

**JM FINANCIAL GROUP LTD**

ABN: 68 007 364 132

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Australian Financial Services Licence Number: 238397

**Facsimile Transmission**

<b>To:</b>	The Manager Listings Department Australian Stock Exchange	<b>From:</b>	JM Financial Group Limited
<b>Company:</b>	Structural Systems Limited	<b>Re:</b>	Notice of Change of Substantial Shareholder
<b>Fax:</b>	1300 135 638	<b>Date:</b>	25 January 2011
<b>CC:</b>		<b>Pages: (including cover page)</b>	7

**Notice of Change of Substantial Shareholder**

Pursuant to sections 671B of the Corporations Act 2001, JM Financial Group Limited advises a change of substantial holding in the above company.

The ASIC Form 604 is attached to this facsimile.

If you require any further information, please call me on my direct line at (03) 9627 9935

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If you wish to visit our website, click below:

<http://www.jmfg.com.au>

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**Form 604**  
Corporations Act 2001  
Section 671B

## Notice of change of interests of substantial holder

To Company Name/Scheme Structural Systems Limited

ACN/ARSN ABN 57 006 413 574

### 1. Details of substantial holder (1)

Name JM Financial Group Limited

ACN/ARSN (If applicable) ACN 007 364 132

There was a change in the interests of the

substantial holder on 21/01/2011

The previous notice was given to the company on 11/08/2010

The previous notice was dated 11/08/2010

### 2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary	4,668,299	7.31%	4,018,973	6.29%

### 3. 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 are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
21/01/2011	JM Financial Group Ltd in respect of Account Sandhurst Trustees Ltd <JM MPS A/c>	See Attachment "A"			
21/01/2011	JM Financial Group Ltd in respect of account Sandhurst Trustees Ltd <JMFG Consol A/c>	See Attachment "B"			
21/01/2011	JM Financial Group Ltd in respect of account Sandhurst Trustees Ltd <JMAM Asset Management A/c>	See Attachment "C"			

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
JM Financial Group Ltd	Sandhurst Trustees Ltd <JM MPS A/c>	As above	JM Financial Group Limited has the power to exercise or control the exercise of a vote attached to the securities and dispose of the securities which are held in client discretionary investment accounts managed by JM Financial Group Limited.	560,238	560,238
JM Financial Group Ltd	Sandhurst Trustees Ltd <JMFG Consol A/c>	As above	JM Financial Group Limited has the power to exercise or control the exercise of a vote attached to the securities and dispose of the securities which are held in client discretionary investment accounts managed by JM Financial Group Limited.	3,458,735	3,458,735
JM Financial Group Ltd	Sandhurst Trustees Ltd <JMAM Asset Management A/c>	As Above	JM Financial Group Limited has the power to exercise or control the exercise of a vote attached to the securities and dispose of the securities which are held in client discretionary investment accounts managed by JM Financial Group Limited.	0	0

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) 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
NOT APPLICABLE - NO CHANGES	

**6. Addresses**

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


Name	Address
JM Financial Group Limited	Level 18, 31 Queen Street, Melbourne, VIC 3000
Sandhurst Trustees Limited	Level 5, 120 Harbour Esplanade Docklands, VIC 3000
Structural Systems Limited	112 Munro Street, South Melbourne, VIC, 3205

**Signature**

print name Anthony Walsh

capacity Secretary

sign here



date 25/01/2011

## Attachment "A"

Date of Change	Nature of Change	Consideration Given	Class and number of fully paid ordinary Shares	Persons Votes affected
12/08/2010	On market purchase	7,347.06	13,249	13,249
12/08/2010	On market purchase	8,318.07	15,000	15,000
14/10/2010	On market purchase	9,137.50	10,000	10,000
		<b>TOTAL BUYS</b>		<b>38,249</b>

