



**Boral Limited**

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20 December 2016

The Manager, Listings  
Australian Securities Exchange  
ASX Market Announcements  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

Dear Sir

**Disclosure of Directors' Interests**

We attach Change of Director's Interest Notices (8) for Catherine Brenner, Brian Clark, Eileen Doyle, Kathryn Fagg, Mike Kane, John Marlay, Karen Moses and Paul Rayner in connection with the participation by Directors in the Company's Retail Entitlement Offer.

Yours faithfully

Dominic Millgate  
**Company Secretary**

# 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

Name of entity	BORAL LIMITED
ABN	13 008 421 761

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.

Name of Director	Catherine Michelle BRENNER
Date of last notice	3 September 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.

Direct or indirect interest	Direct (7,791 shares) and Indirect (40,614 shares)
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Relevant interests in 40,614 ordinary shares held by Brenner Super Pty Ltd for and on behalf of the Brenner Super Fund
Date of change	20 December 2016
No. of securities held prior to change	33,371
Class	Ordinary Shares
Number acquired	2,420 (Direct) 12,614 (Indirect) Brenner Super Fund
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$4.80 per share (being the amount payable per share under the Company's Retail Entitlement Offer)

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## Appendix 3Y

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No. of securities held after change	48,405
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Participation in entitlement to 1 new share for every 2.22 shares held, under the Company's Retail Entitlement Offer

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

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.

Detail of contract	-
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	-
Interest acquired	-
Interest disposed	-
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	-
Interest after change	-

#### Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	-
If prior written clearance was provided, on what date was this provided?	-

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# Appendix 3Y

## Change of Director's Interest Notice

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

Name of entity	BORAL LIMITED
ABN	13 008 421 761

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.

Name of Director	James Brian CLARK
Date of last notice	9 September 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.

Direct or indirect interest	Direct (2,604 shares) and Indirect (106,991 shares)
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Relevant interests in 106,991 ordinary shares held by MCG Wealth Management as follows: 68,459 - Brian & Sandra Super Fund 38,532 - JBC Investment Holdings Pty Ltd (Clark Family A/C)
Date of change	20 December 2016
No. of securities held prior to change	75,558
Class	Ordinary Shares
Number acquired	809 (Direct) 21,261 (Indirect) Brian & Sandra Super Fund 11,967 (Indirect) Clark Family A/C
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$4.80 per share (being the amount payable per share under the Company's Retail Entitlement Offer)
No. of securities held after change	109,595

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<b>Nature of change</b> <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Participation in entitlement to 1 new share for every 2.22 shares held, under the Company's Retail Entitlement Offer
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#### Part 2 – Change of director's interests in contracts

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.

<b>Detail of contract</b>	Rules of Non-Executive Directors' Share Plan
<b>Nature of interest</b>	Participation in entitlement to 1 new share for every 2.22 shares held, under the Company's Retail Entitlement Offer
<b>Name of registered holder (if issued securities)</b>	Boral Corporate Services Pty Limited
<b>Date of change</b>	20 December 2016
<b>No. and class of securities to which interest related prior to change</b> <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	5,329 ordinary shares
<b>Interest acquired</b>	2,401 ordinary shares
<b>Interest disposed</b>	Nil
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	\$4.80 per share (being the amount payable per share under the Company's Retail Entitlement Offer)
<b>Interest after change</b>	7,730

#### Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	-
If prior written clearance was provided, on what date was this provided?	-

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

Name of entity	BORAL LIMITED
ABN	13 008 421 761

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.

Name of Director	Eileen Joy DOYLE
Date of last notice	12 February 2016

### 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.

Direct or indirect interest	Direct (1,924 shares) and Indirect (38,024 shares)
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Relevant interests in 38,024 ordinary shares held by Mr S E Doyle and Dr E J Doyle (S & E Doyle Super Fund a/c)
Date of change	20 December 2016
No. of securities held prior to change	27,541
Class	Ordinary Shares
Number acquired	598 (Direct) 11,809 (Indirect)
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$4.80 per share (being the amount payable per share under the Company's Retail Entitlement Offer)
No. of securities held after change	39,948
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Participation in entitlement to 1 new share for every 2.22 shares held, under the Company's Retail Entitlement Offer

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

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.

