

**Form 605**Corporations Act 2001  
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme *BBX HOLDINGS LIMITED*ACN/ARSN *089 221 634***1. Details of substantial holder (1)**Name *143 PTY LTD <J F PEARCE FAMILY A/C>*ACN/ARSN (if applicable) *ACN 131 909 843*The holder ceased to be a  
substantial holder on (d/m/y) *3 April, 2013*The previous notice was given to the company on (d/m/y) *18 October 2010*The previous notice was dated (d/m/y) *18/10/10***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 (d/m/y)	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
<i>3/4/13</i>	<i>143 PTY LTD &lt;J F PEARCE FAMILY A/C&gt;</i>	<i>No Change</i>	<i>Nil</i>	<i>3,565,000</i>	<i>&lt;5%</i>

**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
<i>N/A</i>	<i>N/A</i>

**4. Addresses**

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

Name	Address

**Signature**print name *Jonathan Pearce*capacity *Director*

sign here


date *13/06/13*