

Form 604
Corporations Act 2001
Section 671B

Notice of Change of Interests of Substantial Holder

To: **Bradken 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	9 March 2012
The previous notice was given to the company on	16 February 2012
The previous notice was dated	16 February 2012

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	13,939,773	8.37%	15,670,117	9.40%

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 & No. of securities affected	Person's votes affected
			USD \$		Common stock
15 February 2012	FMR LLC & FIL	BUY	8.70	600	600
15 February 2012	FMR LLC & FIL	BUY	8.70	1,875	1,875
15 February 2012	FMR LLC & FIL	BUY	8.70	12,111	12,111
15 February 2012	FMR LLC & FIL	BUY	8.76	4,860	4,860
15 February 2012	FMR LLC & FIL	BUY	8.70	4,769	4,769
15 February 2012	FMR LLC & FIL	BUY	8.70	3,384	3,384
15 February 2012	FMR LLC & FIL	BUY	8.70	18,995	18,995
15 February 2012	FMR LLC & FIL	BUY	8.70	7,044	7,044

15 February 2012	FMR LLC & FIL	BUY	8.70	25,894	25,894
15 February 2012	FMR LLC & FIL	BUY	8.70	1,235	1,235
15 February 2012	FMR LLC & FIL	BUY	8.70	655	655
15 February 2012	FMR LLC & FIL	BUY	8.76	3,358	3,358
15 February 2012	FMR LLC & FIL	BUY	8.70	11,967	11,967
15 February 2012	FMR LLC & FIL	BUY	8.70	139,034	139,034
15 February 2012	FMR LLC & FIL	BUY	8.70	4,324	4,324
16 February 2012	FMR LLC & FIL	BUY	8.59	1,385	1,385
16 February 2012	FMR LLC & FIL	BUY	8.59	7,635	7,635
16 February 2012	FMR LLC & FIL	BUY	8.59	19,357	19,357
16 February 2012	FMR LLC & FIL	BUY	8.59	1,836	1,836
16 February 2012	FMR LLC & FIL	BUY	8.59	68,260	68,260
16 February 2012	FMR LLC & FIL	BUY	8.59	17,522	17,522
16 February 2012	FMR LLC & FIL	BUY	8.59	28,579	28,579
16 February 2012	FMR LLC & FIL	BUY	8.59	5,028	5,028
16 February 2012	FMR LLC & FIL	BUY	8.59	2,667	2,667
16 February 2012	FMR LLC & FIL	BUY	8.57	9,308	9,308
16 February 2012	FMR LLC & FIL	BUY	8.59	48,920	48,920
16 February 2012	FMR LLC & FIL	BUY	8.59	152,296	152,296
16 February 2012	FMR LLC & FIL	BUY	8.59	17,606	17,606
17 February 2012	FMR LLC & FIL	BUY	8.70	600	600
17 February 2012	FMR LLC & FIL	BUY	8.70	2,209	2,209
17 February 2012	FMR LLC & FIL	BUY	8.70	5,991	5,991
17 February 2012	FMR LLC & FIL	BUY	8.70	69,745	69,745
17 February 2012	FMR LLC & FIL	BUY	8.70	1,455	1,455
17 February 2012	FMR LLC & FIL	BUY	8.70	771	771
17 February 2012	FMR LLC & FIL	BUY	8.70	14,146	14,146
17 February 2012	FMR LLC & FIL	BUY	8.70	5,083	5,083
20 February 2012	FMR LLC & FIL	BUY	8.79	4,363	4,363
20 February 2012	FMR LLC & FIL	BUY	8.79	25,040	25,040
20 February 2012	FMR LLC & FIL	BUY	8.79	80,922	80,922
20 February 2012	FMR LLC & FIL	BUY	8.79	365	365
20 February 2012	FMR LLC & FIL	BUY	8.79	16,493	16,493
20 February 2012	FMR LLC & FIL	BUY	8.79	8,749	8,749
20 February 2012	FMR LLC & FIL	BUY	8.79	26,192	26,192
20 February 2012	FMR LLC & FIL	BUY	8.79	57,742	57,742
24 February 2012	FMR LLC & FIL	BUY	9.02	2,045	2,045
27 February 2012	FMR LLC & FIL	BUY	9.02	7,727	7,727
27 February 2012	FMR LLC & FIL	BUY	8.98	4,458	4,458
1 March 2012	FMR LLC & FIL	SELL	8.89	973	973
1 March 2012	FMR LLC & FIL	BUY	8.69	23,971	23,971
2 March 2012	FMR LLC & FIL	BUY	8.86	78,122	78,122
6 March 2012	FMR LLC & FIL	BUY	8.75	211,209	211,209
9 March 2012	FMR LLC & FIL	BUY	8.53	2	2
9 March 2012	FMR LLC & FIL	BUY	8.51	2,485	2,485
9 March 2012	FMR LLC & FIL	BUY	8.52	15	15
9 March 2012	FMR LLC & FIL	BUY	8.51	18,276	18,276
9 March 2012	FMR LLC & FIL	BUY	8.52	107	107
9 March 2012	FMR LLC & FIL	BUY	8.51	5,128	5,128
9 March 2012	FMR LLC & FIL	BUY	8.52	142	142
9 March 2012	FMR LLC & FIL	BUY	8.50	4,132	4,132
9 March 2012	FMR LLC & FIL	BUY	8.52	41	41
9 March 2012	FMR LLC & FIL	BUY	8.51	39,910	39,910

