



BASS METALS LTD

18 May 2007

The Manager Companies
Company Announcements
Australian Stock Exchange
20 Bridge Street
Sydney NSW 2000

By: e-lodgement (ASX code: BSM)

Dear Sir

RE: SUBSTANTIAL SHAREHOLDING –VOLUNTARY ESCROWED SHARES

Bass Metals Ltd (“BSM” or “the Company”) has a ‘technical’ relevant interest in 6,700,000 BSM ordinary shares held by Saracen Metals Pty Ltd and Clancy Exploration Limited due to the restriction on their disposal by Saracen Metals Pty Ltd and Clancy Exploration Limited under voluntary escrow arrangements. As such, the Company is required by section 671B of the Corporations Act 2001 (Cth) to lodge Substantial Holder notices. The attached notice is required to be lodged as a result of the change in percentage holding for these 6,700,000 voluntary escrowed BSM shares due to dilution arising from new Shares issued pursuant to the Company’s recent renounceable rights issue.

The Company notes that BSM has no right to dispose of these 6,700,000 ordinary shares held by Saracen Metals Pty Ltd and Clancy Exploration Limited and the Company does not control the voting rights attaching to these ordinary shares.

Please find attached the Form 604 ‘Notice of Change of Interests of Substantial Holder’ as required by section 671B of the Corporations Act 2001 (Cth).

Yours sincerely

Susan Hunter
Company Secretary

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme BASS METALS LTDACN/ARSN 109 933 995**1. Details of substantial holder(1)**Name BASS METALS LTD - due to voluntary escrow agreements
ACN/ARSN (if applicable) 109 933 995 in place.There was a change in the interests of the substantial holder on 23/4/07The previous notice was given to the company on 11/1/07The previous notice was dated 11/1/07**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)
Ordinary shares	7,000,000	11.06%	6,700,000	8.01%

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
15/5/07	Bass Metals Ltd	300,000 shares came out of voluntary escrow	NA	NA	NA
23/4/07	Bass Metals Ltd	Dilution arising from new shares issued pursuant to prospectus dated 16/3/07	NA	NA	NA

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
Refer attached - Annexure A.					

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
NA.	

6. Addresses

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

Name	Address
Bass Metals Ltd	Suite 5, 2 Richardson Street, West Perth WA 6872

Signature

print name Susan Patricia Hunter capacity Company Secretary
 sign here *SP Hunter* date 18 / 5 / 07

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.

ANNEXURE A

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
Bass Metals Ltd – due to voluntary escrow arrangements in place.	Saracen Metals Pty Ltd Clancy Exploration Limited	Saracen Metals Pty Ltd Clancy Exploration Limited	Shares beneficially held by Saracen Metals Pty Ltd Shares beneficially held by Clancy Exploration Limited. <i>NOTE - These shares were previously held by Geoinformatics Exploration Australia Pty Ltd and were transferred to Clancy Exploration Limited on 16 May 2007 in accordance with a 'Deed of Assignment' between Bass Metals Ltd, Geoinformatics Exploration Australia Pty Ltd and Clancy Exploration Limited.</i>	6,400,000 ordinary fully paid shares 300,000 ordinary fully paid shares	7.65% 0.36%

This is Annexure A of 1 page referred to in form 604 'Notice of change of interests of substantial holder'.


Susan Patricia Hunter

18/5/07
Date