \$500, \$1000 or \$2000 worth of additional shares. Please refer to the Top Up Facility Conditions below and the enclosed Top-Up Facility Application Form.

Payment must be made by:

- Paying the relevant amount directly via BPAY® on the internet or by telephone; or
- Completing and returning the slip which is part of the enclosed Top-up Facility Application Form, together with your cheque, bank draft or money order drawn on an Australian Bank for the relevant amount in Australian dollars,

by no later than 5.00 pm on 15 March 2012.

After receiving your Top-up Facility Application Form slip and associated payment, your money will be pooled with money paid by other BCD shareholders to purchase shares under the Top-up Facility and will be used to purchase BCD shares on ASX. BCD shares may be purchased by a single trade or multiple trades at a single price or at multiple prices and on a single day or multiple days after the Closing Date.

BCD will bear all brokerage and handling fees related to purchases under the Top-up Facility. The price that will be paid by shareholders for each share purchased through the Top-up Facility will be the average price paid for all shares purchased on ASX under the Top-up Facility, rounded down to the nearest whole number (even if the individual prices paid for particular purchases is more or less than this average price). The market price of BCD shares is subject to change from time to time, accordingly, the number of shares purchased for you will depend on a number of factors.

The applicable number of BCD shares to which you are entitled will be allocated to your holding as soon as practicable after the shares are acquired and in any event no later than 12 April 2012.

You cannot participate in both the Top-up Facility and the Small Parcel Sale Facility.

**Option 3: Retain your holding (COMPLETE AND RETURN SHARE RETENTION FORM)**

If you wish to retain your existing Small Parcel of Shares you must either:

- (a) complete the Share Retention Form with Section C marked with a cross and return the signed Share Retention Form in the enclosed envelope so that it is received by Computershare by 5.00 pm on 15 March 2012; or
- (b) purchase additional Shares outside the Program so that your registered shareholding is more than a Small Parcel by the Closing Date.

If you successfully take one of these steps, BCD will not be entitled to sell your Shares.

**Important Notice**

BCD does not make any recommendation or provide any advice regarding whether to retain your shares, acquire additional shares under the Top-up Facility or permit them to be sold under the Small Parcel Sale Facility. You should consider seeking independent financial and taxation advice before making a decision as to whether or not to participate in this program.

You can obtain up-to-date information on the market price of BCD shares by visiting ASX website ([asx.com.au](http://asx.com.au)) under the ASX code "BCD" or contacting your financial adviser.

BCD reserves the right to modify the timetable for, to not proceed with, or to terminate or suspend (for any period of time), the Small Parcel Sale Facility and/or the Top-Up Facility, at its discretion.

If you have any questions regarding how the Small Parcel Sale Facility or the Top-up Facility works please contact BCD's Company Secretary, Brian Coulter, or BCD's Chief Executive Office, Peter Thompson, tel +61 3 6383 6500.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'Mike Botting', written over a large, faint, stylized signature or watermark.

Mike Botting  
Chairman  
BCD Resources NL

## Top Up Facility Terms & Conditions

### 1. Definitions

**Application Period** means the period from 1 February 2012 to 15 March 2012 or such shorter or longer period as may be determined by BCD.

**ASX** means ASX Limited ABN 98 008 624 691.

**BCD** means BCD Resources NL  
ABN 22 057 793 834.

**Broker** means Investorfirst Securities Limited  
ABN 40 135 332 240.

**Business Day** means a day during the Application Period on which banks are open for general banking business in Launceston, excluding Saturdays, Sundays and public holidays.

**Computershare** means Computershare Investor Services Pty Limited ABN 48 078 279 277.

**Eligible Shareholder** means a Shareholder whose registered address as disclosed in BCD's register of Shareholders is in Australia, New Zealand or the United Kingdom and whose holding of Shares as disclosed in BCD's register of Shareholders at 7.00 pm (Launceston time) on the Record Date is less than a Marketable Parcel.

**Facility Documents** means these terms and conditions, the Top-Up Facility Application Form and any associated documents provided or made available by BCD to Eligible Shareholders.

**Marketable Parcel** is as defined in the ASX Market Rules.

**Participating Shareholder** means an Eligible Shareholder who has applied to participate in the Top-Up Facility in accordance with the Top-Up Facility Application Form and these terms and conditions.

**Record Date** means 27 January 2012.

**Shareholder** means a holder of Shares in BCD.

**Shares** means issued ordinary shares in BCD.

**Top-Up Application Slip** means the slip described as such attached to the Top-Up Facility Application Form.

**Top-Up Facility Application Form** means the Top-Up Facility Application Form sent to Eligible Shareholders together with these terms and conditions.

