

Form 605

Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme BLACKMORE LIMITED (BKL)

ACN/ARSN ACN 009 713 437

1. Details of substantial holder (1)

Name Hyperion Asset Management Limited

ACN/ARSN (if applicable) 080 135 897

The holder ceased to be a substantial holder on 17/10/2016

The previous notice was given to the company on 13/05/2016

The previous notice was dated 13/05/2016

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) 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 (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
		See Annexure A			

3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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

4. Addresses

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

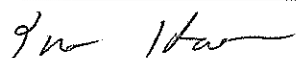
Name	Address
Hyperion Asset Management Limited	L19/307 QUEEN STREET, BRISBANE QUEENSLAND 4000

Signature

print name I W Harrison

capacity Company Secretary

sign here



date 19/10/2016

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 4 of the form.
 - (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
 - (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
 - (4) 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.
 - (5) 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.
 - (6) The voting shares of a company constitute one class unless divided into separate classes.
 - (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.
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Annexure A

From 13 May 2016 to 17 October 2016

BKL.ASX

From Date	To Date	Person Whose Relevant Interest Changed	Nature of Change	Consideration	Number of Securities
13-May-16	17-Oct-16	Auscoal Superannuation Pty Ltd	SELL	-916,100.70	-11,000
13-May-16	17-Oct-16	BUSS (Queensland) Pty Ltd	SELL	-675,532.46	-5,922
13-May-16	17-Oct-16	Commonwealth Bank Officers Superannuation Corporation Pty Ltd <Commonwealth Bank Group Super>	SELL	-965,009.99	-8,294
13-May-16	17-Oct-16	Coal Mining (Long Service Leave) Funding Corporation	SELL	-243,019.84	-2,137
13-May-16	17-Oct-16	CoINVEST Limited	SELL	-342,773.65	-2,917
13-May-16	17-Oct-16	Electricity Supply Industry Superannuation (QLD) Ltd <Energy Super>	SELL	-907,850.26	-7,974
13-May-16	17-Oct-16	The Greater Metropolitan Cemeteries Trust	SELL	-70,399.65	-682
13-May-16	17-Oct-16	First State Super Pty Ltd	SELL	-4,354,557.12	-37,091
13-May-16	17-Oct-16	Hyperion Australian Growth Companies Fund	SELL	-2,048,476.85	-20,868
13-May-16	17-Oct-16	Hyperion Small Growth Companies Fund	SELL	-3,498,318.18	-28,647
13-May-16	17-Oct-16	Insurance Commission Western Australia	SELL	-791,412.67	-6,951
13-May-16	17-Oct-16	KARU Pty Ltd ATF Murdoch Family Trust No 1	SELL	-6,562.64	-56
13-May-16	17-Oct-16	Maritime Super Pty Ltd	SELL	-640,595.36	-5,616
13-May-16	17-Oct-16	Meat Industry Employees' Superannuation Fund Pty Ltd	SELL	-343,218.86	-2,875
13-May-16	17-Oct-16	The Australian Rechabite Foundation Limited	SELL	-2,469.98	-21
13-May-16	17-Oct-16	SAS TRUSTEE CORPORATION	SELL	-1,517,386.78	-12,901
13-May-16	17-Oct-16	Unipension Invest F.M.B.A	SELL	-794,204.29	-7,192
13-May-16	17-Oct-16	United Super Pty Ltd	SELL	-7,035,408.54	-52,115
13-May-16	17-Oct-16	The University of Queensland	SELL	-52,087.65	-1,029
13-May-16	17-Oct-16	Individually Managed Accounts	SELL	-32,808.38	-289
				<u>-25,238,193.85</u>	<u>-214,577</u>

9/10/16

Signed by: Mr I Harrison
Capacity: Company Secretary
This is Annexure "A" of 1 page as mentioned in Form 605 Notice of ceasing to be a substantial holder
Date: 19 October 2016