

FORM 605

Corporations Act 2001

Section 671B

Notice of ceasing to be a substantial holder**To: Company Name/Scheme: PAPILLON RESOURCES LIMITED**ACN/ARSN: **119 655 891****1. Details of substantial holder**

Name: Commonwealth Bank of Australia ACN 123 123 124 (CBA) and its related bodies corporate listed in annexure A

The holder ceased to be a substantial holder on: **30/06/2014**The previous notice was given to the company on: **11/06/2014**The previous notice was dated: **10/06/2014****2. 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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
See annexure B to this notice					

3. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association 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

4. Addresses

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

Name	Address
CBA Equities Limited ACN 003 485 952	Ground Floor Tower 1, 201 Sussex Street, Sydney, NSW, 2000, Australia
Commonwealth Bank Officers Superannuation Corporation Pty Limited ACN 074 519 798	Level 11 Tower 1, 201 Sussex St Sydney NSW 2001
Acadian Asset Management (Australia) Limited ACN 114 200 127	Level 40, 264-278 George Street, Sydney, NSW, 2000, Australia
Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Ground Floor Tower 1, 201 Sussex Street, Sydney, NSW, 2000, Australia
Colonial First State Investments Limited ACN 002 348 352	Ground Floor Tower 1, 201 Sussex Street, Sydney, NSW, 2000, Australia
Avanteos Investments Limited ACN 096 259 979	105 Camberwell Road Hawthorn East Vic 3123
The Colonial Mutual Life Assurance Society Limited ACN 004 021 809	Ground Floor Tower 1, 201 Sussex Street, Sydney, NSW, 2000, Australia

5. Signature

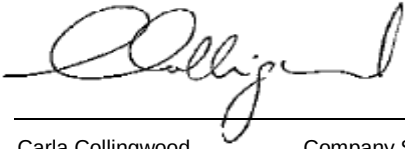


Carla Collingwood-Company Secretary

Dated the 1 day of July 2014

Annexure A

This is annexure A referred to in Form 605, Notice of ceasing to be a substantial holder dated **30/06/2014**



Carla Collingwood

Company Secretary

Dated the 1 July 2014

SCHEDULE

ACADIAN ASSET MANAGEMENT (AUSTRALIA) LIMITED	CBA (EUROPE) FINANCE LTD
ADVICE ESSENTIALS PTY LIMITED	CBA A320 4077 Pty Limited
AEGIS CORRECTIONAL PARTNERSHIP PTY LTD	CBA A320 5156 PTY LIMITED
AEGIS LIMITED	CBA A320 5249 PTY LTD
