

Form 604
Corporations Act 2001
Section 671B

Notice of Change of Interests of Substantial Holder

To: **Billabong International Ltd**
ACN/ARSN:

1. Details of substantial holder (s)

Name: FMR LLC and FIL
ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on	22 August 2011
The previous notice was given to the company on	28 February 2011
The previous notice was dated	28 February 2011

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 Person's votes	Previous Notice Voting Power (5)	Present Notice Person's votes	Present Notice Voting Power (5)
Common Stock	15,840,409	6.25%	12,880,139	5.07%

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
			AUD \$		
28 February 2011	FMR LLC & FIL	BUY	8.48	3,999	3,999
28 February 2011	FMR LLC & FIL	BUY	8.48	43,749	43,749
28 February 2011	FMR LLC & FIL	BUY	8.48	4,696	4,696
28 February 2011	FMR LLC & FIL	BUY	8.48	9,316	9,316
28 February 2011	FMR LLC & FIL	BUY	8.48	4,039	4,039
28 February 2011	FMR LLC & FIL	BUY	8.48	6,503	6,503
28 February 2011	FMR LLC & FIL	SELL	8.47	4,459	4,459
1 March 2011	FMR LLC & FIL	BUY	8.49	17,857	17,857
1 March 2011	FMR LLC & FIL	BUY	8.48	937	937
1 March 2011	FMR LLC & FIL	BUY	8.49	197,974	197,974
1 March 2011	FMR LLC & FIL	BUY	8.49	21,356	21,356

1 March 2011	FMR LLC & FIL	BUY	8.49	42,312	42,312
1 March 2011	FMR LLC & FIL	SELL	8.48	2,680	2,680
1 March 2011	FMR LLC & FIL	BUY	8.49	18,390	18,390
1 March 2011	FMR LLC & FIL	BUY	8.49	28,713	28,713
2 March 2011	FMR LLC & FIL	SELL	8.24	895	895
2 March 2011	FMR LLC & FIL	SELL	8.32	2,889	2,889
2 March 2011	FMR LLC & FIL	SELL	8.32	61	61
3 March 2011	FMR LLC & FIL	BUY	8.33	642	642
3 March 2011	FMR LLC & FIL	BUY	8.32	35,846	35,846
3 March 2011	FMR LLC & FIL	BUY	8.33	272	272
3 March 2011	FMR LLC & FIL	BUY	8.32	15,254	15,254
3 March 2011	FMR LLC & FIL	BUY	8.33	68	68
3 March 2011	FMR LLC & FIL	BUY	8.32	3,830	3,830
4 March 2011	FMR LLC & FIL	BUY	8.50	165,433	165,433
