

Our reference
BK/JRR/BRIC14658-9056865

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Sydney
Melbourne
Brisbane
Perth
Gold Coast

10 December 2008

Company Announcements Office
Australian Securities Exchange Limited
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam

Takeover bid by Brickworks Investment Company Limited for Huntley Investment Company Limited

Notice of compulsory acquisition

We act for Brickworks Investment Company Limited ACN 106 719 868 (**BKI**) in relation to its off-market takeover bid for all the shares in Huntley Investment Company Limited ACN 060 306 738 (**HIC**).

We **attach**, by way of service pursuant to section 661B(1)(d) of the *Corporations Act 2001* (Cth), a compulsory acquisition notice (Form 6021). We also **attach** a copy of a letter being dispatched to the remaining HIC shareholders.

Yours faithfully



BKI's Offer Information Line

Australian callers: 1300 726 297 (toll free)
For international callers: +61 3 9415 4332

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ASIC registered agent number 1634

lodging party or agent name Corrs Chambers Westgarth

office, level, building name or PO Box no Governor Phillip Tower

street number and name 1 Farrer Place

suburb/city SYDNEY NSW 2000

telephone (02) 9210 6500

facsimile (02) 9210 6611

DX number

ASS. REQ-A
CASH. REQ-P
PROC.

Australian Securities & Investments Commission

form **6021**

Notice of
**compulsory acquisition
following takeover bid**

Corporations Act 2001
661B(1)(a)

To the person whose name and address is set out in the enclosed letter

Securities of Huntley Investment Company Limited ACN 060 306 738 ("the Company")

1. Under an Off Market Bid offers were made by Brickworks Investment Company Limited ACN 106 719 868 ("the Bidder") in respect of the acquisition of all the ordinary shares in the Company ("Offer"). The Offer closed on 4 December 2008.
2. You are, or are entitled to be, registered as the holder of securities in respect of which an offer was made, but have not accepted the Offer.
3. The Bidder hereby gives you notice under subsection 661B(1) of the Corporations Act 2001 ("the Act") that the Bidder has become entitled pursuant to subsection 661A(1) of the Act to compulsorily acquire your securities and desires to acquire those securities.
4. Under section 661D of the Act, you have the right, by notice in writing given to the Bidder within one month after this notice is lodged with ASIC, to ask the Bidder for a written statement of the names and addresses of everyone else the Bidder has given this notice to.
5. Under section 661E of the Act, you have the right, within one month after being given this notice or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, to apply to the Court for an order that the securities not be compulsorily acquired.
6. The Bidder is entitled and bound to acquire the securities on the terms that applied under the Offer immediately before the end of the offer period.
7. Unless on application made by you under section 661E within one month after being given this notice (as referred to in paragraph 5 of this notice) or within 14 days after being given a statement under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, the Court otherwise orders, the Bidder must comply with paragraph 6 of this notice.

Signed on behalf of Brickworks Investment Company Limited by:

print name Robert Millner

capacity Director

sign here



date 10 December 2008



ABN: 23 106 719 868
Level 2,160 Pitt Street Mall Sydney NSW 2000
Ph. (02) 9210-7000 Fax. (02) 9210-7099

10 December 2008

Dear Huntley shareholders

Compulsory acquisition of your Huntley Investment Company Limited shares

As you may be aware, Brickworks Investment Company Limited ACN 106 719 868 (**BKI**) recently made offers to acquire all your shares in Huntley Investment Company Limited ACN 060 306 738 (**HIC**) (**Offer**). The Offer closed at 7.00 pm (Sydney time) on 4 December 2008.

At the close of the Offer, BKI had relevant interests in 93.65% of HIC shares. Under Part 6A.1 of the *Corporations Act 2001* (Cth) (**Corporations Act**) BKI is now entitled to proceed to compulsory acquisition of all the HIC shares in respect of which acceptances were not received under the Offer. The purpose of this letter is to inform you that this process has now commenced.

The Form 6021 (Notice of compulsory acquisition following takeover bid), which BKI is required to give you under the Corporations Act, is attached to this letter.

Under the compulsory acquisition procedure, you will receive, as consideration for your HIC shares, 0.6 BKI shares for each of your HIC shares.

Approximately 6 weeks after the date of this letter BKI is required to issue to HIC holding statements in respect of the consideration due under compulsory acquisition. HIC will, as soon as practicable after receiving the consideration from BKI, send you a letter seeking your instructions on how to deal with the consideration due to you. In the meantime, HIC will hold the consideration to which you are entitled on trust for you.

If you have any queries in relation to the compulsory acquisition of your HIC shares, please contact Pitt Capital on (02) 9210 7000.

Yours faithfully,
Brickworks Investment Company Limited

A handwritten signature in black ink, appearing to be "R. Millner", followed by a small black dot.

Robert D Millner
Chairman

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