

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

|                       |                                    |
|-----------------------|------------------------------------|
| <b>Name of entity</b> | <b>Adelaide Brighton Ltd (ABL)</b> |
| <b>ABN</b>            | <b>15 007 596 018</b>              |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |                 |
|----------------------------|-----------------|
| <b>Name of Director</b>    | Martin Brydon   |
| <b>Date of last notice</b> | 1 December 2015 |

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|  |   |
|--|---|
| <b>Direct or indirect interest</b>   | Direct and indirect   |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | Relevant interest in Adelaide Brighton Ltd ordinary shares held by HSBC Custody Nominees (Australia) Limited  |
| <b>Date of change</b>  | Various –see below  |
| <b>No. of securities held prior to change</b>  | <b>Ordinary shares:</b><br>8,400 direct<br><b>Awards:</b><br>1,271,514 direct   |
| <b>Class</b>   | Ordinary  |
| <b>Number acquired</b>   | 265,896 shares on 16 June 2016 (allocated pursuant to exercise of awards comprising Tranche 2 of the 2012 Award under the Adelaide Brighton Ltd Executive Performance Share Plan) |
| <b>Number disposed</b>   | 75,000 ordinary shares on 17 June 2016<br>100,000 ordinary shares on 20 June 2016<br>60,000 ordinary shares on 21 June 2016<br>Total ordinary shares disposed 235,000             |

---

+ See chapter 19 for defined terms.

## Appendix 3Y Change of Director's Interest Notice

|   |   |
|---|---|
| <p><b>Value/Consideration</b><br/>Note: If consideration is non-cash, provide details and estimated valuation</p>   | <p>265,896 ordinary shares acquired on 16 June 2016 – value not applicable. Allocated pursuant to exercise of awards comprising Tranche 2 of the 2012 Award under the Adelaide Brighton Ltd Executive Performance Share Plan</p> <p>75,000 ordinary shares disposed on 17 June 2016 @ average price of \$5.313 each</p> <p>100,000 ordinary shares disposed on 20 June 2016 @ average price of \$5.3613 each</p> <p>60,000 ordinary shares disposed on 21 June 2016 @ average price of \$5.426 each</p> |
| <p><b>No. of securities held after change</b></p>   | <p><b>Ordinary shares:</b><br/>39,296 indirect<br/><b>Awards:</b><br/>1,005,618 direct</p>  |
| <p><b>Nature of change</b><br/>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | <p><b>Acquisition of ordinary shares:</b> Allocation of securities pursuant to exercise of awards comprising Tranche 2 of the 2012 Award under the Adelaide Brighton Ltd Executive Performance Share Plan</p> <p><b>Disposal of ordinary shares:</b><br/>On market trades</p>   |

### Part 2 – Change of director's interests in contracts

|  |            |
|--|------------|
| <p>Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.</p>         | <p>N/A</p> |
| <p><b>Detail of contract</b></p>   | <p>N/A</p> |
| <p><b>Nature of interest</b></p>   | <p>N/A</p> |
| <p><b>Name of registered holder (if issued securities)</b></p>   | <p>N/A</p> |
| <p><b>Date of change</b></p>   | <p>N/A</p> |
| <p><b>No. and class of securities to which interest related prior to change</b><br/>Note: Details are only required for a contract in relation to which the interest has changed</p> | <p>N/A</p> |
| <p><b>Interest acquired</b></p>  | <p>N/A</p> |
| <p><b>Interest disposed</b></p>  | <p>N/A</p> |
| <p><b>Value/Consideration</b><br/>Note: If consideration is non-cash, provide details and an estimated valuation</p>   | <p>N/A</p> |
| <p><b>Interest after change</b></p>  | <p>N/A</p> |

### Part 3 – <sup>+</sup>Closed period

|   |            |
|---|------------|
| <p>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</p> | <p>NO</p>  |
| <p>If so, was prior written clearance provided to allow the trade to proceed during this period?</p>  | <p>N/A</p> |
| <p>If prior written clearance was provided, on what date was this provided?</p>   | <p>N/A</p> |

<sup>+</sup> See chapter 19 for defined terms.