AHL HOLDINGS PTY LIMITED	CBA A320 5289 PTY LTD
ALTONA V6 PTY LIMITED	CBA A320 5638 PTY LTD
ASB BANK LIMITED	CBA A330 1427 Pty Ltd
ASB CAPITAL LIMITED	CBA A330 1453 PTY LIMITED
ASB CAPITAL LIMITED (NZX-ASBPA)	CBA AIR A320 2714 PTY LTD
ASB CAPITAL NO.2 LIMITED	CBA AIR PTY LTD
ASB CAPITAL NO.2 LIMITED (NZX-ASBPB)	CBA ASIA LIMITED (IN DISSOLUTION)
ASB FINANCE LIMITED	CBA ASSET FINANCE (NZ) LIMITED
ASB FUNDING LIMITED	CBA ASSET HOLDINGS (NZ) LIMITED
ASB FUNDING LIMITED	CBA B377 37091 PTY LTD
ASB GROUP (LIFE) LIMITED	CBA CAPITAL AUSTRALIA (NO 2) PTY LIMITED
ASB GROUP INVESTMENTS LIMITED	CBA CAPITAL AUSTRALIA LIMITED
ASB HOLDINGS LIMITED	CBA CAPITAL HOLDINGS INC.
ASB HOLDINGS LIMITED	CBA CAPITAL TRUST I
ASB MANAGEMENT SERVICES LIMITED	CBA CAPITAL TRUST II
ASB NOMINEES LIMITED	CBA CORPORATE SERVICES (NSW) PTY LIMITED
ASB SECURITIES LIMITED	CBA CORPORATE SERVICES (VIC) PTY LIMITED
ASB SMART CARDS LIMITED	CBA EQUITIES LIMITED
ASKLEPIOS LIMITED	CBA EUROPE LIMITED
ASPIRE SCHOOLS FINANCING (QLD) PTY LIMITED	CBA FUNDING (NZ) LIMITED
ASPIRE SCHOOLS HOLDINGS (QLD) PTY LIMITED	CBA FUNDING HOLDINGS PTY LTD
AUSIEX MANAGEMENT SERVICES PTY LTD	CBA FUNDING TRUST I
AUSIEX NOMINEES PTY LIMITED	CBA INTERNATIONAL FINANCE PTY. LIMITED
AUSTRALIAN BANK PTY LIMITED	CBA INVESTMENTS (NO 2) PTY LTD
AUSTRALIAN INVESTMENT EXCHANGE LIMITED	CBA INVESTMENTS (NO.4) LIMITED
AVANTEOS INVESTMENTS LIMITED	CBA INVESTMENTS PTY LIMITED
AVANTEOS PTY LTD	CBA IT CO PTY LIMITED
BANK OF HANGZHOU CO., LTD	CBA MTE RAIL COMPANY PTY LIMITED
BANKWEST FOUNDATION LIMITED	CBA NZ HOLDING LIMITED
BOCOMMLIFE INSURANCE COMPANY LIMITED	CBA RAIL & TRAM COMPANY PTY LIMITED
BOND INVESTMENTS NO 1 LIMITED	CBA REAL ESTATE FUNDING (NZ) LIMITED
BOND INVESTMENTS UK LIMITED	CBA SERVICES SINGAPORE PTE LTD
BURDEKIN INVESTMENTS LIMITED	CBA SPECIALISED FINANCING PTY LIMITED
BW FINANCIAL ADVICE LIMITED	CBA STAFF COMMUNITY FUND LIMITED
BW SECURITISATION MANAGEMENT PTY LTD	CBA USD FUNDING LIMITED
BWA GROUP SERVICES PTY LTD	CBA USD INVESTMENTS PTY LIMITED
BWA INTELLECTUAL PROPERTY HOLDINGS LIMITED	CB-CLA LIMITED
CABLE BEACH PTY LIMITED	CB-CLHA PTY LIMITED
CAPITAL 121 PTY LIMITED	CBFC LEASING PTY. LIMITED
CARDS NZ LIMITED	CBFC LIMITED
	CFS MANAGED PROPERTY LIMITED
	CFS Newham Limited

