



20 Eglinton Avenue West, PO Box 2005  
Toronto, Ontario, Canada M4R 1K8

# Fax

To: Market Announcements		Date: July 9, 2014
Company: 9347 0005	No. of Pages: 13/13.	
Fax No: 011 612 <del>9347</del> 0005	(Including Cover)	
From: Allison Morgan, Global Equities		
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Subject: Form 604- Boart Longyear Ltd.		

Beutel, Goodman & Company Ltd. / Beutel Goodman Managed Funds...

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## Form 604

Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme

Boart Longyear Ltd

ACN/ARSN

## 1. Details of substantial holder(1)

Name

Beutel Goodman &amp; Company Ltd.

ACN/ARSN (if applicable)

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

The previous notice was given to the company on

The previous notice was dated

09.07.2014  
17.04.2014  
17.04.2014

## 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)
FPO	78,376,966	78,376,966	78,282,463	78,282,463.

## 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
	see attached				

## 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
	see attached				

**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
Beutel Goodman & Company Ltd.	20 Eglinton Ave. West, Suite 2000 PO Box 2005, Toronto ON M4R 1C2 Canada

**Signature**

print name

KC Parker

capacity

Global Equities

sign here



date

/ /

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.


SECURITY RECONCILIATION REPORT  
FROM 18APR14 TO 09JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU1349D - BG BALANCED FUND 2000-20 EGLINTON AVENUE WEST TORONTO, ONTARIO M4R 1K8  
SECURITY : B1PPRK X (BLY ) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 30197400.000 BOOK VALUE : 34806128.19

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
09JUL14	\$	1071090.000		0.165	*****	176851.18 CA	29126310.000	33571568.39	-1058290.30

3. Changes in Relevant Interests :   
KC Parker, Global Equities

SECURITY RECONCILIATION REPORT  
FROM 18APR14 TO 09JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU1406 - BG INTERNATIONAL EQUITY 28 EGLINTON AVE W STE 20000 TORONTO, ONT. M4R 1K8  
SECURITY : B1PPRK X (BLY ) - BOART LONGYEAR GR NPV

OPENING BALANCES : SHARES : 6498100.000 BOOK VALUE : 7226068.68

TRADE DATE	YR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
17JUN14	S	141600.000		0.212	60.821	30347.27 CA	6356500.000	7068605.53	-127475.73
09JUL14	S	225400.000		0.165	74.585	37216.53 CA	6131100.000	6817954.43	-213556.98

SECURITY RECONCILIATION REPORT  
FROM 18APR14 TO 09JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU14500 - BG GLOBAL EQUITY FUND 2000 20 EGLINTON AVE. WEST TORONTO, ONT. M4R 1K8  
SECURITY : B1PPRK X (ELY) - BOART LONGYEAR GR NPV

OPENING BALANCES : SHARES : 14751922.000 BOOK VALUE : 15155806.01

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
09JUL14	S	523202.000		0.165 *****		86387.60 CA	14228720.000	14618279.58	-451422.97

SECURITY RECONCILIATION REPORT  
FROM 18APR14 TO 09JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU1626 - BG WORLD FOCUS EQUITY FUND 20 EGLINTON AVE W TORONTO ONTARIO M4R 1K8  
SECURITY : B1PPRK X (BLY ) - BOART LONGYEAR GR NPV

OPENING BALANCE\$ - SHARES : 208520.000 BOOK VALUE : 324662.82

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
09JUL14	S	7488.000		0.165	2.448	1221.84 CA	201120.000	313141.12	-10303.88

SECURITY RECONCILIATION REPORT  
FROM 18APR14 TO 09JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU1627 - OPGT DIVERSIFIED FUND 595 BAY STREET, SUITE 800 TORONTO, ONT M5G 2M6  
SECURITY : B1PPRK X (BLY ) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 685950.000 BOOK VALUE : 842746.65

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
09JUL14	S	24300.000		0.165	8.036	4012.26 CA	661650.000	812892.08	-25855.51



SECURITY RECONCILIATION REPORT  
FROM 18APR14 TO 09JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BUH632 - NEI NORTHWEST GLOBAL EQUITY 1 COMPLEX DESJARDINS P.O 34 MONTREAL QUE  
SECURITY : B1PPRK X (BLY ) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 3244500.000 BOOK VALUE : 4770144.94