Date of Change	Nature of Change	Consideration Given	Class and number of ordinary fully paid shares	Persons Votes affected
17/09/2010	Transferred out	8,733.24	11,416	11,416
17/09/2010	Transferred out	223.38	292	292
17/09/2010	Transferred out	2,014.25	2,633	2,633
17/09/2010	Transferred out	6,715.17	8,778	8,778
5/10/2010	On market sale	12,612.50	15,000	15,000
9/11/2010	On market sale	11,448.87	14,252	14,252
9/11/2010	On market sale	4,016.59	5,000	5,000
13/12/2010	On market sale	11,862.50	15,000	15,000
15/12/2010	On market sale	7,975.89	9,200	9,200
20/12/2010	On market sale	6,786.21	7,393	7,393
20/12/2010	On market sale	39,109.96	42,607	42,607
20/12/2010	On market sale	4,576.93	5,000	5,000
20/12/2010	On market sale	3,671.70	4,000	4,000
20/12/2010	On market sale	917.92	1,000	1,000
20/12/2010	On market sale	2,660.89	2,877	2,877
20/12/2010	On market sale	68.44	74	74
20/12/2010	On market sale	614.12	664	664
20/12/2010	On market sale	2,045.85	2,212	2,212
20/12/2010	On market sale	2,225.27	2,406	2,406
20/12/2010	On market sale	57.34	62	62
20/12/2010	On market sale	513.31	555	555
20/12/2010	On market sale	1,711.04	1,850	1,850
20/12/2010	On market sale	1,214.38	1,313	1,313
20/12/2010	On market sale	31.45	34	34
20/12/2010	On market sale	280.24	303	303
20/12/2010	On market sale	933.21	1,009	1,009
20/12/2010	On market sale	1,136.91	1,242	1,242
20/12/2010	On market sale	343.27	375	375
20/12/2010	On market sale	7,673.67	8,383	8,383
20/12/2010	On market sale	6,271.64	6,781	6,781
20/12/2010	On market sale	160.93	174	174
20/12/2010	On market sale	1,446.52	1,564	1,564
20/12/2010	On market sale	4,822.35	5,214	5,214
20/12/2010	On market sale	2,588.75	2,799	2,799
20/12/2010	On market sale	66.59	72	72
20/12/2010	On market sale	597.48	646	646
20/12/2010	On market sale	1,989.43	2,151	2,151
20/12/2010	On market sale	4,518.06	4,885	4,885
20/12/2010	On market sale	115.61	125	125
20/12/2010	On market sale	1,042.35	1,127	1,127
20/12/2010	On market sale	3,472.94	3,755	3,755
20/12/2010	On market sale	2,515.69	2,720	2,720
20/12/2010	On market sale	64.74	70	70
20/12/2010	On market sale	579.90	627	627
20/12/2010	On market sale	1,933.94	2,091	2,091
20/12/2010	On market sale	3,558.03	3,847	3,847
20/12/2010	On market sale	91.56	99	99
20/12/2010	On market sale	820.37	887	887
20/12/2010	On market sale	2,734.89	2,957	2,957
22/12/2010	On market sale	7,299.28	8,000	8,000
22/12/2010	On market sale	13,451.66	14,743	14,743

4/01/2011	On market sale	1,736.76	1,848	1,848
4/01/2011	On market sale	9,107.63	9,691	9,691
5/01/2011	On market sale	3,385.59	3,698	3,698
5/01/2011	On market sale	14,924.82	16,302	16,302
12/01/2011	On market sale	17,265.15	19,167	19,167
12/01/2011	On market sale	6,023.49	6,687	6,687
12/01/2011	On market sale	585.50	650	650
14/01/2011	On market sale	7,860.02	8,806	8,806
17/01/2011	On market sale	17,901.00	20,000	20,000
17/01/2011	On market sale	8,862.50	10,000	10,000
21/01/2011	On market sale	14,207.11	17,602	17,602
5/10/2010	On market sale	12,612.50	15,000	15,000
9/11/2010	On market sale	11,448.87	14,252	14,252
9/11/2010	On market sale	4,016.59	5,000	5,000
13/12/2010	On market sale	11,862.50	15,000	15,000
15/12/2010	On market sale	7,975.89	9,200	9,200
20/12/2010	On market sale	6,786.21	7,393	7,393
20/12/2010	On market sale	39,109.96	42,807	42,807
20/12/2010	On market sale	4,576.93	5,000	5,000
20/12/2010	On market sale	3,671.70	4,000	4,000
20/12/2010	On market sale	917.92	1,000	1,000
20/12/2010	On market sale	2,660.89	2,877	2,877
20/12/2010	On market sale	68.44	74	74
20/12/2010	On market sale	614.12	664	664
20/12/2010	On market sale	2,045.85	2,212	2,212
20/12/2010	On market sale	2,225.27	2,406	2,406
20/12/2010	On market sale	57.34	62	62
20/12/2010	On market sale	513.31	555	555
20/12/2010	On market sale	1,711.04	1,850	1,850
20/12/2010	On market sale	1,214.38	1,313	1,313
20/12/2010	On market sale	31.45	34	34
20/12/2010	On market sale	280.24	303	303
20/12/2010	On market sale	933.21	1,009	1,009
20/12/2010	On market sale	1,136.91	1,242	1,242
20/12/2010	On market sale	343.27	375	375
20/12/2010	On market sale	7,673.67	8,383	8,383
20/12/2010	On market sale	6,271.64	6,781	6,781
20/12/2010	On market sale	160.93	174	174
20/12/2010	On market sale	1,446.52	1,564	1,564
20/12/2010	On market sale	4,822.35	5,214	5,214
20/12/2010	On market sale	2,588.75	2,799	2,799
20/12/2010	On market sale	66.59	72	72
		<b>TOTAL SALES</b>		<b>344,715</b>
		<b>Net Movement</b>		<b>(306,466)</b>