CFSPAI EUROPE CO LIMITED (formerly known as CFSPAI MALTA CO LIMITED)	COMMONWEALTH BANK OF AUSTRALIA (UK) STAFF BENEFITS SCHEME TRUSTEE COMPANY LIMITED
CFSPAI EUROPE HOLDCO LIMITED (formerly known as CFSPAI MALTA HOLDCO LIMITED)	Commonwealth Bank of Australia (Wenxian) County Bank Co., Ltd
CHRISTMAS BREAK PTY LTD	Commonwealth Bank of Australia (Xinji) County Bank Co., Ltd
CHULLORA EQUITY INVESTMENT (NO 1) PTY LIMITED	Commonwealth Bank of Australia (Yichuan) County Bank Co., Ltd
CHULLORA EQUITY INVESTMENT (NO 2) PTY LIMITED	Commonwealth Bank of Australia (Yongcheng) County Bank Co. Ltd
CHULLORA EQUITY INVESTMENT (NO 3) PTY LIMITED	Commonwealth Bank of Australia (Yongnian) County Bank Co., Ltd
CIPL ARARAT PTY LTD	COMMONWEALTH BANK OFFICERS SUPERANNUATION CORPORATION PTY LIMITED
CIPL SA SCHOOLS PTY LTD	COMMONWEALTH CUSTODIAL SERVICES LIMITED
CIPL SENTINEL HOLDINGS PTY LTD	COMMONWEALTH DEVELOPMENT BANK OF AUSTRALIA PTY LIMITED
CIPL SENTINEL PTY LTD	COMMONWEALTH FINANCIAL PLANNING LIMITED
CISL (HAZELWOOD) PTY. LIMITED	COMMONWEALTH INSURANCE HOLDINGS LIMITED
CMG ASIA LIFE HOLDINGS LIMITED	COMMONWEALTH INSURANCE LIMITED
CMG ASIA PTY LTD	COMMONWEALTH INVESTMENT SERVICES PTY LIMITED
CM-SOMERTON PTY. LTD.	COMMONWEALTH INVESTMENTS PTY LIMITED
COLLATERAL LEASING PTY LTD	COMMONWEALTH PRIVATE LIMITED
Colonial (UK) Trustees Limited	COMMONWEALTH SECURITIES LIMITED
COLONIAL FINANCE PTY LIMITED	COMMWEALTH INTERNATIONAL HOLDINGS PTY LIMITED
COLONIAL FINANCIAL CORPORATION PTY LIMITED	COMSEC NOMINEES PTY LIMITED
COLONIAL FIRST STATE ASSET MANAGEMENT (AUSTRALIA) LIMITED	COPACABANA BEACH PTY LTD
COLONIAL FIRST STATE GROUP LIMITED	CORE EQUITY SERVICES NOMINEES PTY LIMITED
Colonial First State Investment Managers (UK) Limited	COUNT FINANCE PTY LIMITED
COLONIAL FIRST STATE INVESTMENTS (NZ) LIMITED (PENDING DEREGISTRATION)	COUNT FINANCIAL LIMITED
COLONIAL FIRST STATE INVESTMENTS LIMITED	CPHF HOTELS PTY LIMITED (PENDING DEREGISTRATION)
COLONIAL FIRST STATE PRIVATE EQUITY PTY LIMITED	CPPIB AUSTRALIAN HOLDINGS NO. 1 PTY LIMITED
COLONIAL FIRST STATE PROPERTY LIMITED	CRYSTAL AVENUE PTY LIMITED
COLONIAL FIRST STATE PROPERTY RETAIL PTY LIMITED	CTB AUSTRALIA LIMITED
COLONIAL HOLDING COMPANY LIMITED	DAWNRAPTOR PTY LTD ATF DAWNRAPTOR TRUST
COLONIAL LGA HOLDINGS PTY LIMITED	EMERALD HOLDING COMPANY PTY LIMITED
COLONIAL MUTUAL SUPERANNUATION PTY. LTD.	EQUIGROUP HOLDINGS PTY LIMITED
COLONIAL PTY LIMITED	FINANCIAL WISDOM LIMITED
COLONIAL SERVICES PTY LIMITED	FINCONNECT (AUSTRALIA) PTY LTD
COMMBANK EUROPE LIMITED	FIRST STATE (HONG KONG) LLC
COMMBANK MANAGEMENT CONSULTING (ASIA) COMPANY LIMITED	FIRST STATE CINDA FUND MANAGEMENT COMPANY LIMITED
COMMBANK MANAGEMENT CONSULTING (SHANGHAI) COMPANY LIMITED	First State Diversified Hedge Fund Limited
COMMCAPITAL S.A.R.L	First State European Diversified Infrastructure Sarl
COMMFOUNDATION PTY LIMITED	First State Funds Plc
COMMINTERNATIONAL LIMITED	First State Global Umbrella Fund Public Limited Company
COMMONWEALTH AUSTRALIA SECURITIES LLC	First State Hedge Funds SPC Limited
COMMONWEALTH BANK OF AUSTRALIA	First State Infrastructure S.à r.l.
Commonwealth Bank of Australia (Cixian) County Bank Co., Ltd	First State Investment Management (UK) Limited
Commonwealth Bank of Australia (Dengfeng) County Bank Co., Ltd	FIRST STATE INVESTMENT MANAGERS (ASIA) LIMITED
Commonwealth Bank of Australia (Jiyuan) County Bank Co., Ltd	First State Investment Services (UK) Limited
Commonwealth Bank of Australia (Lankao) County Bank Co., Ltd	First State Investments (America) Limited (formerly known as First State Investments (Cayman) Limited)
Commonwealth Bank of Australia (Mianchi) County Bank Co., Ltd	