4 March 2011	FMR LLC & FIL	BUY	8.50	70,147	70,147
4 March 2011	FMR LLC & FIL	SELL	8.49	79	79
4 March 2011	FMR LLC & FIL	BUY	8.50	17,659	17,659
7 March 2011	FMR LLC & FIL	BUY	8.50	38,615	38,615
7 March 2011	FMR LLC & FIL	BUY	8.50	16,328	16,328
7 March 2011	FMR LLC & FIL	BUY	8.50	4,163	4,163
8 March 2011	FMR LLC & FIL	BUY	8.46	3,893	3,893
8 March 2011	FMR LLC & FIL	BUY	8.46	48,411	48,411
8 March 2011	FMR LLC & FIL	BUY	8.46	1,743	1,743
8 March 2011	FMR LLC & FIL	BUY	8.46	514	514
9 March 2011	FMR LLC & FIL	BUY	8.40	104,968	104,968
10 March 2011	FMR LLC & FIL	BUY	8.31	863	863
10 March 2011	FMR LLC & FIL	BUY	8.40	895	895
10 March 2011	FMR LLC & FIL	BUY	8.35	57,452	57,452
10 March 2011	FMR LLC & FIL	SELL	8.40	326	326
18 March 2011	FMR LLC & FIL	BUY	7.72	3,276	3,276
18 March 2011	FMR LLC & FIL	SELL	7.82	1,582	1,582
18 March 2011	FMR LLC & FIL	SELL	7.66	16,242	16,242
22 March 2011	FMR LLC & FIL	BUY	7.69	462	462
24 March 2011	FMR LLC & FIL	BUY	7.65	1,080	1,080
25 March 2011	FMR LLC & FIL	BUY	7.64	1,902	1,902
29 March 2011	FMR LLC & FIL	BUY	7.65	5,300	5,300
29 March 2011	FMR LLC & FIL	BUY	7.65	6,000	6,000
30 March 2011	FMR LLC & FIL	BUY	7.65	1,195	1,195
31 March 2011	FMR LLC & FIL	SELL	7.57	52,343	52,343
1 April 2011	FMR LLC & FIL	SELL	7.59	35,516	35,516
4 April 2011	FMR LLC & FIL	BUY	7.55	1,181	1,181
4 April 2011	FMR LLC & FIL	BUY	7.57	20,000	20,000
4 April 2011	FMR LLC & FIL	BUY	7.59	8,733	8,733
4 April 2011	FMR LLC & FIL	BUY	7.57	2,900	2,900
6 April 2011	FMR LLC & FIL	SELL	7.55	31,728	31,728
6 April 2011	FMR LLC & FIL	SELL	7.55	11,057	11,057
6 April 2011	FMR LLC & FIL	BUY	7.56	2,054	2,054
6 April 2011	FMR LLC & FIL	SELL	7.55	3,520	3,520
6 April 2011	FMR LLC & FIL	SELL	7.55	22,691	22,691
7 April 2011	FMR LLC & FIL	BUY	7.51	6,849	6,849
8 April 2011	FMR LLC & FIL	SELL	7.54	78	78
11 April 2011	FMR LLC & FIL	SELL	7.37	19,583	19,583
12 April 2011	FMR LLC & FIL	SELL	7.29	882	882
12 April 2011	FMR LLC & FIL	SELL	7.29	2,154	2,154

