

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Heron Resources Limited

ACN/ARSN 30 068 263 098

This notice is given by BHP Billiton Limited on behalf of its controlled bodies corporate (Limited Subsidiaries), on behalf of BHP Billiton Plc, and on behalf of BHP Billiton Plc's controlled bodies corporate (Plc Subsidiaries).

1. Details of substantial holder (1)

Name BHP Billiton Limited
ACN/ARSN (if applicable) 49 004 028 077

There was a change in the interests of the substantial holder on

20/08/2014

The previous notice was given to the company on

22/01/2008

The previous notice was dated

24/01/2008

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 Shares	35,427,126	14.70%	37,577,126	10.41%

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
12/02/2008	BHP Minerals Holdings Pty Ltd ACN 005 744 025	Holding increased to 15.60% via on market purchase on 12 February 2008	\$1.17 per share	2,150,000 Ordinary shares	2,150,000
02/10/2009	BHP Minerals Holdings Pty Ltd ACN 005 744 025	Holding diluted from 15.60% to 14.85% as a consequence of issue of new shares to Shan Shan on 2 October 2009	N/A	37,577,126 Ordinary shares	37,577,126
20/08/2014	BHP Minerals Holdings Pty Ltd ACN 005 744 025	Holding diluted from 14.85% to 10.41% as a consequence of Heron Resources merger with TriAusMin	N/A	37,577,126 Ordinary shares	37,577,126
20/08/2014	BHP Billiton Limited	Taken under section 608(3)(b) of the Corporations Act to have a relevant interest by reason of having control of BHP Minerals Holdings Pty Ltd.	Nil	As above for BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.
20/08/2014	BHP Billiton Plc	To the extent to which it is an associate of BHP Billiton Limited, taken under section 608(3)(a) of the Corporations Act to have a relevant interest by reason of having voting power (through the relevant interest of its associate, BHP Billiton Limited), above 20% in BHP Minerals Holdings Pty Ltd.	Nil	As above for BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.
20/08/2014	Each of the Limited Subsidiaries	Taken under section 608(3)(a) of the Corporations Act to have a relevant interest by reason of having voting power (through the relevant interest of its associate, BHP Billiton Limited), above 20% in BHP Minerals Holdings Pty Ltd.	Nil	As above for BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.

20/08/2014	Each of the Plc Subsidiaries	To the extent to which it is an associate of BHP Billiton Limited, taken under section 608(3)(a) of the Corporations Act to have a relevant interest by reason of having voting power (through the relevant interest of its associate, BHP Billiton Limited), above 20% in BHP Minerals Holdings Pty Ltd.	Nil	As above for BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.
------------	------------------------------	---	-----	---	---

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
BHP Minerals Holdings Pty Ltd	BHP Minerals Holdings Pty Ltd	BHP Minerals Holdings Pty Ltd	Power to control disposal of the securities	37,577,126 Ordinary shares	37,577,126
BHP Billiton Limited	BHP Minerals Holdings Pty Ltd	BHP Minerals Holdings Pty Ltd	Taken under section 608(3)(b) of the Corporations Act to have a relevant interest by reason of having control of BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.
BHP Billiton Plc	BHP Minerals Holdings Pty Ltd	BHP Minerals Holdings Pty Ltd	To the extent to which it is an associate of BHP Billiton Limited, taken under section 608(3)(a) of the Corporations Act to have a relevant interest by reason of having voting power (through the relevant interest of its associate, BHP Billiton Limited), above 20% in BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.
Each of the Limited Subsidiaries	BHP Minerals Holdings Pty Ltd	BHP Minerals Holdings Pty Ltd	Taken under section 608(3)(a) of the Corporations Act to have a relevant interest by reason of having voting power (through the relevant interest of its associate, BHP Billiton Limited), above 20% in BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.
Each of the Plc Subsidiaries	BHP Minerals Holdings Pty Ltd	BHP Minerals Holdings Pty Ltd	To the extent to which it is an associate of BHP Billiton Limited, taken under section 608(3)(a) of the Corporations Act to have a relevant interest by reason of having voting power (through the relevant interest of its associate, BHP Billiton Limited), above 20% in BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.	As above for BHP Minerals Holdings Pty Ltd.

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
BHP Billiton Limited and each other person on whose behalf this notice is given	BHP Billiton Limited 171 Collins Street, Melbourne, Victoria 3000, Australia

Signature

print name NICOLE DUNCAN

capacity COMPANY SECRETARY

sign here



date 21/08/2014