

The logo for Celeste Funds Management, featuring the word "CELESTE" in a bold, white, sans-serif font. The text is set against a dark, textured background that resembles a thick, horizontal brushstroke or a piece of charcoal.

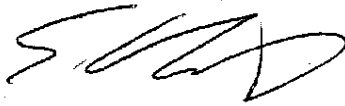
Funds Management

Facsimile

To	Company Announcements Office	From	Stephen Hanich
Fax	1300 135 638	Pages	4
Company	Australian Securities Exchange	Date	7 November 2011
Re	BSA Limited		

Please find attached a Form 604 – Notice of Change of Interests of Substantial Shareholders.

Kind regards

A handwritten signature in black ink, appearing to be "S Hanich". The signature is fluid and cursive, written over a white background.

Stephen Hanich
Company Secretary

Form 604Corporations Law
Section 671B**Notice of change of interests of substantial holder**

To: BSA Limited
ACN/ ARSN: 088 412 748

1. Details of substantial holder

Name Celeste Funds Management Limited
ACN/ ARSN: 098 628 605

There was a change in the interests of the substantial holder on 4 November 2011.

The previous notice was given to the company on 20 September 2011.

The previous notice was dated 19 September 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 had a relevant interest 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	Previous Notice		Present Notice	
	Person's Votes	Voting Power	Person's Votes	Voting Power
Ordinary	17,848,677	8.11%	16,061,714	7.05%

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	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
Refer	Annexure A				

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	Nature of relevant interest	Class and Number of Securities	Person's votes
Celeste Funds Management on behalf of its clients				16,061,714	16,061,714
Treasury Group Limited (TRG) and each of its subsidiaries holds over 20% of the voting power in its investment managers pursuant to Section 608(3)(a)				As above	As above

5. Changes in Association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association 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
n/a	

6. Addresses

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

Name	Address
Celeste Funds Management Limited	Level 14, 15 Castlereagh Street, Sydney NSW 2000
Treasury Group Limited	Level 5, 50 Margaret Street, Sydney NSW 2000

Signature

Name: Stephen Hanich Capacity: Company Secretary

Signature:



Date:

7 November 2011

ANNEXURE A

Celeste Funds Management Limited ACN 098 628 605

Date of change	Persons whose relevant interest changed	Nature of changes	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
28-Sep-11	Celeste Funds Management Limited	sell	30,614.30	153,748	153,748
29-Sep-11	Celeste Funds Management Limited	sell	4,224.33	21,215	21,215
30-Sep-11	Celeste Funds Management Limited	sell	17,588.27	88,330	88,330
04-Oct-11	Celeste Funds Management Limited	sell	2,323.73	11,670	11,670
11-Oct-11	Celeste Funds Management Limited	sell	14,255.40	71,592	71,592
13-Oct-11	Celeste Funds Management Limited	sell	5,666.60	28,408	28,408
14-Oct-11	Celeste Funds Management Limited	sell	33,850.40	170,000	170,000
19-Oct-11	Celeste Funds Management Limited	sell	20,409.81	100,000	100,000
20-Oct-11	Celeste Funds Management Limited	sell	29,071.52	148,000	148,000
24-Oct-11	Celeste Funds Management Limited	sell	60,731.60	305,000	305,000
25-Oct-11	Celeste Funds Management Limited	sell	34,846.00	175,000	175,000
28-Oct-11	Celeste Funds Management Limited	sell	1,991.20	10,000	10,000
28-Oct-11	Celeste Funds Management Limited	sell	55,636.72	279,413	279,413
31-Oct-11	Celeste Funds Management Limited	sell	969.71	4,870	4,870
04-Nov-11	Celeste Funds Management Limited	sell	44,148.29	221,717	221,717

This is Annexure A of 1 page referred to in Form 604 - Notice of Change of Interests of Substantial Holder



Stephen Hanich
Company Secretary

07-Nov-11
Date