14 April 2011	FMR LLC & FIL	BUY	7.25	715	715
14 April 2011	FMR LLC & FIL	BUY	7.29	5,900	5,900
20 April 2011	FMR LLC & FIL	BUY	7.05	940	940
20 April 2011	FMR LLC & FIL	BUY	7.02	5,021	5,021
20 April 2011	FMR LLC & FIL	BUY	7.02	3,354	3,354
20 April 2011	FMR LLC & FIL	BUY	7.02	34,626	34,626
20 April 2011	FMR LLC & FIL	SELL	7.00	38,000	38,000
27 April 2011	FMR LLC & FIL	SELL	6.86	4,222	4,222
27 April 2011	FMR LLC & FIL	SELL	6.86	11,141	11,141
27 April 2011	FMR LLC & FIL	SELL	6.87	1,450	1,450
27 April 2011	FMR LLC & FIL	SELL	6.86	3,884	3,884
27 April 2011	FMR LLC & FIL	SELL	7.00	282	282
4 May 2011	FMR LLC & FIL	SELL	6.70	67,108	67,108
4 May 2011	FMR LLC & FIL	SELL	6.70	32,984	32,984
4 May 2011	FMR LLC & FIL	SELL	6.70	77,826	77,826
4 May 2011	FMR LLC & FIL	SELL	6.70	13,403	13,403
4 May 2011	FMR LLC & FIL	SELL	6.70	83,740	83,740
4 May 2011	FMR LLC & FIL	SELL	6.70	76,747	76,747
4 May 2011	FMR LLC & FIL	SELL	6.70	54,230	54,230
4 May 2011	FMR LLC & FIL	SELL	6.70	28,592	28,592
4 May 2011	FMR LLC & FIL	SELL	6.70	53,300	53,300
4 May 2011	FMR LLC & FIL	SELL	6.70	128,876	128,876
4 May 2011	FMR LLC & FIL	SELL	6.70	13,669	13,669
4 May 2011	FMR LLC & FIL	SELL	6.70	86,448	86,448
4 May 2011	FMR LLC & FIL	SELL	6.70	71,908	71,908
4 May 2011	FMR LLC & FIL	SELL	6.70	114,409	114,409
4 May 2011	FMR LLC & FIL	SELL	6.70	136,542	136,542
4 May 2011	FMR LLC & FIL	BUY	6.71	6,488	6,488
4 May 2011	FMR LLC & FIL	SELL	6.70	144,665	144,665
4 May 2011	FMR LLC & FIL	SELL	6.70	31,313	31,313
4 May 2011	FMR LLC & FIL	SELL	6.70	116,999	116,999
4 May 2011	FMR LLC & FIL	SELL	6.70	345,094	345,094
4 May 2011	FMR LLC & FIL	SELL	6.70	28,896	28,896
4 May 2011	FMR LLC & FIL	SELL	6.70	315,471	315,471
4 May 2011	FMR LLC & FIL	SELL	6.70	24,920	24,920
4 May 2011	FMR LLC & FIL	SELL	6.70	23,882	23,882
4 May 2011	FMR LLC & FIL	SELL	6.70	320,757	320,757
4 May 2011	FMR LLC & FIL	SELL	6.70	25,268	25,268
6 May 2011	FMR LLC & FIL	BUY	6.64	101,022	101,022
6 May 2011	FMR LLC & FIL	SELL	6.51	467	467
9 May 2011	FMR LLC & FIL	BUY	6.77	81,842	81,842
12 May 2011	FMR LLC & FIL	SELL	6.68	14,842	14,842
12 May 2011	FMR LLC & FIL	SELL	6.68	45,016	45,016
12 May 2011	FMR LLC & FIL	BUY	6.73	11,000	11,000
13 May 2011	FMR LLC & FIL	SELL	6.64	1,187	1,187
13 May 2011	FMR LLC & FIL	BUY	6.58	7,739	7,739
16 May 2011	FMR LLC & FIL	BUY	6.35	2,420	2,420
16 May 2011	FMR LLC & FIL	SELL	6.35	4,150	4,150
19 May 2011	FMR LLC & FIL	SELL	6.26	6,500	6,500
19 May 2011	FMR LLC & FIL	SELL	6.29	45,270	45,270
19 May 2011	FMR LLC & FIL	SELL	6.29	137,848	137,848
20 May 2011	FMR LLC & FIL	SELL	6.20	97	97
23 May 2011	FMR LLC & FIL	SELL	5.96	13,062	13,062
24 May 2011	FMR LLC & FIL	SELL	5.87	3,140	3,140