**Top-Up Facility** means the facility offered to Eligible Shareholders to buy additional Shares as described in these terms and conditions.

**Top-Up Price** means the price at which Shares are purchased for Participating Shareholders

under the Top-Up Facility, as determined in accordance with clause 6(e).

All references to dollars or \$ in these terms and conditions are references to Australian dollars.

### 2. Terms of Participation

- (a) All Eligible Shareholders are entitled to participate in the Top-Up Facility. Participation in the Top-Up Facility is voluntary. Applications to participate must be made in accordance with these terms and conditions and the instructions included in the Top-Up Facility Application Form.
- (b) A Participating Shareholder participates in the Top-Up Facility on the basis of the Facility Documents. Participation is also on the basis that a Participating Shareholder may only elect to purchase, at the election of the Participating Shareholder, either \$500, \$1000 or \$2000 worth of Shares under the Top Up Facility.
- (c) A Participating Shareholder will not be liable to pay any brokerage or handling costs for the purchase of Shares under the Top-Up Facility.

### 3. Application Period

Applications to participate in the Top-Up Facility must be received during the Application Period. BCD reserves the right, on behalf of the Broker and for any reason, to modify the timetable for, to not proceed with, or to terminate or suspend (for any period of time), the Top-Up Facility at its discretion. Any extension or shortening of the Application Period, or suspension or termination of the Top-Up Facility, will be announced to the ASX and on its website (see [www.bcdresources.com.au](http://www.bcdresources.com.au)).

### 4. Roles of Computershare and the Broker

- (a) Each Participating Shareholder irrevocably appoints the Broker as execution-only broker to purchase Shares on behalf of the Participating Shareholder in accordance with the Facility Documents. Instructions from Participating Shareholders will be taken to be provided to the Broker at the time that Computershare advises the Broker of the dollar amount available to purchase Shares in accordance with clause 6(b). BCD will pay brokerage (and any applicable Australian GST) to the Broker in relation to the purchase of Shares through the Top-Up Facility.
- (b) The Broker's appointment as 'execution-only' broker means that the Broker is not, nor are BCD or Computershare, giving, nor are any of them obliged to give, any advice to any

Eligible Shareholder. The Facility Documents do not constitute advice or a recommendation by any of the above to buy, sell or hold securities in BCD, nor that the Top-Up Facility or any other facility is the best way to buy shares. Accordingly, before electing to participate in the Top-Up Facility, a Participating Shareholder should ensure that the Top-Up Facility meets the Participating Shareholder's own objectives, financial situation and needs. Any Eligible Shareholder unsure of what action to take should consult a licensed financial advisor.

- (c) Computershare will assist in the administration of the Top-Up Facility, including by processing Top-Up Application Slips received by it, communicating with Eligible Shareholders, collating and advising the Broker of Shares to be purchased under the Top-Up Facility and liaising with the Broker in relation to purchases of Shares, banking cheques, bank drafts and money orders, and issuing transaction confirmation statements. BCD will pay any handling fees (and any applicable Australian GST) to Computershare in respect of its role in the Top-Up Facility.
- (d) Each of the Broker and BCD is irrevocably authorised by each Participating Shareholder to do all things and execute all documents (including to effect any holding adjustment, securities transformation or other transmission or transaction in relation to Shares purchased for a Participating Shareholder under the Top-Up Facility, and whether personally or, where practicable, through an agent) to facilitate the purchase of the relevant Shares by the Broker as broker under the Top-Up Facility.

## 5. Top-Up Facility Application Form

- (a) An Eligible Shareholder may participate in the Top-Up Facility by means of a BPAY® payment in accordance with the instructions set out in the Top-Up Facility Application Form by 5.00pm (Launceston time) on the last day of the Application Period. If you are making a payment by BPAY® you do not need to return the Top-Up Facility Application Form. Alternatively, an Eligible Shareholder may participate in the Top-Up Facility by completing the Top-Up Application Slip in accordance with the instructions on it and returning it to Computershare at an address shown on the Top-Up Facility Application Form, together with a cheque, bank draft or money order for either \$500, \$1000 or \$2000 (as applicable). The applicable sum made payable to "BCD Resources NL". Top-Up Application Slips and cheques, bank draft or money order must be received by Computershare at an

address specified in the Top-Up Application Form by no later than 5.00pm (Launceston time) on the last day of the Application Period. No interest will be payable to Participating Shareholders in relation to funds contributed by them in relation to the Top-Up Facility.