## Attachment "B"

Date of Change	Nature of Change	Consideration given	Class and number of ordinary fully paid shares	Persons Votes affected
12/08/2010	On market purchase	11,090.75	20,000	20,000
12/08/2010	On market purchase	11,090.75	20,000	20,000
17/08/2010	On market purchase	22,777.26	41,247	41,247
18/08/2010	On market purchase	13,865.63	25,467	25,467
10/12/2010	Transferred in	200,450.63	249,007	249,007
20/12/2010	Transferred in	229,118.42	234,743	234,743
20/12/2010	Transferred in	107,858.42	114,743	114,743
29/12/2010	Transferred in	134,537.40	149,486	149,486
			<b>TOTAL BUYS</b>	<b>854,693</b>

Date of Change	Nature of Change	Consideration Given	Class and number of ordinary fully paid Shares	Persons Votes affected
27/08/2010	On market sale	2,054.34	3,164	3,164
27/08/2010	On market sale	1,879.03	2,894	2,894
8/09/2010	Transferred out	16,171.55	25,467	25,467
11/11/2010	On market sale	28,033.32	34,353	34,353
12/11/2010	On market sale	12,491.92	15,647	15,647
29/11/2010	On market sale	10,933.93	13,743	13,743
30/11/2010	On market sale	16,594.87	20,406	20,406
30/11/2010	On market sale	7,802.18	9,594	9,594
17/12/2010	On market sale	6,801.42	7,620	7,620
17/12/2010	On market sale	11,701.66	13,110	13,110
20/12/2010	On market sale	28,725.50	31,294	31,294
20/12/2010	On market sale	7,991.44	8,706	8,706
20/12/2010	On market sale	36,615.41	40,000	40,000
20/12/2010	On market sale	13,730.78	15,000	15,000
20/12/2010	On market sale	1,688.89	1,845	1,845
20/12/2010	On market sale	25,772.67	28,155	28,155
20/12/2010	On market sale	9,153.85	10,000	10,000
20/12/2010	On market sale	13,730.77	15,000	15,000
20/12/2010	On market sale	9,153.85	10,000	10,000
20/12/2010	On market sale	5,722.99	6,252	6,252
20/12/2010	On market sale	8,007.79	8,748	8,748
20/12/2010	On market sale	27,461.56	30,000	30,000
20/12/2010	On market sale	6,407.70	7,000	7,000
20/12/2010	On market sale	3,477.55	3,799	3,799
20/12/2010	On market sale	10,253.23	11,201	11,201
24/12/2010	On market sale	18,513.08	20,740	20,740
24/12/2010	On market sale	22,988.72	25,754	25,754
24/12/2010	On market sale	9,592.17	10,746	10,746
29/12/2010	On market sale	13,620.70	15,260	15,260
29/12/2010	On market sale	24,545.81	27,500	27,500
4/01/2011	On market sale	18,744.07	20,000	20,000
5/01/2011	On market sale	18,259.78	20,000	20,000
5/01/2011	On market sale	25,670.52	28,117	28,117
5/01/2011	On market sale	18,259.78	20,000	20,000
6/01/2011	On market sale	9,124.10	10,000	10,000
6/01/2011	On market sale	15,036.51	16,480	16,480
6/01/2011	On market sale	1,393.25	1,527	1,527
6/01/2011	On market sale	454.38	498	498
6/01/2011	On market sale	638.69	700	700
6/01/2011	On market sale	7,860.41	8,615	8,615
17/01/2011	On market sale	3,570.30	4,000	4,000
17/01/2011	On market sale	5,355.45	6,000	6,000
17/01/2011	On market sale	1,565.58	1,754	1,754
17/01/2011	On market sale	16,285.92	18,246	18,246
17/01/2011	On market sale	8,925.75	10,000	10,000
17/01/2011	On market sale	8,649.05	9,690	9,690
18/01/2011	On market sale	26,851.50	30,000	30,000
18/01/2011	On market sale	12,384.48	13,875	13,875