24 May 2011	FMR LLC & FIL	SELL	5.87	32,210	32,210
24 May 2011	FMR LLC & FIL	SELL	5.87	9,749	9,749
24 May 2011	FMR LLC & FIL	SELL	5.87	5,226	5,226
24 May 2011	FMR LLC & FIL	SELL	5.87	64,994	64,994
26 May 2011	FMR LLC & FIL	BUY	5.99	24,678	24,678
30 May 2011	FMR LLC & FIL	SELL	6.47	9,677	9,677
30 May 2011	FMR LLC & FIL	SELL	6.47	3,360	3,360
30 May 2011	FMR LLC & FIL	SELL	6.47	1,147	1,147
30 May 2011	FMR LLC & FIL	SELL	6.47	930	930
30 May 2011	FMR LLC & FIL	SELL	6.47	4,636	4,636
3 June 2011	FMR LLC & FIL	BUY	6.16	7,000	7,000
8 June 2011	FMR LLC & FIL	BUY	6.06	34,216	34,216
8 June 2011	FMR LLC & FIL	BUY	6.06	3,153	3,153
8 June 2011	FMR LLC & FIL	BUY	6.06	18,954	18,954
8 June 2011	FMR LLC & FIL	BUY	6.06	28,383	28,383
8 June 2011	FMR LLC & FIL	SELL	6.05	40,000	40,000
8 June 2011	FMR LLC & FIL	SELL	6.05	2,060	2,060
9 June 2011	FMR LLC & FIL	SELL	6.03	36,246	36,246
9 June 2011	FMR LLC & FIL	SELL	6.03	52,496	52,496
10 June 2011	FMR LLC & FIL	SELL	6.14	92,492	92,492
14 June 2011	FMR LLC & FIL	SELL	6.15	24	24
20 June 2011	FMR LLC & FIL	SELL	6.08	4,200	4,200
20 June 2011	FMR LLC & FIL	SELL	6.08	1,900	1,900
21 June 2011	FMR LLC & FIL	BUY	6.09	2,073	2,073
22 June 2011	FMR LLC & FIL	SELL	6.05	2,794	2,794
24 June 2011	FMR LLC & FIL	SELL	5.97	3,530	3,530
27 June 2011	FMR LLC & FIL	SELL	5.89	2,074	2,074
5 July 2011	FMR LLC & FIL	SELL	6.04	2,990	2,990
7 July 2011	FMR LLC & FIL	SELL	6.24	4,792	4,792
11 July 2011	FMR LLC & FIL	SELL	6.26	7,300	7,300
12 July 2011	FMR LLC & FIL	SELL	6.33	1,487	1,487
13 July 2011	FMR LLC & FIL	SELL	6.22	115	115
13 July 2011	FMR LLC & FIL	BUY	6.22	771	771
14 July 2011	FMR LLC & FIL	SELL	6.15	7,638	7,638
18 July 2011	FMR LLC & FIL	BUY	6.00	1,857	1,857
18 July 2011	FMR LLC & FIL	SELL	6.00	25,000	25,000
18 July 2011	FMR LLC & FIL	BUY	6.00	5,172	5,172
19 July 2011	FMR LLC & FIL	BUY	5.93	10,944	10,944
26 July 2011	FMR LLC & FIL	SELL	6.07	2,844	2,844
26 July 2011	FMR LLC & FIL	SELL	6.07	3,200	3,200
2 August 2011	FMR LLC & FIL	SELL	5.79	7,868	7,868
2 August 2011	FMR LLC & FIL	SELL	5.94	124	124
5 August 2011	FMR LLC & FIL	BUY	5.29	341,420	341,420
8 August 2011	FMR LLC & FIL	SELL	5.02	11,231	11,231
9 August 2011	FMR LLC & FIL	SELL	4.95	16,734	16,734
9 August 2011	FMR LLC & FIL	BUY	4.84	417,920	417,920
10 August 2011	FMR LLC & FIL	SELL	5.16	10,056	10,056
11 August 2011	FMR LLC & FIL	BUY	5.02	3,415	3,415
11 August 2011	FMR LLC & FIL	SELL	5.02	5,000	5,000
12 August 2011	FMR LLC & FIL	BUY	5.06	180,378	180,378
15 August 2011	FMR LLC & FIL	BUY	5.13	12,759	12,759
15 August 2011	FMR LLC & FIL	BUY	5.16	93,917	93,917
16 August 2011	FMR LLC & FIL	SELL	5.17	1,412	1,412
16 August 2011	FMR LLC & FIL	BUY	5.17	38,468	38,468

