Form 604

Corporations Law Section 671B

Notice of change of interests of substantial holder

To Company	
Name/Scheme	Boral Limited
ACN/ARBN	008 421 761

1. Details of substantial holder (1)

Name Franklin Resources, Inc. and its affiliates

ACN (if applicable) N/A

There was a change in the interests of

the substantial holder on 13/02/2012

The previous notice was given to the

company on <u>07/02/2012</u>

The previous notice was dated 07/02/2012

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)
Ordinary Shares	57,199,968	7.68%	49,647,610	6.67%*

^{*}Based on shares outstanding of 744,729,957

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 association 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
See Annexure B, item 1	See Annexure B, item 2	See Annexure B, item 3	See Annexure B, item 4	See Annexure B, item 5	See Annexure B, item 6

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
See Annexure B, item 7	See Annexure B, item 9	See Annexure B, item 12	See Annexure B, item 3	See Annexure B, item 8, 10 & 13	See Annexure B, item 8

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 (if applicable)	Nature of association
NOT APPLICABLE	

6. Addresses

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

Name	Address
See Annexure A	See Annexure A

Signature

print name	Lori A. Weber	Capacity: Assistant Secretary, Franklin Resources, Inc.	
sign here		date 14 February 2012	

Names and addresses of all associates for whom composite notice is given:

Name	Address
FRANKLIN RESOURCES, INC	One Franklin Parkway, San Mateo, California 94403
ALGEBRA CAPITAL LIMITED	Level 7, Gate Precinct Building 3, Unit 5, Dubai International Financial Centre, Sheikh Zayed Road, Dubai, UAE
BALANCED EQUITY MANAGEMENT PTY. LIMITED	Level 19, 101 Collins Street, Melbourne, Victoria 3000, Australia
C&EEGENERAL PARTNER LIMITED	St. Helier Jersey, Channel Islands
C&EEPRIVATE EQUITY PARTNERS, L.P	St. Helier Jersey, Channel Islands
DARBY -HANA INFRASTRUCTURE FUND MANAGEMENT CO., LTD	18th Floor, SKC Building 23-10, Youido-Dong, Youngdungpo-Gu, Seoul, S. Korea 150-734
DARBY ADMINISTRACAO DE INVESTIMENTOS LTDA.	Av. Brigadeiro de Faria Lima, 3311, 5th floor, suite 502 – part C, Itaim Bibi, postal code 04538-133, City of São Paulo, State of São Paulo – Brazil
DARBY ASIA FOUNDER PARTNER, L.P.	M&C Corporate Services Limited, P.O. Box 309GT,Ugland House, South Church Street, George Town, Grand Cayman, Cayman Islands
DARBY ASIA INVESTORS (HK), LTD.	Unit 1607-1608, 16 th Floor, Charter House, 8 Connaught Road, Central, Hong Kong
DARBY ASIA INVESTORS, LTD.	Unit 1607-1608, 16 th Floor, Charter House, 8 Connaught Road, Central, Hong Kong
DARBY ASIA INVESTORS (INDIA) PRIVATE LIMITED	Sakhar Bhavan, 1st Floor, 230 Backbay Reclamation Nariman Point, Mumbai 400-021, India
DARBY ASIA MEZZANINE FUND IIMANAGEMENT CO., LTD.	M&C Corporate Services Limited, PO Box 309GT, Ugland House, South Church Street, George Town, Grand Cayman, KY1-1104, Cayman Islands
DARBY ASIA OPPORTUNITIES FUND III GP, L.P.	Maples Corporate Services Limited, P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands
DARBY ASIA OPPORTUNITIES FUND III MANAGEMENT CO., LTD.	Maples Corporate Services Limited, P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands
DARBY BRAZIL MEZZANINE MANAGEMENT, LLC	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
DARBY CEE FOUNDER PARTNER II, LLC	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
DARBY COLPATRIA CAPITAL SAS	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
DARBY CONVERGING EUROPE FUND III MANAGEMENT	15, Rue Edward Steichen, L-2540 Luxembourg, Grand Duchy of Luxembourg
DARBY CONVERGING EUROPE FOUNDER PARTNER, L.P.	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
DARBY EMERGING MARKETS INVESTMENTS, LTD.	c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808
DARBY EUROPE MEZZANINE MANAGEMENT	PO Box 309GT, Ugland House, South Church Street,George Town, Grand Cayman, Cayman Islands
DARBY HOLDINGS, INC.	1133 Connecticut Ave., NW, Suite 400

