

31 October 2016

Australian Securities Exchange

Attention: **ASX Market Announcements**

BY ELECTRONIC LODGEMENT

Dear Sir / Madam

**Form 603 Notice of initial substantial holder
Graphitecorp Limited (ASX: GRA)**

Please find attached a Notice of initial substantial holder for Graphitecorp Limited. This notice is to confirm the technical relevant interest that Brickworks has in the company as a result of its shareholding in Washington H. Soul Pattinson & Co Limited.

Yours faithfully

BRICKWORKS LIMITED



Susan Leppinus
Company Secretary

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Graphitecorp Limited

ACN/ARSN 157 690 830

1. Details of substantial holder (1)

Name BRICKWORKS LIMITED and its subsidiaries

ACN/ARSN (if applicable) 000 028 526

The holder became a substantial holder on 24 / 10 / 2016

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	16,028,818	16,028,818	18.73%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Brickworks Limited	[See Note 1 below]	Ordinary Shares 16,028,818

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Brickworks Limited	Exco Resources Limited (Exco) (a subsidiary of Washington H. Soul Pattinson & Company Limited (WHSP))*	Exco (a subsidiary of WHSP)*	Ordinary Shares 16,028,818

*[See Note 1 below]

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-Cash	
Exco	24 October 2016	-	Under a Development Rights Agreement dated 29 August 2016, Exco transferred development rights in respect of certain sub-blocks of tenements in Queensland to Graphitecorp in consideration for Graphitecorp issuing 15,528,818 ordinary shares in Graphitecorp to Exco.	Ordinary Shares 15,528,818
Exco	24 October 2016	\$300,000	-	Ordinary Shares 500,000

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	

7. Addresses

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

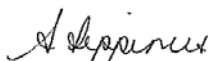
Name	Address
Brickworks Limited	738-780 Wallgrove Road Horsley Park NSW 2175
Washington H. Soul Pattinson & Company Limited	Level 1, 160 Pitt Street Mall Sydney NSW 2000
Exco Resources Limited	Level 32, 10 Eagle Street Brisbane QLD 4000

Signature

print name Susan Leppinus

Capacity Secretary

sign here



date 31 October 2016

NOTE

- (1) The relevant interest that Brickworks Limited holds in Graphitecorp Limited ("Company") arises by virtue of the operation of the provisions of section 608(3)(a) of the Corporations Act. That section provides that a person will be deemed to hold a relevant interest in any securities that a body corporate has a relevant interest in where the person's voting power in that body corporate is above 20%. Brickworks has voting power in Washington H. Soul Pattinson & Company Limited ("WHSP") of 42.72%. As such, Brickworks is deemed to have a relevant interest in securities of the Company that WHSP has a relevant interest in through its subsidiary Exco Resources Limited. Brickworks has had voting power in WHSP above 20% since 1972. For further details of the relevant interest of WHSP in the Company see the Notices of Substantial Shareholder lodged by WHSP.