18 August 2011	FMR LLC & FIL	SELL	5.21	174	174
18 August 2011	FMR LLC & FIL	BUY	5.17	28,000	28,000
19 August 2011	FMR LLC & FIL	SELL	3.96	4,289	4,289
19 August 2011	FMR LLC & FIL	SELL	3.93	60,254	60,254
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	1,732	1,732
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	16,648	16,648
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	2,731	2,731
19 August 2011	FMR LLC & FIL	SELL	4.05	31,729	31,729
19 August 2011	FMR LLC & FIL	SELL	3.96	1,362	1,362
19 August 2011	FMR LLC & FIL	SELL	3.93	19,143	19,143
19 August 2011	FMR LLC & FIL	SELL	4.05	222,352	222,352
19 August 2011	FMR LLC & FIL	SELL	3.96	14,681	14,681
19 August 2011	FMR LLC & FIL	SELL	3.93	206,140	206,140
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	3,432	3,432
19 August 2011	FMR LLC & FIL	SELL	4.05	39,872	39,872
19 August 2011	FMR LLC & FIL	SELL	3.93	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	4.05	13,127	13,127
19 August 2011	FMR LLC & FIL	SELL	3.96	5,691	5,691
19 August 2011	FMR LLC & FIL	SELL	3.93	79,948	79,948
19 August 2011	FMR LLC & FIL	SELL	3.93	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	4.05	10,326	10,326
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	10,605	10,605
19 August 2011	FMR LLC & FIL	SELL	4.05	123,187	123,187
19 August 2011	FMR LLC & FIL	BUY	3.82	2,876	2,876
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	12,750	12,750
19 August 2011	FMR LLC & FIL	SELL	4.05	148,096	148,096
19 August 2011	FMR LLC & FIL	SELL	3.93	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	4.05	3,641	3,641
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	1,844	1,844
19 August 2011	FMR LLC & FIL	SELL	4.05	21,419	21,419
19 August 2011	FMR LLC & FIL	SELL	3.96	5,359	5,359
19 August 2011	FMR LLC & FIL	SELL	3.93	75,287	75,287
19 August 2011	FMR LLC & FIL	SELL	4.11	1,647	1,647
19 August 2011	FMR LLC & FIL	SELL	3.96	1,640	1,640
19 August 2011	FMR LLC & FIL	SELL	3.93	23,040	23,040
19 August 2011	FMR LLC & FIL	SELL	3.96	3,281	3,281
19 August 2011	FMR LLC & FIL	SELL	3.93	46,098	46,098
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	2,237	2,237
19 August 2011	FMR LLC & FIL	SELL	4.05	25,987	25,987
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	2,714	2,714
19 August 2011	FMR LLC & FIL	SELL	4.05	31,525	31,525
19 August 2011	FMR LLC & FIL	SELL	3.96	2,907	2,907

