



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

Fax

To: Market Announcements		Date: July 15, 2014
Company: Fax No: 011-612-9347-0005		No. of Pages: 13/13 (Including Cover)
From: Allison Morgan, Global Equities		
Phone: (416) 480-6484	Fax: (416) 485-1799	Email: amorgan@beutelgoodman.com
Subject: Form 604- Boart Longyear Ltd.		

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

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Form 604Corporations 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 & Company Ltd.

ACN/ARSN (if applicable)

There was a change in the interests of the
substantial holder on*15, 107, 2014*

The previous notice was given to the company on

14, 107, 2014

The previous notice was dated

*14, 107, 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)
<i>FPO</i>	<i>72,754,317</i>	<i>72,754,317</i>	<i>65,595,707</i>	<i>65,595,707</i>

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
	<i>see attached</i>				

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
	<i>see attached</i>				

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 K.C. Parker capacity Global Equities
 sign here [Signature] date 15.07.2014

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 15JUL14 TO 15JUL14 (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: 27973446.000 BOOK VALUE: 32242754.25

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
15JUL14	S	297339.000	BROKER	0.140	83.833	41835.02 CA	27676107.000	31900035.37	-301174.68

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

SECURITY RECONCILIATION REPORT
FROM 15JUL14 TO 15JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU1406 - BG INTERNATIONAL EQUITY 20 EGLINTON AVE W STE 20000 TORONTO, ONT, M4R 1K8
SECURITY : B1PPRK X (BLY) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 5888500.000 BOOK VALUE : 6548176.46

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
15JUL14	S	62600.000	BROKER	0.140	17.653	8807.70 CA	5825900.000	6478563.51	-60866.48

SECURITY RECONCILIATION REPORT
FROM 15JUL14 TO 15JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU1450D - BG GLOBAL EQUITY FUND 2000 20 EGLINTON AVE. WEST TORONTO, ONT. M4R 1K8
SECURITY : B1PPRK X (BLY) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 13665720.000 BOOK VALUE : 14039865.54

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
15JUL14	S	145200.000	BROKER	0.140	40.945	20429.35 CA	13520520.000	13890690.19	-128888.00

SECURITY RECONCILIATION REPORT
FROM 15JUL14 TO 15JUL14 (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 BALANCES - SHARES : 193120.000 BOOK VALUE : 300685.23

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
15JUL14	S	2100.000	BROKER	0.140	0.594	295.46 CA	191020.000	297415.55	-2976.26

SECURITY RECONCILIATION REPORT
FROM 15JUL14 TO 15JUL14 (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 : 635450.000 BOOK VALUE : 780703.20

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
15JUL14	S	6700.000	BROKER	0.140	1.893	942.67 CA	628750.000	772471.69	-7295.39

SECURITY RECONCILIATION REPORT
FROM 15JUL14 TO 15JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU1632 - NEI NORTHWEST GLOBAL EQUITY 1 COMPLEX DESJAROINS P.O 34 MONTREAL QUE
SECURITY : B1PPRK X (BLY) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 2844200.000 BOOK VALUE : 4181613.88

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
15JUL14	S	30200.000	BROKER	0.140	8.519	4249.08 CA	2814000.000	4137213.09	-40181.25

SECURITY RECONCILIATION REPORT
FROM 15JUL14 TO 15JUL14 (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 BALANCES - SHARES : 12125100.000 BOOK VALUE : 12782430.67

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
15JUL14	S	128900.000	BROKER	0.140	36.343	16914.74 US	11996200.000	12646542.69	-117878.07

SECURITY RECONCILIATION REPORT
FROM 15JUL14 TO 15JUL14 (BASED ON TRADE DATE)

PAGE 1

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

OPENING BALANCES - SHARES : 1574430.000 BOOK VALUE : 1716548.97

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
15JUL14	S	16700.000	BROKER .	0.140	4.713	2349.65 CA	1557730.000	1698341.51	-15874.14

SECURITY RECONCILIATION REPORT
FROM 15JUL14 TO 15JUL14 (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 : 1369670.000 BOOK VALUE : 1237218.02

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
15JUL14	S	14600.000	BROKER	0.140	4.119	2054.19 CA	1355070.000	1224029.90	-11148.22

SECURITY : B1PPRK X BOART LONGYEAR GR NPV

AS OF DATE: 15JUL14

PORT.CODE	ACCOUNT	AC.EX.	PORTF. NAME	AMT. HELD	UNIT COST	EXCH	BOOK VALUE	MKT. VALUE
BU1349D	12	ABNF	BG BALANCED FUND	27676107.00000000	1.153	1.04014	33180626.50	4041126.76
BU1406	3	ABEF	BG INTERNATIONAL EQUITY	5825900.00000000	1.112	1.04018	6738874.13	850668.79
BU1450D	12	ABEF	BG GLOBAL EQUITY FUND	13520520.00000000	1.027	1.03537	14382072.92	1974198.73
BU1626	4	ABEF	BG WORLD FOCUS EQUITY FUND	191020.00000000	1.557	1.05700	314368.87	27891.79
BU1627	12	CHBE	OPGT DIVERSIFIED FUND	628750.00000000	1.229	1.03881	802448.40	91806.93
BU1632	4	CBED	NEI NORTHWEST GLOBAL EQUITY	2814000.00000000	1.470	1.03372	4276738.15	410886.21
BU1648	12	CFHE	NEI ETHICAL GLOBAL DIVIDEND	11996200.00000000	1.054	1.03195	13050591.81	1751625.14
BU1740	4	ABEF	BG GLOBAL DIVIDEND FUND	1557730.00000000	1.090	1.03913	1764804.00	227451.95
BU1770	12	BAEA	STANDARD LIFE GLOBAL EQTY	1355070.00000000	0.903	1.02816	1258498.96	197860.55
TOTALS				65565297.00000000			75769023.74	9573516.85

SECURITY : Q1645L10 F BOART LONGYEAR LTD S SHS

AS OF DATE: 15JUL14

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	4238.73
TOTALS				30410.00000000			16997.59	4238.73

Subadvisory Relationships.

0

65,595,707

4. Present Relevant Interest.

KC Parker, Global Equities