9 March 2012	FMR LLC & FIL	BUY	8.52	75	75
9 March 2012	FMR LLC & FIL	BUY	8.51	1,236	1,236
9 March 2012	FMR LLC & FIL	BUY	8.52	156	156
9 March 2012	FMR LLC & FIL	BUY	8.51	9,394	9,394
9 March 2012	FMR LLC & FIL	BUY	8.52	59	59
9 March 2012	FMR LLC & FIL	BUY	8.51	10,015	10,015
9 March 2012	FMR LLC & FIL	BUY	8.52	222	222
9 March 2012	FMR LLC & FIL	BUY	8.51	22,973	22,973
9 March 2012	FMR LLC & FIL	BUY	8.52	10	10
9 March 2012	FMR LLC & FIL	BUY	8.51	11,063	11,063
9 March 2012	FMR LLC & FIL	BUY	8.52	5	5
9 March 2012	FMR LLC & FIL	BUY	8.51	5,863	5,863
9 March 2012	FMR LLC & FIL	BUY	8.52	1,172	1,172
9 March 2012	FMR LLC & FIL	BUY	8.51	118,174	118,174
9 March 2012	FMR LLC & FIL	BUY	8.52	35	35
9 March 2012	FMR LLC & FIL	BUY	8.51	38,635	38,635
				Market Acquisitions	1,557,227
				Market Dispositions	973
				Non-Market Increase	174,090
				Overall Increase	1,730,344

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	FIDELITY AUSTRALIAN EQ FUND	2,968,615
FMR LLC & FIL	RAILWAYS PENS EQ-PACIFIC BASIN	418,659
FMR LLC & FIL	PYRAMIS CON INTL SM CAP T55105	247,494
FMR LLC & FIL	MERCER GBLINV CONC INTL T53648	126,578
FMR LLC & FIL	VERIZON SELCT INTL SCAP T52922	50,857
FMR LLC & FIL	FID INSTL FD-PACIFIC(EX JAP)FD	225,434
FMR LLC & FIL	INTERNATIONAL EQ NO6 PAC SUB	120,373
FMR LLC & FIL	STATE SUPER FINANCIAL SERVICES	435,486
FMR LLC & FIL	PENN PUBLIC SCHOOL EMP T51727	83,277
FMR LLC & FIL	FIDELITY GLOBAL SMALL CAP FUND	5,512
FMR LLC & FIL	FID AUSTRALIA SMALL CAP PLT FD	4,195
FMR LLC & FIL	COLONIAL FIRST STATE AUS F 24	349,065
FMR LLC & FIL	ST GOBAIN SEL INT SM CP T54012	70,142
FMR LLC & FIL	FF-INST PACIFIC EX JAPA POOL	14,887
FMR LLC & FIL	KERN CNTY SEL INT SM CP T51631	80,215
FMR LLC & FIL	FIJ IT BALCAP	7,870
FMR LLC & FIL	FIDELITY FONDS HCA	83,293
FMR LLC & FIL	FID GLBL BAL ASIAJP+AUS+NZ SB	17,684
FMR LLC & FIL	UNISYS SEL INT SM CAP T53986	81,218