18/01/2011	On market sale	4,510.18	5,053	5,053
27/08/2010	On market sale	2,054.34	3,164	3,164
27/08/2010	On market sale	1,879.03	2,894	2,894
8/09/2010	On market sale	16,171.55	25,467	25,467
11/11/2010	On market sale	28,033.32	34,353	34,353
12/11/2010	On market sale	12,491.92	15,647	15,647
29/11/2010	On market sale	10,933.93	13,743	13,743
30/11/2010	On market sale	16,594.87	20,406	20,406
30/11/2010	On market sale	7,802.18	9,594	9,594
17/12/2010	On market sale	6,801.42	7,620	7,620
17/12/2010	On market sale	11,701.66	13,110	13,110
20/12/2010	On market sale	28,725.50	31,294	31,294
20/12/2010	On market sale	7,991.44	8,706	8,706
20/12/2010	On market sale	36,615.41	40,000	40,000
20/12/2010	On market sale	13,730.78	15,000	15,000
20/12/2010	On market sale	1,688.89	1,845	1,845
20/12/2010	On market sale	25,772.67	28,155	28,155
20/12/2010	On market sale	9,153.85	10,000	10,000
20/12/2010	On market sale	13,730.77	15,000	15,000
20/12/2010	On market sale	9,153.85	10,000	10,000
20/12/2010	On market sale	5,722.99	6,252	6,252
20/12/2010	On market sale	8,007.79	8,748	8,748
20/12/2010	On market sale	27,461.56	30,000	30,000
20/12/2010	On market sale	6,407.70	7,000	7,000
20/12/2010	On market sale	3,477.55	3,799	3,799
20/12/2010	On market sale	10,253.23	11,201	11,201
24/12/2010	On market sale	18,513.08	20,740	20,740
24/12/2010	On market sale	22,988.72	25,754	25,754
24/12/2010	On market sale	9,592.17	10,746	10,746
29/12/2010	On market sale	13,620.70	15,260	15,260
29/12/2010	On market sale	24,545.81	27,500	27,500
4/01/2011	On market sale	18,744.07	20,000	20,000
5/01/2011	On market sale	18,259.78	20,000	20,000
5/01/2011	On market sale	25,670.52	28,117	28,117
5/01/2011	On market sale	18,259.78	20,000	20,000
6/01/2011	On market sale	9,124.10	10,000	10,000
6/01/2011	On market sale	15,036.51	16,480	16,480
6/01/2011	On market sale	1,393.25	1,527	1,527
6/01/2011	On market sale	454.38	498	498
6/01/2011	On market sale	638.69	700	700
6/01/2011	On market sale	7,860.41	8,615	8,615
17/01/2011	On market sale	3,570.30	4,000	4,000
17/01/2011	On market sale	5,355.45	6,000	6,000
17/01/2011	On market sale	1,565.58	1,754	1,754
		<b>Total Sales</b>		<b>697,553</b>
		<b>Net Movement</b>		<b>157,140</b>

## Attachment "C"

Date of Change	Nature of Change	Consideration Given	Class and number of ordinary fully paid Shares	Persons Votes affected
31/08/2010	Transferred out	320,000.00	500,000	500,000
		<b>Net Movement</b>		<b>(500,000)</b>