19 August 2011	FMR LLC & FIL	SELL	3.93	40,837	40,837
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	2,394	2,394
19 August 2011	FMR LLC & FIL	SELL	4.05	27,817	27,817
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	1,266	1,266
19 August 2011	FMR LLC & FIL	SELL	4.05	14,708	14,708
19 August 2011	FMR LLC & FIL	SELL	3.96	1,469	1,469
19 August 2011	FMR LLC & FIL	SELL	3.93	20,646	20,646
19 August 2011	FMR LLC & FIL	SELL	4.05	239,824	239,824
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	17,653	17,653
19 August 2011	FMR LLC & FIL	SELL	3.96	1,287	1,287
19 August 2011	FMR LLC & FIL	SELL	3.93	18,091	18,091
19 August 2011	FMR LLC & FIL	SELL	4.05	210,130	210,130
19 August 2011	FMR LLC & FIL	SELL	3.96	1,671	1,671
19 August 2011	FMR LLC & FIL	SELL	3.93	23,484	23,484
19 August 2011	FMR LLC & FIL	SELL	3.96	1,200	1,200
19 August 2011	FMR LLC & FIL	SELL	3.93	7,426	7,426
19 August 2011	FMR LLC & FIL	SELL	4.05	86,260	86,260
22 August 2011	FMR LLC & FIL	SELL	3.65	88,071	88,071
22 August 2011	FMR LLC & FIL	SELL	3.65	2,413	2,413
22 August 2011	FMR LLC & FIL	SELL	3.65	24,333	24,333
22 August 2011	FMR LLC & FIL	SELL	3.65	3,881	3,881
22 August 2011	FMR LLC & FIL	SELL	3.65	27,981	27,981
22 August 2011	FMR LLC & FIL	SELL	3.65	301,298	301,298
22 August 2011	FMR LLC & FIL	SELL	3.65	4,911	4,911
22 August 2011	FMR LLC & FIL	SELL	3.65	1,520	1,520
22 August 2011	FMR LLC & FIL	SELL	3.65	116,856	116,856
22 August 2011	FMR LLC & FIL	SELL	3.65	1,350	1,350
22 August 2011	FMR LLC & FIL	SELL	3.65	15,453	15,453
22 August 2011	FMR LLC & FIL	SELL	3.65	18,604	18,604
22 August 2011	FMR LLC & FIL	SELL	3.65	2,066	2,066
22 August 2011	FMR LLC & FIL	SELL	3.65	2,576	2,576
22 August 2011	FMR LLC & FIL	SELL	3.65	110,045	110,045
22 August 2011	FMR LLC & FIL	SELL	3.65	33,678	33,678
22 August 2011	FMR LLC & FIL	SELL	3.65	67,380	67,380
22 August 2011	FMR LLC & FIL	SELL	3.65	3,154	3,154
22 August 2011	FMR LLC & FIL	SELL	3.65	3,855	3,855
22 August 2011	FMR LLC & FIL	SELL	3.65	59,690	59,690
22 August 2011	FMR LLC & FIL	SELL	3.65	3,386	3,386
22 August 2011	FMR LLC & FIL	SELL	3.65	1,727	1,727
22 August 2011	FMR LLC & FIL	SELL	3.65	30,178	30,178
22 August 2011	FMR LLC & FIL	SELL	3.65	25,809	25,809
22 August 2011	FMR LLC & FIL	SELL	3.65	26,443	26,443
22 August 2011	FMR LLC & FIL	SELL	3.65	34,326	34,326
22 August 2011	FMR LLC & FIL	SELL	3.65	10,780	10,780

