

FORM 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme PROSPERITY RESOURCES LTD

ACN/ARSN 103 280 235

1. Details of substantial holder (1)

Name Bank of America Corporation

ACN/ARSN (if applicable) _____

The holder became a substantial holder on 15-Mar-2011

2. Details of 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 on last the date the substantial holder became a substantial holder are as follows.

| Class of Securities (4) | Number of Securities (5) | Person's votes | Voting Power (6) |
|-------------------------|--------------------------|----------------|------------------|
| Ordinary Shares | 20,400,000 | 20,400,000 | 5.92% |
| | | | |
| | | | |

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder as follows:

| Holder of relevant interest | Nature of relevant interest (7) | Class of securities | Number of Securities |
|---|---|---------------------|----------------------|
| Bank of America Corporation | Beneficial Owner (deemed interest from its associates) | Ordinary share | 20,400,000 |
| Merrill Lynch International | Prime Broker with rehypothecation right pursuant to Prime Brokerage agreement (see relevant clause below) | Ordinary share | 7,566,991 |
| Merrill Lynch International (Australia) Ltd | Beneficial Owner | Ordinary share | 12,833,009 |
| | | | |

12.9 The Customer hereby consents (without any further notice, consent or reference) to MLI from time to time utilising any Securities for MLI's own purposes and for its own benefit on the terms specified in this Clause 12.9 (including, for the avoidance of doubt, the retention of any profit generated as a result of such utilisation).....

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

| Holder of relevant interest | Registered holder of securities | Persons entitled to be registered as holder (8) | Class of securities | Number of Securities |
|-----------------------------|---|---|---------------------|----------------------|
| Bank of America Corporation | Deemed interest from its associates | N/A | Ordinary share | 20,400,000 |
| Merrill Lynch International | Prime Broker with rehypothecation right pursuant to Prime Brokerage agreement | N/A | Ordinary share | 7,566,991 |

| | | | | |
|---|---|---|----------------|------------|
| Merrill Lynch International (Australia) Ltd | Merrill Lynch International (Australia) Limited | Merrill Lynch International (Australia) Limited | Ordinary share | 12,833,009 |
| | | | | |

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

| Holder of Relevant Interest | Date of Acquisition | Consideration (\$) | | Class and number of securities |
|-----------------------------|---------------------|--------------------|----------|--------------------------------|
| | | Cash | Non Cash | |
| | | | | |
| | | | | |

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|---|---|
| Bank of America Corporation | Ultimate holding company |
| Merrill Lynch International | Subsidiary of Bank of America Corporation |
| Merrill Lynch International (Australia) Ltd | Subsidiary of Merrill Lynch & Co., Inc. |
| | |

7. Addresses

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

| Name | Address |
|---|---|
| Bank of America Corporation | 100 North Tryon Street, Charlotte, North Carolina, 28255 |
| Merrill Lynch International | Merrill Lynch Financial Centre, 2 King Edward Street, London EC1A 1HQ |
| Merrill Lynch International (Australia) Ltd | Level 38, Governor Phillip Tower, 1 Farrer Place, Sydney 2000 |
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*This report is submitted on the basis of our present understanding of ASIC's current policy on reporting by Prime Brokers

Signature

print name Danielle Tobin capacity Director,
Bank of America Corporation
 sign here  date 3/22/2011