- (b) BCD may, in its sole discretion, at any time determine that a Top-Up Application Slip is valid in accordance with the Facility Documents, even if the Top-Up Application Slip is incomplete, contains errors or is otherwise defective or is received after the end of the Application Period. BCD (or any agent of BCD acting on its instructions) may correct any error in or omission from a Top-Up Application Slip and complete the Top-Up Application Slip by the insertion of any missing details. Notwithstanding anything to the contrary in these terms and conditions, none of BCD, Computershare or the Broker is under any obligation to accept any Top-Up Application Slip, whether completed correctly or not, and in particular none of the above is under any obligation to act on any Top-Up Application Slip where a BPAY® payment, cheque, bank draft or money order for the amount nominated in the Top-Up Application Slip has not been provided by the Eligible Shareholder, or is not denominated in Australian dollars and drawn on an Australian bank or an Australian branch of a foreign bank, or is not honoured on presentation.

## 6. Purchases of Shares

- (a) Computershare will establish and maintain an account called "BCD Resources NL Top Up Facility" for the purposes of the Top-Up Facility, into which Computershare will deposit cheques, bank drafts or money orders received from Participating Shareholders and from which Participating Shareholders will be taken to instruct Computershare to remit the required amounts to the Broker for the settlement of purchases of Shares under the Top-Up Facility.
- (b) Computershare will process Top-Up Application Slips and BPAY® payments received by it as soon as practicable after receipt. Following the conclusion of the Application Period, Computershare will advise the Broker of the dollar amount available to purchase Shares and the Broker will purchase Shares to that dollar amount.
- (c) Purchases of Shares under the Top-Up Facility will be made by the Broker placing one or more orders to buy Shares on ASX in the ordinary course of business (including, in the Broker's sole discretion, by crossings). The Shares may be purchased by a single

trade or multiple trades at a single price or multiple prices. The shares may be purchased on a single day or multiple days after the Application Period.

- (d) The Broker may, in consultation with BCD, delay the purchase of some or all of the Shares available to be purchased on a trading day, if it considers that to be in the best interests of the relevant Participating Shareholders (for example, because it considers market conditions to be unsuitable or to avoid an excessive concentration of purchases on a particular trading day).
- (e) The price at which each Share will be purchased for Participating Shareholders through the Top-Up Facility will be the average price achieved by the Broker for the purchase of all Shares purchased by the Broker through the Top-Up Facility. The Top-Up Price will be calculated by the Broker and may not be challenged in the absence of manifest error.
- (f) Participating Shareholders should note that they will not have control over the time of the purchase of their Shares, and therefore will not be able to personally ensure that the purchase occurs at a certain price. The Top-Up Price will depend upon the market conditions prevailing at the time of the purchase and may be different to the price for Shares appearing in the newspaper or quoted by ASX on the day that a Participating Shareholder's Top-Up Application Slip is sent or BPAY® payment is made or on any other day, and may not be the best execution price on the trading day or trading days that the Participating Shareholder's Shares are purchased. None of BCD, Computershare, the Broker nor any other person will on any account be liable, and a Participating Shareholder may not bring any claim or action against them, for not having purchased Shares at any specific price or on any specific date.
- (g) The number of Shares purchased for a Participating Shareholder through the Top-Up Facility will be calculated on the basis of the relevant payment (either \$500, \$1000 or \$2000 as applicable) divided by the Top-Up Price, rounded down to the nearest whole number of Shares. Participating Shareholders will not have any entitlement to any residual Shares remaining following such rounding. BCD will be entitled to sell any such residual Shares and apply any proceeds towards the costs of administering the Top-Up Facility. If, after execution of all Participating Shareholders purchase orders under the Top-Up Facility, any amount remains of the amount provided by the Participating Shareholders for the purposes

of the Top-Up Facility which was insufficient to purchase a Share, then BCD may apply that amount towards costs of administering the Top-Up Facility.

## **7. Confirmation**

Computershare will notify each Participating Shareholder, by way of a transaction confirmation statement issued on behalf of the Broker and sent to the relevant Participating Shareholder's address as shown on the BCD share register, of the number of Shares purchased for that Participating Shareholder through the Top-Up Facility and the Top-Up Price for those Shares, within 10 business days after settlement of the sale of the Shares for the Participating Shareholders.