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FIDUCIARY TRUST INTERNATIONAL LIMITED FIDUCIARY TRUST INTERNATIONAL OF CALIFORNIA FIDUCIARY TRUST INTERNATIONAL OF CALIFORNIA FIDUCIARY TRUST INTERNATIONAL OF CALIFORNIA FIDUCIARY TRUST INTERNATIONAL OF DELAWARE FIDUCIARY TRUST INTERNATIONAL OF THE SOUTH FRANKLIN ADVISERS, INC. FRANKLIN ADVISERS GP, LLC FRANKLIN ADVISERS GP, LLC One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403 FRANKLIN ADVISERS GP, LLC One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403 FRANKLIN ADVISORY SERVICES, LLC One Parker Plaza, 9th Floor, Fort Lee, NJ 07024-2938 FRANKLIN CAPITAL CORPORATION FRANKLIN INVESTMENT ADVISORY SERVICES, LLC FRANKLIN MUTUAL ADVISERS, LLC 101 John F. Kennedy Parkway, Short Hills, NJ 07028-2789 FRANKLIN RECEIVABLES LLC One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403 FRANKLIN RECEIVABLES LLC One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403 FRANKLIN RECEIVABLES LLC One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403 FRANKLIN RECEIVABLES LLC One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403 FRANKLIN SPE, LLC 47 West 200 South, Suite 500, Salt Lake City, UT 84101	FIDUCIARY TRUST COMPANY INTERNATIONAL	600 5th Avenue, New York, New York 10020
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FRANKLIN SPE, LLC 47 West 200 South, Suite 500, Salt Lake City, UT 84101	FRANKLIN RECEIVABLES LLC	One Franklin Parkway, Building 910, First Floor, San
	FRANKLIN SPE, LLC	

