



21 November 2012

Company Announcements Office
Australian Stock Exchange
Exchange Centre
Level 6, 20 Bridge Street
SYDNEY NSW 2000

Ceasing to be a substantial shareholder

In lodging Form 605 (attached), the Company announces that significant shareholder, Top Nominees Pty Ltd and Director Peter Di Prinzio and family, have sold a substantial portion of their shareholding via an on-market crossed trade to a small group of private investors.

The Company and Board of Directors wish to recognise the significant contribution that Mr Di Prinzio has made to Gage Roads over the previous eight years, and thank him for his past and ongoing support.

The Board would also like to take the opportunity to welcome the new shareholders to the Company. We believe that their investment in Gage Roads reflects the exciting growth potential of the Company.

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John Hoedemaker
Managing Director
Gage Roads Brewing Co Ltd
Tel: (08) 9314 0000

AUSTRALIA'S CRAFT BREWERY

GAGE ROADS BREWING CO LTD
ABN 22 103 014 320

14 ABSOLON STREET PALMYRA WESTERN AUSTRALIA 6157 PO BOX 2024 PALMYRA DC WESTERN AUSTRALIA 6961
TELEPHONE: (08) 9331 2300 FACSIMILE: (08) 9331 2400 EMAIL: brewery@gageroads.com.au WEB: www.gageroads.com.au

Form 605Corporations Act 2001
Section 671B**Notice of ceasing to be a substantial holder**To Company Name/Scheme GAGE ROADS BREWING CO LIMITEDACN/ARSN 103 014 320**1. Details of substantial holder (1)**

Name TOP NOMINEES PTY LTD ATF The P & L Di Prinzio Superannuation Fund ,
TOP NOMINEES PTY LTD ATF The Peter Di Prinzio Family Trust No 2
("TOP NOMINEES"), PETER F DI PRINZIO, LESLEY D DI PRINZIO, ADAM N DI
PRINZIO and SIMON P DI PRINZIO ("DI PRINZIO")

ACN/ARSN (if applicable) 008 848 913The holder ceased to be a substantial holder on 20/11/12The previous notice was given to the company on 08/10/12The previous notice was dated 08/10/12**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
12/11/2012	TOP NOMINEES	ON-MARKET SALE OF SHARES	\$26,206	315,000	315,000
20/11/2012	TOP NOMINEES	ON-MARKET SALE OF SHARES	\$1,440,000	20,000,000	20,000,000

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
NIL	NIL

4. Addresses

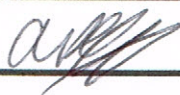
The addresses of persons named in this form are as follows:

Name	Address
TOP NOMINEES PETER F DI PRINZIO LESLEY D DI PRINZIO ADAM N DI PRINZIO SIMON P DI PRINZIO	PO BOX 6861 EAST PERTH WA 6892

Signature

print name **ADAM DI PRINZIO**capacity **DIRECTOR**

sign here

date **21/11/12****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.