

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	Adelaide Brighton Ltd (ABL)
ABN	15 007 596 018

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	Raymond Barro
Date of last notice	14 June 2018

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	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Relevant interest in: (a) Dogidogi Pty Ltd ("Dogidogi") <Raymond Barro Family A/C> (b) David Barro Testamentary Trust ("the Trust") (c) Barro Properties Pty Limited ("Barro Properties")
Date of change	7 September 2018 – 600,000 shares 10 September 2018 – 12,589,300 shares

+ See chapter 19 for defined terms.

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<p>No. of securities held prior to change</p>	<p>Total of 203,151,055¹ indirectly held as follows:</p> <p>(a) 487,121 – Dogidogi.</p> <p>(b) 567,875 - the Trust, of which Raymond Barro is one of the Trustees.</p> <p>(c) 202,096,059 - Barro Properties, of which Raymond Barro has an interest in, both directly and indirectly in his capacity as one of the Trustees of the Trust.</p> <p>In addition:</p> <p>(d) Raymond Barro is an associate of Barro Group Pty Ltd (“Barro Group”) which is the owner of 59,022,619 shares in ABL; Christabel Investments Pty Ltd (“Christabel”), a subsidiary of Barro Group, is the owner of 163,772 shares in ABL and Ageflow Pty Ltd (Ageflow) the owner of 3,630,000 shares. In the interests of keeping the market fully informed, Raymond Barro has elected to disclose this information because he is an associate of Barro Group, Christabel and Ageflow.</p> <p>(e) Belinda Barro is the owner of 21,583 shares in ABL. In the interests of keeping the market fully informed, Raymond Barro has elected to disclose this information because Belinda Barro is his spouse. Raymond Barro does not have a relevant interest in these shares.</p> <p>¹ Previous Appendix 3Y released 21 March and 14 June 2018 quoted this total as 222,051,055.</p> <p>In Appendix 3Y of 21 March 2018 an amount of 18,900,000 shares, being an off market transfer from Barro Properties to Barro Group, should have been subtracted to show the correct number of 203,151,055 shares held after change.</p> <p>In Appendix 3Y of 14 June 2018, the incorrect total of 222,051,055 was carried through. Total securities indirectly held prior to change and after change should have been shown as 203,151,055 (with the Appendix 3Y covering only an off market transfer from Barro Group to Ageflow Pty Ltd).</p> <p>Therefore the correct number of shares held prior to change is 203,151,055.</p>
<p>Class</p>	<p>Ordinary</p>
<p>Number acquired</p>	<p>13,189,300 shares by Barro Properties</p>
<p>Number disposed</p>	<p>N/A</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>187,820 shares @ \$6.1824 per share 412,180 shares @ \$6.12 per share 89,300 shares @ \$6.1916 per share 12,500,000 shares @ \$6.40 per share</p>

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No. of securities held after change	Total of 216,340,355 indirectly held as follows: (a) 487,121 – Dogidogi. (b) 567,875 - the Trust, of which Raymond Barro is one of the Trustees. (c) 215,285,359 - Barro Properties, of which Raymond Barro has an interest in, both directly and indirectly in his capacity as one of the Trustees of the Trust. In addition: (d) Raymond Barro is an associate of Barro Group which is the owner of 59,022,619 shares in ABL, Christabel, a subsidiary of Barro Group, is the owner of 163,772 shares in ABL and Ageflow which is the owner of 3,630,000 shares in ABL. In the interests of keeping the market fully informed, Raymond Barro has elected to disclose this information because he is an associate of Barro Group, Christabel and Ageflow. (e) Belinda Barro is the owner of 21,583 shares in ABL. In the interests of keeping the market fully informed, Raymond Barro has elected to disclose this information because Belinda Barro is his spouse. Raymond Barro does not have a relevant interest in these shares.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On market trades

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	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
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	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

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?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.