PRIVATE LIMITED	Singapore, 038987
FRANKLIN TEMPLETON ASSET MANAGEMENT (INDIA) PRIVATE LIMITED	Sakhar Bhavan, 1st Floor, 230 Backbay Reclamation, Nariman Point, Mumbai, 400-021
FRANKLIN TEMPLETON ASSET MANAGEMENT (MALAYSIA) SDN.BHD.	Suite 1005, 10 th Floor, Wisma Hamzah-Kwong Hing No. 1, Leboh Ampang, 50100, Kuala Lampur, Malaysia
FRANKLIN TEMPLETON ASSET MANAGEMENT	770 Montes Urales, Fourth Floor, Lomas de
MEXICO, S.A. DE C.V., SOCIEDAD OPERADORA DE SOCIEDADES DE INVERSION	Chapultapec, 11000 Mexico, D.F.
FRANKLIN TEMPLETON AUSTRIA GMBH	4th Floor, Vienna 1010, Austria
FRANKLIN TEMPLETON BANK &TRUST, F.S.B.	Box 17406, Salt Lake City, UT 84117
FRANKLIN TEMPLETON CAPITAL HOLDINGS PRIVATE LIMITED	1st Floor, Empire Tower, 26-28 Ham Nghi District 1, Ho Chi Minh City, Vietnam
FRANKLIN TEMPLETON COMPANIES, LLC	One Franklin Parkway, Building 910, First Floor, San Mateo, California 94403
FRANKLIN TEMPLETON FINANCIAL SERVICES CORP.	600 Fifth Avenue, New York, NY 10020
FRANKLIN TEMPLETON FRANCE S.A.	16-18 Avenue George V, 75008 Paris, France
FRANKLIN TEMPLETON GLOBAL INVESTORS LIMITED	5 Morrison Street, Edinburgh, Scotland, EH3 8BH
FRANKLIN TEMPLETON GSC ASSET MANAGEMENT SDN.BHD	Suite 31-02, 31st Floor, Menara Keck Seng, 203 Jalan Bukit Bintang, 55100, Kuala Lumpur, Malaysia
FRANKLIN TEMPLETON HOLDING LIMITED	C/O Pricewaterhouse Coopers LLP Cathedral Square, Port Louis, Mauritius
FRANKLIN TEMPLETON INSTITUTIONAL, LLC	600 5th Avenue, New York, New York 10020
FRANKLIN TEMPLETON INSTITUTIONAL GP, LLC	1133 Connecticut Ave., NW, Suite 400 Washington, DC 20036
FRANKLIN TEMPLETON INTERNATIONAL	Franklin Templeton Park, 18-23, Financial District,
SERVICES (INDIA) PRIVATE LIMITED	Nanakramguda,Hyderabad - 500019 India
FRANKLIN TEMPLETON INTERNATIONAL SERVICES S.A.	26 Boulevard Royal, L-2449 Luxembourg, Grand Duchy Of Luxembourg
FRANKLIN TEMPLETON INVESTIMENTOS (BRASIL) LTDA.	Rua Jerônimo Da Veiga, 45 - 4º Andar São Paulo-Sp, 04536-000, Brasil
FRANKLIN TEMPLETON INVESTMENTS POLAND SP Z O.O.	Rondo ONZ 1, 00-124 Warszawa
FRANKLIN TEMPLETON INVESTMENT MANAGEMENT GMBH	St. Helier Jersey, Channel Islands
FRANKLIN TEMPLETON INVESTMENT MANAGEMENT LIMITED	5 Morrison Street, Edinburgh,EH3 8BH
FRANKLIN TEMPLETON INVESTMENT SERVICES GMBH	Mainzer Landstr. 16, D-60325 Frankfurt-Am-Main, Germany
FRANKLIN TEMPLETON INVESTMENT SERVICES MEXICO S DE R.L.	Montes Urales 770, Oficina 401, Lomas De Chapultepec, Mexico City C.P. 11000, Mexico
FRANKLIN TEMPLETON INVESTMENT TRUST	3rd Floor, Ccmm Building 12 Youido-Dong,
MANAGEMENT CO., LTD.	Youngdungpo-Gu, Seoul, South Korea 150-968
FRANKLIN TEMPLETON INVESTMENT URUGUAY	c/o GUYER & REGULES Pza. Independencia 811 11100 Montevideo – Uruguay
FRANKLIN TEMPLETON INVESTMENTS (ASIA) LIMITED	17th Floor, Chater House, 8 Connaught Road Central, Hong Kong
FRANKLIN TEMPLETON INVESTMENTS AUSTRALIA LIMITED	Level 25, 360 Collins Street, Melbourne, Victoria 3000, Australia
FRANKLIN TEMPLETON INVESTMENTS CORP.	5000 Yonge Street Suite 900, Toronto, Ontario M2N 0A7, Canada
FRANKLIN TEMPLETON INVESTMENTS JAPAN LIMITED	Kanematsu Building, 6th Floor, 14-1, Kyobashi 2-Chome, Chuo-Ku, Tokyo 104-0031, Japan
FRANKLIN TEMPLETON INVESTMENTS (ME) LIMITED	Level 7, Gate Precinct Building 3, Unit 5, Dubai International Financial Centre, Sheikh Zayed Road,