Detail of contract	-
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	-
Interest acquired	-
Interest disposed	-
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	-
Interest after change	-

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

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

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

Name of entity	BORAL LIMITED
ABN	13 008 421 761

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.

Name of Director	Kathryn Joy FAGG
Date of last notice	22 September 2014

### 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.

Direct or indirect interest	Direct (38,562 shares)
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Nil
Date of change	20 December 2016
No. of securities held prior to change	26,586
Class	Ordinary Shares
Number acquired	11,976 (Direct)
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$4.80 per share (being the amount payable per share under the Company's Retail Entitlement Offer)
No. of securities held after change	38,562
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Participation in entitlement to 1 new share for every 2.22 shares held, under the Company's Retail Entitlement Offer

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## Appendix 3Y

### Change of Director's Interest Notice

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

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.

Detail of contract	-
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	-
Interest acquired	-
Interest disposed	-
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	-
Interest after change	-

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

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

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

Name of entity	BORAL LIMITED
ABN	13 008 421 761

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.

Name of Director	Michael Patrick KANE
Date of last notice	17 September 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.

Direct or indirect interest	Direct (527,335)
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Nil
Date of change	20 December 2016
No. of securities held prior to change	363,566
Class	Ordinary Shares
Number acquired	163,769
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$4.80 per share (being the amount payable per share under the Company's Retail Entitlement Offer)
No. of securities held after change	527,335
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Participation in entitlement to 1 new share for every 2.22 shares held, under the Company's Retail Entitlement Offer

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### Change of Director's Interest Notice

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

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.

Detail of contract	Boral's Equity Incentive Plan																		
Nature of interest	-																		
Name of registered holder (if issued securities)	Nil																		
Date of change	-																		
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	<p>Rights to receive fully paid ordinary shares in the Company under Boral's Equity Incentive Plan subject to the achievement of performance hurdles.</p> <table> <tr> <th>Number</th><th>Expiry Date (for unvested rights)</th></tr> <tr> <td>78,717</td><td>12 November 2017 (2010 Grant LTI Rights)</td></tr> <tr> <td>102,285</td><td>1 September 2018 (2011 Grant LTI Rights)</td></tr> <tr> <td>732,456</td><td>1 September 2016 (2013 Grant LTI Rights)</td></tr> <tr> <td>615,957</td><td>1 September 2017 (2014 Grant LTI Rights)</td></tr> <tr> <td>606,440</td><td>1 September 2018 (2015 Grant LTI Rights)</td></tr> <tr> <td>75,583</td><td>1 September 2017 (2015 Deferred STI Rights)</td></tr> <tr> <td>522,096</td><td>1 September 2019 (2016 Grant LTI Rights)</td></tr> <tr> <td>61,902</td><td>1 September 2018 (2016 Deferred STI Rights)</td></tr> </table>	Number	Expiry Date (for unvested rights)	78,717	12 November 2017 (2010 Grant LTI Rights)	102,285	1 September 2018 (2011 Grant LTI Rights)	732,456	1 September 2016 (2013 Grant LTI Rights)	615,957	1 September 2017 (2014 Grant LTI Rights)	606,440	1 September 2018 (2015 Grant LTI Rights)	75,583	1 September 2017 (2015 Deferred STI Rights)	522,096	1 September 2019 (2016 Grant LTI Rights)	61,902	1 September 2018 (2016 Deferred STI Rights)
Number	Expiry Date (for unvested rights)																		
78,717	12 November 2017 (2010 Grant LTI Rights)																		
102,285	1 September 2018 (2011 Grant LTI Rights)																		
732,456	1 September 2016 (2013 Grant LTI Rights)																		
615,957	1 September 2017 (2014 Grant LTI Rights)																		
606,440	1 September 2018 (2015 Grant LTI Rights)																		
75,583	1 September 2017 (2015 Deferred STI Rights)																		
522,096	1 September 2019 (2016 Grant LTI Rights)																		
61,902	1 September 2018 (2016 Deferred STI Rights)																		
Interest acquired	-																		
Interest disposed	-																		
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	-																		
Interest after change	-																		

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

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

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

Name of entity	BORAL LIMITED
ABN	13 008 421 761

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.

