

**Form 605
Corporations Act 2001
Section 671B**

Notice of ceasing to be a substantial holder

To: Brickworks Limited
ACN: 000 028 526
ASX Code: BKW

1. Details of substantial holder

Name: IOOF Holdings Limited
ACN: ACN 100 103 722

This notice is given by IOOF Holdings Limited, on behalf of itself and its subsidiaries.

The holder ceased to be a substantial holder on: 12/12/2012
The previous notice was given to the company on: 12/08/2011
The previous notice was dated: 10/08/2011

2. 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 as follows:

Date	Person	Nature	Consideration	Class & number (ord)	Person's votes
12/08/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 170,431.34	- 18,579	- 18,579
15/08/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 133,782.47	- 14,370	- 14,370
16/08/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 574.06	61	61
17/08/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,803.70	- 409	- 409
18/08/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 151.34	16	16

23/08/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 84,461.91	9,245	9,245
25/08/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,774.80	627	627
29/08/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,107.16	121	121
30/08/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,280.22	139	139
5/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,618.24	- 180	- 180
9/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 11,822.13	- 1,274	- 1,274
12/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 5,917.35	639	639
13/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,525.74	382	382
20/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 851.71	91	91
21/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 602,088.09	- 64,350	- 64,350
22/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,533.55	273	273
23/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,654.83	- 180	- 180
27/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 18,683.66	- 2,029	- 2,029
28/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 13,088.48	- 1,407	- 1,407
29/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 284,012.75	- 30,617	- 30,617
30/09/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 29,621.94	- 3,166	- 3,166
4/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 649.63	70	70
6/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,636,065.78	- 160,649	- 160,649
7/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 57,397.98	- 5,636	- 5,636
11/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 26,907.28	- 2,474	- 2,474
12/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 18,571.43	- 1,704	- 1,704
17/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,060.71	- 95	- 95
21/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 711,392.82	- 64,252	- 64,252
31/10/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 35,968.30	- 3,211	- 3,211
10/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,230.07	- 468	- 468
14/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 2,260.29	- 201	- 201

15/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,326.93	- 118	- 118
16/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,714.10	- 505	- 505
24/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,123.56	101	101
25/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,863.35	- 169	- 169
28/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,778.08	- 162	- 162
29/11/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,496.85	- 137	- 137
2/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 888.23	- 81	- 81
6/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 31,933.55	2,889	2,889
7/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,633.18	- 426	- 426
9/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Off market transfer	\$ -	- 36,959	- 36,959
16/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,054.35	98	98
20/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 24,922.11	- 2,359	- 2,359
21/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 52,519.00	4,948	4,948
22/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 16,496.98	1,549	1,549
23/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 587,844.01	54,857	54,857
28/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,615.25	151	151
29/12/2011	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 10,995.25	1,025	1,025
4/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 60,587.34	5,625	5,625
6/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 201,757.19	18,711	18,711
9/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 4,230,405.00	387,156	387,156
10/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 433,356.05	40,051	40,051
11/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 4,563.40	422	422
12/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 21,890.82	2,022	2,022
13/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,833.12	- 447	- 447
17/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,883.28	- 173	- 173
20/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 331,707.58	- 30,509	- 30,509

24/01/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 23,832.10	2,204	2,204
2/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 7,671.42	- 726	- 726
21/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 134,374.34	- 12,468	- 12,468
23/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,663.98	- 346	- 346
24/02/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 7,812.77	- 725	- 725
7/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 6,037.57	- 562	- 562
8/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 822.90	- 78	- 78
13/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 5,872.13	- 551	- 551
28/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 396.51	- 37	- 37
29/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 11,043.04	- 1,037	- 1,037
30/03/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 139,914.81	- 13,029	- 13,029
2/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 100,706.02	- 9,361	- 9,361
5/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 217,141.77	- 20,297	- 20,297
10/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 997.79	95	95
11/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 43,439.67	- 4,174	- 4,174
13/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,437.44	230	230
20/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 108,833.15	- 10,495	- 10,495
23/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 53,577.08	- 5,163	- 5,163
24/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 35,942.15	- 3,466	- 3,466
26/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 10,377.12	- 1,000	- 1,000
27/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 42,775.87	- 4,123	- 4,123
30/04/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 157,377.80	- 15,166	- 15,166
1/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,323,282.31	- 127,518	- 127,518
15/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,193.11	- 117	- 117
25/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,769.90	- 372	- 372
29/05/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 514.48	- 51	- 51

6/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 44,506.71	4,286	4,286
8/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 86,334.75	- 8,348	- 8,348
8/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Off market transfer	\$ -	- 513,097	- 513,097
15/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,064.08	- 106	- 106
19/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 237,498.76	- 23,361	- 23,361
21/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 523.76	52	52
22/06/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 616,996.69	- 62,167	- 62,167
10/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,066.05	- 105	- 105
16/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,865.48	380	380
27/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 2,607.79	- 258	- 258
30/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 6,462.22	- 647	- 647
31/07/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Off market transfer	\$ -	- 147,398	- 147,398
2/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 2,083.99	- 206	- 206
6/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 174,431.33	- 17,476	- 17,476
8/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 12,538.20	- 1,257	- 1,257
8/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Off market transfer	\$ -	- 101,691	- 101,691
10/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,301.63	- 331	- 331
14/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,303.70	- 437	- 437
15/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 152,846.00	- 15,463	- 15,463
16/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 229,979.51	- 23,288	- 23,288
17/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 182,805.13	- 18,512	- 18,512
20/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 9,179.14	- 933	- 933
28/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,907.78	- 432	- 432
29/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 213,832.27	- 21,295	- 21,295
30/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 62,663.67	- 6,280	- 6,280
31/08/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,365,800.30	- 135,919	- 135,919

3/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 159,284.68	- 15,947	- 15,947
4/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 45,014.35	- 4,592	- 4,592
5/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 44,556.59	- 4,497	- 4,497
7/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 6,337.67	- 630	- 630
17/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,295,103.60	129,640	129,640
21/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 37,237.38	3,738	3,738
25/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 140,263.97	13,991	13,991
26/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 148,946.12	14,845	14,845
27/09/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 9,062.87	904	904
17/10/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 932.09	- 85	- 85
23/10/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,073.00	95	95
1/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,387.59	- 127	- 127
2/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 45,936.77	- 4,254	- 4,254
9/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 3,157.77	282	282
13/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 114,150.80	- 10,053	- 10,053
14/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 84,940.83	- 7,516	- 7,516
15/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 9,162.49	- 809	- 809
16/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,822.72	- 161	- 161
19/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 24,824.30	- 2,193	- 2,193
21/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 16,561.36	- 1,469	- 1,469
22/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,995.62	- 178	- 178
27/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 440,161.24	- 39,111	- 39,111
28/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 55,681.68	- 4,927	- 4,927
29/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 156,351.56	- 13,826	- 13,826
30/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 180,619.00	- 15,968	- 15,968
3/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,447.85	- 128	- 128

4/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 18,322.42	- 1,627	- 1,627
5/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Off market transfer	\$ -	- 54,102	- 54,102
12/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,168,455.31	- 105,060	- 105,060

3. 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 & ACN	Nature of association
Not applicable	

4. Addresses

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

Name	Address
IOOF Holdings Limited	Level 6, 161 Collins Street Melbourne Victoria 3000
Brickworks Limited	738-780 Wallgrove Rd Horsley Park, NSW 2175
IOOF Investment Management Limited	Level 6, 161 Collins Street Melbourne Victoria 3000
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne Victoria 3000