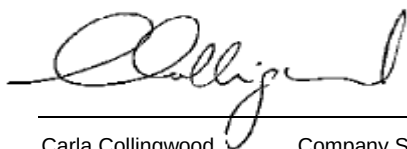
FIRST STATE INVESTMENTS (HONG KONG) LIMITED	PINNACLE EDUCATION SA HOLDING COMPANY PTY LIMITED
FIRST STATE INVESTMENTS (JAPAN) LIMITED	PREFERRED CAPITAL LIMITED
FIRST STATE INVESTMENTS (NZ) LIMITED	PREMIUM ALTERNATIVE INVESTMENTS PTY LIMITED
FIRST STATE INVESTMENTS (SINGAPORE) First State Investments (UK Holdings) Limited	PREMIUM CUSTODY SERVICES PTY LTD
First State Investments (UK) Limited	PREMIUM PLANTATIONS PTY LIMITED
FIRST STATE INVESTMENTS (US) LLC	PREMIUM PLANTATIONS SERVICES PTY LTD
First State Investments Fund Management Sarl	PT BANK COMMONWEALTH
First State Investments GIP Management Sarl	PT COMMONWEALTH LIFE
FIRST STATE INVESTMENTS HOLDINGS (SINGAPORE) LIMITED	PT FIRST STATE INVESTMENTS INDONESIA Purangi Developments Limited
First State Investments ICVC	QILU BANK CO., LTD.
First State Investments International Inc	REALINDEX INVESTMENTS PTY LIMITED
First State Investments International Limited	RELIANCE ACHIEVER PTY LIMITED
FIRST STATE INVESTMENTS US HOLDINGS PTY LIMITED	RESIDENTIAL MORTGAGE GROUP PTY LTD
FIRST STATE NOMINEES (HONG KONG) LIMITED	ROCK & RUBBLE (DEBT VEHICLE) PTY LIMITED
FSIB LTD (formerly known as FIRST STATE INVESTMENTS (BERMUDA) LIMITED)	ROCK & RUBBLE (EXISTING) PTY LIMITED
GT OPERATING NO. 4 PTY LIMITED	ROCK & RUBBLE (NEW) PTY LIMITED
GT OPERATING NO.2 PTY LIMITED	SAF Mining No1 Pty Limited
GT USD FUNDING PTY LIMITED	SAFE NO1 PTY LTD
HARBOARD BEACH PTY LTD	SAFE NO17 PTY LIMITED
HAZELWOOD INVESTMENT COMPANY PTY LIMITED	SAFE NO2 PTY LTD
HOMEPAATH PTY LIMITED	SAFE NO3 PTY LTD
INVERLOCH LEASING PTY LIMITED	SAFE NO4 PTY LIMITED
INVESTMENT CUSTODIAL SERVICES LIMITED	SAFE NO9 PTY LIMITED
INVESTOR SECURITIES PTY LTD	SAFE USD HOLDINGS PTY LTD
INVESTORWEB.COM. PTY LIMITED	SBN NOMINEES PTY. LIMITED
IPERE INVESTING MALTA LIMITED	SECURITISATION ADVISORY SERVICES PTY. LIMITED
IWL BROKING SOLUTIONS LIMITED	SECURITISATION MANAGEMENT SERVICES LIMITED
IWL LIMITED	SECURITY HOLDING INVESTMENT ENTITY LINKING DEALS LIMITED
IWL MANAGEMENT SERVICES PTY LTD	SENBARY PTY LIMITED
JACQUES MARTIN ADMINISTRATION AND CONSULTING PTY LTD	SHARE DIRECT NOMINEES PTY LIMITED
JACQUES MARTIN PTY. LTD.	SHARE INVESTMENTS PTY LIMITED
JDV PTY LIMITED	SI Holdings Limited
KIP NZ LIMITED (PENDING DEREGISTRATION)	SIF RAILWAY NO.1 PTY LIMITED (EXTERNAL ADMINISTRATION)
KIWI HOME LOANS (NZ) LIMITED	SIF RAILWAY NO.2 PTY LIMITED (EXTERNAL ADMINISTRATION)
KPM NZ LIMITED (PENDING DEREGISTRATION)	SOUTH AUSTRALIAN FLEET LEASE ARRANGER PTY LTD
Lochness Holdings Limited	SOVEREIGN ASSURANCE COMPANY LIMITED
LOFT NO 1 PTY LIMITED	SOVEREIGN FINANCIAL SERVICES LIMITED
LOFT NO 2 PTY LIMITED	SOVEREIGN LIMITED
LOFT NO.3 PTY LIMITED	SOVEREIGN SERVICES LIMITED
M M A L FLEET LEASE ARRANGER PTY LTD	SOVEREIGN SUPERANNUATION FUNDS LIMITED
MIS FUNDING NO.1 PTY LIMITED	SOVEREIGN SUPERANNUATION TRUSTEES LIMITED
MORTGAGE HOLDING TRUST COMPANY LIMITED	SPARAD (NO.24) PTY. LIMITED
MTE DEBT VEHICLE PTY LTD	ST ANDREW'S AUSTRALIA PTY LTD
MTE LESSOR 1 PTY LTD	STATE NOMINEES LTD
MTE LESSOR 2 PTY LTD	SWAN SECURITISATION FINANCE PTY LIMITED
MTE LESSOR 3 PTY LTD	SWAN SECURITISATION INVESTMENTS PTY LTD.
MTE LESSOR 4 PTY LTD	T.W. CUSTODIANS LIMITED
MTE LESSOR 5 PTY LTD	TANKSTREAM RAIL (BY - 1) PTY LIMITED
MTE NOMINEE PARTNER PTY LTD	TANKSTREAM RAIL (BY - 2) PTY LIMITED
NETSHARE NOMINEES PTY LTD	TANKSTREAM RAIL (BY - 3) PTY LIMITED
NEWPORT LIMITED	TANKSTREAM RAIL (BY - 4) PTY LIMITED
NIMITZ NOMINEES PTY LIMITED	
ORE & OVERBURDEN PTY LIMITED	