Name of Director	John MARLAY
Date of last notice	2 September 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.

Direct or indirect interest	Direct (5,849 shares) and Indirect (33,461 shares)
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Relevant interests in 33,461 ordinary shares held by Bond Street Custodians Limited for and on behalf of The Marlay Superannuation Fund
Date of change	20 December 2016
No. of securities held prior to change	27,101
Class	Ordinary Shares
Number acquired	1,817 (Direct) 10,392 (Indirect)
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$4.80 per share (being the amount payable per share under the Company's Retail Entitlement Offer)
No. of securities held after change	39,310
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Participation in entitlement to 1 new share for every 2.22 shares held, under the Company's Retail Entitlement Offer

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

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.

Detail of contract	-
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	-
Interest acquired	-
Interest disposed	-
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	-
Interest after change	-

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

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

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

Name of entity	BORAL LIMITED
ABN	13 008 421 761

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.

Name of Director	Karen Anne Moses
Date of last notice	1 March 2016

### 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.

Direct or indirect interest	Direct (21,757 shares)
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Nil
Date of change	20 December 2016
No. of securities held prior to change	15,000
Class	Ordinary Shares
Number acquired	6,757 (Direct)
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$4.80 per share (being the amount payable per share under the Company's Retail Entitlement Offer)
No. of securities held after change	21,757
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Participation in entitlement to 1 new share for every 2.22 shares held, under the Company's Retail Entitlement Offer

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

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.

Detail of contract	-
Nature of interest	-
Name of registered holder (if issued securities)	-
Date of change	-
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	-
Interest acquired	-
Interest disposed	-
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	-
Interest after change	-

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

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

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

Name of entity	BORAL LIMITED
ABN	13 008 421 761

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.

Name of Director	Paul Ashley RAYNER
Date of last notice	17 February 2016

### 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.

Direct or indirect interest	Direct (1,951 shares) and Indirect (98,604 shares)
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Relevant interests in: <ul style="list-style-type: none"><li>• 39,135 ordinary shares held by Yarradale Investments Pty Limited, a company of which Mr Rayner is a director and shareholder; and</li><li>• 59,469 ordinary shares held by Invia Custodian Pty Limited for and on behalf of Bigpar Pty Ltd (the trustee of the PaulJul Super Fund).</li></ul>
Date of change	20 December 2016
No. of securities held prior to change	69,326
Class	Ordinary Shares
Number acquired	606 (Direct) 12,154 (Indirect) Yarradale Investments 18,469 (Indirect) Invia Custodian Pty Ltd

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Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$4.80 per share (being the amount payable per share under the Company's Retail Entitlement Offer)
No. of securities held after change	98,604
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Participation in entitlement to 1 new share for every 2.22 shares held, under the Company's Retail Entitlement Offer

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

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.

Detail of contract	Rules of Non-Executive Directors' Share Plan
Nature of interest	Participation in entitlement to 1 new share for every 2.22 shares held, under the Company's Retail Entitlement Offer
Name of registered holder (if issued securities)	Boral Corporate Services Pty Limited
Date of change	20 December 2016
No. and class of securities to which interest related prior to change <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	1,790 ordinary shares
Interest acquired	807
Interest disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	\$4.80 per share (being the amount payable per share under the Company's Retail Entitlement Offer)
Interest after change	2,597

#### Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	-
If prior written clearance was provided, on what date was this provided?	-

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