	D. L. CHAE
	Dubai, UAE
FRANKLIN TEMPLETON INVESTOR SERVICES,	10600 White Rock Road, Rancho Cordova, Ca 95670-
LLC	6032
FRANKLIN TEMPLETON ITALIA SIM S.P.A.	C.So Italia, N.1, 20122 Milano, Italy
FRANKLIN TEMPLETON LUXEMBOURG	26 Boulevard Royal, L-2449 Luxembourg
HOLDING S.A.	Grand Duchy Of Luxembourg
FRANKLIN TEMPLETON MAGYARORSZAG KFT	Bank Center, Citibank Tower, Szabadsag ter 7, 1054
	Budapest, Hungary
FRANKLIN TEMPLETON MANAGEMENT	26 Boulevard Royal, L-2449 Luxembourg,
LUXEMBOURG SA	Grand Duchy Of Luxembourg
	,
FRANKLIN TEMPLETON PORTFOLIO ADVISORS,	One Franklin Parkway, Building 910, First Floor, San
INC.	Mateo, California 94403
FRANKLIN TEMPLETON SERVICES LIMITED	The Sweepstakes Centre, Block C, Ballsbridge, Dublin 4,
	Ireland
FRANKLIN TEMPLETON SERVICES, LLC	One Franklin Parkway, Building 910, First Floor, San
	Mateo, California 94403
FRANKLIN TEMPLETON SLOVAKIA, S.R.O.	Karadźičova 8/a, Bratislava, 821 08, Slovak Republic
FRANKLIN TEMPLETON STRATEGIC	P.O. Box 309GT, Ugland House, South Church Street,
INVESTMENTS LTD.	George Town, Grand Cayman, Cayman Islands.
FRANKLIN TEMPLETON SWITZERLAND LTD	Bahnhofstrasse 22, Ch-8022 Zurich, Switzerland
FRANKLIN TEMPLETON TRUSTEE SERVICES	Sakhar Bhavan, 1st Floor, 230 Backbay Reclamation,
PRIVATE LIMITED	Nariman Point, Mumbai 400-021
	India
FRANKLIN/TEMPLETON DISTRIBUTORS, INC.	One Franklin Parkway, San Mateo, CA 94403
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FRANKLIN/TEMPLETON TRAVEL, INC.	One Franklin Parkway, Building 910, First Floor, San
	Mateo, California 94403
FS CAPITAL GROUP	1800 Gateway Drive, San Mateo, CA 94404
FS PROPERTIES, INC.	1800 Gateway Drive, San Mateo, CA 94404
FT OPPORTUNISTIC DISTRESSED FUND LTD	Maples Corporate Services Limited, PO Box 309, Ugland
FI OFFORTUNISTIC DISTRESSED FUND LTD	
ETC INIVECTOR CERVICES INC	House, Grand Cayman, KY1-1104, Cayman Islands.
FTC INVESTOR SERVICES INC.	350 Seventh Avenue SW, Suite 3000, Calgary, Alberta,
ETOL (O.M. MANI) I TO	T2P 3N9
FTCI (CAYMAN) LTD.	11 Dr. Roy's Drive, Grand Cayman, Cayman Islands
ITI CAPITAL MARKETS LIMITED	Century Centre, 75 Ttk Road, Chennai, India 600018
LSIMC, LLC	One Franklin Parkway, Building 910, First Floor, San
	Mateo, California 94403
MUTUAL RECOVERY FUND, LTD.	P.O. Box 309GT, Ugland House, George Town, Grand
	Cayman, Cayman Islands, KY1-1104.
RENSBURG FUND MANAGEMENT LIMITED	Quayside House Canal Wharf, Leeds, LS11 5PU
RIVA FINANCIAL SYSTEMS LIMITED	Old Chapel, Union Mills, Main Road
	Braddan, Isle Of Man Im4 4ad
TEMPLETON ASSET MANAGEMENT (LABUAN)	Lot H, Level 7, Wisma Oceanic, Jalan Okk Awang Besar,
LIMITED	87007 Federal Territory Of Labuan, Malaysia
TEMPLETON ASSET MANAGEMENT LTD.	·
TEINIFLETON ASSET INANAGENIENT LTD.	7 Temasek Boulevard, #38-03 Suntec Tower One,
	Singapore, 038987
TEMPLETON CHINA RESEARCH LIMITED	701b Citigroup Tower, 33 Hua Yuan Shi Qiao Road,
	Pudong Shanghai 200120 P.R. China
TEMPLETON DO PRACE LERA	• •
TEMPLETON DO BRASIL LTDA.	Rua Lauro Muller 116, Sala 2404, Rio De Janeiro, RJ,
	Brazil
TEMPLETON FRANKLIN GLOBAL	Appleby, Spurling & Kempe, 41 Cedar House Avenue,
DISTRIBUTORS, LTD.	P.O. Box Hm 1179, Hamilton Hm Ex, Bermuda
TEMPLETON GLOBAL ADVISORS LIMITED	P.O. Box N-7759, Lyford Cay, Nassau, Bahamas
TEMPLETON GLOBAL HOLDINGS LTD.	P.O. Box N-7759, Lyford Cay, Nassau, Bahamas
TEMPLETON INTERNATIONAL, INC.	300 S.E. 2 nd Street, Fort Lauderdale, FL 33301
TEMPLETON INVESTMENT COUNSEL, LLC	300 S.E. 2 nd Street, Fort Lauderdale, FL 33301
TEMPLETON RESTRUCTURED INVESTMENTS,	300 S.E. 2 nd Street, Fort Lauderdale, FL 33301
L.L.C.	