Market Buy	2,565,190
Market Sell	6,470,328
Non-Market Buy	944,868
Overall Decrease	2,960,270

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	Class and number of securities
FMR LLC & FIL	ACCIDENT REHAB & CMP-GLB EX-US	123,700
FMR LLC & FIL	FIL ACTIVE AUSTRALIAN EQUITY	881,412
FMR LLC & FIL	ASIAN DEVELOPMENT BANK	14,100
FMR LLC & FIL	FMT_GL ROW	22,809
FMR LLC & FIL	ALLTRI INKA GA	9,000
FMR LLC & FIL	ARRE INKA GA	12,013
FMR LLC & FIL	AUSTRALIANSUPER PTY LTD	705,415
FMR LLC & FIL	AST FI PYR AA INT VALUE T52900	92,554
FMR LLC & FIL	BARCLAYS AUSTRALIA FUND	19,333
FMR LLC & FIL	DEUTSCHE ARZTE - ROW	21,140
FMR LLC & FIL	FID (BOK) ASIA PACIFIC EQUITY	224,121
FMR LLC & FIL	BANK OF MONTREAL S INTL T55349	30,540
FMR LLC & FIL	BP MASTER TR FOR EMP PP T55275	53,258
FMR LLC & FIL	BRITISH ENERGY GEN GRP - ROW	120,700
FMR LLC & FIL	BR SHELL PROVIDENT	5,300
FMR LLC & FIL	BR SHELL RETIREMENT	6,000
FMR LLC & FIL	CALPERS SELCT INTL PORT T55434	168,700
FMR LLC & FIL	CATERPLLR VEBA SEL EUR T55257	8,205
FMR LLC & FIL	CATERPILLAR INC T55207	109,660
FMR LLC & FIL	CHEVRON TEXACO UK PNS PL-ROW	35,410
FMR LLC & FIL	CALPERS SEL INTL PORT T55486	23,900
FMR LLC & FIL	CITY OF FRESNO RT SY-SI T50621	28,379
FMR LLC & FIL	COLONIAL FIRST STATE AUS F 24	194,897
FMR LLC & FIL	LONDON BOROUGH OF CROYDON PENS	14,144
FMR LLC & FIL	CATERPILLAR INC 401K SI T50578	18,740
FMR LLC & FIL	STATE OF CT RET PLAN T50251	80,600
FMR LLC & FIL	CO-OPERATIVE GRP PENS - RW	24,700
FMR LLC & FIL	DALLAS POLICE & FIRE T50092	14,458
FMR LLC & FIL	EAST SUSSEX CNTY COUNCIL-ROW	59,500
FMR LLC & FIL	FID INSTL FD-PACIFIC(EX JAP)FD	123,772
FMR LLC & FIL	ESSEX COUNTY COUNCIL PENS FUND	31,600
FMR LLC & FIL	FID FDS - AUSTRALIA POOL	935,972
FMR LLC & FIL	FIDELITY AUSTRALIAN EQ FUND	2,413,151
FMR LLC & FIL	FIL AUSTRALIA POC PILOT	1,643
FMR LLC & FIL	FID AUSTRALIA SMALL CAP PLT FD	2,766
FMR LLC & FIL	FID GLOBAL DISC EQUITY (INTL)	19,510
FMR LLC & FIL	FID GLOBAL EQUITY INVESMENT TR	2,964
FMR LLC & FIL	HQ SLCT INTL INV ACCT T55492	78,671
FMR LLC & FIL	PYRAMIS SLCT INTL EQ TR T55106	122,200
FMR LLC & FIL	FID INTL DISCIPLINED EQUITY FD	24,400
FMR LLC & FIL	FID INTERNATIONAL EQTY INV TR	45,640