## **8. Shareholder Warranties and Acknowledgments**

By signing and returning the Top-Up Application Slip or making a BPAY® payment, a Participating Shareholder will, or will be deemed to:

- (a) acknowledge that the Participating Shareholder has read, and agrees to, the terms and conditions of the Facility Documents;
- (b) acknowledge that the Participating Shareholder is irrevocably bound to purchase the relevant amount of Shares through the Top-Up Facility at the Top-Up Price, and otherwise in accordance with the Facility Documents;
- (c) acknowledge that the Participating Shareholder will not participate in the small parcel share sale facility (which will have been made available to Eligible Shareholders in conjunction with the Top-Up Facility) and has not previously participated in the Top-Up Facility;
- (d) acknowledge that none of BCD, Computershare, the Broker nor any other party involved in the Top-Up Facility has any liability to the Participating Shareholder other than for the provision of the Shares purchased for the Participating Shareholder in accordance with these terms and conditions;
- (e) acknowledge that none of BCD, Computershare, the Broker nor any other party involved in the Top-Up Facility has provided the Participating Shareholder with any investment advice or made any securities recommendations, nor has any obligation to provide such advice or make any such recommendations, concerning the Participating Shareholder's decision to purchase Shares, and that the Participating Shareholder has made its own decision to

purchase Shares through the Top-Up Facility based on its consideration of its own objectives, financial situation and needs and its own investigations of the affairs of BCD and its own analysis of the Facility Documents;

- (f) acknowledge that if the Participating Shareholder's cheque, bank draft or money order is not honoured on presentation, Computershare or the Broker may place a holding lock (or similar) on, and cause to be sold, any Shares purchased for the Participating Shareholder through the Top-Up Facility and the Participating Shareholder must pay all costs and losses incurred as a result;
- (g) appoint BCD as the Participating Shareholder's agent to receive any notice (including a Financial Services Guide and any update of that document) that anyone involved in the Top-Up Facility is required to provide under the *Corporations Act 2001* (Cth). Any such document will be made available on the BCD website ([www.bcdresources.com.au](http://www.bcdresources.com.au)); and
- (h) acknowledge that the Facility Documents are governed by the laws in force in Tasmania and the terms of ASIC Class Order 08/10. Personal information may be collected on the Top-Up Application Slip by BCD and/or Computershare for the purpose of the administration of, and the purchase of Shares under, the Top-Up Facility. That information may be disclosed by each company to each other, to each company's respective related bodies corporate, to external service companies such as mail service providers or as otherwise required or permitted by law. Please contact BCD or Computershare for details of your personal information held by it or to correct inaccurate or out of date information.

## **ATTACHMENTS**

- 1 TOP-UP FACILITY FORM**
- 2 SHARE RETENTION FORM**



RESOURCES NL  
ABN 22 057 793 834

**Computershare**

All correspondence to the Company's share registry:

BCD Resources NL  
c/- Computershare Investor Services Pty Limited  
GPO Box 52 Melbourne  
Victoria 3001 Australia  
Enquiries (within Australia) 1300 850 505  
(outside Australia) +61 3 9415 4000

**TOP-UP FACILITY**

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000001  
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SAM  
MR JOHN SMITH 1  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

Securityholder Reference Number (SRN)



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mark the box with an 'X'

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**Top-Up Facility Application Form - Use this form to buy more BCD Resources NL shares via the Top-Up Facility**

**IMPORTANT:**

This is an important document and requires your immediate attention. Use this form only if you wish to buy more ordinary shares ("Shares") in BCD Resources NL ("BCD" or "Company") under the Top-Up Facility. You should also refer to the Terms and Conditions and other documents that accompanied this form. If you are in any doubt as to how to deal with this form, please consult a professional advisor.

**B Number of Shares as at Record Date**

The number of Shares that you held at 7.00pm (Launceston Time) on 27 January 2012 ("Record Date").

XXXXXXXXXX
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TO BE A VALID INSTRUCTION, THIS FORM AND THE RELEVANT PAYMENT MUST BE RECEIVED BY NO LATER THAN  
5.00 PM (Launceston Time) ON 15 MARCH 2012

BCD

B X F

See back of form for important completion guidelines

Paperclip  
cheque(s)  
here.  
Do not  
staple.



