

18 November 2013

Australian Securities Exchange

Attention: ASX Market Announcements

BY ELECTRONIC LODGEMENT

Dear Sir/Madam,

Form 604 Notice of change of interests of substantial holder - Soul Pattinson

In view of recent media surrounding the meetings that have been convened for Brickworks Limited and requisitioned for Washington H. Soul Pattinson & Company Limited ("**Soul Pattinson**"), we enclose an updated substantial shareholding confirming details of our shareholding in Soul Pattinson.

Yours faithfully,

BRICKWORKS LIMITED



IAIN THOMPSON

COMPANY SECRETARY

Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme WASHINGTON H. SOUL PATTINSON & COMPANY LIMITED

ACN/ARSN 000 002 728

1. Details of substantial holder (1)

Name BRICKWORKS LIMITED and its subsidiaries

ACN/ARSN (if applicable) 000 028 526

There was a change in the interests of the substantial holder on [See Note 1 below]

The previous notice was given to the company on 28 / 10 /1997

The previous notice was dated 28 / 10 /1997

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	11,754,554	49.235%	102,257,830	42.715%

(% voting power in the present notice based on 239,395,320 shares on issue)

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
		[See Note 1 below]			

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
Brickworks Limited	Brickworks Limited	Brickworks Limited	Legal and beneficial owner	102,257,830	102,257,830

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
	[See Note 2 below]

6. Addresses

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

Name	Address
Brickworks Limited	738-780 Wallgrove Road Horsley Park NSW 2175

Signature

print name Iain Thompson

Capacity Company Secretary

sign here



date 18/11/2013

NOTES

- (1) This Notice of Change of Interests of Substantial Shareholder is given to confirm and clarify the details of the shareholding of Brickworks Limited ("Brickworks") in Washington H. Soul Pattinson & Company Limited ("WHSP"). Brickworks has not acquired or disposed of any ordinary shares in WHSP since the time of its last Notice of Change of interests or entitlements of substantial shareholder dated 28 October 1997. The change in number of shares and percentage shareholding held by Brickworks referred to in paragraph 2 above arises from changes in the aggregate number of WHSP ordinary shares on issue, the ten for one share split that took place on 27 June 2002 and Brickworks ceasing to have voting power in shares held by Millner Entities (see Note 2).
- (2) The Notice of Change of interests or entitlements of substantial shareholder of Brickworks dated 28 October 1997 disclosed that Brickworks had voting power in shares then held by J.S. Millner, J.S. Millner Holdings Pty Ltd, Hexham Holdings Pty Ltd, Lineage Pty Ltd, Millane Pty Ltd, Mary Millner Holdings Pty Ltd, T.G. Millner Holdings Pty Ltd, Tyneside Pty Ltd, Allanlea Pty Ltd and R.D. Millner ("Millner Entities"). At that time the entitlement of Brickworks to the shares held by the Millner Entities was disclosed as arising from J.S. Millner and R.D. Millner being directors of Brickworks and, in the case of the remaining Millner Entities, an associate of one or both of those directors. At the time, the Corporations Law provided that a director was automatically deemed to be an associate of any company in which that office was held. However, directors have not been treated as "automatic" or "deemed" associates of a company in this way in respect of substantial holding notices since 13 March 2000. Brickworks does not consider itself to be an associate of any of the Millner Entities in relation to the shares or affairs of WHSP for the purposes of Chapter 6C.1 of the *Corporations Act 2001* (Cth).