

**Form 605
Corporations Act 2001
Section 671B**

Notice of ceasing to be a substantial holder

To: Treasury Wine Estates Limited
ACN: 004 373 862
ASX Code: TWE

1. Details of substantial holder

Name: IOOF Holdings Limited
ACN: ACN 100 103 722

This notice is given by IOOF Holdings Limited, on behalf of itself and its subsidiaries.

The holder ceased to be a substantial holder on: 17/12/2012
The previous notice was given to the company on: 24/10/2012
The previous notice was dated: 22/10/2012

2. 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 as follows:

Date	Person	Nature	Consideration	Class & number (ord)	Person's votes
23/10/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 1,578,165.60	315,958	315,958
25/10/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 41,181.28	- 8,446	- 8,446
30/10/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 523,280.33	- 105,523	- 105,523
1/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,321.97	- 676	- 676
2/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 110,928.93	- 22,324	- 22,324
8/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 58,194.89	- 11,692	- 11,692
15/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Purchased on market	\$ 2,607.62	531	531

22/11/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 4,781.00	- 938	- 938
23/11/2012	IOOF Investment Management Limited (ACN 006 695 021)	Sold on market	-\$ 4,170.77	- 1,213	- 1,213
3/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 416,288.96	- 82,253	- 82,253
4/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 3,889.05	- 762	- 762
10/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,035,888.82	- 204,143	- 204,143
11/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,178.97	- 231	- 231
12/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Sold on market	-\$ 1,293,487.44	- 255,995	- 255,995
14/12/2012	Perennial Investment Partners Limited (ACN 087 901 620)	Off market transfer	\$ -	- 2,990,259	- 2,990,259

3. Changes in association

The persons who have become associates of, ceased to be associates of, or have changed the nature of their association with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name & ACN	Nature of association
Not applicable	

4. Addresses

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

Name	Address
IOOF Holdings Limited	Level 6, 161 Collins Street Melbourne Victoria 3000
IOOF Investment Management Limited	Level 6, 161 Collins Street Melbourne Victoria 3000
Treasury Wine Estates Limited	5, 77, Southbank Boulevard Southbank, VIC 3006
Perennial Investment Partners Limited	Level 24, 303 Collins Street Melbourne Victoria 3000