FMR LLC & FIL	PYR SEL INTL SC PLUS CP T16631	152,989
FMR LLC & FIL	FIDELITY INTL FD - PEP PAC BSN	26,648
FMR LLC & FIL	NYKREDIT DEV PAC EX JP EQ DIS	28,574
FMR LLC & FIL	SANFRSC CNTY SEL INT SM T53444	219,737
FMR LLC & FIL	NYKREDIT DEV PAC EX JP EQ ACC	53,883
FMR LLC & FIL	PYR CONC INTL SM CAP CP T16062	136,515
FMR LLC & FIL	TENNESSEE CONS RTMT SYS T52389	338,923
FMR LLC & FIL	COX ENTP SLCT INT SMCP T52951	55,191
FMR LLC & FIL	FUND 232	926,788
FMR LLC & FIL	FID FDS-GBL METAL & MINING PL	109,820
FMR LLC & FIL	ORANGE CTY EMPL RTRMNT T53323	68,298
FMR LLC & FIL	PYR SLCT INTL SMCEQ LLC T51489	34,358
FMR LLC & FIL	WOLSELEY - GLOBAL SMALL CAP	55,163
FMR LLC & FIL	FIJ IT GOPNAP	46,384
FMR LLC & FIL	RIO TINTO STAFF SUPER FUND	357,052
FMR LLC & FIL	FIREFLY	325,411
FMR LLC & FIL	VERIZON SLCT INTL SCP T53095	42,423
FMR LLC & FIL	ST BOA FL SLCT INTL SM T50818	380,663
FMR LLC & FIL	FID FDS - AUSTRALIA POOL	1,056,769
FMR LLC & FIL	IBM JAPAN TQPP UK-OEIC	54,080
FMR LLC & FIL	AUSTRALIANSUPER PTY LTD	1,551,742
FMR LLC & FIL	BOEING SLCT INTL SCAP T52923	41,377
FMR LLC & FIL	AUSTRALIA - FUNDS SA	130,717
FMR LLC & FIL	NYC TCHR SELCT INT SCAP T52844	122,454
FMR LLC & FIL	BOEING SEL INTL SM CAP T54124	174,090
FMR LLC & FIL	UNIV OF MS RTRMNT PLAN T52971	40,374
FMR LLC & FIL	FIL ACTIVE AUSTRALIAN EQUITY	1,282,431
FMR LLC & FIL	UNIVEST PACIFIC EX JAPAN	188,548
FMR LLC & FIL	PERS OF MISSISSIPPI T53710	139,529
FMR LLC & FIL	MLC INVESTMENTS LIMITED	727,248
FMR LLC & FIL	BARCLAYS AUSTRALIA FUND	30,449
FMR LLC & FIL	SEVEN RE FIDELITY PACIFIC	628,207
FMR LLC & FIL	FID AUS SELECT GL SMALL CAP FD	63,568
FMR LLC & FIL	PYRAMIS SEL INTL SM CAP(T1056)	463,597
FMR LLC & FIL	ORG SLCT INTL SM CAP FD T55495	225,263
Total	15,670,117	9.40%

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 12 March 2012

Rebecca Uh

Head of Investment Compliance

Duly authorized under Powers of Attorney dated 2 June 2008 by Scott Goebel by and on behalf of FMR LLC, and their respective direct and indirect subsidiaries.

Duly authorized under Powers of Attorney dated 4 August 2009 by Allan Pelvang by and on behalf of FIL Limited and their respective direct and indirect subsidiaries