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

Fax

To: Market Announcements		Date: July 16, 2014
Company: Fax No: 011-612-9347-0005		No. of Pages: 14 / 14 (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*16 107 2014*

The previous notice was given to the company on

15 107 2014

The previous notice was dated

*15 107 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>65,595,707</i>	<i>65,595,707</i>	<i>57,887,108</i>	<i>57,887,108</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 KC Parker capacity Global Equities
 sign here  date 16 107 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 16JUL14 TO 16JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BUI349D - BG BALANCED FUND 2000-20 EGLINTON AVENUE WEST TORONTO, ONTARIO M4R 1K8
SECURITY : B1PPRK X (BLY) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 27676107.000 BOOK VALUE : 31900035.37

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
16JUL14	S	3248899.000	BROKER IJPM - JP MO	0.104	*****	341487.29 CA	24427208.000	28155289.29	-3405069.80

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

SECURITY RECONCILIATION REPORT
FROM 16JUL14 TO 16JUL14 (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 : 5825900.000 BOOK VALUE : 6478563.51

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
16JUL14	S	683400.000	BROKER IJPM - JP MO	0.104	*****	71831.23 CA	5142500.000	5718603.62	-688719.95

SECURITY RECONCILIATION REPORT
FROM 16JUL14 TO 16JUL14 (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 : 13520520.000 BOOK VALUE : 13890690.19

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
16JUL14	S	1586000.000	BROKER IJPM - JP MO	0.104	*****	166702.27 CA	11934520.000	12261268.05	-1464092.11

SECURITY RECONCILIATION REPORT
FROM 16JUL14 TO 16JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BUI626 - BG WORLD FOCUS EQUITY FUND 20 EGLINTON AVE W TORONTO ONTARIO M4R 1K8
SECURITY : B1PPRK X (BLY) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 191020.000 BOOK VALUE : 297415.55

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
16JUL14	S	22400.000	BROKER IJPM - JP MO	0.104	3.539	2354.43 CA	168620.000	262539.06	-32541.45

SECURITY RECONCILIATION REPORT
FROM 16JUL14 TO 16JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BUL627 - OPGY DIVERSIFIED FUND 595 BAY STREET, SUITE 800 TORONTO, ONT M5G 2M6
SECURITY : BIPPRK X (BLY) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 628750.000 BOOK VALUE : 772471.69

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
16JUL14	S	73800.000	BROKER IJPM - JP MO	0.104	11.656	7757.01 CA	554950.000	681802.25	-82976.28

SECURITY RECONCILIATION REPORT
FROM 16JUL14 TO 16JUL14 (BASED ON TRADE DATE)

PAGE 1

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

OPENING BALANCES - SHARES : 2814000.000 BOOK VALUE : 4137213.09

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
16JUL14	S	330100.000	BROKER IJPM - JP MO	0.104	52.119	34696.36 CA	2483900.000	3651891.82	-450910.52

SECURITY RECONCILIATION REPORT
FROM 16JUL14 TO 16JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BUI648 - NEI ETHICAL GLOBAL DIVIDEND 800 - 1111 WEST GEORGIA ST VANCOUVER, BC V6E 4T6
SECURITY : B1PPRK X (BLY) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 11996200.000 BOOK VALUE : 12646542.69

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
16JUL14	S	1407100.000	BROKER ICPM - JP MO	0.104	*****	137375.39 US	10589100.000	11163160.43	-1336701.37

SECURITY RECONCILIATION REPORT
FROM 16JUL14 TO 16JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BU1740 - BG GLOBAL DIVIDEND FUND 2000-20 EGLINTON AVENUE WEST TORONTO ONTARIO M4R 1K3
SECURITY : B1PPRK X (BLY) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 1557730.000 BOOK VALUE : 1698341.51

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
16JUL14	S	182700.000	BROKER IJPM - JP MO	0.104	28.847	19203.35 CA	1375030.000	1499149.74	-180146.50

SECURITY RECONCILIATION REPORT
FROM 16JUL14 TO 16JUL14 (BASED ON TRADE DATE)

PAGE 1

PORTFOLIO: BUL//0 - STANDARD LIFE GLOBAL EQTY 1245 SHERBROOKE WEST STE20 MONTREAL, QC, H3G 1G3
SECURITY : B1PPRK X (BLY) - BOART LONGYEAR GR NPV

OPENING BALANCES - SHARES : 1355070.000 BOOK VALUE : 1224029.90

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
16JUL14	S	159000.000	BROKER IJPM - JP MO	0.104	25.107	16712.27 CA	1196070.000	1080405.76	-127049.43

SECURITY RECONCILIATION REPORT
FROM 16JUL14 TO 16JUL14 (BASED ON TRADE DATE)

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PORTFOLIO: BU1534
SECURITY : Q1645L10 F (BOARF) - BG CANADIAN EQUITY PLUS 20 EGLINTON AVE W TORONTO ONTARIO M4R 1K8

OPENING BALANCES - SHARES : 30410.000 BOOK VALUE : 16145.21

TRADE DATE	TR CD	PV/SHARES	BROKER NAME	UNIT PRICE	UNIT COMM	SETTLEMENT AMOUNT	SHARE BALANCE	BOOK VALUE BALANCE	EFFECT ON GAIN/LOSS
16JUL14	S	15200.000	BROKER JPM - JP MO	0.115	2.821	1379.03 CA	15210.000	8075.26	-6324.61

SECURITY : BIPPRK X BOART LONGYEAR GR NPV AS OF DATE: 16JUL14

PORT.CODE	ACCOUNT AC.EX.	PORTF. NAME	AMT. HELD	UNIT COST	EXCH	BOOK VALUE	MKT.VALUE
BU1349D	12 ABNF	BG BALANCED FUND	24437208.00000000	1.153	1.04014	29285551.80	3325043.77
BU1406	3 ABEF	BG INTERNATIONAL EQUITY	5142500.00000000	1.112	1.04018	5948378.83	699999.67
BU1450D	12 ABEF	BG GLOBAL EQUITY FUND	11934520.00000000	1.027	1.03537	12695010.02	1624532.83
BU1626	4 ABEF	BG WORLD FOCUS EQUITY FUND	168620.0000000000	1.557	1.05700	277504.34	22952.64
BU1627	12 CHBE	OPGT DIVERSIFIED FUND	554950.0000000000	1.229	1.03881	708260.42	75540.07
BU1632	4 CBED	NEI NORTHWEST GLOBAL EQUITY	2483900.00000000	1.470	1.03372	3775049.72	338109.71
BU1648	12 CFHE	NEI ETHICAL GLOBAL DIVIDEND	10588100.00000000	1.054	1.03195	11519816.42	1441393.59
BU1740	4 ABEF	BG GLOBAL DIVIDEND FUND	1375030.00000000	1.090	1.03913	1557817.11	187169.77
BU1770	12 BAEA	STANDARD LIFE GLOBAL EQTY	1196670.00000000	0.903	1.02816	1110830.33	162809.55
TOTALS			57871898.00000000			66878218.99	7877551.70

SECURITY : Q1645L10 F BOART LONGYEAR LTD S SHS AS OF DATE: 16JUL14

PORT.CODE	ACCOUNT AC.EX.	PORTF. NAME	AMT. HELD	UNIT COST	EXCH	BOOK VALUE	MKT.VALUE
BU1534	12 ABNF	BG CANADIAN EQUITY PLUS	15210.0000000000	0.531	1.05279	8501.59	2109.11
TOTALS			15210.0000000000			8501.59	2109.11

57,887,108.

4. Present Relevant Interest:

KC Parker, Global Equities