TEMPLETON RESTRUCTURED INVESTMENTS, LTD.	300 S.E. 2 nd Street, Fort Lauderdale, FL 33301
TEMPLETON RESTRUCTURED INVESTMENTS III, LTD.	300 S.E. 2 nd Street, Fort Lauderdale, FL 33301
TEMPLETON WORLDWIDE, INC.	300 S.E. 2 nd Street, Fort Lauderdale, FL 33301
TEMPLETON/FRANKLIN INVESTMENT SERVICES, INC.	26515 Carmel Rancho Blvd., Carmel, CA 93923
TSEMF III (JERSEY) LIMITED	Whiteley Chambers, Don Street, St Helier, Jersey, JE4 9WG

This is the annexure of 5 pages marked Annexure A signed by me and dated 14 February 2012.

I ori A Weber Assistant Secretary

Lori A. Weber, Assistant Secretary Franklin Resources, Inc.

Annexure B Details of Entitlement and Relevant Interests

1. Date of	3. Nature of	4.	5. Class and	6. Persons
Change 2. Person Whose Relevant Interest Changed	Change	Consideratio	Number of	votes effected

			n in AUD\$	Securities	
				affected	
07-Feb-12	Balanced Equity Management Pty Limited	Disposed	4.27	-1,365,000	-1,365,000
10-Feb-12	Balanced Equity Management Pty Limited	Disposed	4.28	-4,531,694	-4,531,694
13-Feb-12	Balanced Equity Management Pty Limited	Disposed	4.28	-1,655,664	-1,655,664

7. Holder of Relevant Interest	8. Person's votes		
Balanced Equity Management Pty Limited	49,647,610	votes	

9. Registered Holder of Securities	10. Class and Number of Shares		11. Person's votes	
National Nominees Limited	21,873,300	Ordinary	21,873,300	votes
JP Morgan Nominees Australia Ltd	. 13,569,600	Ordinary	13,569,600	votes
HSBC Securities Services	14,204,710	Ordinary	14,204,710	votes

This is the annexure of 1 page marked Annexure B referred to in the Form 604: Notice of change in interests or entitlements of substantial shareholder signed by me and dated 14 February 2012.

Lori A Wahar Assistant Sacratary

Lori A. Weber, Assistant Secretary Franklin Resources, Inc.