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
01MAY14	S	174300.000		0.279	98.701	49251.74 CA	3070200.000	4513884.73	-207797.35
09JUL14	S	108900.000		0.165	36.039	17980.83 CA	2961300.000	4353777.23	-142185.81

SECURITY RECONCILIATION REPORT  
FROM 18APR14 TO 09JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU1648 - NEI ETHICAL GLOBAL DIVIDEND 800 - 1111 WEST GEORGIA ST VANCOUVER, BC V6E 4T6  
SECURITY : B1PPRK X (BLY ) - BOART LONGYEAR GR NPV

OPENING BALANCE\$ - SHARES : 13088700.000 BOOK VALUE : 13798269.73

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
09JUL14	S	464200.000		0.165	*****	71805.87 US	12624500.000	13308904.33	-412971.90

SECURITY RECONCILIATION REPORT  
FROM 18APR14 TO 09JUL14 (BASED ON TRADE DATE)

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PORTFOLIO: BU1740 - B4 GLOBAL DIVIDEND FUND 2000-20 EGLINTON AVENUE WEST TORONTO ONTARIO M4R 1K8  
SECURITY : B1PPRK X (BLY ) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 1943030.000 BOOK VALUE : 2118421.36

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
03JUL14	S	243500.000		0.205	99.081	49439.05 CA	1699530.000	1852941.36	-215662.34
09JUL14	S	60300.000		0.165	19.956	9956.33 CA	1639230.000	1787198.26	-55819.52

SECURITY RECONCILIATION REPORT  
FROM 18APR14 TO 09JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU1770 - STANDARD LIFE GLOBAL EQTY 1245 SHERBROOKE WEST STE20 MONTREAL, QC, H3G 1G3  
SECURITY : B1PPRK X (BLY ) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 1478475.000 BOOK VALUE : 1335501.19

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
09JUL14	S	52405.000		0.165	17.337	8652.76 CA	1426070.000	1288163.94	-38712.95

SECURITY : B1PPRK X BOART LONGYEAR GR NPV

AS OF DATE: 09JUL14

PORT.CODE	ACCOUNT	AC.EX.	PORTF. NAME	AMT. HELD	UNIT COST	EXCH	BOOK VALUE	MKT. VALUE
BU1349D	12	ABNF	BG BALANCED FUND	29126310.00000000	1.153	1.04014	34919261.35	5683038.23
BU1406	3	ABEF	BG INTERNATIONAL EQUITY	6131100.00000000	1.112	1.04018	7091901.88	1196281.84
BU1450D	12	ABEF	BG GLOBAL EQUITY FUND	14228720.00000000	1.027	1.03537	15135400.75	2776265.16
BU1626	4	ABEF	BG WORLD FOCUS EQUITY FUND	201120.00000000	1.557	1.05700	330990.82	39241.93
BU1627	12	CHBE	OPGT DIVERSIFIED FUND	661650.00000000	1.229	1.03881	844437.35	129099.16
BU1632	4	CBED	NEI NORTHWEST GLOBAL EQUITY	2961300.00000000	1.470	1.03372	4500605.79	577799.97
BU1648	12	CFHE	NEI ETHICAL GLOBAL DIVIDEND	12624500.00000000	1.054	1.03195	13734115.49	2463254.57
BU1740	4	ABEF	BG GLOBAL DIVIDEND FUND	1639230.00000000	1.090	1.03913	1857138.06	319841.64
BU1770	12	BAEA	STANDARD LIFE GLOBAL EQTY	1426070.00000000	0.903	1.02816	1324439.04	278250.50
TOTALS				69000000.00000000			79738290.53	13463073.00

SECURITY : Q1645L10 F BOART LONGYEAR LTD S SHS

AS OF DATE: 09JUL14

PORT.CODE	ACCOUNT	AC.EX.	PORTF. NAME	AMT. HELD	UNIT COST	EXCH	BOOK VALUE	MKT. VALUE
BU1534	12	ABNF	BG CANADIAN EQUITY PLUS	30410.00000000	0.531	1.05279	16997.59	5505.73
TOTALS				30410.00000000			16997.59	5505.73

Subadvisory Relationships "S" shares  
 BMO Nesbitt Burns : 1,600,950.  
 CIBC Investment  
 Consulting Services : 7,651,103.  
78,282,463.

4. Present Relevant Interests:                       
 KC Parker, Global Equities.