FMR LLC & FIL	NATIONAL BANK SLCT GLBL T55507	45,848
FMR LLC & FIL	FIDELITY ASIA CONS PILOT FUND	2,308
FMR LLC & FIL	FIDELITY OVERSEAS FUND -CANADA	3,373
FMR LLC & FIL	PYR CANA SEL GLBL EQ TR T55281	61,658
FMR LLC & FIL	FIDLITY INTERNATIONAL VALUE FD	10,722
FMR LLC & FIL	FIDELITY FONDS HCA	39,341
FMR LLC & FIL	FF-INST PACIFIC EX JAPA POOL	31,090
FMR LLC & FIL	PYRAMIS SELECT INTL EQ CM T319	797,978
FMR LLC & FIL	FIREFLY	269,746
FMR LLC & FIL	FID GLBL BAL ASIAJXP+AUS+NZ SB	8,912
FMR LLC & FIL	UAW RMBT SEL INTL T55189	80,500
FMR LLC & FIL	GUIDEMARK WORLD EX US T53708	35,890
FMR LLC & FIL	GPIF SG	128,600
FMR LLC & FIL	GM CAD DT SELECT INTL T55533	20,000
FMR LLC & FIL	GM HOURLY-RATE SEL INTL T55193	99,603
FMR LLC & FIL	GM SAL SELECT INTL PORT T53647	77,197
FMR LLC & FIL	FIJ IT GOPNAP	20,640
FMR LLC & FIL	THE HEALTH FOUNDATION	19,000
FMR LLC & FIL	IBM CANADA SELECT INT'L T2286	52,864
FMR LLC & FIL	IBM JAPAN TQPP UK-OEIC	25,270
FMR LLC & FIL	IG FI INTERNATIONAL EQ T55529	1,197
FMR LLC & FIL	INTERNATIONAL EQ NO6 PAC SUB	30,882
FMR LLC & FIL	PYRAMIS SEL INTL SM CAP(T1056)	245,315
FMR LLC & FIL	LONDON BOROUGH CAMDEN PENSN FD	26,112
FMR LLC & FIL	MLC INVESTMENTS LIMITED	478,095
FMR LLC & FIL	FID (MOSF) ASIA PACIFIC EQUITY	149,015
FMR LLC & FIL	MINNESOTA SBI SEL INTL T55303	77,900
FMR LLC & FIL	NYKREDIT DEV PAC EX JP EQ ACC	27,124
FMR LLC & FIL	NYKREDIT DEV PAC EX JP EQ DIS	13,841
FMR LLC & FIL	NPC TRUST - ACTIVE 1 - ROW	82,000
FMR LLC & FIL	NPFA SG	62,300
FMR LLC & FIL	UNIVEST PACIFIC EX JAPAN	86,351
FMR LLC & FIL	NORTH YORKSHIRE COUNTY COUNCIL	49,500
FMR LLC & FIL	OREGON INV COUNCIL CSF T55433	19,900
FMR LLC & FIL	OREGON INVMT CL SEL INT T55271	148,000
FMR LLC & FIL	BRAUNSCHWEIG INSURANCE RW	11,500
FMR LLC & FIL	FIDELITY INTL FD - PEP PAC BSN	12,175
FMR LLC & FIL	PRINCIPAL PARTNERS INTL T50423	82,555
FMR LLC & FIL	PRIT SELECT INTL PORT T51513	141,900
FMR LLC & FIL	PYR INTL VALUE COMMPPOOL T16572	76,676
FMR LLC & FIL	SAI INTL VALUE PYR SUB T53286	97,282
FMR LLC & FIL	LONDON LIFE INTL EQTY T55479	33,200
FMR LLC & FIL	SAI SELCT INTL PYR SUB T53287	42,505
FMR LLC & FIL	PY SLCT GLBL EQUITY CP T51438	15,573
FMR LLC & FIL	PYR SELECT INTL EQ LLC T51488	24,122
FMR LLC & FIL	RAILWAYS PENS EQ-PACIFIC BASIN	241,717
FMR LLC & FIL	ROYAL BOROUGH OF KINGST PEN FD	20,352
FMR LLC & FIL	RIO TINTO STAFF SUPER FUND	206,719
FMR LLC & FIL	RIVERSOURCE SELECT INTL T52973	221,439

FMR LLC & FIL	SEVEN RE FIDELITY PACIFIC	211,802
FMR LLC & FIL	SGE MM ROW	116,000
FMR LLC & FIL	SHELL OIL SELECT INTL T55322	59,246
FMR LLC & FIL	FID SELECT GLB EX-JP EQ T55415	16,800
FMR LLC & FIL	STATE SUPER FINANCIAL SERVICES	274,940
FMR LLC & FIL	ILLINOIS SURS-SEL INTL T50448	56,600
FMR LLC & FIL	TVA SEL INTL PLUS SEP T53650	45,418
FMR LLC & FIL	VGH HANNOVER RW	21,200
FMR LLC & FIL	VERIZON SELCT INTL PORT T53082	17,879
FMR LLC & FIL	FUND 232	539,690
FMR LLC & FIL	WORLD BANK SELECT INTL T55274	39,800
Total	12,880,139	5.07%

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
FMR LLC	No change
FIL	No change

6. Addresses

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

Name	Address
FMR LLC	82 Devonshire Street Boston, MA 02109
FIL	Pembroke Hall, 42 Crow Lane, Pembroke, Bermuda

Sign Here _____

Dated: 24 August 2011

Claudia Lin

Regulatory Reporting Manager

Duly authorized under Powers of Attorney dated 30 October 2009 by Scott Goebel by and on behalf of FMR LLC and its direct and indirect subsidiaries, and FIL Limited and its direct and indirect subsidiaries