TANKSTREAM RAIL (SW - 1) PTY LIMITED
TANKSTREAM RAIL (SW - 2) PTY LIMITED
TANKSTREAM RAIL (SW - 3) PTY LIMITED
TANKSTREAM RAIL (SW - 4) PTY LIMITED
TANKSTREAM RAIL (VICTORIA) PTY LIMITED
THE COLONIAL MUTUAL LIFE ASSURANCE
SOCIETY LIMITED
TORQUAY BEACH PTY LTD
TOTAL KEEN INVESTMENT LIMITED
VH-VZF PTY LTD

VH-VZG PTY LTD
VH-VZH PTY LTD
VICTORIAN FLEET LEASE ARRANGER PTY LTD
VIETNAM INTERNATIONAL BANK (VIETNAM
INTERNATIONAL COMMERCIAL JOINT STOCK
BANK)
VIPRO PTY LIMITED
WESTSIDE PROPERTIES LIMITED
WHITTAKER MACNAUGHT PTY. LTD.

Annexure B

This is annexure B referred to in Form 605, Notice of ceasing to be a substantial holder dated **30/06/2014**



Carla Collingwood

Company Secretary

Dated the 1 July 2014

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
Friday, 13 June 2014	Commonwealth Bank Officers Superannuation Corporation Pty Limited ACN 074 519 798	Purchase	76,153.25	41,900 Ordinary shares	41,900
Monday, 16 June 2014	Commonwealth Bank Officers Superannuation Corporation Pty Limited ACN 074 519 798	Purchase	38,832.92	22,250 Ordinary shares	22,250
Tuesday, 17 June 2014	Commonwealth Bank Officers Superannuation Corporation Pty Limited ACN 074 519 798	Purchase	55,403.70	33,000 Ordinary shares	33,000
Wednesday, 11 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	90,111.53	57,123 Ordinary shares	57,123
Thursday, 12 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	93,073.16	58,178 Ordinary shares	58,178
Friday, 13 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	57,272.38	36,068 Ordinary shares	36,068
Monday, 16 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	122,524.01	76,206 Ordinary shares	76,206

Tuesday, 17 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	293,317.91	172,236 Ordinary shares	172,236
Thursday, 19 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	170,908.32	97,107 Ordinary shares	97,107
Friday, 20 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	188,174.00	112,015 Ordinary shares	112,015
Wednesday, 11 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	67,638.47	42,877 Ordinary shares	42,877
Thursday, 12 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	69,863.27	43,670 Ordinary shares	43,670
Friday, 13 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	42,990.80	27,074 Ordinary shares	27,074
Monday, 16 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	91,970.98	57,203 Ordinary shares	57,203
Tuesday, 17 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	220,175.76	129,287 Ordinary shares	129,287
Thursday, 19 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	128,291.68	72,893 Ordinary shares	72,893
Friday, 20 June 2014	Acadian Asset Management (Australia) Limited ACN 114 200 127	Sale	141,252.71	84,084 Ordinary shares	84,084
Tuesday, 17 June 2014	Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Sale	425,000.00	250,000 Ordinary shares	250,000

Thursday, 26 June 2014	Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Sale	564,060.00	300,000 Ordinary shares	300,000
Monday, 30 June 2014	Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Sale	650,440.00	350,000 Ordinary shares	350,000
Tuesday, 17 June 2014	Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Sale	425,000.00	250,000 Ordinary shares	250,000
Tuesday, 17 June 2014	Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Purchase	835,600.00	500,000 Ordinary shares	500,000
Thursday, 12 June 2014	Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Sale	31,587.20	19,742 Ordinary shares	19,742
Wednesday, 25 June 2014	Colonial First State Asset Management (Australia) Limited ACN 114 194 311	Sale	4,735.09	2,573 Ordinary shares	2,573
Monday, 16 June 2014	Colonial First State Investments Limited (Note 1) ACN 002 348 352	Sale	23,567.02	14,197 Ordinary shares	14,197