Please see overleaf for Payment Options



**Biller Code:** 999999

**Ref No:** 1234 5678 9012 3456 78

I/We wish to purchase the value of shares as per the box below on the basis set out in the terms and conditions and other documents provided to me/us with this form:

<input type="checkbox"/> A\$ 500	or	<input type="checkbox"/> A\$ 1000	or	<input type="checkbox"/> A\$ 2000
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Payment Details – Please note that funds are unable to be directly debited from your bank account

Drawer	Cheque number	BSB number	Account number	Cheque amount
				A\$

Make your cheque or bank draft payable to "BCD Resources NL Top Up Facility A/C" and crossed "Not Negotiable"

**Contact Details**

Please provide your contact details in case we need to speak to you about this slip

**Name of contact person**

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**Contact person's daytime telephone number**

(			)																
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1234567890123456+1234567890-1234+12

# How to complete this form

Shareholders who wish to buy additional shares under the Top-Up Facility must lodge a Top-Up Facility Application Form.

## A Registration Name(s)

Your name and address as it appears on the register of BCD Resources NL ("BCD" or "Company").

## B Number of Shares as at Record Date

This represents the number of BCD ordinary Shares you held at 7.00pm (Launceston Time) on 27 January 2012.

## C Instruction to Buy Additional Shares

Please select the value of additional Shares you wish to purchase under the Top-Up Facility.

You can apply for shares utilising the payment options detailed below.

**Please note that funds are unable to be directly debited from your bank account.**

You can make a payment by using BPAY®, cheque, bank draft or money order. Your cheque, bank draft or money order must be made in Australian currency and drawn on an Australian branch of a financial institution.

Your cheque, bank draft or money order must be made payable to "BCD Resources NL Top Up Facility A/C" and crossed "Not Negotiable".

Cheques will be processed on the day of receipt. Sufficient cleared funds must be held in your account as cheques returned unpaid may not be re-presented and may result in your instruction being rejected. Paperclip (do not staple) your cheque(s) to the Top-Up Facility Application Form where indicated. Cash will not be accepted. A receipt for payment will not be forwarded.

Failure to comply with these instructions may result in your Top-Up Facility Application Form being rejected.

## D Contact details

Enter the name of a contact person and telephone number. These details will only be used in the event that the Share Registry has a query regarding this form.

## Lodgement of Top-Up Facility Application Form

If you wish to participate in the Top-Up Facility, this Top-Up Facility Application Form must be completed and, along with the relevant cheque, bank draft or money order must be received by BCD Resources' Share Registry **by no later than 5.00 pm (Launceston Time) on 15 March 2012.**

**It is your responsibility to allow sufficient time for this form to be received by BCD Resources.** A reply paid envelope is enclosed for posting from within Australia.

Your Top-Up Facility Application Form must be sent to the Company's share registry:

BCD Resources NL  
c/- Computershare Investor Services Pty Limited  
GPO Box 52  
MELBOURNE VIC 3001

Neither the Share Registry nor the Company accepts any responsibility if you lodge the Top-Up Facility Application Form at any other address or by any other means.

If you are applying for shares and your payment is being made by BPAY, you do not need to return the slip below. Your payment must be received by no later than 5.00pm (Launceston Time) on 15 March 2012. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. Ensure you have read and accurately followed your banking institution's BPAY FAQ or other instructions prior to making multiple payments for multiple holdings under this offer. Neither the Share Registry nor BCD Resources NL accepts any responsibility for loss incurred through incorrectly completed BPAY payments. It is the responsibility of the applicant to ensure that funds submitted through BPAY are received by this time.

© Registered to BPAY Pty Ltd ABN 69 079 137 518

## Payment Options:



**Biller Code:** 999999

**Ref No:** 1234 5678 9012 3456 78

Telephone & Internet Banking – BPAY

Call your bank, credit union or building society to make this payment from your cheque or savings account. More info: [www.bpay.com.au](http://www.bpay.com.au)

## Privacy Statement

Personal information is collected on this form by BCD Resources' Share Registry, for the purpose of effecting your instructions in relation to the Top-Up Facility, maintaining registers of shareholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to the Company and its professional advisers, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by the Share Registry, or you would like to correct information that is inaccurate, incorrect or out of date, please contact the Share Registry. In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by the Company in addition to general corporate communications. You may elect not to receive marketing material by contacting the Share Registry. You can contact the Share Registry using the details provided on the front of this form.

**If you have any enquiries concerning your shareholding please contact the BCD Resources NL Information Line on telephone 1300 850 505.**

This form may not be used to notify your change of address. For information please contact BCD Resources NL Information Line on 1300 850 505.



Entitlement Number: <xxxxxxxxx>

B X F

B C D

143537\_016Z8C

**All correspondence to the Company's share registry:**

BCD Resources NL  
c/- Computershare Investor Services Pty Limited  
GPO Box 52 Melbourne  
Victoria 3001 Australia  
Enquiries (within Australia) 1300 850 505  
(outside Australia) +61 3 9415 4000



**A**

000001  
000  
SAM  
MR JOHN SMITH 1  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

Securityholder Reference Number (SRN)



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Where a choice is required,  
mark the box with an 'X'

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For your security keep your SRN/HIN confidential.

## Small Holding Sale Facility - Share Retention Form

### IMPORTANT:

This is an important document and requires your immediate attention. If you wish to retain your ordinary shares ("Shares") in BCD Resources NL ("BCD" or "Company"), you must complete this form and return it so that it is received by no later than 5.00pm (Launceston Time) on 15 March 2012 otherwise your Shares will be sold under the Small Holding Sale Facility. You should also refer to the other documents that accompanied this form. If you are in any doubt as to how to deal with this form, please consult a professional advisor.

**B** **Number of Shares as at Record Date**  
The number of Shares that you held at 7.00pm (Launceston Time) on 27 January 2012 ("Record Date").

XXXXXXXXXX
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**C** **Retention of Shares**

<input checked="" type="checkbox"/>	I/we refer to the notice from the Company dated 1 February 2012 and record my/our wish to retain my/our Shares.
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**D** **Contact details**  
Please provide your contact details in case we need to speak to you about this form.

**Name of contact person** **Contact person's daytime telephone number**

	(    )
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**E** **Sign here - this section must be signed before we can process this form.**  
By signing and returning this form, I/we confirm that I/we understand that my/our Shares will not be sold under the Small Holding Sale Facility.

<b>Individual or Shareholder 1</b>	<b>Shareholder 2</b>	<b>Shareholder 3</b>
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

Day      Month      Year

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TO BE A VALID INSTRUCTION, THIS FORM MUST BE RECEIVED BY NO LATER THAN 5.00pm (Launceston Time) ON 15 March 2012

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# How to complete this form

Shareholders who wish to retain their shares must lodge a Share Retention form.

## A Registration Name(s)

Your name and address as it appears on the register of BCD Resources NL.

## B Number of Shares as at Record Date

This is the total number of Shares you held at 7.00pm (Launceston Time) on 27 January 2012.

## C Retention of Shares

If you would like to retain your shares, please mark the box on the front of the form and return it in accordance with the lodgement instructions below.

If this form is not received by that time, and you have not otherwise validly notified the Company that you wish to retain your Shares by that time, the Company will be entitled to have your Shares sold for you.

**If you wish to sell your Shares under the Small Holding Sale Facility, you should not complete this form.**

## D Contact details

Enter the name of a contact person and telephone number. These details will only be used in the event that the registry has a query regarding this form.

## E Signature(s)

You must sign and date the form as follows in the space provided:

Joint holding: where the holding is in more than one name all of the shareholders must sign.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

## Consolidation of shareholdings

If you have more than one holding on BCD Resources NL's register and you do not sell your Shares under the Small Holding Sale Facility, you should consider consolidating them. For further advice in this regard, please contact Computershare Investor Services Pty Limited ('CIS') on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia).

## Lodgement of Form

If you wish to retain your Shares, this Share Retention Form must be completed and received by CIS Melbourne **by no later than 5.00pm (Launceston Time) on 15 March 2012.**

It is your responsibility to allow sufficient time for this form to be received by CIS. A reply paid envelope is enclosed for posting from within Australia.

Your Share Retention Form must be sent to:

BCD Resources NL  
c/- Computershare Investor Services Pty Limited  
GPO Box 52  
MELBOURNE VIC 3001

**Neither CIS nor the Company accepts any responsibility if you lodge the Share Retention Form at any other address or by any other means.**

## Privacy Statement

Personal information is collected on this form by CIS, as registrar for the Company, for the purpose of effecting your instructions in relation to the Small Holding Sale Facility, maintaining registers of shareholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to the Company and its professional advisers, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by CIS, or you would like to correct information that is inaccurate, incorrect or out of date, please contact CIS. In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by the Company in addition to general corporate communications. You may elect not to receive marketing material by contacting CIS. You can contact CIS using the details provided on the front of this form or e-mail [privacy@computershare.com.au](mailto:privacy@computershare.com.au)

**If you have any enquiries concerning your Securityholding please contact CIS on telephone 1300 850 505 (within Australia) or +61 3 9415 4000 (Outside Australia).**

This form may not be used to notify your change of address. For information please contact CIS on 1300 850 505 or visit the share registry at [www.computershare.com](http://www.computershare.com)

